AMENDED POSSESSION AND USE AGREEMENT\

US 195 Project

STATE OF TEXAS §
COUNTY OF WILLIAMSON §

WHEREAS, APW CORP, a Texas corporation, and BOBBY G. STANTON, hereinafter referred to as "GRANTOR", whether one or more, is the owner of that certain piece, parcel or tracts of land in Williamson County, Texas, being more particularly described by metes and bounds in Exhibits "A-H", which is attached hereto and made a part hereof (the Property); and

WHEREAS, the parties desire to amend the original Possession and Use Agreement dated April 15th, 2010, and recorded in Document No. 2010026854.

WHEREAS, THE STATE OF TEXAS, acting by and through WILLIAMSON COUNTY, TEXAS plans to acquire a fee simple and or drainage easement interest in the portion of the Property described in Exhibits "A-B", PEDERNALES ELECTRIC COOPERATIVE, INC. plans to acquire an electric utility easement interest in the portion of the Property described in Exhibits "C-E", THE CITY OF GEORGETOWN, TEXAS plans to acquire a waterline easement and temporary construction easement interest in the portion of the Property described in Exhibit "F", and the LCRA TRANSMISSION SERVICES CORPORATION, a Texas non-profit corporation plans to acquire an electric easement interest in the portion of the Property described in Exhibits "G-H" (collectively acting by and through WILLIAMSON COUNTY, TEXAS and referred to as "GRANTEE"); and

WHEREAS, the GRANTEE must have possession of said-described tract of land for the purposes described below,

Construction of the Highway 195 roadway improvements and related utility location and relocation activities (Project).

NOW THEREFORE, BE IT KNOWN:

That in consideration of the non-refundable payment ("Entry Payment") of TWO HUNDRED THOUSAND AND 00/100 Dollars (\$200,000.00), which amount represents the portion of the estimated compensation for the acquisition of the Property to be acquired that is not currently in dispute between the parties, GRANTOR has GRANTED and CONVEYED and by these presents does GRANT and CONVEY unto the GRANTEE, its employees, agents and assigns an irrevocable right-of-entry, possession, and construction easement, with the right of exclusive possession over, upon, and across those tracts of land described in Exhibit "A", along with the additional right to temporarily enter the remaining property of GRANTOR solely for the purposes of installing a city of Georgetown water line. Additionally, within one (1) year of the approval of this Agreement by Grantee, Grantee shall convey an additional EIGHTY-FIVE THOUSAND TWO HUNDRED AND THIRTY-NINE AND 00/100 DOLLARS (\$85,239.00) to Grantor as an additional Entry Payment.

GRANTOR warrants and represents by, through, and under the GRANTOR, but not otherwise, that the title to the Property is free and clear of all liens and encumbrances on the title to the Property, or that any necessary and proper releases will be executed for the Property prior to or simultaneously with the first payment of funds being disbursed under this agreement. The GRANTOR further agrees to indemnify the GRANTEE from all unreleased or undisclosed liens, claims or encumbrances that are known to GRANTEE and that affect the Property.

This acquisition is under threat of condemnation.

It is expressly agreed, acknowledged, and understood that the consideration paid hereunder shall be credited against, applied towards, and offset from any consideration to be paid in satisfaction of an agreed purchase price under a contract and conveyance or in satisfaction of the award of the Special Commissioners or subsequent judgment in any condemnation proceeding for the acquisition of the property interests described in Exhibits "A-H", and any other real property situated on Exhibits "A-H". In the event that a subsequent award of the Special Commissioners or subsequent judgment in any condemnation proceeding is less than the Entry Payment provided by this agreement, GRANTOR is nonetheless entitled to keep the full amount of the Entry Payment.

It is expressly agreed, acknowledged, and understood that the easements, rights, and privileges herein granted are assignable and shall be used by the GRANTEE, its employees, agents, and assigns, for the purposes of entering upon the above-described property, before the closing of the contemplated real estate transaction or the acquisition of title through condemnation, and proceeding with surveying, site review and analysis, utility relocation, actual construction on the Project, and all manner of preparation and work attendant thereto upon the property described in Exhibits "A-B". Utility relocation, if any, shall include, but not be limited to, the relocation of water lines, electrical lines, and their attendant facilities from the existing roadway right-of-way on the property described in Exhibits "C-H". The property described in exhibits "C-E" and "G-H" shall be used only for the installation of electric transmission/distribution line facilities. The property described in Exhibit "F" shall be used only for the installation of waterline facilities.

The GRANTEE, its employees, agents, and assigns shall have the full and exclusive right to control and use the above-described tracts, including the right to erect and maintain fencing and traffic and pedestrian control and devices and signs, the right to clear trees and vegetation, and the right to excavate, trench, fill, and grade the real property itself.

At no time during the possession of the property by GRANTEE for the purposes described herein shall GRANTOR be denied reasonable access and/or ingress to or egress from the remaining property.

The easement, rights, and privileges herein granted shall automatically terminate upon the contemplated closing of the above-described real estate transaction or the rendition of a final judgment in condemnation proceedings. However, this grant shall survive the termination of any purchase contract agreement and shall also survive any institution of condemnation proceedings.

The parties further agree as follows:

- 1. THAT BY VIRTUE OF THE GRANTING OF PERMISSION TO THE GRANTEE TO TAKE TEMPORARY POSSESSION OF THE PROPERTY IN ACCORDANCE WITH THIS AGREEMENT, GRANTOR DOES NOT WAIVE ANY LEGAL RIGHTS OR DEFENSES UNDER THE CONSTITUTION OF THE UNITED STATES, THE CONSTITUTION AND STATUTES OF THE STATE OF TEXAS OR ANY OTHER PROVISIONS OF THE LAW THAT GRANTOR MAY HAVE IN CONNECTION WITH THE ACQUISITION OF ANY RIGHTS TO THE PROPERTY BY THE GRANTEE.
- 2. That this Right of Entry, Possession, and Construction Easement is irrevocable by GRANTOR but only valid until sixty (60) business days after the filing of a Special Commissioners' award in the Cause. Thereafter, continued possession, if at all, will be pursuant to a deposit of a Special Commissioners' award according to Texas law governing possession in a statutory eminent domain case.
- 3. The date of valuation for purposes of determining the value of the just compensation for the Property to be acquired shall be the date that deposit of the Special Commissioners' award is made. If the Special Commissioners award is less than or equal to the Entry Payment so that no additional deposit is required, the date of valuation shall be the date of the Special Commissioners' hearing.
- 5. This Agreement shall be binding upon the heirs, devisees, executors, administrators, legal representatives, successors and assigns of the parties. Specifically, Grantor's heirs, devisees, executors, administrators, legal representatives, successors or assigns are bound by terms of this agreement which state that the consideration paid hereunder to Grantor shall be credited against, applied towards, and offset from any consideration to be paid in satisfaction of an agreed purchase price under a contract and conveyance or in satisfaction of the award of the Special Commissioners or subsequent judgment in any condemnation proceeding for the acquisition of the property described herein, whether said Grantor is or is not the owner of said property, now or in the future.
 - 6. The easement, right, and privileges granted herein are exclusive, and GRANTOR covenants that it will not convey any other easement or conflicting rights within the area covered by this grant. This grant shall be binding upon legal representatives, successors, and assigns of GRANTOR for the term of this grant.
 - 7. GRANTEE agrees that once the GRANTOR, in writing, asks for a special commissioner's hearing to be scheduled, a Petition in Condemnation will be filed within thirty (30) days after said written request is received. Furthermore, both parties will undertake all reasonable efforts to hold a special commissioners' hearing within ninety (90) days after the GRANTOR asks for a special commissioners' hearing to be scheduled. Any award that exceeds \$285,239.00 will be deposited in the registry of the court within twenty (20) days following the award made by the special commissioners. If the compensation issue is settled through negotiations, a fixed date for receipt of the additional funds, if any, will be agreed upon as part of the negotiation process.

GRANTEE agrees to indemnify and hold GRANTOR harmless from any damages or
other losses to third parties resulting from any acts or omissions of the GRANTEE, its
employees, agents or assigns, in carrying out the activities and tasks permitted by this
Agreement on the Property.

