

KENNETH W. BROWN, AICP  
DANIEL ORTIZ  
JAMES B. GRIFFIN  
JAMES MCKNIGHT  
NINA PRADO  
CAROLINE E. BROWN

**BROWN & ORTIZ, P.C.**  
ATTORNEYS AT LAW

PAUL M. JUAREZ  
OF COUNSEL

112 E. PECAN STREET  
SUITE 1360  
SAN ANTONIO, TEXAS 78205  
TELEPHONE: 210.299.3704  
FAX: 210.299.4731

### **“Roddimeyer 108” Tract: Entitlement Summary (7/6/17)**

- Legal Description (*see Exhibit “A”*):
  - Tract 1 (91.5281 ac):** CB 4188, P-1D (56.104 ac); CB 4187, P-17 (35.4241 ac);
  - Tract 2 (2.58 ac):** CB 4187, P-19A
  - Tract 3 (5.3509):** CB 4187, P-18
  - Tract 4 (3.287):** CB 4187, P-18A
  - Tract 5 (4.922):** CB 4187A, Blk 1, Lot 1
- Approximate Acreage: 107.668, all within the City of San Antonio city limits.
- Current Owner: Roddimeyer II, LLC
- Currently unplatted, although a plat application was filed on the property in 2004 (see Development Details below).
- School District: Somerset ISD
- Current Zoning (*see Exhibit “B”*): “UD” and “UD AHOD” (Urban Development District, Airport Hazard Overlay District), by City Ordinance #2007-05-17-0587, adopted May 17, 2007.
  - The “UD” district is unique in that it was established to encourage the development of a land use pattern that encourages compact neighborhoods and centralized commercial areas that promote a sense of community and are pedestrian and transit friendly. It allows a mix of general commercial uses and residential (single family and multi-family up to 33 units per acre).
  - Commercial: The intensity of the commercial use allowed depends whether that use is within one-quarter mile of the intersection of two major thoroughfares, or within one-eighth mile from the intersection of two collectors. Applewhite and Neal Rd. are generally considered major thoroughfares on the city’s master thoroughfare plan.
  - Residential: the residential uses are required to be a mix of types (single family, duplex, multi-family), however, there is a restrictive covenant regarding single-family use (see next bullet point). Also, “UD” has added design requirements, such as the front entries of all ground floor multi-family units adjacent to collector or arterial streets shall be oriented toward the street.
  - The “AHOD” overlay restricts heights of structures based upon proximity to an airport. Generally, this overlay has no effect on property owners’ ability to develop retail or residential, unless very close to an airport runway.
- Heritage South Sector Plan (*see Exhibit “C”*): designated “Country Tier” and “Agribusiness/RIMSE Tier”
  - These designations are important *if you want to rezone the property*. Any rezoning would have to be consistent with the Sector Plan. Country Tier only allows “FR” (Farm and Ranch) and “RP” (Resource Protection) zoning. Agribusiness/RIMSE allows: “FR” and “RP” as well as “I-1” (General Industrial), “MI-1” (Mixed Light Industrial), “L” (Light Industrial), and “BP” (Business Park, which is essentially “L”).

