

**** Electronically Filed Document ****

Denton County
Juli Luke
County Clerk

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Parties:

Direct- SHALE HOA
Indirect-

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***** THIS PAGE IS PART OF THE INSTRUMENT *****

Any provision herein which restricts the Sale, Rental or use of the described REAL PROPERTY because of color or race is invalid and unenforceable under federal law.



THE STATE OF TEXAS)
COUNTY OF DENTON]

I hereby certify that this instrument was FILED in the File Number sequence on the date/time printed hereon, and was duly RECORDED in the Official Records of Denton County, Texas.

Juli Luke

County Clerk
Denton County, Texas

After Recording Please Return To:

Judd A. Austin, Jr., Esq.
Henry Oddo Austin & Fletcher, P.C.
1700 Pacific Avenue
Suite 2700
Dallas, Texas 75201

THE STATE OF TEXAS §
 §
COUNTIES OF DENTON AND WISE §

**SECOND AMENDMENT TO THE DECLARATION
OF COVENANTS, CONDITIONS AND RESTRICTIONS
FOR SHALE HOA**

INTRODUCTORY PROVISIONS

WHEREAS, the Declaration of Covenants, Conditions and Restrictions for Shale HOA, was recorded in Volume 1457, Page 46 of the Official Public Records of Wise County, Texas, and recorded as Instrument No. 2004-107974 in the Official Public Records of Denton County, Texas (collectively referred hereinafter as the "Declaration") by Shale-114, L.P., a Texas limited partnership ("Declarant"); and

WHEREAS, the Declaration affects certain tracts or parcels of real property located in the Wise and Denton Counties, Texas, more particularly described on Exhibit A attached hereto (the "Addition"); and

WHEREAS, the Declaration was amended by virtue of the First Amendment to the Declaration of Covenants, Conditions and Restrictions for Shale HOA, recorded on September 20, 2010 as Instrument No. 2010-61987 in the Official Public Records of Wise County, Texas, and as Instrument No. 2010-93045 in the Official Public Records of Denton County, Texas (the "First Amendment"); and

WHEREAS, under Article 9, Section 9.4 of the Declaration, the covenants and restrictions contained in the Declaration may be amended or changed upon the approval by Owners owning at least ninety percent (90%) of the Lots; and

WHEREAS, Texas Property Code Section 209.0041(b) expressly states that a declaration may be amended by a vote of sixty-seven percent (67%); and

WHEREAS, on January 11, 2016, based on the tabulation of votes cast by Owners of Shale HOA, Inc. ("Association"), the following amendment to the Declaration was approved with the affirmative vote of Owners holding at least sixty-seven percent (67%) of the votes; and

NOW, THEREFORE, the Declaration is hereby amended as follows:

(a) Article 5, Section 5.2(b) of the Declaration is hereby deleted and shall hereinafter read in its entirety as follows:

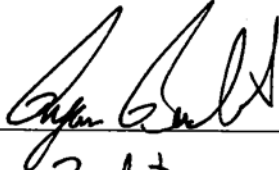
(b) Class B. The Class B Member shall be the Declarant who shall be entitled to fifteen (15) votes for each Lot owned by Declarant. Subject to the conditions set forth in the remainder of this paragraph, Class B membership shall be converted to Class A membership upon the earlier of (i) the total votes outstanding in the Class A membership equaling the total votes outstanding in the Class B membership, (ii) January 1, 2024 or (iii) the recording in the Records of Denton and Wise Counties, Texas of a notice signed by Declarant terminating the Class B membership. In determining the number of Lots owned by Declarant for the purpose of Class B membership status hereunder, the total number of Lots covered by this Declaration, including all Lots annexed thereto in accordance with Section 8.1 herein, shall be considered. In the event the Class B membership has previously lapsed as provided in (i) above, but annexation of additional property restores the ratio of Lots owned by Declarant to the number required for Class B membership status, such Class B membership shall be reinstated until it expires pursuant to the terms hereof.

The effective date of this amendment is January 1, 2014.

The terms and provisions of the Declaration, except as modified herein, are hereby declared to be in full force and effect with respect to the Addition. The Addition shall continue to be held, occupied, sold and conveyed subject to the terms and conditions of the Declaration, the First Amendment, and this Second Amendment which shall run with title to the Addition and are binding on all parties having any right, title or interest in and to the Addition or any part thereof, including their heirs, representatives, successors, transferees and assigns, and shall inure to the benefit of each Owner thereof.

IN WITNESS WHEREOF, the Board of Directors of Shale HOA, Inc. has caused this Second Amendment to the Declaration to be filed with the office of the Wise and Denton County Clerks and is made to be effective as of the 1st day of January, 2014.

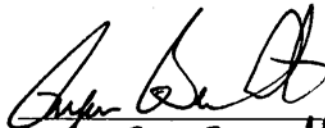
SHALE HOA, INC.