TO HAVE AND TO HOLD the possession of the above-described tracts of land for the purposes and subject to the limitations described above, and GRANTOR warrants that he knows of no persons or business entity that owns a present possessory interest in the fee title to the above-described premises other than GRANTOR, and that there are no parties in possession of any portion of the referenced real property as lessees other than identified herein.

day of	, 2011.			
ion				
	Address:			
	_			
	day of	Address:	tion Address:	ion Address:

GRANTEE:

WILLIAMSON COUNTY, TEXAS

County Judge Dan A. Gattis 05-05-11

Williamson County, Texas

ACKNOWLEDGMENT

COUNTY OF	_
	acknowledged before me on this the day of, 2011 pacity and for the purposes and consideration recited herein.
	Notary Public, State of Texas Printed Name: My Commission Expires:
	acknowledged before me on this the day of, 'illiamson County Judge, in the capacity and for the purposes and
	Notary Public, State of Texas Printed Name: My Commission Expires:
· After recording return to:	
	Don Childs Sheets & Crossfield, P.C. 309 E. Main St. Round Rock, Texas 78664

EXHIBIT A

County:

Williamson

Highway:

SH 195

Limits:

From 8.105 Miles South of S. H. 138 to I.H. 35

ROW CSJ: 0440-02-012

Legal Description Parcel 122-E

BEING a 0.087 acre (3,770 square feet) tract of land located in the W. Roberts Survey, Abstract No. 524, of Williamson County, Texas, said 0.087 acre tract is out of and a part of the residue of a 50.55 acre tract (Tract One) of land conveyed by Joseph Everett Sybert, Jr. and wife, Linda Kay Sybert to APW Corporation by deed recorded August 30, 2002 as Document No. 2002066778 of the Official Public Record of Williamson County, Texas, said 0.087 acre tract is further described by metes and bounds as follows:

COMMENCING at a 1/2 inch iron rod found for a southern angle point of the above referenced 50.55 acre tract and an angle point in a northwest line of a 17.55 acre tract owned by Bobby G. Stanton by deed recorded August 29, 2002 as Document No. 2002066777 of said Official Public Records, said point is located 485.97 feet left of Proposed SH 195 Baseline Station 1722+92.59;

THENCE South 45° 13' 32" West with the common line of the said 17.55 acre tract and the said 50.55 acre tract for a distance of 366.21 feet a calculated point in the existing northeast right of way line of State Highway 195 (SH 195), said point being the south corner of said 50.55 acre tract and the most westerly corner of the above referenced 17.55 acre tract, from which a 1/2 inch iron rod found for witness bears North 50° 34' 25" East a distance of 0.79 feet, said point is located 125.87 feet left of Proposed SH 195 Baseline Station 1723+56.61;

THENCE North 32° 02' 49" West with the said existing northeast right of way line of SH 195 and with the southwest line of said 50.55 acre tract for a distance of 163.68 feet to a Texas Department of Transportation (TxDOT) Type II concrete monument set for a point of curvature, from which a TxDOT Type I concrete monument found bears North 57° 55' 06" West a distance of 7.02 feet, said monument being located 133.33 feet left of Proposed SH 195 Baseline Station 1721+95.83;

THENCE continuing with the said existing northeast right of way line of SH 195 in a northwesterly direction and with a curve turning to the left for an arc distance of 16.13 feet, said curve has a radius of 8235.11 feet, a delta angle of 0° 06' 44", a chord bearing of North 32° 06' 11" West, and a chord distance of 16.13 feet to a 5/8 inch iron rod with

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TxDOT aluminum cap set for the POINT OF BEGINNING of the herein described tract, said rod is located 134.24 feet left of Proposed SH 195 Baseline Station 1721+80.00;

- 1. THENCE continuing with the said existing northeast right of way line of SH 195 in a northwesterly direction with a curve turning to the left for an arc distance of 61.17 feet, said curve has a radius of 8235.11 feet, a delta angle of 0° 25' 32", a chord bearing of North 32° 22' 19" West, and a chord distance of 61.17 feet to a 5/8 inch iron rod with TxDOT aluminum cap set for the most westerly corner of the herein described tract and for the non-tangent ending of said curve, said rod is located 137.69 feet left of Proposed SH 195 Baseline Station 1721+20.00,
- THENCE North 54° 10′ 03″ Bast leaving said existing row way line and with the
 northwest line of the herein described tract for a distance of 62.31 feet to a
 calculated point for corner, said point being located 200.00 feet left of Proposed
 SH 195 Baseline Station 1721+20.00;
- THENCE South 30° 57' 48" East with the northeast line of the herein described tract for a distance of 61.75 feet to a calculated point for corner, said point being located 195.00 feet left of Proposed SH 195 Baseline Station 1721+80.00;

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4. THENCE South 54° 37' 03" West with the southeast line of the herein described tract for a distance of 60.76 feet to the POINT OF BEGINNING, said described tract containing 0.087 acres (3,770 square feet) of land, more or less.

This survey is referenced to the National Spatial Reference System. The projection and datum are the Texas State Plane Coordinate System, Central Zone, North American Datum of 1983. All bearings are relative to National Geodetic Survey, 1993 Adjustment, monuments T27 A (PID AB2837), Austin RRP (PID AF9537) and, Georgeport (PID BM1093). All distances are surface values expressed in U. S. Survey feet and may be converted to grid by dividing by the TxDOT surface adjustment factor of 1.000120.

This description was prepared in conjunction with, and is accompanied by a plat of an even date herewith.

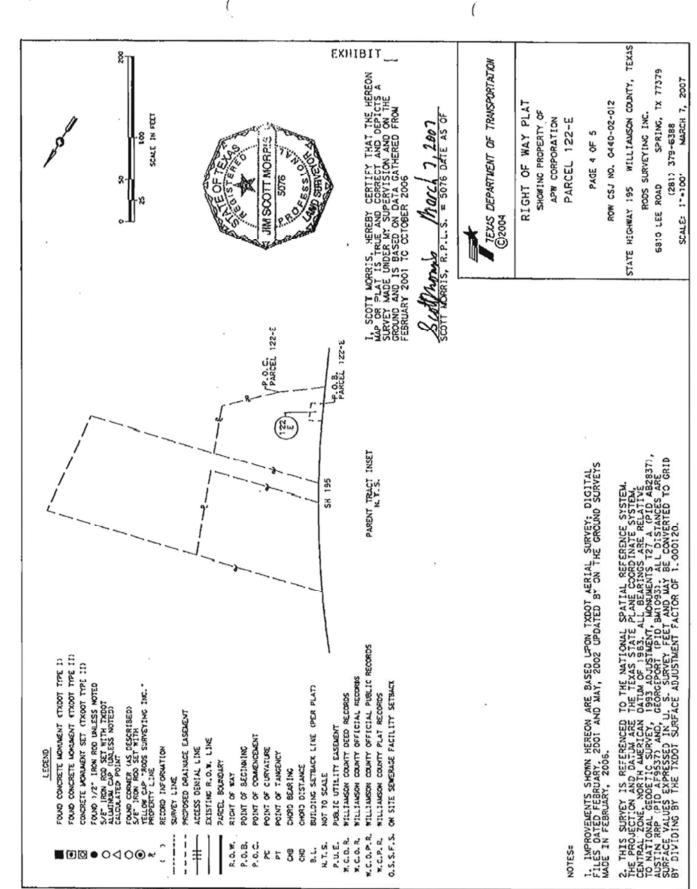
Surveyed by: RODS Surveying, Inc. 6810 Lee Road, Spring Texas 77379 Phone (281) 379-6388

I, Scott Morris, hereby certify that the above description is true and correct and depicts a survey made under my supervision and on the ground and is based on data gathered from February 2001 to October 2006.

Scott Morris, Registered Professional Land Surveyor No. 5076

Date as of: March 7, 2007





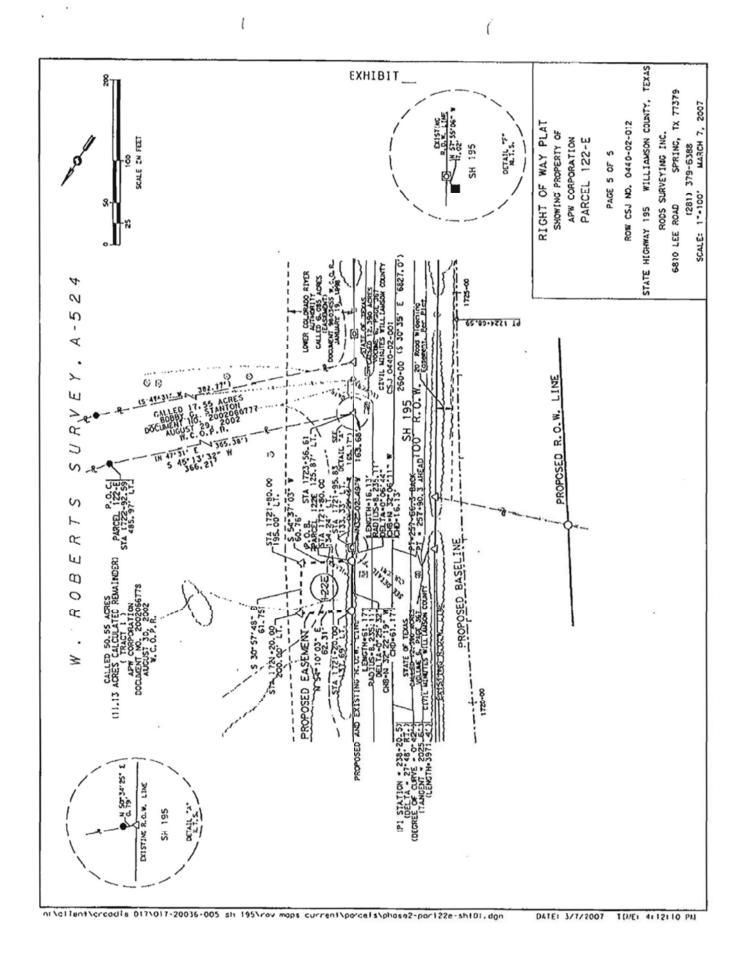


EXHIBIT B

County:

Williamson

Highway:

SH 195

Limits:

From 8.105 Miles South of S. H. 138 to I.H. 35

ROW CSJ:

0440-02-012

Legal Description Parcel 125

BEING a 0.891 acre (38,829 square feet) tract of land located in the W. Roberts Survey, Abstract No. 524, of Williamson County, Texas, said 0.891 acre tract of land is out of and a part of a 49.45 acre tract (Tract Two) of land conveyed by Joseph Everett Sybert, Jr. and wife, Linda Kay Sybert to APW Corporation by deed recorded August 30, 2002 as Document No. 2002066778 of the Official Public Record of Williamson County, Texas, said 0.891 acre tract of land is further described by metes and bounds as follows:

COMMENCING at a 1/2 inch iron rod found for a southeastern angle point of the above referenced 49.45 acre tract and for a northwestern angle point of a 54.3 acre tract conveyed by Richard M. Strang and wife, Diane Strang, to Scott R. Wood and wife Shannon L. Wood by deed recorded September 27, 2005 in Document No. 2005076662, of the Official Public Records of Williamson County, Texas, said rod is located 460.74 feet left of Proposed State Highway 195 (SH 195) Baseline Station 1740+93.89;

THENCE South 47° 13' 17" West with a common line of the 49.45 acre tract and the 54.3 acre tract for a distance of 332.11 feet to a 5/8 inch iron rod with Texas Department of Transportation (TxDOT) aluminum cap set, said rod being in the proposed east right of way line of SH 195 for the POINT OF BEGINNING of the herein described tract, said rod is located 133.25 feet left of Proposed SH 195 Baseline Station 1741+49.05;

- THENCE South 47° 13' 17" West continuing with said common line for a
 distance of 45.68 feet to a calculated point in the existing east right of way line of
 SH 195 for the most southerly comer of the said 49.45 acre tract and for the most
 westerly corner of the said 54.3 acre tract, from which a 1/2 inch iron rod found
 bears North 47° 13' 17" East a distance of 2.33 feet;
- THENCE North 32° 02' 49" West with the existing east right of way line of SH 195 for a distance of 1705.59 feet to a TxDOT Type II concrete monument set at the intersection of the existing east right of way line of SH 195 and the proposed east right of way line of SH 195, said monument is located 123.08 feet left of Proposed SH 195 Baseline Station 1724+51.67;

Parcel 125 Page 2 of 6 March 7, 2007

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- THENCE South 33° 35' 51" East with the proposed east right of way line of SH 195 for a distance of 1048.62 feet to a TxDOT Type II concrete monument set for an angle point, said monument is located 130.00 feet left of Proposed SH 195 Baseline Station 1735+00.00;
- 4. THENCE South 33° 30' 16" East continuing with the proposed east right of way line of SH 195 for a distance of 649.06 feet to the POINT OF BEGINNING, said described tract containing 0.891 acres (38,829 square feet) of land, more or less.

This survey is referenced to the National Spatial Reference System. The projection and datum are the Texas State Plane Coordinate System, Central Zone, North American Datum of 1983. All bearings are relative to National Geodetic Survey, 1993 Adjustment, monuments T27 A (PID AB2837), Austin RRP (PID AF9537) and, Georgeport (PID BM1093). All distances are surface values expressed in U. S. Survey feet and may be converted to grid by dividing by the TxDOT surface adjustment factor of 1 000120.

Access will be permitted to the highway facility for the remainder of the property lying adjacent to SH 195.

This description was prepared in conjunction with, and is accompanied by a plat of an even date herewith.

Surveyed by: RODS Surveying, Inc. 6810 Lee Road, Spring Texas 77379 Phone (281) 379-6388

I, Scott Morris, hereby certify that the above description is true and correct and depicts a survey made under my supervision and on the ground and is based on data gathered from February 2001 to October 2006.

Scott Morris, Registered Professional Land Surveyor No. 5076

Date as of: Man

h 7, 2007



SCALE TH FEET JAM SCOTT MORRIS 125) P. 0.8. PARCEL 125 PARENT TRACT INSET SK 195 FOUND CONCRETE MONUMENT (TXDOT TYPE 1) FOUND CONCRETE MONUMENT (TXDOT TYPE 1) CONCRETE MONUMENT SET (TXDOT TYPE 11) FOUND 1/2" IRON ROD UNLESS NOTED FOLND CORNER (AS DESCRIBED)
5/8" JRÓN ROO SET WITH
YELLOW CAP "ROOS SURVEYING INC.
PROPERTY LINE S/8" IRON ROD SET WITH TXDOT ALUKINUM CAP (UM.ESS NOTED) CALCULATED POINT PROPOSED DRAINAGE EASEMENT POINT OF COMENCEMENT EXISTING R.O.W. LINE RECORD INFORMATION POINT OF BEGINNING ACCESS DENTAL LINE POINT OF CURVATURE POINT OF TANGENCY PARCEL BOUNDARY CHOSO DISTANCE CHORD BEARING RIGHT OF WAY SURVEY LINE

EXHIBIT__ 1, SCOTT MORRIS, HEREBY CERTIFY THAT THE HEREON MAP OR PLAT IS TRUE AND CORRECT AND DEPICTS A SURVEY MADE UNDER MY SUPERVISION AND ON THE GROUND AND IS BASED ON DATA GATHERED FROM FEBRUARY 2001 TO OCTOBER 2006

Mondo

TEXAS DEPARTMENT OF TRANSPORTATION ©2004

RIGHT OF WAY PLAT SHOWING PROPERTY OF APW CORPORATION

ROW CSJ NO. 0440-02-012 PAGE 3 OF 6

PARCEL 125

WILLIAMSON COUNTY, TEXAS SPRING, TX 77379 RODS SURVEYING INC. (281) 379-5388 SCALE: 1"-100' MARCH 6810 LEE ROAD STATE HIGHWAY 195

2007

MARCH

NOTES:

1. IMPROVEMENTS SHOWN HEREON ARE BASED UPON TXDOT AERIAL SURVEY; DIGITAL FILES DATED FEBRUARY, 2001 AND MAY, 2002 UPDATED BY ON THE GROUND SURVEYS WADE IN FEBRUARY, 2006.

THIS SURVEY IS REFERENCED TO THE NATIONAL SPATIAL REFERENCE SYSTEM.
FROJECTION AND DATUM ARE THE TEXAS STATE PLANE COORDINATE SYSTEM,
ITRAL ZONE, NORTH AMERICAN DATUM OF 1983. ALL BEARINGS ARE RELATIVE
NATIONAL GEODETIC SURVEY, 1993 ADJUSTMENT, MONUMENTS T27 A (PID AB2837),
ITIN RRP (FID AF9937) AND, GEORGEPORT (FID BM1093). ALL DISTANCES ARE
ITIN RRP (FID AF9937) AND, GEORGEPORT (FID BM1093). ALL DISTANCES ARE
ITIN RRP (FID AF9937) AND AND MAY BE CONVERTED TO GRID
DIVIDING BY THE TXDOT SURFACE ADJUSTMENT FACTOR OF 1.000120. RFACE VALUES EX DIVIDING BY TH

		RIGHT	SQ. FT.	
	REMA INDER	R	ACRES	
	APPROXIMATE REMAINDER	LEFT	SQ. FT.	2, 115, 213
		7	ACRES	48, 559
	IRED EA		S0. FT.	38, 829
	ACQUIRED AREA		ACRES	0.891
	RECORD AREA		S0. FT.	2, 154, 042
			ACRES	49.45

P.0.8. P.0.C. R.O.W.