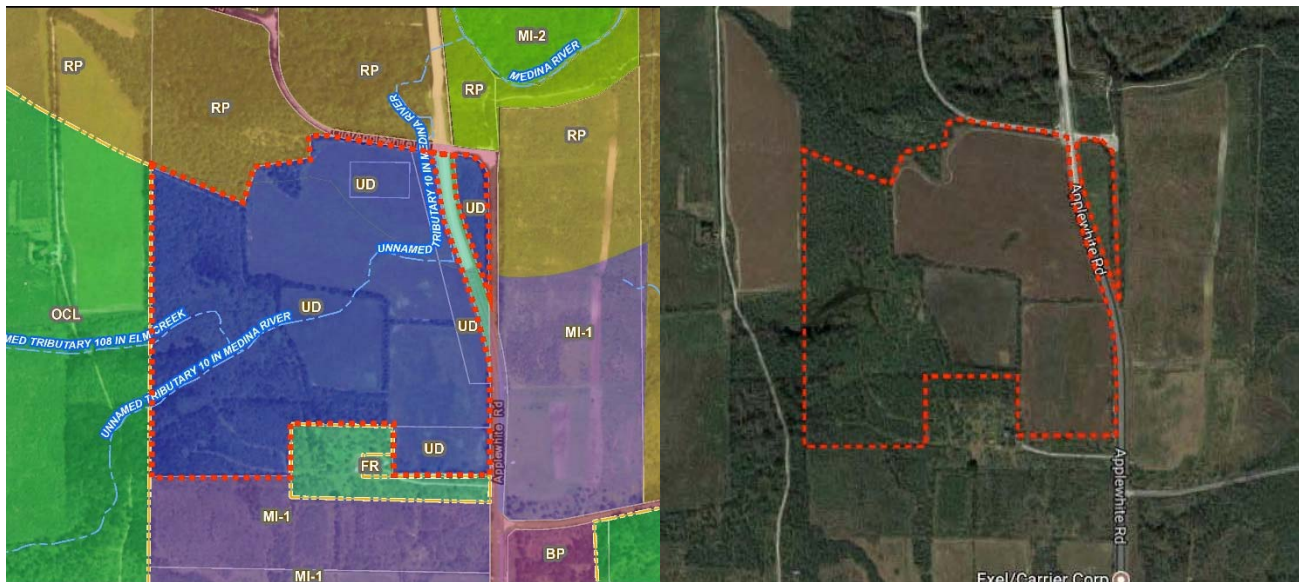
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- Restrictive Covenant (*see* **Exhibit “D”**): A Declaration of Restrictive Covenants has been recorded for the property, which restriction prohibits using the property for Single-Family Dwelling Use. Entered into with Toyota Motor Manufacturing, Texas, Inc. on March 22, 2007, with no indication that such restriction has been revoked or terminated.
- Surrounding zoning includes FR, RP, MI-1, and outside city limits (i.e. no zoning).
- Neighborhood Association: None
- City Council District: District 4, (Councilman Rey Saldana)
- Development Details to note:
  - The Property was issued a “Vested Rights Permit” by the City on September 28, 2004, for commercial and single family uses, based on a plat application filed on May 11, 2004 (Plat ID #040346). However, such vested rights are only valid as long as the permit on which they are based is valid (i.e. the plat application). The plat application expired on May 11, 2006; therefore, those rights no longer apply to the Property.
  - The Property was also issued “Continuation of Use Rights” by the City in November, 2004 (#05-12-033). This “permit” allows the property owner to use the property for commercial and single family uses, based on Plat #040346 (discussed above), and despite the City’s limited purpose annexation in June, 2004. While these rights may still be valid, the property is zoned to allow such uses, regardless. Furthermore, the property owner has subsequently agreed to burden the property with a “no single family use” covenant (also discussed above).



RODDIMEYER 108 (107.668 ac)

