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May 27, 2008

Jorge Figueredo, Ph.D.
Executive Director
North Texas Tollway Authority
5900 W. Plano Parkway, Suite 100
Dallas, Texas 75093

**Re: North Texas Tollway Authority – Interlocal Agreement with VIA;
Documentation to Comply with USACE Permit; Right-of-Way
Acquisition**

Dear Jorge:

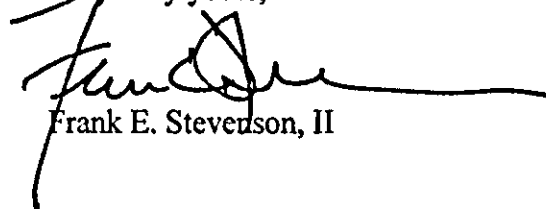
I enclose one (1) original fully executed ILA between the NTTA and Valwood Improvement Authority. This document sets out the parties' obligations regarding (1) the NTTA's compliance with the USACE Permit issued for Segment IV of the PGBT and (2) the provision by VIA of certain right-of-way required for that project.

In addition, I enclose a tabbed and indexed binder containing the original filed documents that were drafted and negotiated to meet the USACE Permit requirements and for the NTTA to acquire sufficient right-of-way interest in Parcels 25-2, 25-4, 25-34, 25-40 and 25-41.

Please place both the enclosed ILA and the binder in a secure place for future reference.

If you have any questions or comments regarding this matter, please do not hesitate to contact me.

Very truly yours,



Frank E. Stevenson, II

FES/rhh
Enclosures

cc: Rick Herrington
Jeff Dailey
Mark Bouma
Chris Anderson
Tony Kimmey
Athena Cole
Richard Franchek

**INTERLOCAL AGREEMENT BETWEEN
THE NORTH TEXAS TOLLWAY AUTHORITY
AND VALWOOD IMPROVEMENT AUTHORITY
OF DALLAS COUNTY, TEXAS
FOR THE DESIGN, CONSTRUCTION
AND MAINTENANCE OF SEGMENT IV
OF THE PRESIDENT GEORGE BUSH TURNPIKE
(DNT 419)**

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THE NORTH TEXAS TOLLWAY AUTHORITY
AND VALWOOD IMPROVEMENT AUTHORITY
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**INTERLOCAL AGREEMENT BETWEEN
THE NORTH TEXAS TOLLWAY AUTHORITY
AND VALWOOD IMPROVEMENT AUTHORITY
OF DALLAS COUNTY, TEXAS
FOR THE DESIGN, CONSTRUCTION
AND MAINTENANCE OF SEGMENT IV
OF THE PRESIDENT GEORGE BUSH TURNPIKE
(DNT 419)**

STATE OF TEXAS §
 §
COUNTY OF DALLAS §

THIS AGREEMENT, by and between the NORTH TEXAS TOLLWAY AUTHORITY, a regional tollway authority and a political subdivision of the State of Texas, acting by and through its Board of Directors, hereinafter identified as the "Authority," and the VALWOOD IMPROVEMENT AUTHORITY OF DALLAS COUNTY, TEXAS, F/K/A FARMERS BRANCH-CARROLLTON FLOOD CONTROL DISTRICT OF DALLAS COUNTY, TEXAS, a flood control district, acting by and through its Board of Directors, hereinafter identified as "Valwood," is executed this 12th day of May, 2008 (the "Execution Date") to be effective as of the 7th day of October, 2002 (the "Effective Date").

RECITALS

WHEREAS, the Authority is authorized to study, evaluate, design, acquire, construct, maintain, repair, and operate turnpike projects within the Counties of Dallas, Collin, Denton and Tarrant pursuant to Chapter 366 of the Texas Transportation Code, as amended (the "Regional Tollway Authority Act"); and

WHEREAS, as of the Execution Date, the Authority has designed, constructed, and operated the President George Bush Turnpike, hereinafter referred to as the "Turnpike,"

following the planned route of SH 190 and SH 161 from its eastern terminus at SH 78 in eastern Dallas County to its western terminus at West Belt Line Road in the City of Irving; and

WHEREAS, the Authority conducted the necessary toll feasibility, environmental and corridor studies (collectively, the "Studies") for the construction of the segment of the Turnpike commonly known as the "Super Connector" or as "Segment IV" (being herein so called) extending north to south from the western terminus of "Segment III" of the Turnpike at IH 35E to the northern terminus of "Segment V" of the Turnpike at IH 635; and

WHEREAS, the Authority retained HNTB Corporation to serve as the general consulting engineer for the Turnpike (the "Consulting Engineer") and to represent and assist the Authority in the planning, design, review and coordination of the design and construction phases of the Turnpike; and

WHEREAS, the Authority retained Brown & Root, Inc. (n/k/a Halliburton/KBR) (the "Construction Manager") to provide certain construction management engineering services with respect to the Turnpike; and