WILLIAMSON COUNTY DEED RECORDS
WILLIAMSON COUNTY OFFICIAL RECORDS
WILLIAMSON COUNTY OFFICIAL PUBLIC RECORDS

BUTLOING SETBACK LINE (PER PLAT)

PUBLIC UTILITY EASEMENT

NOT TO SCALE

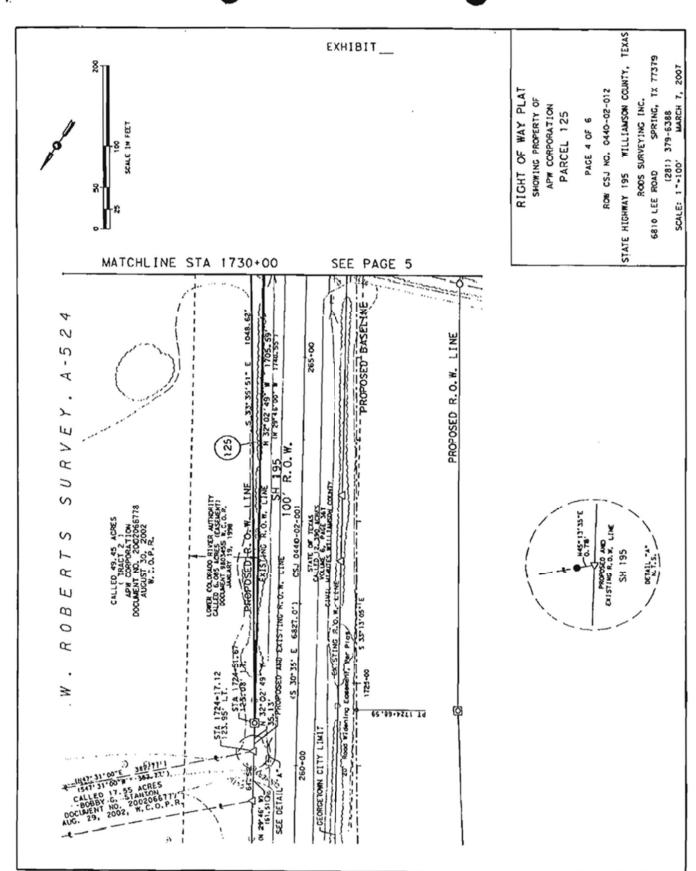
ON SITE SEWERAGE FACILITY SETBACK

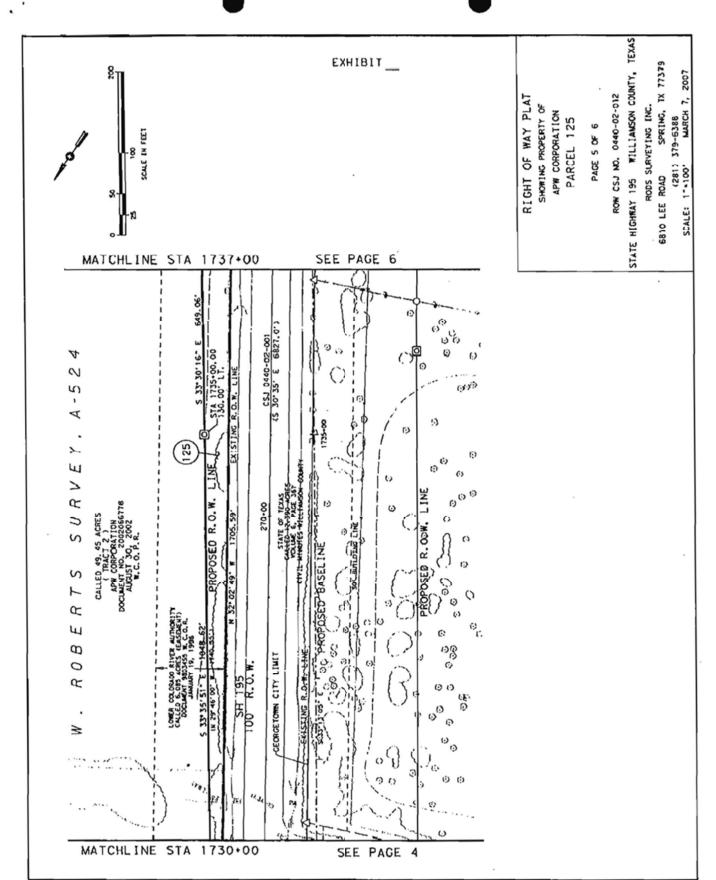
WILLIAMSON COUNTY PLAT RECORDS

r. C. O. P. R. 0. S. S. F. S.

#.C.O.R.

P.U.E.





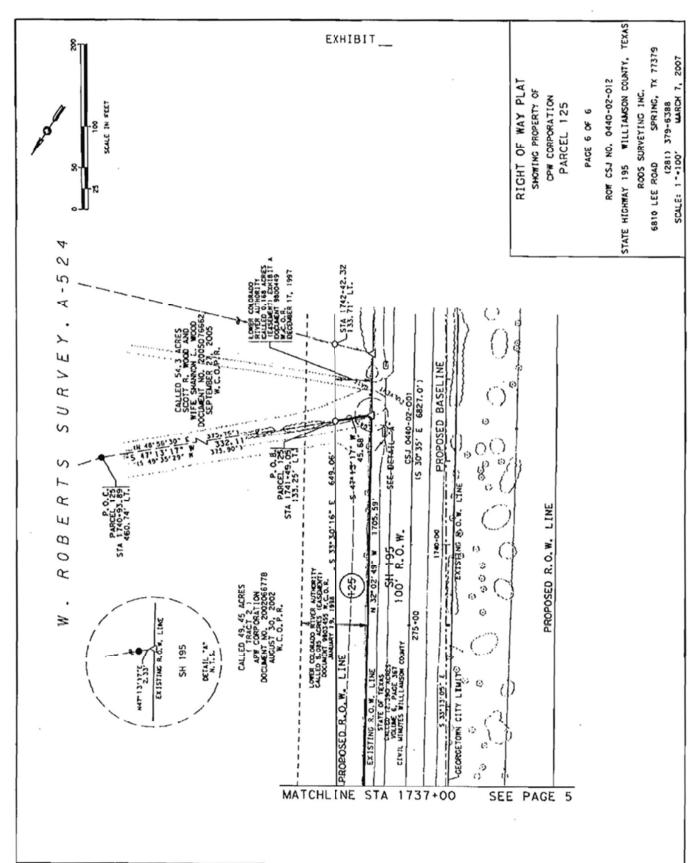


EXHIBIT (

PROPERTY DESCRIPTION

DESCRIPTION OF A 0.651 ACRE (28,343 SQUARE FOOT), TRACT OF LAND SITUATED IN THE WILLIAM ROBERTS SURVEY, ABSTRACT NO. 524, WILLIAMSON COUNTY, TEXAS, BEING A PORTION OF THAT 49.45 ACRE TRACT OF LAND CONVEYED TO APW CORP., BY INSTRUMENT RECORDED IN DOCUMENT NO. 2002066778 OF THE OFFICIAL PUBLIC RECORDS OF WILLIAMSON COUNTY, TEXAS, SAID 0.651 ACRE (28,343 SQUARE FOOT) TRACT OF LAND BEING MORE PARTICULARLY DESCRIBED BY METES AND BOUNDS AS FOLLOWS:

BEGINNING at an iron rod with TXDOT aluminum cap found in the proposed easterly right-of-way line of State Highway (SH) 195 (right-of-way width varies), being in the northerly boundary line of a 54.3 acre tract of land conveyed to Scott R. Wood & Shannon L. Wood, by instrument recorded in Document No. 2005076662 of the Official Public Records of Williamson County, Texas, same being in the southerly boundary line of said 49.45 acre tract, for the southwest corner and the POINT OF BEGINNING of the herein described tract;

THENCE, departing the northerly boundary line of said 54.3 acre tract, with the proposed easterly right-of-way line of said SH 195, through the interior of said 49.45 acre tract, the following two (2) courses:

- 1) N 33°30'35" W for a distance of 649,12 feet to a calculated point;
- N 33°36'10" W for a distance of 1048.71 feet to a type 1 concrete monument found, being in the proposed easterly right-of-way line of said SH 195, same being in the existing easterly rightof-way line of said SH 195;
- 3) THENCE, with the existing easterly right-of-way line of said SH 195, same being the westerly boundary line of said 49.45 acre tract, N 32°05'12" W for a distance of 35.09 feet to a calculated point, being the southeast corner of a 17.55 acre tract of land conveyed to Bobby G. Stanton, by instrument recorded in Document No. 2002066777 of the Official Public Records of Williamson County, Texas, same being the northwest corner of said 49.45 acre tract, for the northwest corner of the herein described tract;
- 4) THENCE, departing the existing easterly right-of-way line of said SH 195, with the common boundary line of said 17.55 acre tract and said 49.45 acre tract, N 45°14'11" E for a distance of 9.97 feet to a calculated point, for the northeast corner of the herein described tract;

THENCE, departing the southerly boundary line of said 17.55 acre tract, and through the interior of said 49.45 acre tract, the following seven (7) courses:

- 5) S 34°07'35" E for a distance of 467.95 feet to a calculated point;
- 6) \$ 33°36'10" E for a distance of 617.80 feet to a calculated point;
- 7) \$ 33°30'35" E for a distance of 435.21 feet to a calculated point;
- 8) N 82°12'45" E for a distance of 173.94 feet to a calculated point;
- 9) S 07°47'15" E for a distance of 20.00 feet to a calculated point;
- 10) S 82°12'45" W for a distance of 164.30 feet to a calculated point;
- 11) S 33°30'35" E for a distance of 189.25 feet to a calculated point in the common boundary line of said 54.3 acre tract and said 49.45 acre tract, for the southeast corner of the herein described tract;

12) THENCE, with the common boundary line of said 54.3 acre tract and said 49.45 acre tract, \$ 47°10'41" W for a distance of 15.20 feet to the POINT OF BEGINNING, containing 0.651 acres (28,343 square feet) of land, more or less.

