

AGREEMENT FOR POSSESSION PENDING CLOSING

CR 119 Right of Way—Parcel 6

WHEREAS, NO-COUNT, LLC, a Texas limited liability company (“Seller”) and WILLIAMSON COUNTY, TEXAS (“Purchaser”) have entered into that certain Real Estate Contract effective November 17th, 2015 (“Contract”) for the purchase and sale of 7.402 acres to be used by Purchaser for the construction of CR 119 right of way improvements, and which property is further described in Exhibit “A” attached hereto (the “Property”); and

WHEREAS, Seller has requested that the Closing of the referenced Real Estate Contract be extended to take place on a date occurring after January 1, 2016; and

WHEREAS, Purchaser desires to begin utility relocation activities on the Property as soon as possible in connection with the proposed CR 119 road construction project.

THEREFORE, the parties hereby agree to the following terms regarding completion of the Contract and possession of the Property pending Closing:

1. Closing of the Contract shall take place at a date agreed to between Seller and Purchaser, but shall occur no sooner than January 1, 2016, and no later than February 1, 2016.
2. Upon Purchaser’s delivery of the full purchase funding for the Closing of the Contract to the designated title company’s escrow account, Purchaser, its contractor’s and agents, shall be allowed entry to and possession of the Property for the purpose of any required utility relocation or reconstruction activities in connection with the Purchaser’s proposed CR 119 roadway construction project.
3. To the extent allowed by law, Purchaser will indemnify, defend and hold Seller harmless against any and all claims for personal injury of third parties and damages to the Property of third parties that are caused by the Purchaser’s use of the Property, provided Seller promptly notifies the Purchaser of any such claim and provides the Purchaser with the opportunity to defend against such claims. The foregoing indemnity shall not include any amounts payable as a result of the use or possession of the Property by Seller or pursuant to settlements that have not been approved in advance by the Purchaser. The Purchaser will and shall be responsible for the safety of all their employees, contractors, consultants, invitees, and agents who enter onto the Property at the direction of the Purchaser. Purchaser shall require any contractors operating on the Property to maintain commercial liability insurance at all times during the period of this Agreement in the minimum amounts required by any Williamson County design or construction manual and policy requirements
4. This Agreement shall continue in full force and effect until the Closing of the real estate transaction contemplated in the Contract.

Executed to be effective the 8th day of December, 2015.

[signatures follow]

SELLER:

NO-COUNT, LLC,
a Texas limited liability company

By: _____

Printed Name: _____

Its: _____

PURCHASER:

WILLIAMSON COUNTY, TEXAS

By: _____
Dan A. Gattis
County, Judge

EXHIBIT **A**

County: Williamson
Parcel No.: 6
Highway: C.R. 119
Limits: C.R. 164 (Limmer Loop) to Chandler Road

DESCRIPTION FOR PARCEL 6

DESCRIPTION OF A 7.402 ACRE (322,410 SQ.FT.) TRACT OF LAND LOCATED IN THE JAMES SHELTON SURVEY, ABSTRACT NO. 560 IN WILLIAMSON COUNTY, TEXAS, BEING A PORTION OF A CALLED 101.8 ACRE TRACT OF LAND, TRACT 2, DESCRIBED IN DEED TO GARY M. OLANDER, ET AL, RECORDED IN DOCUMENT NUMBER 9828013 OF THE OFFICIAL PUBLIC RECORDS OF WILLIAMSON COUNTY, TEXAS, (O.P.R.W.C.TX.), SAID 7.402 ACRE (322,410 SQ.FT.) TRACT, AS SHOWN ON A RIGHT-OF-WAY SKETCH PREPARED BY SAM, FOR THIS PARCEL, BEING MORE PARTICULARLY DESCRIBED BY METES AND BOUNDS AS FOLLOWS:

BEGINNING at a 1/2-inch iron rod with a plastic cap stamped "SAM INC" set 60.00 left of County Road (C.R.) 119 Engineer's Centerline Station (E.C.S.) 42+11.77, in the proposed west right-of-way line of C.R. 119, said point also being in the north line of a called 48.44 acre tract of land, Tract 2, described in deed to Jo Blaine Anderson and James Wesley Anderson, recorded in Document Number 2008080963, O.P.R.W.C.TX., for the **POINT OF BEGINNING**, also being the northwest corner of the tract described herein and the beginning of a curve to the left, from which a 3/8-inch iron rod found for the southwest corner of said 101.8 acre tract and the northwest corner of said 48.44 acre tract bears S 68°06'35" W, a distance of 1,871.50 feet;

THENCE, with the proposed curving west right-of-way line of said C.R. 119, the following three courses and distances numbered 1-3:

- 1) with the proposed curving west right-of-way line of said C.R. 119, being a curve to the left, an arc distance of 1,811.07 feet, through a central angle of 42°31'39", having a radius of 2,440.00 feet, and a chord that bears N 38°53'15" W, a distance of 1,769.79 feet to a 1/2-inch iron rod with a plastic cap stamped "SAM INC" set 60.00 feet left of E.C.S. 60+67.38,
- 2) N 60°09'04" W, a distance of 626.27 feet to a 1/2-inch Iron rod with a plastic cap stamped "SAM INC" set 60.00 feet left of E.C.S. 66+93.64 for the beginning of a curve to the right, and
- 3) with the proposed curving west right-of-way line of said C.R. 119, being a curve to the right, an arc distance of 67.82 feet, through a central angle of 01°31'04", having a radius of 2,560.00 feet, and a chord that bears N 59°23'32" W, a distance of 67.81 feet to a 1/2-inch iron rod with a plastic cap stamped "SAM INC" set 60.00 feet left of E.C.S. 67+59.87, said point being on the south line of a called 57.895 acre tract of land described in General Warranty Deed to Ventana Hills, LTD., recorded in Document Number 2007068155 O.P.R.W.C.TX., and the north line of said 101.8 acre tract for the northwest corner of the tract described herein, from which a 1/2-inch iron pipe found for the northwest corner of said 101.8 acre tract and the southwest corner of said 57.895 acre tract bears S 68°21'55" W, a distance of 864.97 feet;

MATCH LINE SHEET 4 OF 6

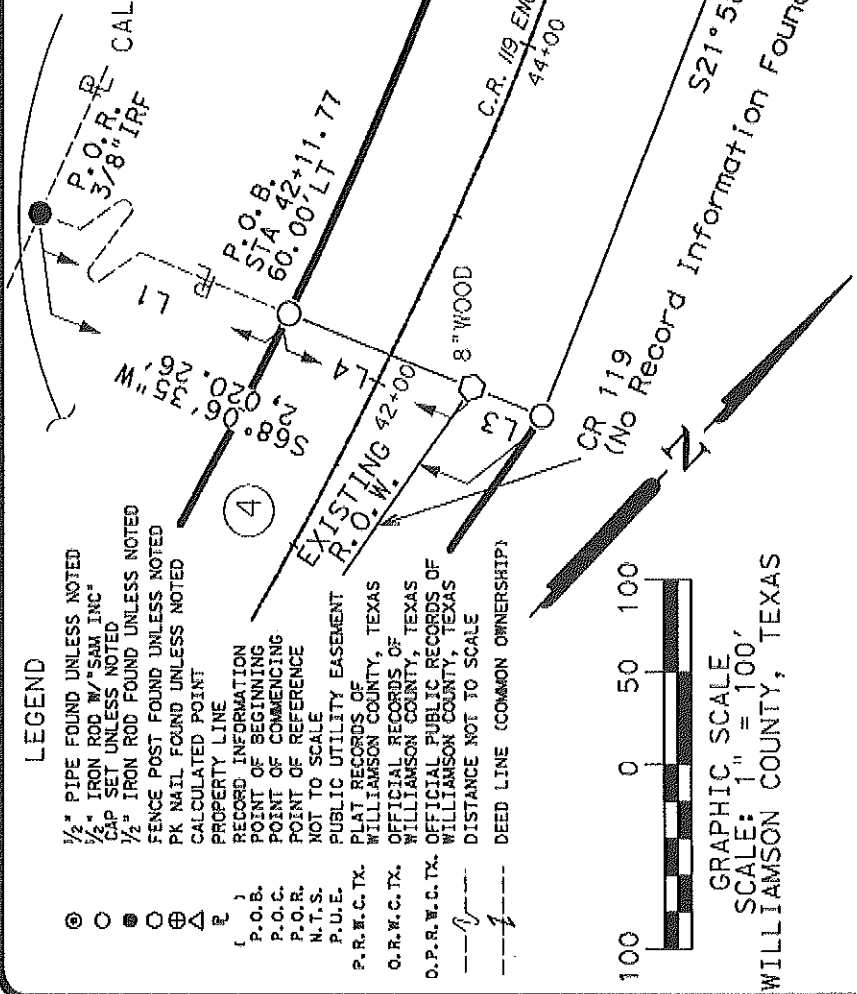
C.R. 119
ENGINEER'S ALIGNMENT
CURVE DATA
P1 STC 50+39.373
D = 50° 42' 46.31" (LT)
D = 02° 17' 30.59"
L = 2,212.7661
R = 1,184.7585
PC STC 38+54.61
PT STC 60+67.38

JAMES SHELTON
SURVEY, A-560

JO BLAINE ANDERSON AND
JAMES WESLEY ANDERSON
CALLED 48.44 ACRES (TRACT 2)
DOC. NO. 2008080963
O.P.R.W.C.TX.