By: 
Its: President, Director

**CERTIFICATION OF APPROVAL OF THE
SECOND AMENDMENT TO THE DECLARATION OF COVENANTS,
CONDITIONS AND RESTRICTIONS FOR SHALE HOA**

I, Ryan Burkhardt, the duly-elected President of Shale HOA, Inc. hereby certify:

That the Second Amendment to the Declaration of Covenants, Conditions and Restrictions for Shale HOA was approved by the affirmative vote of 67% of the Owners of Shale HOA, Inc., as evidenced and recorded in the records of Shale HOA, Inc., and that the same does now constitute an official amendment to the Declaration and shall be filed of record with the office of the Wise and Denton County Clerks.

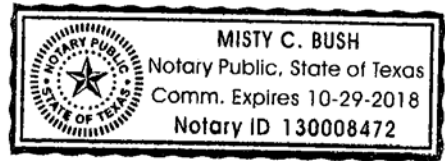

By Ryan Burkhardt, President

STATE OF TEXAS §
 §
COUNTY OF DENTON §

BEFORE ME, the undersigned Notary Public, on this day personally appeared Ryan Burkhardt, the duly-elected President of Shale HOA, Inc., a Texas nonprofit corporation, known to me to be the person whose name is subscribed on the foregoing instrument and acknowledged to me that he/she executed the same for the purposes therein expressed and in the capacity therein stated.

GIVEN UNDER MY HAND AND AFFIRMED SEAL OF OFFICE on this the 22nd day of January, 2016.

Misty C. Bush
Notary Public, (State of Texas)



Legal Description

BEING 330.362 acres of land situated in the SMITH COUNTY SCHOOL LAND SURVEY, ABSTRACT NUMBER 743 (WISE COUNTY), ABSTRACT NUMBER 1137 (DENTON COUNTY) and the WILLIAM WALLACE SURVEY, ABSTRACT NUMBER 1434 (WISE COUNTY), ABSTRACT NUMBER 1405 (DENTON COUNTY), Wise and Denton County, Texas and being all of that certain tract of land conveyed to LNW Real Estate, Ltd. According to the deed recorded in Volume 4484, Page 520, Volume 4484, Page 524, and Volume 4484, Page 528 Deed Records of Denton County, Texas and Volume 918, Page 280, Volume 918, page 284 and Volume 918, Page 288, Official Records of Wise County, Texas and being more particularly described as follows:

BEGINNING at a 60d nail found being the most easterly southeast corner of said LNW tract, said iron rod being the intersection of the centerline of County Line Road and the existing north right-of-way line of State Highway 114;

THENCE, South 49 degrees 02 minutes 12 seconds West, along the existing northerly right-of-way line of said State Highway 114, 172.14 feet to a 1/2" iron rod set with a red cap stamped "RPLS 2023" for corner;

THENCE, North 84 degrees 47 minutes 29 seconds West, continuing along the existing north right-of-way line of said State Highway 114, 419.65 feet to a 1/2" iron rod set with a red cap stamped "RPLS 2023" for corner, being the beginning of a curve to the left with a radius of 23,038.31 feet and a long chord bearing North 87 degrees 18 minutes 12 seconds West, 1878.29 feet;

THENCE, along said curve to the left and continuing along the existing north right-of-way line of said State Highway 114, passing through a central angle of 04 degrees 40 minutes 21 seconds an arc length of 1878.81 feet to a 1/2" iron rod set with a red cap stamped "RPLS 2023" for corner;

THENCE, North 89 degrees 44 minutes 11 seconds West, continuing along the existing north right-of-way line of said State Highway 114, 1064.36 feet to a concrete highway monument found for corner;

THENCE, North 89 degrees 37 minutes 18 seconds West, continuing along the existing north right-of-way line of said State Highway 114, 259.94 feet to a 1/2" iron rod set with a red cap stamped "RPLS 2023" for corner, being the southeast corner of said LNW tract;

THENCE, North 00 degrees 10 minutes 33 seconds East, along the most westerly west line of said LNW tract, 846.02 feet to a 4" fence post found for corner;

THENCE, South 89 degrees 16 minutes 23 seconds East, 1128.47 feet to a 3" fence post found for corner; being all corner of said LNW tract;

THENCE, North 00 degrees 36 minutes, 33 seconds East, along the most easterly west line of said LNW tract, 4,233.74 feet to a 1/2" iron rod found for corner;

THENCE, South 89 degrees 49 minutes 27 seconds East, 2,631.65 feet to a 1/2" iron rod found for corner, said iron rod being in the centerline of said County Line Road;

THENCE, South 00 degrees 38 minutes 19 seconds West, along the centerline of said County

Line Road, 5,077.66 feet to the POINT OF BEGINNING.

The tract of land herein described contains 330.362 acres of land.

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[Recording Data for the SHALE]

Plats of SHALE recorded in the Map or Plat Records of Wise and Denton Counties

SHALE -- FINAL PLAT
FILED FOR RECORD IN DENTON COUNTY, TEXAS, ON NOVEMBER 18, 2003
DOCUMENT NUMBER 339272

SHALE -- FINAL PLAT
FILED FOR RECORD IN DENTON COUNTY, TEXAS, ON NOVEMBER 19, 2003
DOCUMENT NUMBER 339273