EXHIBIT

A

Property Identification #: 1058312

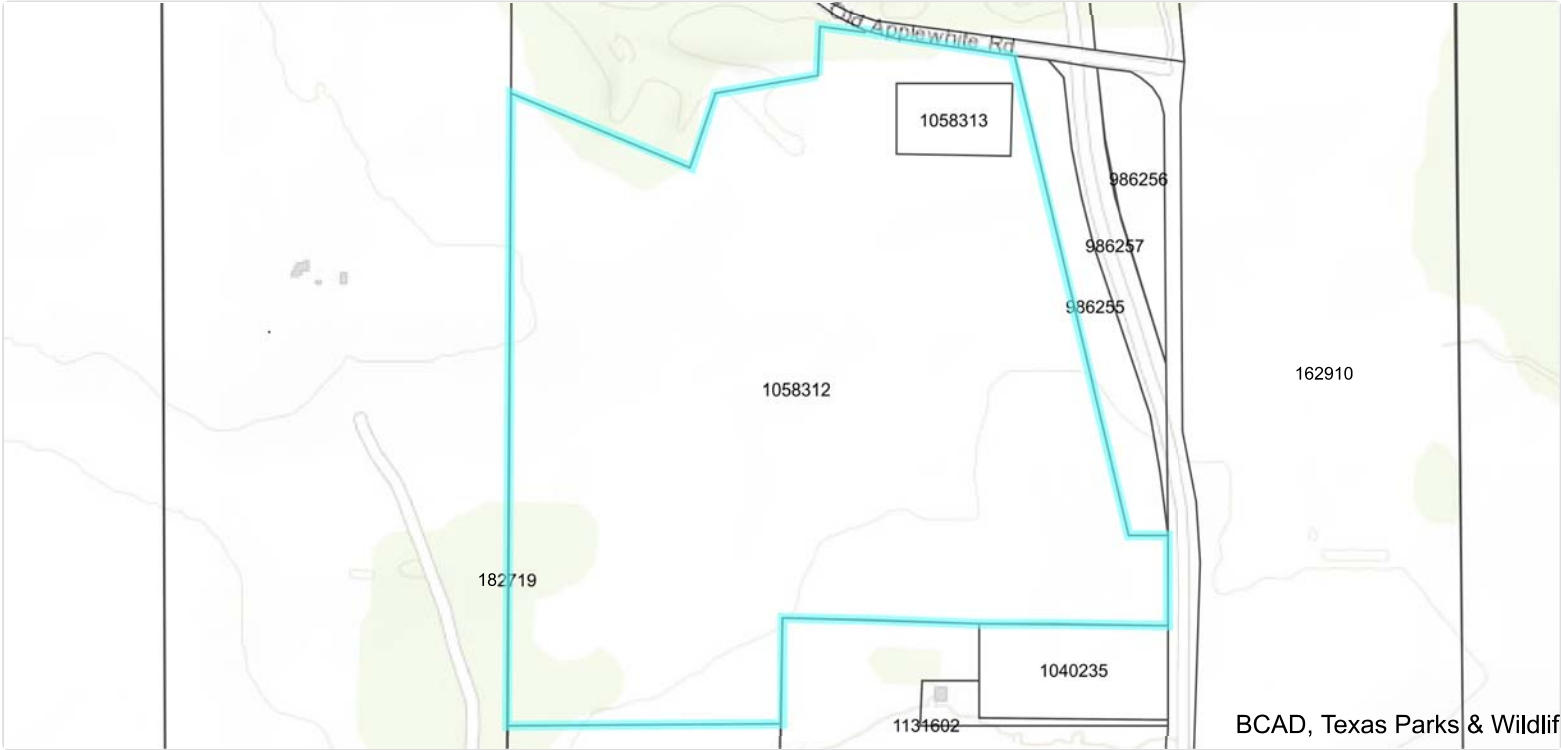
Property Information: 2017

Owner Identification #: 2798561

Geo ID: 04188-000-0015  
Situs: OLD APPLEWHITE RD SAN  
Address: ANTONIO, TX 78264  
Property Type: Real  
State: E1  
Code: E1

Legal Description: CB 4188 P-1D (56.104 AC) ABS 168 & CB 4187 P-17 (35.4241 AC) ABS 169 (P-19 PREVIOUSLY P-1D) (SOUTHSIDE STUDY AREA 3 ANNEXATION)  
Abstract: A04188  
Neighborhood: SOMERSET NW/SWISD(2)  
Appraised Value: \$216,150.00  
Jurisdictions: 10, 72, CAD, 06, 09, 11, 08, 21

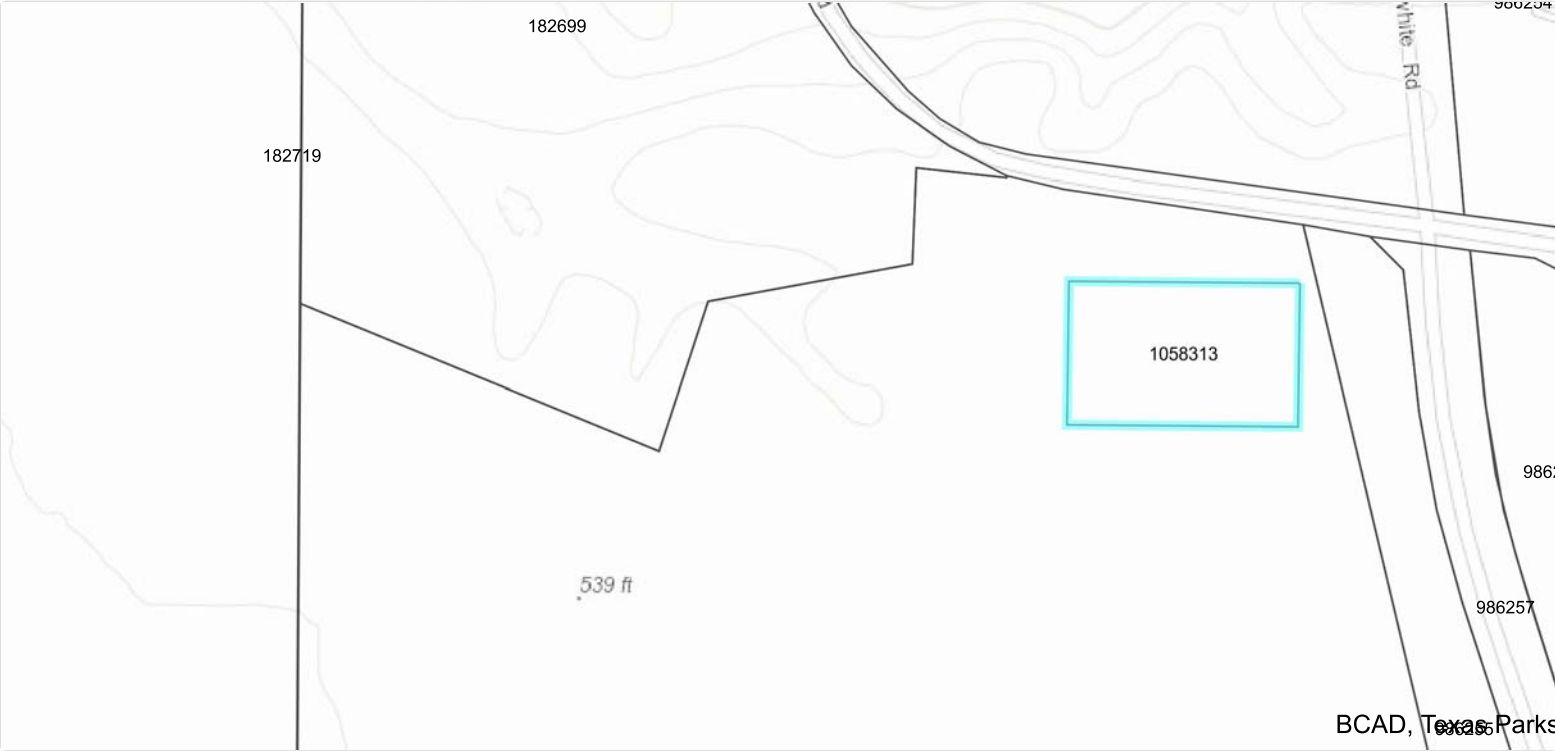
Name: RODDIMEYER II LLC  
Exemptions:  
DBA: Null