GARY M. OLANDER, ET AL
CALLED 101.8 ACRES
(TRACT 2)
DOC. NO. 9828013
O.P.R.W.C.TX.

HARRY RONALD HANSON
CALLED 103.111 ACRES
TRACT I
DOC. NO. 2006074636
O.P.R.W.C.TX.



LEGEND

- ⊙ 1/2" PIPE FOUND UNLESS NOTED
- 1/2" IRON ROD W/"SAM INC" CAP SET UNLESS NOTED
- ⊙ 1/2" IRON ROD FOUND UNLESS NOTED
- ⊙ FENCE POST FOUND UNLESS NOTED
- ⊙ PK NAIL FOUND UNLESS NOTED
- ⊙ CALCULATED POINT
- ⊙ PROPERTY LINE
- () RECORD INFORMATION
- () POINT OF BEGINNING
- () POINT OF COMMENCING
- () POINT OF REFERENCE
- () NOT TO SCALE
- () P.U.E.
- () P.R.W.C.TX.
- () O.R.W.C.TX.
- () O.P.R.W.C.TX.
- () DEED LINE (COMMON OWNERSHIP)

GRAPHIC SCALE
SCALE: 1" = 100'
WILLIAMSON COUNTY, TEXAS

LINE TABLE

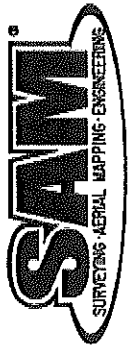
LINE NO.	BEARING	DISTANCE
L1	S68°06'35"W	1,871.50'
L2	N57°10'34"E	68.64'
L3	S68°06'35"W	41.09'
L4	S68°06'35"W	107.67'

CURVE TABLE

NO.	DELTA	RADIUS	LENGTH	CHORD	BEARING
C1	42° 31' 39"	440.00	811.07	769.79	N38° 53' 15" W
C3	27° 19' 38"	2,560.00	220.99	209.45	S46° 29' 15" E

NOTES:

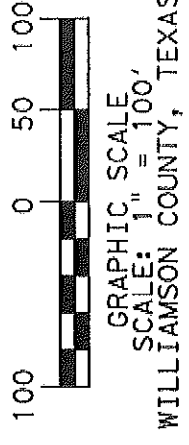
1. ALL BEARINGS SHOWN ARE BASED ON NAD 83 (1993) TEXAS STATE PLANE COORDINATE SYSTEM, CENTRAL ZONE. ALL DISTANCES SHOWN ARE SURFACE AND MAY BE CONVERTED TO GRID BY DIVIDING BY A SURFACE ADJUSTMENT FACTOR OF 1.000122465.
2. THIS SURVEY WAS COMPLETED WITHOUT THE BENEFIT OF A TITLE REPORT. THERE MAY BE EASEMENTS OR OTHER MATTERS OF RECORD NOT SHOWN.
3. C.R. 119 ENGINEER'S CENTERLINE ALIGNMENT DERIVED FROM BURY AND PARTNERS SCHEMATIC AND RECEIVED BY SAM, INC. ON OCTOBER 11, 2012.



4801 Southwest Parkway
Parkway, Trk, Suite 100
Austin, Texas 78735
(512) 447-0575
Fax: (512) 526-3029
Texas Firm Registration No. 10064300