All bearings recited herein are based on the Texas State Plane Coordinate System, Central Zone No. 4203, NAD 83.

This property description is accompanied by a separate plat.

That I, M. Stephen Truesdale, a Registered Professional Land Surveyor, do hereby certify that the above description is true and correct to the best of my knowledge and belief and that the property described herein was determined by a survey made on the ground under my direction and supervision.

WITNESS MY-HAND AND SEAL at Round Rock, Williamson County, Texas.

M. Stephen Truesdale

Registered Professional Land Surveyor No. 4933

Licensed State Land Surveyor

Inland Geodetics, L.P.

1504 Chisholm Trail Road Suite 103

Round Rock, TX 78681

512-238-1200

M. STEPHEN YRUESDALED

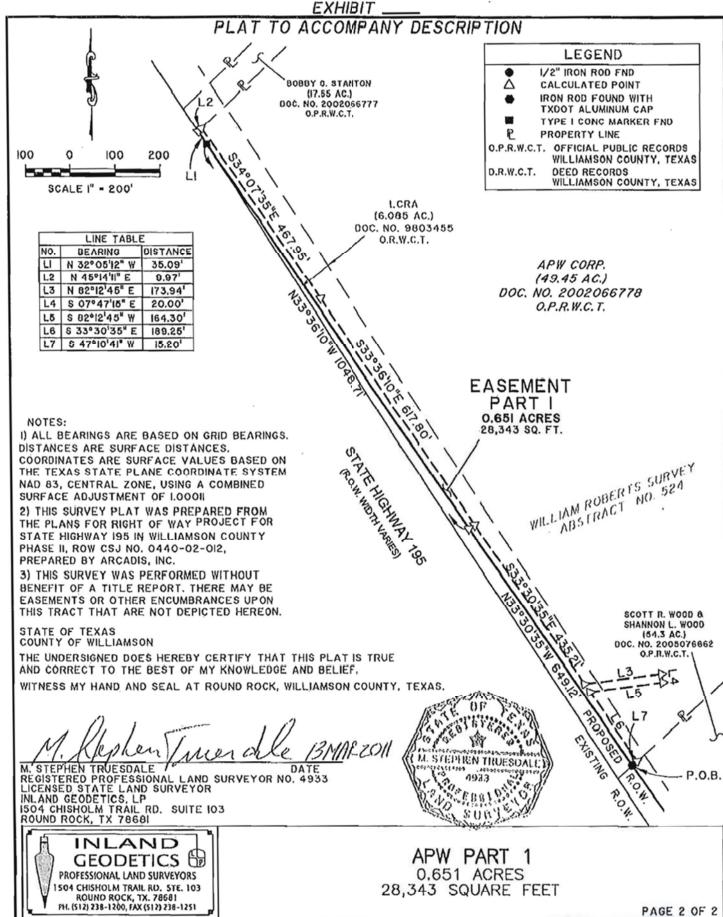


EXHIBIT D

PROPERTY DESCRIPTION

DESCRIPTION OF A 0.012 ACRE (531 SQUARE FOOT), TRACT OF LAND SITUATED IN THE WILLIAM ROBERTS SURVEY, ABSTRACT NO. 524, WILLIAMSON COUNTY, TEXAS, BEING A PORTION OF THAT 17.55 ACRE TRACT OF LAND CONVEYED TO BOBBY G. STANTON, BY INSTRUMENT RECORDED IN DOCUMENT NO. 2002066777 OF THE OFFICIAL PUBLIC RECORDS OF WILLIAMSON COUNTY, TEXAS, SAID 0.012 ACRE (531 SQUARE FOOT) TRACT OF LAND BEING MORE PARTICULARLY DESCRIBED BY METES AND BOUNDS AS FOLLOWS:

BEGINNING at a calculated point in the existing easterly right-of-way line of State Highway (SH) 195 (right-of-way width varies), being the northwest corner of a 49.45 acre tract (Tract 2) of land conveyed to APW Corp., by instrument recorded in Document No. 2002066778 of the Official Public Records of Williamson County, Texas, same being the most westerly southwest corner of said 17.55 acre tract, for the southwest corner and the POINT OF BEGINNING of the herein described tract;

- 1) THENCE, with the existing easterly right-of-way line of said SH 195, same being the westerly boundary line of said 17.55 acre tract, N 32°05'12" W for a distance of 61.51 feet to a calculated point, being the southwest corner of the remainder of that 50.55 acre tract (Tract 1) of land conveyed to APW Corp., by Instrument recorded in Document No. 2002066778 of the Official Public Records of Williamson County, Texas, same being the most westerly northwest corner of said 17.55 acre tract, for the northwest corner of the herein described tract;
- THENCE, departing the existing easterly right-of-way line of said SH 195, with the common boundary line of said remainder of that 50.55 acre tract and said 17.55 acre tract, N 45°13'42" E for a distance of 7.74 feet to a calculated point, for the northeast corner of the herein described tract;
- 3) THENCE, departing the southerly boundary line of said remainder of that 50.55 acre tract, and through the interior of said 17.55 acre tract, S 34°07'37" E for a distance of 61.06 feet to a calculated point, being in the northerly boundary line of said 49.45 acre tract, same being in the southerly boundary line of said 17.55 acre tract, for the southeast corner of the herein described tract;
- 4) THENCE, with the common boundary line of said 49.45 acre tract and said 17.55 acre tract, \$ 45°14'11" W for a distance of 9.97 feet to the POINT OF BEGINNING, containing 0.012 acres (531 square feet) of land, more or less.

All bearings recited herein are based on the Texas State Plane Coordinate System, Central Zone No. 4203, NAD 83.

This property description is accompanied by a separate plat.

That I, M. Stephen Truesdale, a Registered Professional Land Surveyor, do hereby certify that the above description is true and correct to the best of my knowledge and belief and that the property described herein was determined by a survey made on the ground under my direction and supervision.

WITNESS MY HAND AND SEAL at Round Rock, Williamson County, Texas.

M. Stephen Truesdale

Registered Professional Land Surveyor No. 4933

Licensed State Land Surveyor

Inland Geodetics, L.P.

1504 Chisholm Trail Road Suite 103

Round Rock, TX 78681

512-238-1200



M. STEPHEN TRUESDALE

REGISTERED PROFESSIONAL LAND SURVEYOR NO. 4933 LICENSED STATE LAND SURVEYOR

INLAND GEODETICS, LP

1504 CHISHOLM TRAIL RD. SUITE 103 ROUND ROCK, TX 78681



BOBBY G. STANTON 0.012 ACRES 531 SQUARE FEET

PAGE 2 OF 2

PROPERTY DESCRIPTION

DESCRIPTION OF A 0.039 ACRE (1,707 SQUARE FOOT), TRACT OF LAND SITUATED IN THE WILLIAM ROBERTS SURVEY, ABSTRACT NO. 524, WILLIAMSON COUNTY, TEXAS, BEING A PORTION OF THE REMAINDER OF THAT 50.65 ACRE TRACT (TRACT 1) OF LAND CONVEYED TO APW CORP., BY INSTRUMENT RECORDED IN DOCUMENT NO. 2002066778 OF THE OFFICIAL PUBLIC RECORDS OF WILLIAMSON COUNTY, TEXAS, SAID 0.039 ACRE (1,707 SQUARE FOOT) TRACT OF LAND BEING MORE PARTICULARLY DESCRIBED BY METES AND BOUNDS AS FOLLOWS:

BEGINNING at a calculated point in the existing easterly right-of-way line of State Highway (SH) 195 (right-of-way width varies), being the most westerly northwest corner of a 17.55 acre tract of land conveyed to Bobby G. Stanton, by instrument recorded in Document No. 2002066777 of the Official Public Records of Williamson County, Texas, same being the southwest corner of said remainder of that 50.55 acre tract, for the southwest corner and the POINT OF BEGINNING of the herein described tract;

THENCE, with the existing easterly right-of-way line of said SH 195, same being the westerly boundary line of said remainder of that 50.55 acre tract, the following two (2) courses:

- 1) N 32°05'12" W for a distance of 163.35 feet to a calculated point, for the beginning of a curve to the left;
- 2) Along sald curve to the left, having a radius of 8235.11 feet, a central angle of 00°23'12", a chord which bears N 32°16'41" W, a distance of 55.59 feet, with an arc length of 55.59 feet, to a calculated point, for the most northerly corner of the herein described tract;

THENCE, departing the existing easterly right-of-way line of said SH 195, and through the interior of said remainder of that 50.55 acre tract the following five (5) courses:

- 3) \$ 34°07'37" E for a distance of 48.06 feet to a calculated point;
- 4) N 51°23'39" E for a distance of 44.93 feet to a calculated point;
- 5) \$ 33°10'16" E for a distance of 20.14 feet to a calculated point;
- 6) \$ 51°23'39" W for a distance of 44.59 feet to a calculated point;
- 7) \$ 34°07'37" E for a distance of 149.21 feet to a calculated point being in the northerly boundary line of said 17.55 acre tract, same being the southerly boundary line of said remainder of that 50.55 acre tract, for the southeast corner of the herein described tract, and from which a capped Iron rod found bears, N 45°13'42" E for a distance of 81.40 feet;

8) THENCE, with the common boundary line of said 17.55 acre tract and said remainder of that 50.66 acre tract, S 45°13'42" W for a distance of 7.74 feet to the POINT OF BEGINNING, containing 0.039 acres (1,707 square feet) of land, more or less.

All bearings recited herein are based on the Texas State Plane Coordinate System, Central Zone No. 4203, NAD 83.

This property description is accompanied by a separate plat.

That I, M. Stephen Truesdale, a Registered Professional Land Surveyor, do hereby certify that the above description is true and correct to the best of my knowledge and belief and that the property described herein was determined by a survey made on the ground under my direction and supervision.

WITNESS MY HAND AND SEAL at Round Rock, Williamson County, Texas.

M. Stephen Truesdale

Registered Professional Land Surveyor No. 4933

Licensed State Land Surveyor

Inland Geodetics, L.P.

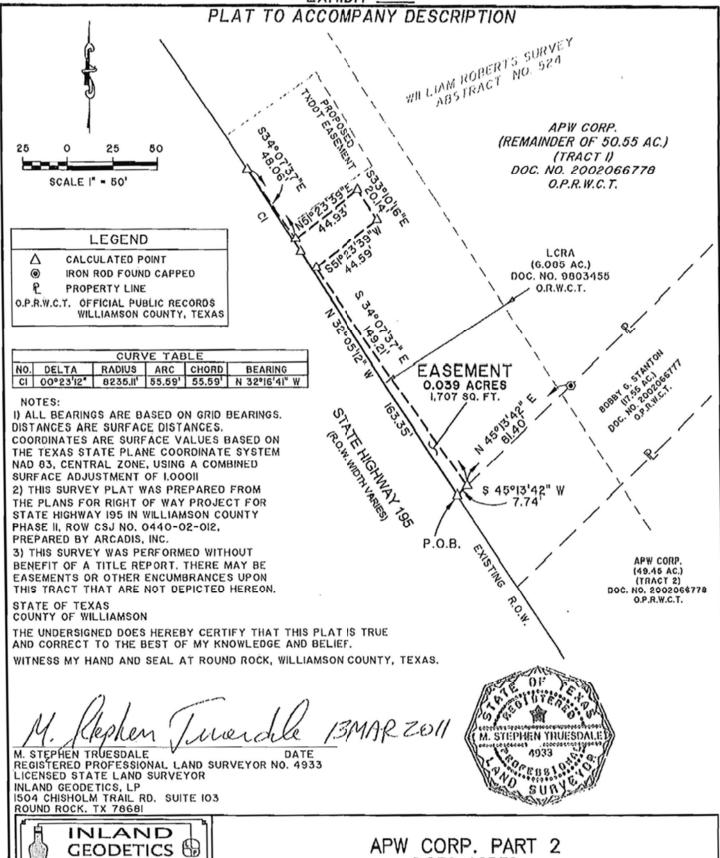
1504 Chishoim Trail Road Suite 103

Round Rock, TX 78681

512-238-1200

13 MAR 2011 Date





PROFESSIONAL LAND SURVEYORS 504 CHISHOLM TRAIL RD. STE, 103

ROUND ROCK, TX. 78681 PH. (\$12) 238-1200, FAX (\$12) 238-1251 APW CORP. PART 2 0.039 ACRES 1,707 SQUARE FEET

PAGE 2 OF 2

EXHIBIT F

PROPERTY DESCRIPTION

DESCRIPTION OF A 0.266 ACRE (11,605 SQUARE FOOT), TRACT OF LAND SITUATED IN THE WILLIAM ROBERT'S SURVEY, ABSTRACT NO. 524, WILLIAMSON COUNTY, TEXAS, BEING A PORTION OF THAT 49.45 ACRE TRACT OF LAND CONVEYED TO APW CORPORATION BY INSTRUMENT RECORDED IN DOCUMENT NO. 2002066778 OF THE OFFICIAL PUBLIC RECORDS OF WILLIAMSON COUNTY, TEXAS, SAID 0.266 ACRE (11,606 SQUARE FOOT) TRACT OF LAND BEING MORE PARTICULARLY DESCRIBED BY METES AND BOUNDS AS FOLLOWS:

BEGINNING at a calculated point in the southerly boundary line of said 49.45 acre tract, same being the northerly boundary line of that 54.3 acre tract of land conveyed to Scott R. Wood & Spouse, Shannon L. Wood, by instrument recorded in Document No. 2005076662 of the Official Public Records of Williamson County, Texas, for the most easterly corner of the herein described tract, and from which a 1/2" iron rod found being an angle point in the southerly boundary line of said 49.45 acre tract, same being the northerly boundary line of said 54.3 acre tract, bears N 47°10'41" E for a distance of 215.78 feet;

1) THENCE, with the northerly boundary line of said 54.3 acre tract, same being the southerly boundary line of said 49.45 acre tract, S 47°10'41" W for a distance of 20.27 feet to a calculated point for the most southerly corner of the herein described tract, and from which an iron rod found with TXDOT aluminum cap, being the proposed easterly right-of-way line of State Highway 195 (right-of-way width varies), bears S 47°10'41" W for a distance of 96.27 feet;

THENCE, departing the northerly boundary line of said 54.3 acre tract, through the interior of said 49.45 acre tract the following five (5) courses:

- N 33°30'35" W for a distance of 466.89 feet to a calculated point for an interior ell corner of the herein described tract,
- 3) S 56°46'55" W for a distance of 95.00 feet to a calculated point, being the proposed easterly right-of-way line of said State Highway 195;
- THENCE, with the proposed right-of-way line of said State Highway 195, N 33°30'35" W for a distance of 20.00 feet to a calculated point for the most westerly corner of the herein described tract;
- 5) THENCE, departing the proposed easterly right-of-way line of said State Highway 195, N 56°46'55" E for a distance of 115.00 feet to a calculated point for an exterior eli corner of the herein described tract;
- 6) S 33°30'35" E for a distance of 483.51 feet to the POINT OF BEGINNING, containing 0.266 acres (11,605 square feet) of land, more or less.

NOTE: There is also a 25.00 foot wide Temporary Construction Easement north of and east of, adjacent to and parallel with Courses five (5) and six (6) of the above description and as shown on the accompanying Parcel Plat.

All bearings recited herein are based on the Texas State Plane Coordinate System, Central Zone No. 4203, NAD 83.

This property description is accompanied by a separate plat.

That I, M. Stephen Truesdale, a Registered Professional Land Surveyor, do hereby certify that the above description is true and correct to the best of my knowledge and belief and that the property described herein was determined by a survey made on the ground under my direction and supervision.

WITNESS MY HAND AND SEAL at Round Rock, Williamson County, Texas.

M. Stephen Truesdale

Registered Professional Land Surveyor No. 4933

Licensed State Land Surveyor

Inland Geodetics, L.P.