Bexar CAD Map Search

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Property Identification #: 1058313	Property Information: 2017	Owner Identification #: 2798561
Geo ID: 04187-000-0190 Situs: OLD APPLEWHITE RD SAN Address: ANTONIO, TX 78264 Property Type: Real State: D1 Code: D1	Legal Description: CB 4187 P-19A ABS 169 (SOUTHSIDE STUDY AREA 3 ANNEXATION) Abstract: A04187 Neighborhood: SOMERSET NW/SWISD(2) Appraised Value: \$290.00 Jurisdictions: 10, 09, CAD, 06, 11, 08, 72, 21	Name: RODDIMEYER II LLC Exemptions: DBA: Null



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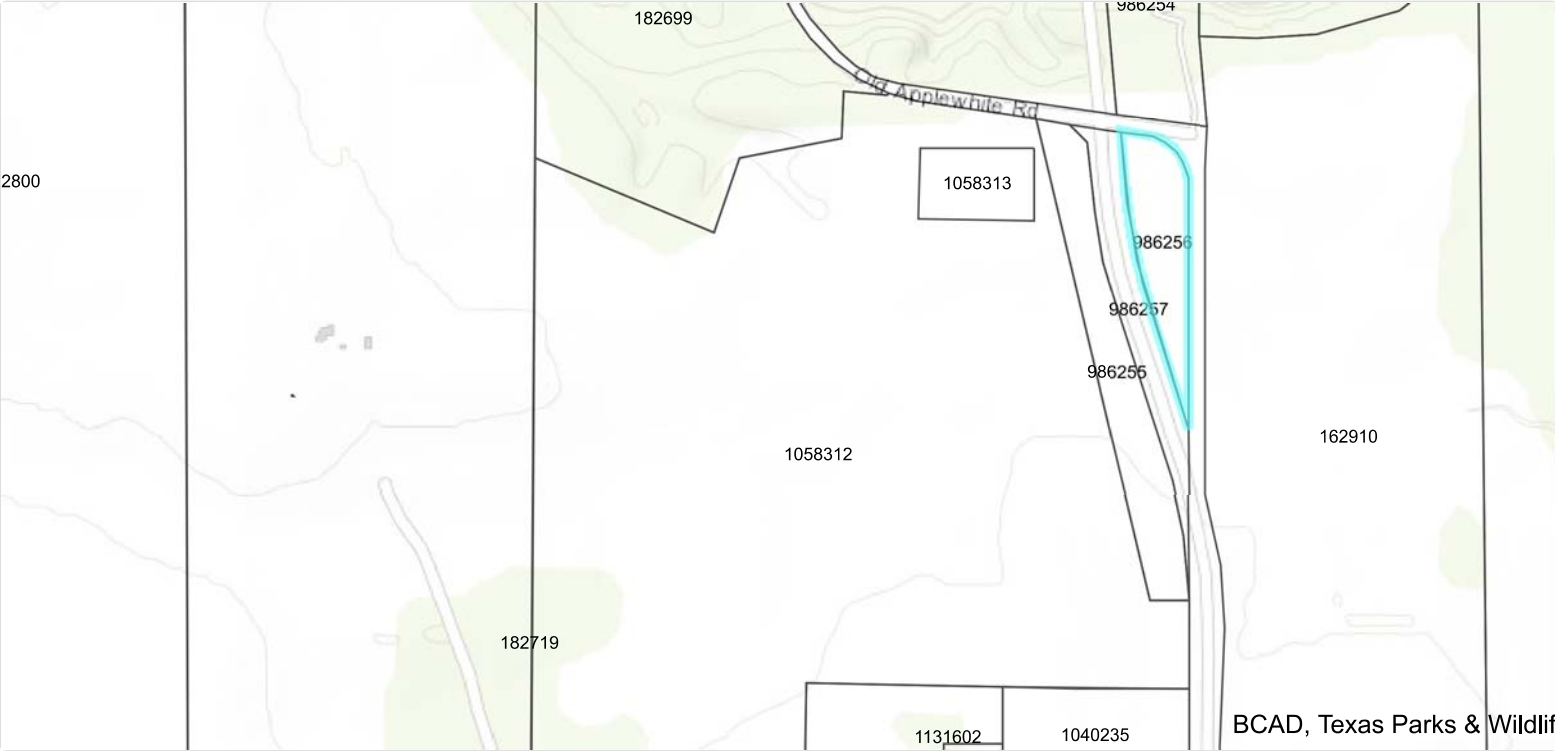
Property Identification #: 986255	Property Information: 2017	Owner Identification #: 2798561
Geo ID: 04187-000-0180 Situs APPLEWHITE RD SAN ANTONIO, Address: TX 78264 Property Type: Real State Code: D1	Legal Description: CB 4187 P-18 ABS 169 FORMERLY P-1B (SOUTHSIDE STUDY AREA 3 ANNEXATION) Abstract: A04187 Neighborhood: SOMERSET NW/SWISD(2) Appraised Value: \$590.00 Jurisdictions: CAD, 06, 08, 09, 10, 11, 72, 21	Name: RODDIMEYER II LLC Exemptions: DBA: Null