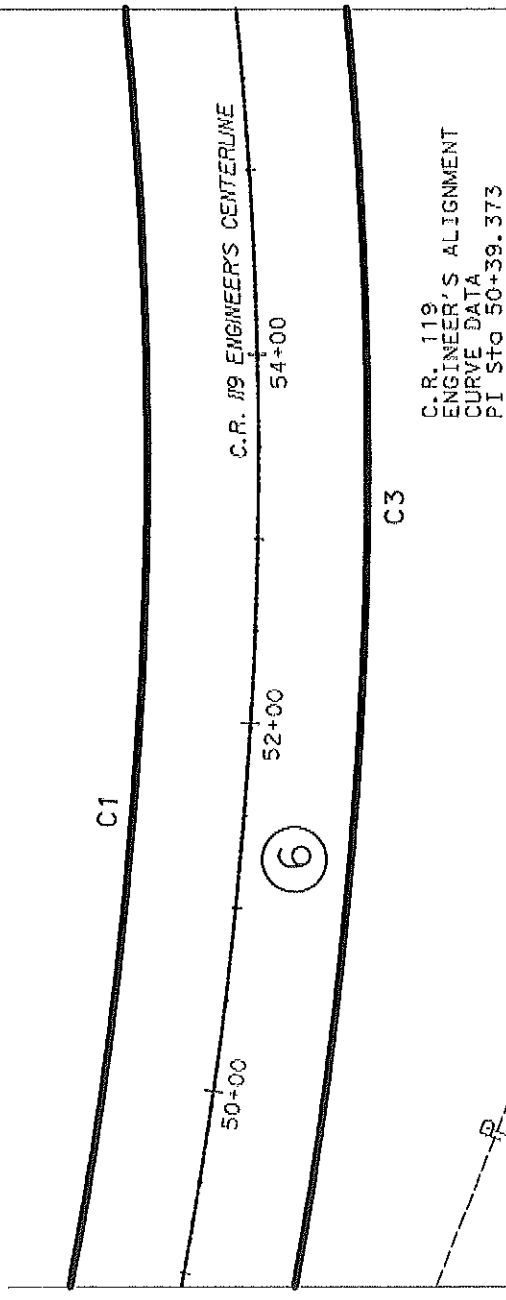
RIGHT-OF-WAY SKETCH
SHOWING PROPERTY OF
GARY M. OLANDER, ET AL
PARCEL 6
7.4015 AC. (322,410 SQ. FT.)

MATCH LINE SHEET 5 OF 6



JAMES SHELTON
SURVEY, A-560

GARY M. OLANDER, ET AL
CALLED 101.8 ACRES
(TRACT 2)
DOC. NO. 9828013
O.P.R. W.C. TX.



C.R. 119
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D = 02° 17' 30.59"
L = 2,212.7661
T = 1,184.7585
R = 2,500.0000
PC STG 38+54.61
PT STG 60+67.38

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C1	42° 31' 39"	2,440.00'	1,811.07'	1,769.79'	N58° 53' 15" W
C2	01° 31' 04"	2,560.00'	67.82'	67.81'	N59° 23' 32" W
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 - P.O.C. POINT OF COMMENCING
 - P.O.R. POINT OF REFERENCE
 - N.T.S. NOT TO SCALE
 - P.U.E. PUBLIC UTILITY EASEMENT
 - P.R.W.C. TX. PLAT RECORDS OF WILLIAMSON COUNTY, TEXAS
 - O.R.W.C. TX. OFFICIAL RECORDS OF WILLIAMSON COUNTY, TEXAS
 - O.P.R.W.C. TX. OFFICIAL PUBLIC RECORDS OF WILLIAMSON COUNTY, TEXAS
 - DISTANCE NOT TO SCALE
 - DEED LINE (COMMON OWNERSHIP)

MATCH LINE SHEET 3 OF 6

FILE: X:\Bury Partners\CR 119\Survey\dgn\Sketches\Parcel 6-2.dgn



4801 Southwest Parkway
Parkway, Suite 100
Austin, Texas 78735
(512) 447-0575
Fax: (512) 526-3029
Texas Firm Registration No. 10064300

RIGHT-OF-WAY SKETCH
SHOWING PROPERTY OF
GARY M. OLANDER, ET AL
PARCEL 6
7.4015 AC. (322,410 SQ. FT.)