1504 Chisholm Trall Road

Sulte 103

Round Rock, TX 78681

512-238-1200

Date



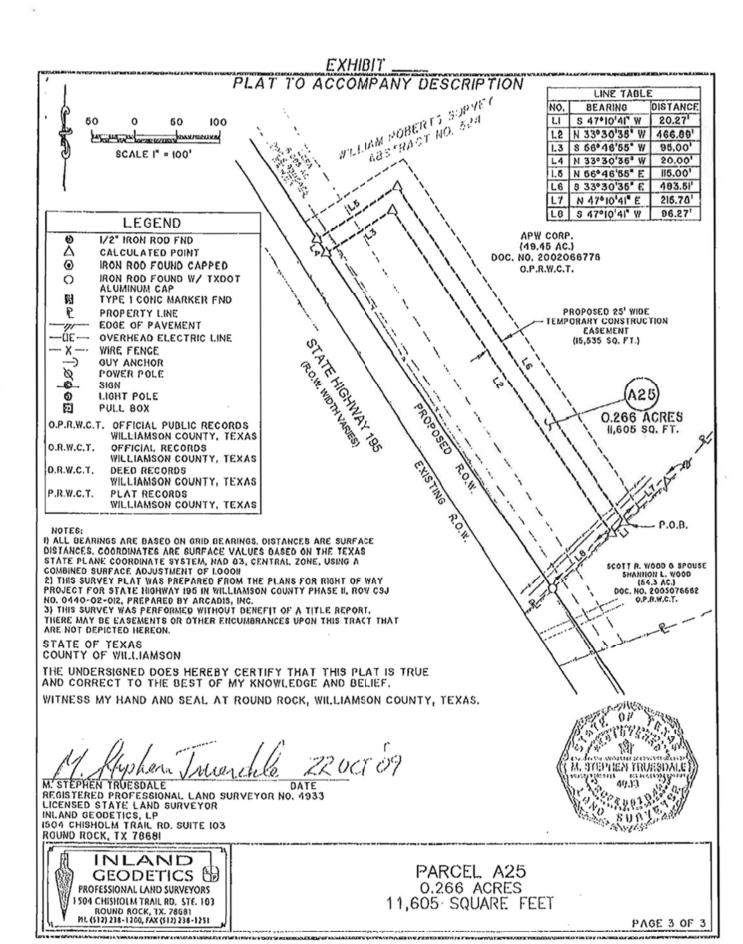


EXHIBIT "G

DESCRIPTION FOR 3.568 ACRE TRACT OF LAND, BEING 0.384 ACRES (TRACT A) AND 3.184 ACRES (TRACT B), SITUATED IN THE W. ROBERTS SURVEY, ABSTRACT NUMBER 524, WILLIAMSON COUNTY, TEXAS, BEING A PORTION OF A 50.55 ACRE TRACT OF LAND CONVEYED AS TRACT 1 TO APW CORPORATION BY INSTRUMENT RECORDED IN DOCUMENT NO. 2002066778 OF THE OFFICIAL PUBLIC RECORDS OF WILLIAMSON COUNTY, TEXAS, AND A PORTION OF A 49.45 ACRE TRACT OF LAND CONVEYED AS TRACT 2 TO APW CORPORATION BY INSTRUMENT RECORDED IN DOCUMENT NO. 2002066778 OF THE OFFICIAL PUBLIC RECORDS OF WILLIAMSON COUNTY, TEXAS, SAID 0.384 ACRE TRACT CONTAINING A 0.368 ACRE PORTION OF A 6.085 ACRE EASEMENT CONVEYED TO LOWER COLORADO RIVER AUTHORITY BY INSTRUMENT RECORDED IN DOCUMENT NO. 9803455 OF THE OFFICIAL RECORDS OF WILLIAMSON COUNTY, TEXAS AND SAID 3.184 ACRE TRACT CONTAINING A 1.753 ACRE PORTION OF SAID 6.085 ACRE EASEMENT, SAID 3.568 ACRE TRACT OF LAND BEING MORE PARTICULARLY DESCRIBED BY METES AND BOUNDS AS FOLLOWS:

TRACTA

COMMENCING at a found concrete highway monument (Grid Coordinates Northing 10234985.44 U.S. ft. Easting 3135283.14 U.S. ft.) on the southwesterly line of said 49.45 acre tract, same being an angle point in the existing northeast right-of-way line of SH 195 (R.O.W. width varies);

THENCE N32°05'12"W, with the common line of said 49.45 acre tract and said SH 195 right-of-way line, a distance of 35.09 feet to the west corner of said 49.45 acre tract, same being the south corner of a 17.55 acre tract conveyed to Bobby G. Stanton by instrument recorded in Document No. 2002066777 of the Official Public Records of Williamson County, Texas;

THENCE N32°05'12"W, departing the southwesterly line of said 49.45 acre tract, with the southwesterly line of said 17.55 acre tract and the northeasterly right-of-way line of SH 195, a distance of 61.52 feet to the south corner of said 50.55 acre tract;

THENCE N45°13'42"E, departing the northeasterly right-of-way line of SH 195, with the common line of said 50.55 acre tract and said 17.55 acre tract, a distance of 7.74 feet to the POINT OF BEGINNING (Grid Coordinates Northing 10235077.73 U.S. ft. Easting 3135237.33 U.S. ft.);

THENCE N34°07'37"W, departing the common line of said 50.55 acre tract and said 17.55 acre tract and through said 50.55 acre tract, a distance of 217.38 feet to a point on the northeasterly right-of-way line of SH 195;

THENCE departing the northeasterly right-of-way line of SH 195 and through said 50.55 acre tract, the following two (2) courses and distances:

- 1) N56°41'56"E, a distance of 80.01 feet to a point;
- 2) \$34°07'37"E, a distance of 201.19 feet to a set 1/2 inch iron rod with plastic cap on the southeasterly line of said 50.55 acre tract, same being the northwesterly line of said 17.55 acre tract, from which a found 1/2 inch iron rod with plastic cap on the common line of said 50.55 acre tract and said 17.55 acre tract bears N45°13'42"E, a distance of 277.38 feet;

THENCE \$45°13'42"W, with the common line of said 50.55 acre tract and said 17.55 acre tract, a distance of \$1.40 feet to the POINT OF BEGINNING hereof, and containing 0.384 acre of land within the bearing and distance calls contained herein.

TRACT B

COMMENCING at a found 1/2" iron rod with aluminum cap (Grid Coordinates Northing 10233570.89 U.S. ft. Easting 3136221.79 U.S. ft.) on the southeasterly line of said 49.45 acre tract, same being on the proposed northeast right-of-way line of SH 195 (R.O.W. width varies), also being on the northwesterly line of a 54.3 acre tract of land conveyed to Scott R. Wood and wife, Shannon L. Wood by instrument recorded in Document No. 2005076662 of the Official Public Records of Williamson County, Texas;

THENCE N47°10'42"E, departing the northeasterly right-of-way line of SH 195, with the common line of said 49.45 acre tract and said 54.3 acre tract, a distance of 15.20 feet to the POINT OF BEGINNING (Grid Coordinates Northing 10233581.22 U.S. ft. Easting 3136232.94 U.S. ft.);

THENCE departing the common line of said 49.45 acre tract and said 54.3 acre tract and through said 49.45 acre tract, the following three (3) courses and distances:

- 1) N33°30'35"W, a distance of 646.67 feet to an angle point;
- 2) N33°36'10"W, a distance of 617.80 feet to an angle point;
- 3) N34°07'37"W, a distance of 467.95 feet to a point on the northwesterly line of said 49.45 acre tract, same being the southeasterly line of a 17.55 acre tract conveyed to Bobby G. Stanton by instrument recorded in Document No. 2002066777 of the Official Public Records of Williamson County, Texas, from which a point on the common line of said 49.45 acre tract and said 17.55 acre tract, same being on the proposed northeast right-of-way line of SH 195, bears S45°14'11"W, a distance of 9.97 feet;

THENCE N45°14'11"E, with the common line of said 49.45 acre tract and said 17.55 acre tract, a distance of 81.40 feet to a point, from which an angle point in the common line of said 49.45 acre tract and said 17.55 acre tract bears N45°14'11"E, distance of 292.50 feet:

THENCE departing the common line of said 49.45 acre tract and said 17.55 acre tract and through said 49.45 acre tract, the following three (3) courses and distances:

- 1) \$34°07'37"E, a distance of 483.34 feet to an angle point;
- 2) S33°36'10"E, a distance of 618.24 feet to an angle point;
- \$33°30'35''E, a distance of 633.62 feet to a point on the southeasterly line of said 49.45 acre tract, same being the northwesterly line of said 54.3 acre tract, from which a found iron rod on the common line of said 49.45 acre tract and said 54.3 acre tract bears N47°10'42''E, a distance of 236.05 feet;

THENCE S47°10'41"W, with the common line of said 49.45 acre tract and said 54.3 acre tract, a distance of 81.07 feet to the POINT OF BEGINNING hereof, and containing 3.184 acre of land within the bearings and distance calls contained herein.

BEARING BASIS: Texas State Plane Coordinate System Grid, Central Zone, NAD83/NGS93. All distances are surface values; to obtain grid values multiply surface distances by a Combined Scale Factor of 0.99989. All distance units are U.S. Survey feet.

This description and plat attached hereto represent an on-the-ground survey made under my direct supervision during the months of June 2009.

M. Stephen Truesdale

Registered Professional Land Surveyor No. 4933

Licensed State Land Surveyor

Inland Geodetics, J.P.