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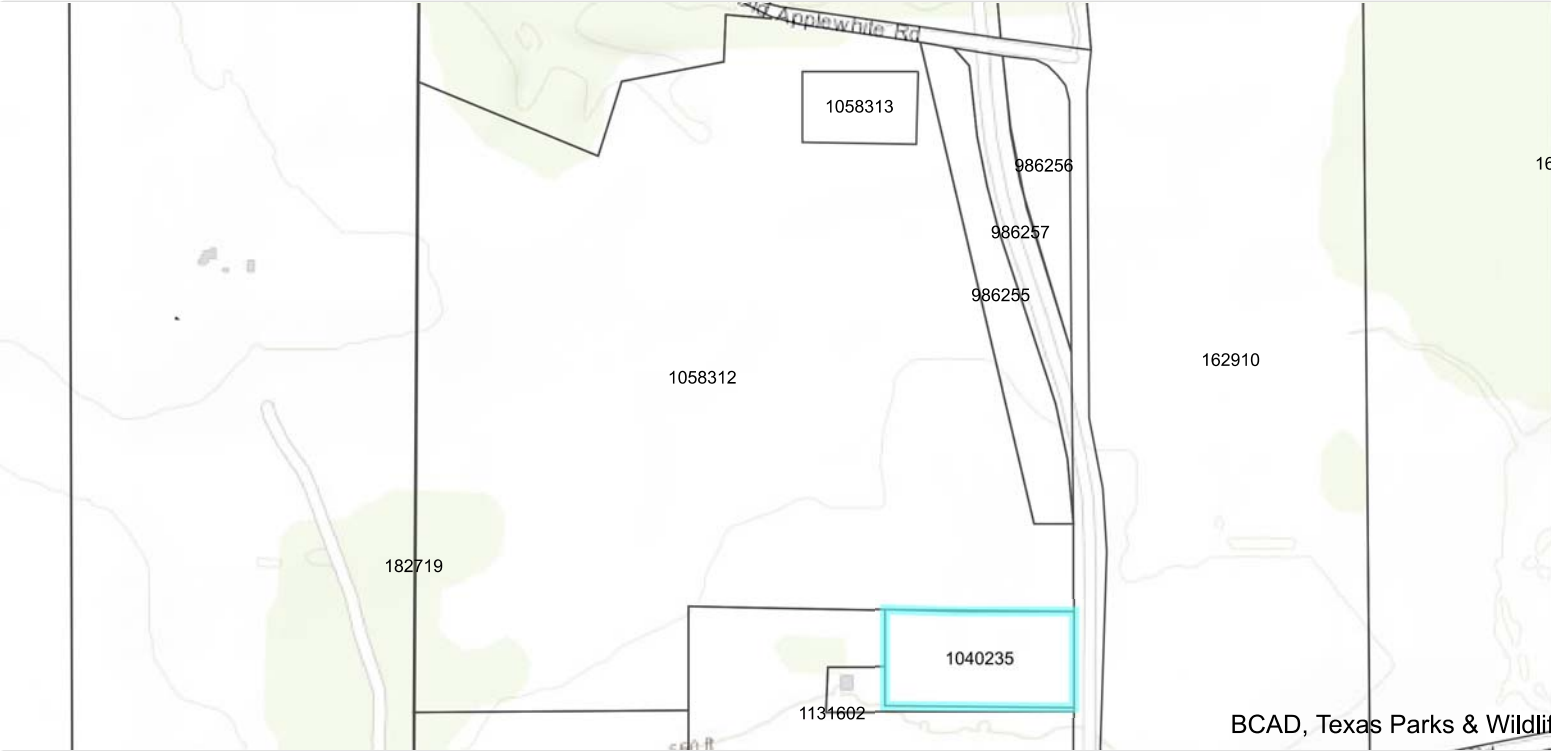
Property Identification #: 986256	Property Information: 2017	Owner Identification #: 2798561
Geo ID: 04187-000-0181 Situs APPLEWHITE RD SAN ANTONIO, Address: TX 78264 Property Type: Real State Code: E1	Legal Description: CB 4187 P-18A ABS 169 NON-ADJ RMS (SOUTHSIDE STUDY AREA 3 ANNEXATION) Abstract: A04187 Neighborhood: SOMERSET NW/SWISD(2) Appraised Value: \$18,050.00 Jurisdictions: 06, CAD, 09, 08, 21, 72, 11, 10	Name: RODDIMEYER II LLC Exemptions: DBA: Null