MATCH LINE SHEET 6 OF 6

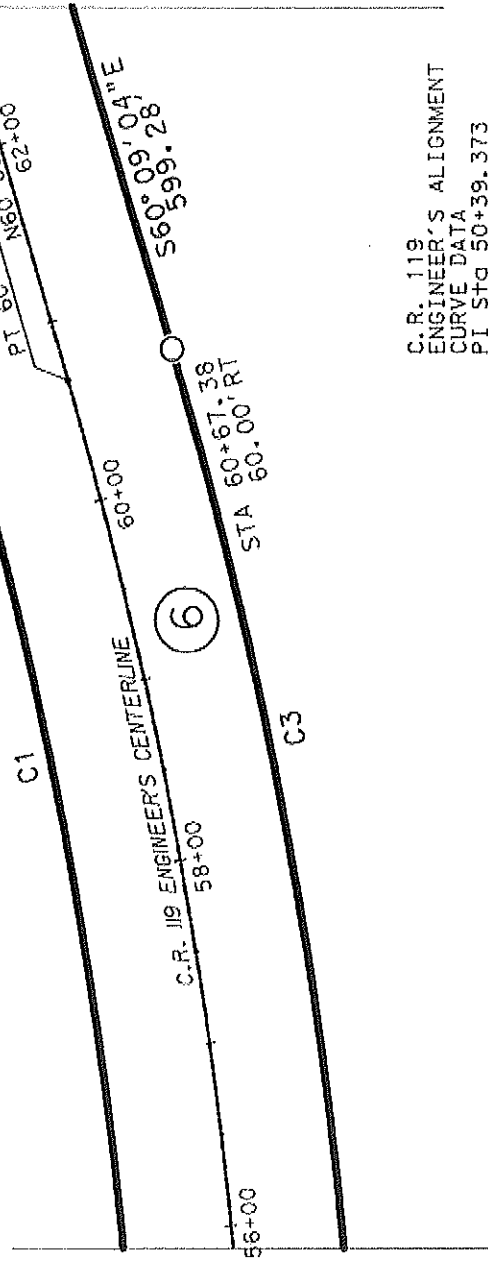
CURVE TABLE

NO.	DELTA	RADIUS	LENGTH	CHORD	CHORD BEARING
C1	42° 31' 39"	12,440.00'	1,811.07'	1,769.79'	N38° 53' 15" W
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JAMES SHELTON
SURVEY, A-560

GARY M. OLANDER, ET AL
CALLED 101.8 ACRES
(TRACT 2)
DOC. NO. 9828013
O.P.R.W.C.TX.

C.R. 119
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- O.P.R.W.C.TX. OFFICIAL PUBLIC RECORDS OF WILLIAMSON COUNTY, TEXAS
- DISTANCE NOT TO SCALE
- DEED LINE (COMMON OWNERSHIP)

MATCH LINE
SHEET 4 OF 6



WILLIAMSON COUNTY, TEXAS



4801 Southwest Parkway
Parway, Two, Suite 100
Austin, Texas 78735
(512) 447-0575
Fax: (512) 526-3029
Texas Plat Registration No. 10064500

RIGHT-OF-WAY SKETCH
SHOWING PROPERTY OF
GARY M. OLANDER, ET AL
PARCEL 6
7.4015 AC. (322,410 SQ. FT.)

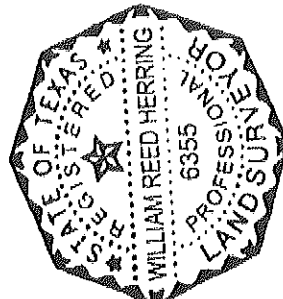
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GARY M. OLANDER, ET AL
 CALLED 101.8 ACRES
 (TRACT 2)
 DOC. NO. 9828013
 O.P.R.W.C.TX.

MATCH LINE
 SHEET 5 OF 6



GRAPHIC SCALE
 SCALE: 1" = 100'

WILLIAMSON COUNTY, TEXAS

I HEREBY CERTIFY THAT THIS SURVEY WAS MADE ON THE GROUND UNDER MY DIRECTION AND SUPERVISION AND THAT THIS PLAT IS TRUE AND CORRECT TO FILE: X:\Bury Partners\CR 119\Survey\dgn\Sketches\Parcel 6-4.dgn

8/5/2014
 DATE

WILLIAM REED HERRING
 REGISTERED PROFESSIONAL LAND SURVEYOR
 NO. 6355, STATE OF TEXAS



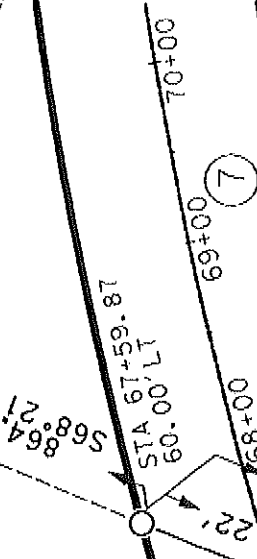
4801 Southwest Parkway
 Parkway, Two, Suite 100
 Austin, Texas 78735
 (512) 447-0575
 Fax: (512) 526-3029
 Texas Plot Registration No. 10064300

RIGHT-OF-WAY SKETCH
 SHOWING PROPERTY OF
 GARY M. OLANDER, ET AL

7.4015 AC. (322,410 SQ. FT.)

P.O.R.

JAMES SHELTON
 SURVEY, A-560



C.R. 119
 ENGINEER'S ALIGNMENT
 CURVE DATA
 PI STA 75+74.71
 D = 38°49'39.01" (RT)
 D = 02°17'30.59"
 LT = 1.694.1694
 R = 881.0634
 PC STA 66+93.64
 PT STA 83+87.81

VENTANA HILLS, LTD.
 CALLED 57.895 ACRES
 DOC. NO. 2007068155
 O.P.R.W.C.TX.

PAGE 6 OF 6
 REF. FIELD NOTE NO. 14874