1504 Chisholm Trail Road, Suite 103

1304 Chishomi Han Kond, Butto 103

Round Rock, Texas 78681

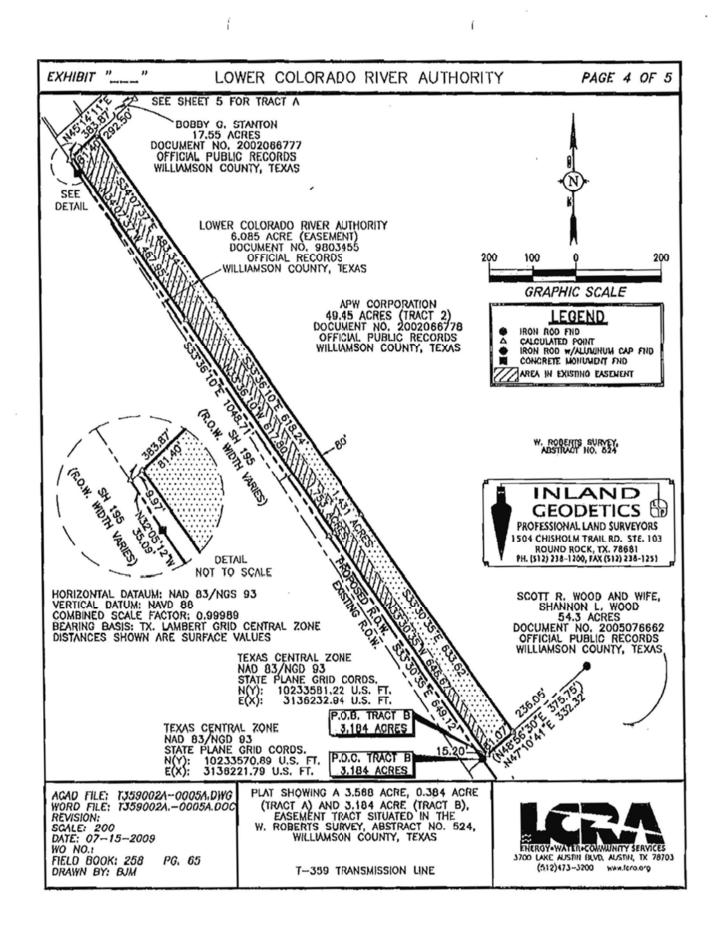
Phone: (512) 238-1200 Fax: (512) 238-1251

Date:

WORD FILE: T359002A-0005A.DOC

ACAD FILE: T359002A-0005A.DWG





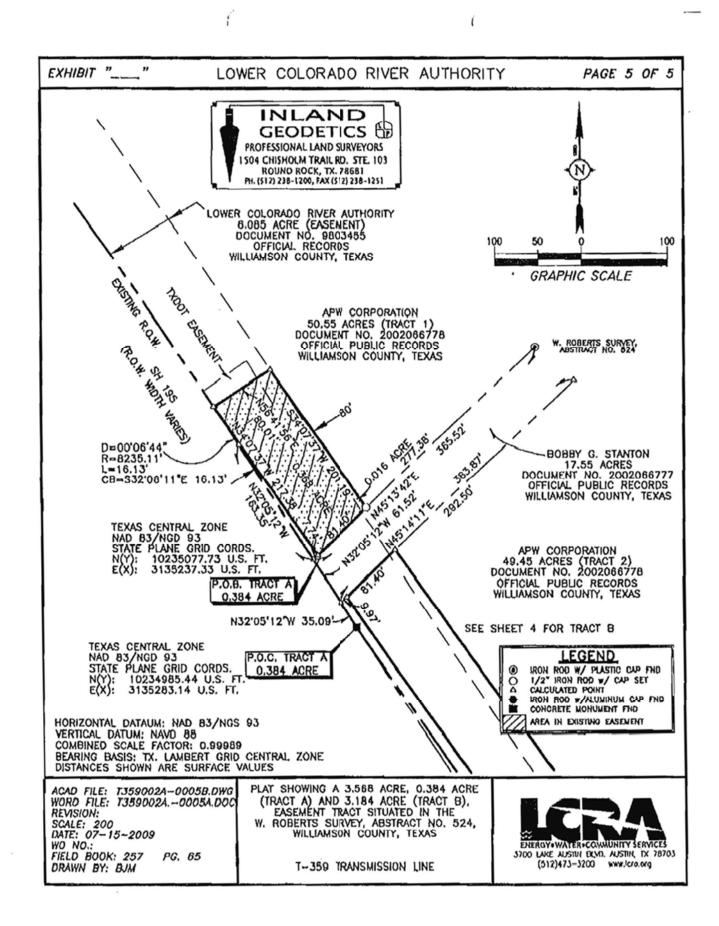


EXHIBIT "# "

DESCRIPTION FOR A 0.112 ACRE TRACT OF LAND SITUATED IN THE W. ROBERTS SURVEY, ABSTRACT NUMBER 524, WILLIAMSON COUNTY, TEXAS, BEING A PORTION OF A 17.55 ACRE TRACT OF LAND CONVEYED TO BOBBY G. STANTON BY INSTRUMENT RECORDED IN DOCUMENT NO. 2002066777 OF THE OFFICIAL PUBLIC RECORDS OF WILLIAMSON COUNTY, TEXAS, SAID 0.112 ACRE TRACT CONTAINING A 0.101 ACRE PORTION OF A 6.085 ACRE EASEMENT CONVEYED TO LOWER COLORADO RIVER AUTHORITY BY INSTRUMENT RECORDED IN DOCUMENT NO. 9803455 OF THE OFFICIAL RECORDS OF WILLIAMSON COUNTY, TEXAS, SAID 0.112 ACRE TRACT OF LAND BEING MORE PARTICULARLY DESCRIBED BY METES AND BOUNDS AS FOLLOWS:

COMMENCING at a found concrete highway monument at an angle point on the existing northeasterly right-of-way line of SH 195 (R.O.W. width varies) (Grid Coordinates Northing 10234985.44 U.S. ft. Easting 3135283.14 U.S. ft.) on the southwesterly line of a 49.45 acre tract (Tract 2) conveyed to APW Corporation by instrument recorded in Document No. 2002066778 of the Official Public Records of Williamson County, Texas;

THENCE N32°05'12"W, with the common line of SH 195 northeasterly right-ofway and said 49.45 acre tract, a distance of 35.09 feet to the south corner of said 17.55 acre tract, same being the west corner of said 49.45 acre tract;

THENCE N45°14'11"E, departing the northeasterly line of SH 195, with the common line of said 17.55 acre tract and said 49.45 acre tract, a distance of 9.97 feet to the POINT OF BEGINNING (Grid Coordinates Northing 10235022.19 U.S. ft. Easting 3135271.59 U.S. ft.);

THENCE N34°07'37"W, departing the common line of said 17.55 acre tract and said 49.45 acre tract and through said 17.55 acre tract, a distance of 61.06 feet to a point on the northwesterly line of said 17.55 acre tract, same being the southeasterly line of a 50.55 acre tract (Tract 1) conveyed to APW Corporation by instrument recorded in Document No. 2002066778 of the Official Public Records of Williamson County, Texas, from which the westerly corner of said 17.55 acre tract, same being the on the northeast right-of-way line of SH 195, bears S45°13'42"W, a distance of 7.74 feet;

THENCE N45°13'42"E, with the common line of said 17.55 acre tract and said 50.55 acre tract, a distance of 81.40 feet to a set 1/2 inch iron rod with plastic cap, from which a found 1/2 inch iron rod with plastic cap bears N45°13'42"E, a distance of 277.38 feet;

THENCE S34°07'37"E, departing the common line of said 17.55 acre tract and said 50.55 acre tract and through said 17.55 acre tract, a distance of 61.07 feet to a point on the southeasterly line of said 17.55 acre tract, same being the northwesterly line of said 49.45 acre tract, from which an angle point on the common line of said 17.55 acre tract and said 49.45 acre tract bears N45°14'11"E, a distance of 292.50 feet;

THENCE S45°14'11"W, with the common line of sald 17.55 acre tract and said 49.45 acre tract, a distance of 81.40 feet to the POINT OF BEGINNING hereof, and containing 0.112 acre of land within the bearing and distance calls contained herein.

BEARING BASIS: Texas State Plane Coordinate System Grid, Central Zone, NAD83/NGS93. All distances are surface values; to obtain grid values multiply surface distances by a Combined Scale Factor of 0.99989. All distance units are U.S. Survey feet.

This description and plat attached hereto represent an on-the-ground survey made under my direct supervision during the months of July 2009.

M. Stephen Truesdale

Registered Professional Land Surveyor No. 4933

Licensed State Land Surveyor

Inland Geodetics, L.P.

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