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Property Identification #: 1040235	Property Information: 2017	Owner Identification #: 2798561
Geo ID: 04187-101-0010 Situs APPLEWHITE RD SAN ANTONIO, Address: TX 78264 Property Type: Real State Code: D1	Legal Description: CB 4187A BLK 1 LOT 1 (APPLEWHITE OFFICE WAREHOUSE SUBD) Abstract: A04187 Neighborhood: NBHD code54205 Appraised Value: \$900.00 Jurisdictions: 06, 72, 08, CAD, 10, 11, 21, 09	Name: RODDIMEYER II LLC Exemptions: DBA: Null



Bexar CAD Map Search

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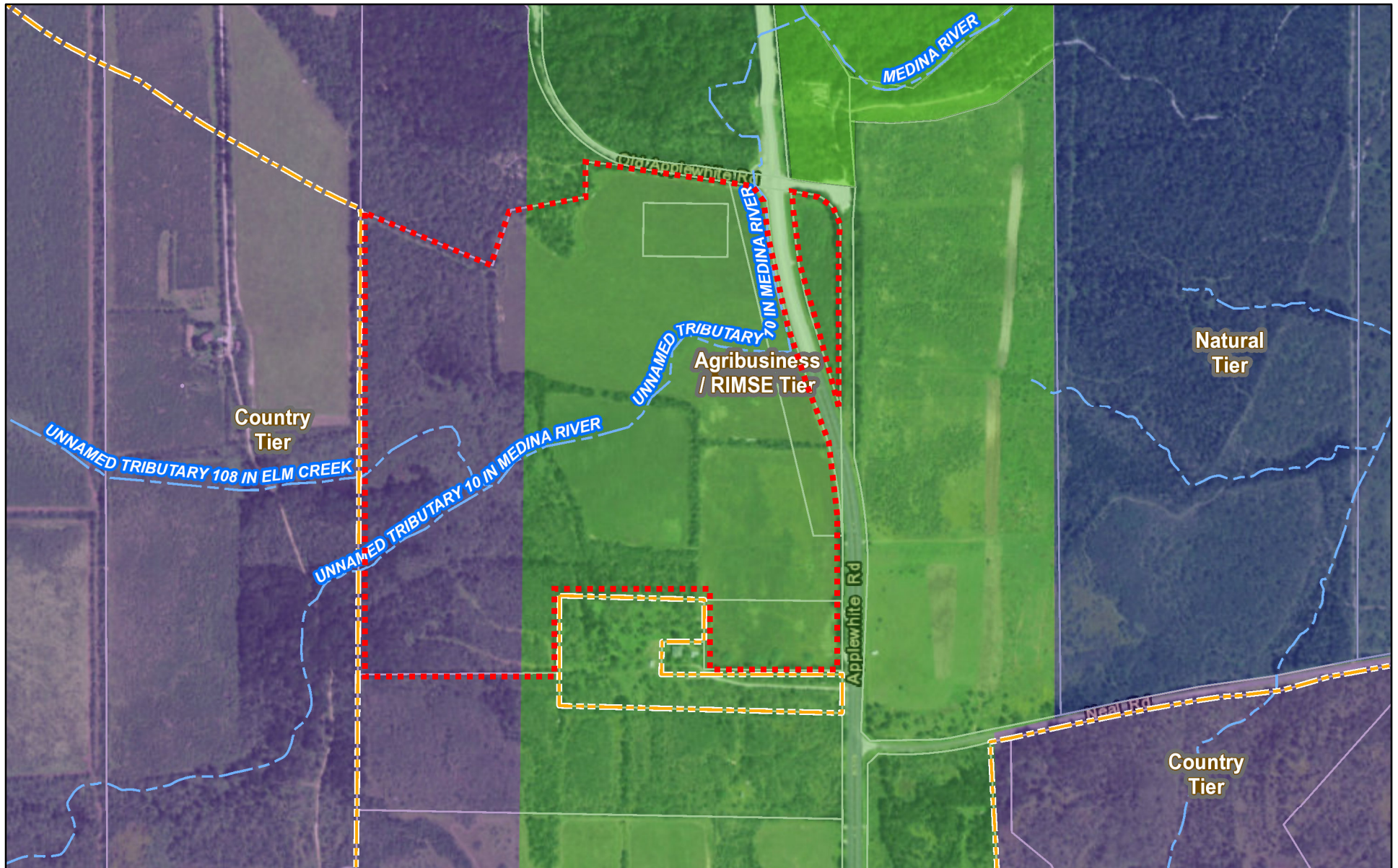


**EXHIBIT**  
**B**



The City of San Antonio does not guarantee the accuracy, adequacy, completeness or usefulness of any information. The City does not warrant the completeness, timeliness, or positional, thematic, and attribute accuracy of the GIS data. The GIS data, cartographic products, and associated applications are not legal representations of the depicted data. Information shown on these maps is derived from public records that are constantly undergoing revision. Under no circumstances should GIS-derived products be used for final design purposes. The City provides this information on an "as is" basis without warranty of any kind, express or implied, including but not limited to warranties of merchantability or fitness for a particular purpose, and assumes no responsibility for anyone's use of the information.

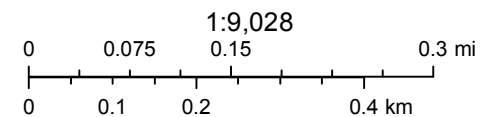


# RODDIMEYER 108



July 6, 2017

-  COSA Boundary
-  Creeks



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Esri, HERE, DeLorme, MapmyIndia, © OpenStreetMap contributors, and the

SCANNED

DECLARATION OF RESTRICTIVE COVENANTS



STATE OF TEXAS       §  
                                  §  
COUNTY OF BEXAR   §



THIS **DECLARATION OF RESTRICTIVE COVENANTS** (this "Declaration") is made by Presto-Roddimeyer 108, Ltd., a domestic limited partnership, organized in the State of Texas (hereinafter referred to as the "Declarant"), acting by and through its General Partner, Presto GP, LLC , a domestic limited liability company and Toyota Motor Manufacturing, Texas, Inc., a domestic for-profit corporation (hereinafter referred to as "Toyota").

**I.**

**Definitions**

Any term not herein specifically defined shall carry the definition contained in the Unified Development Code of the City of San Antonio as hereinafter defined.

"**City**" shall mean the City of San Antonio, a Texas municipal corporation.

"**Code**" shall mean the Unified Development Code of the City in effect as of December 31, 2006.

"**Declarant**" shall mean, the owner of the Property defined in Article II below, and any successors and assigns of the owner of the Property who acquires fee title to all or a portion of the property.

"**Developed**" shall be broadly defined herein to include any land preparation, clearing, grading, paving, construction, or building, as those terms are commonly understood within the City's real estate development/construction industry.

"**Single-family dwelling**" shall mean a detached dwelling providing complete living facilities for one (1) family, including kitchen facilities or equipment for cooking or provisions for the same, and including room or rooms for living, sleeping, bathing and eating, which may include houses, small lot homes, manufactured homes, and/or mobile homes.

**II.**

**Property**



The "**Property**," as the term is used within this Declaration, shall refer to the 107.668 acres of land located Northwest of the intersection of Applewhite Road and Neal Road, in the City of San Antonio, Bexar County, and more specifically described in Special Warranty Deed, Document No. 2005-0026844, Volume 11217, Page 0214 of the Bexar County Real Property Records.

### III.

#### Recitals

1. WHEREAS, Declarant is the Owner of the Property, which is more particularly described above in Article II (pertaining to the Property).
2. WHEREAS, Declarant does hereby finally and irrevocably impose the following restriction on the Property, and burdens the Property with such restriction, which is to run with the land, to survive all transfers of ownership of the Property, and to govern any development or use of the Property.
3. NOW THEREFORE, in consideration of the mutual covenants and agreements, and other valuable consideration, it is declared that the Property, shall be held, sold and conveyed subject to the following condition precedent and restriction.

### IV.

#### Condition Precedent

1. **Zoning:** All obligations agreed to by the Declarant as part of this Declaration are expressly contingent upon the City Council's approval of a "UD" (Urban Development District) zoning category, as defined in the Code as of December 31, 2006, regardless of any future amendment thereof.

### V.

#### Restriction

2. **Single-family dwelling prohibition:** Declarant agrees that the Property shall not be developed for any single-family dwelling use. Notwithstanding the foregoing, Declarant agrees that the Property may be developed for any other land use allowed by right under the Property's zoning designation.

### VI.

#### General Provisions

1. **Purpose:** Declarant agrees that the restriction set forth above is for the purpose of establishing a development that will be compatible to the surrounding land uses and protecting the value and desirability of the Property. Consequently, it shall run with the Property and shall be binding on all parties having any right, title or interest in the Property in whole or in part, and their heirs, successors, and assigns.
2. **Term:** Declarant agrees that the restriction of this Declaration shall be effective for a term of ten (10) years from the date this Declaration is recorded, after which period it shall be

automatically extended for successive periods of five (5) years unless terminated by agreement of the parties herein.

3. **Enforcement:** Declarant agrees that Toyota is the direct intended beneficiary of this Declaration, and that Toyota and Declarant shall have the right and power to enforce any of the covenants, restrictions, and development standards set out in this Declaration. Declarant hereby agrees that upon receipt of written notice of any violation of this restrictive covenant, the Property shall be brought into full compliance with the restrictive covenant within thirty (30) days. It is understood and agreed by the parties to this Declaration that upon the sale of the Property by the Declarant or any other purchaser or developer of the Property, the Declarant shall be released from any and all liability and responsibility under this Declaration, excepting only liability that the Declarant may already have for any breach of Declarant's obligations under this Declaration that occurred prior to the sale of the Property by the Declarant. Declarant further agrees that if any controversy, claim or dispute arises relating to this instrument, its breach, or enforcement the prevailing party shall be entitled to recover from the losing party reasonable expenses, attorney's fees and costs.

4. **Waiver and Amendment:** The parties herein may effectively waive the applicability of the Restriction or amend this Declaration if, but only if, an instrument is executed in writing specifically referencing this Declaration (including the Volume and Page numbers of recordation of this Declaration in the Records), and duly recorded in the Bexar County Real Property Records.

5. **Severability:** Declarant agrees that invalidation of any of these covenants or restrictions by judgment or court order shall in no way effect any other provision and all other provisions shall remain in full force and effect.

6. **Headings:** The headings and other captions contained in this Declaration are for convenience of reference only and shall not be used in interpreting, construing or enforcing any of the provisions of this Agreement.

7. **Unintended Omission:** If any punctuation, word, clause, sentence, or provision necessary to give meaning, validity, or effect to any other word, clause, sentence, or provision appearing in this Declaration shall be omitted, then it is hereby declared that such omission was unintentional and that the omitted punctuation, word, clause, sentence or provision shall be supplied by inference.

8. **Entire Agreement:** This Declaration reflects the entire agreement between the parties hereto pertaining to the subject matter hereof and supersedes all prior and contemporaneous agreements and understandings of the parties in connection herewith.

[SIGNATURE ON THE FOLLOWING PAGE].



WHEREFORE, this Declaration is executed this executed this 22 day of MARCH, 2007, at San Antonio, Texas.

**DECLARANT:**

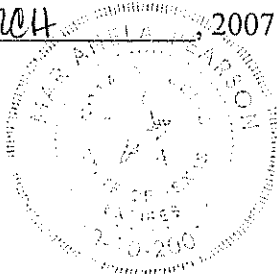
By: Fermin Rajunov, Manager  
Fermin Rajunov, Manager  
Presto GP, LLC, a domestic limited liability company  
General Partner, Presto-Roddimeyer 108, Ltd., a domestic limited partnership

**ACKNOWLEDGEMENT**

STATE OF TEXAS       §  
                                  §  
COUNTY OF BEXAR   §

BEFORE ME, the undersigned authority, on this day personally appeared Fermin Rajunov, Manager, on behalf of Presto GP, LLC, a domestic limited liability company and General Partner, for Presto-Roddimeyer 108, Ltd., a domestic limited partnership.

GIVEN UNDER MY HAND AND SEAL OF OFFICE this 22 day of MARCH, 2007.



Mariana Pearson  
Notary Public, State of TEXAS  
MARIANELA PEARSON  
Notary's Printed Name  
My Commission Expires: 10-10-2007

**APPROVED AS TO FORM AND CONTENT:**

By: Doc# 20070106740 Fees: \$28.00  
Name: 05/09/2007 11:19AM # Pages 4  
Title: Filed & Recorded in the Official Public  
Records of BEXAR COUNTY  
GERRY ROCKWELL COUNTY CLERK

**RECORDER'S MEMORANDUM**  
AT THE TIME OF RECORDATION, THIS  
INSTRUMENT WAS FOUND TO BE INADEQUATE  
FOR THE BEST PHOTOGRAPHIC REPRODUCTION  
BECAUSE OF ILLEGIBILITY CARBON OR  
PHOTO COPY, DISCOLORED PAPER ETC

**AFTER RECORDING RETURN TO:**

Fermin Rajunov  
Presto GP, LLC  
103 Biltmore St #210  
San Antonio, TX 78213

Any provision herein which restricts the sale, or use of the described real property because of race is invalid and unenforceable under Federal law  
STATE OF TEXAS, COUNTY OF BEXAR  
I hereby certify that this instrument was FILED in File Number Sequence on the date and at the time stamped hereon by me and was duly RECORDED in the Official Public Record of Real Property of Bexar County, Texas on:

MAY 09 2007

FA9036- Presto Tierra, LLC RestrictiveCovenants 3\_22\_07 DOC



Gerry Rockwell  
COUNTY CLERK BEXAR COUNTY, TEXAS