WHEREAS, the Authority retained Carter & Burgess, Inc., Huitt-Zollars, Inc. and Turner Collie & Braden, Inc. to serve as section engineers for Segment IV (collectively the "Section Engineers") and to represent and assist the Authority in the evaluation, planning, design, review and coordination of the Studies, and for the preparation of designs, construction plans, specifications and estimates for Segment IV; and

WHEREAS, as of the Execution Date, portions of Segment IV are constructed upon property owned in fee by Valwood and upon property owned by other parties and encumbered by easements benefiting Valwood, and Valwood, a political subdivision of the State of Texas with all of the authority and powers related thereto as prescribed by the laws of the State of

Texas, has passed a resolution, attached hereto as Exhibit A and made a part hereof, supporting the design and construction of Segment IV authorizing the execution of this Agreement and the performance of its terms, including Valwood's granting of certain joint use rights and consents regarding property needed for the construction and operation of Segment IV; and

WHEREAS, additionally, Valwood agreed to restrict certain property it owns to support the Authority's compliance with its obligations under Permit No. 199700020 issued by the United States Army Corps of Engineers (the "USACE") for Segment IV in accordance with Section 404 of the federal Clean Water Act, 33 U.S.C. §1344, ("Section 404 permit"); and

WHEREAS, Valwood requested and the Authority agreed that certain cost-sharing and maintenance arrangements be finalized with respect to the Authority's use of property and property interests to be provided by Valwood to the Authority to construct and operate Segment IV; and

WHEREAS, the Interlocal Cooperation Act, Chapter 791 of the Texas Government Code, authorizes local governmental entities to contract with one another to perform governmental functions and services under the terms thereof, and the Authority and Valwood have determined that mutual benefits and advantages can be obtained by formalizing their agreement as to the separate and distinct issues of importance to them regarding the design, construction, maintenance and operation of Segment IV.

AGREEMENT

NOW, THEREFORE, in consideration of these premises and of the mutual covenants and agreements of the parties hereto to be by them respectively kept and performed as hereinafter set forth, and other good and valuable consideration, the receipt and sufficiency of which being hereby acknowledged, the Authority and Valwood agree as follows:

**ARTICLE I.
ACCEPTANCE OF DESIGN**

Valwood acknowledges and agrees that the design, alignment, and other features of Segment IV, as constructed as of the Execution Date, as it extends through or next to property (or affects property interests) owned by Valwood is fully acceptable to Valwood in all respects, certain aspects of said design, alignment and other features being generally depicted on Exhibit B attached hereto and made a part hereof. The Authority has incorporated into that approved design and into the features of Segment IV as constructed as of the Execution Date the following changes and enhancements requested by Valwood: widening "Cell B Pond" to provide storage to offset what was affected by the construction of the Segment IV embankment; deepening "Cell B Pond" an additional four (4) feet below elevation 411.4 to provide for a permanent water feature; the construction of access roads to support Valwood's maintenance of its facilities, including to provide access to its pump station and the levee; the Authority's installation of signal supports on certain Segment IV bridges and its placement of conduit runs between those supports; the Authority's placement of gabions underneath certain Segment IV bridges to protect the shadowed portions of the levees and for erosion control; the Authority's raising the height and extending the length of certain Segment IV bridges in response to Valwood's request to accommodate potential future levee heights and for potential future flood walls to be placed on top of the levee; and the Authority's construction of certain flood walls on top of the levee. Further, the Authority has agreed to reimburse Valwood for certain future maintenance and repair costs and to make certain annual payments to Valwood as more specifically described in subsections II.C.(4) and (5).

ARTICLE II.
VALWOOD'S AND THE AUTHORITY'S SUPPORT AND OBLIGATIONS

A. Basis For Valwood's Right-of-Way and Fill Obligations

On August 30, 1988, the State Department of Highways and Public Transportation (the "SDHPT") adopted Minute Order 87876 (the "Segment IV Minute Order") which placed the SH 190 segment between IH 35E and IH 635 on the state highway system and designated that segment as a controlled access facility. Further, the Segment IV Minute Order stated that the SDHPT would provide all necessary right-of-way not committed by local sources, pay other costs, and maintain the segment upon completion of construction. The SDHPT's obligations under the Segment IV Minute Order were conditioned, and only became operative, upon its receipt of local commitments to provide, at no cost to the SDHPT, (1) approximately eighty percent (80%) of the required right-of-way, (2) approximately 1,300,000 cubic yards of acceptable fill material from the Farmers Branch-Carrollton Flood Control District, and (3) preliminary engineering, including route studies, environmental reports, public meetings, and schematics. The Cities of Farmers Branch, Carrollton and Irving, together with Dallas County (collectively, the "Segment IV Governmental Entities"), accepted the conditions and local obligations provided in the Segment IV Minute Order. As indicated in the recitals of this Agreement, (a) SH 190 subsequently became the Turnpike, (b) the segment thereof described in the Segment IV Minute Order became Segment IV, and (c) pursuant to the terms of House Bill 3088 passed by the 71st Texas Legislature, the Farmers Branch-Carrollton Flood Control District became known as Valwood. Further, the Texas Turnpike Authority succeeded to the rights and obligations of the Texas Department of Transportation ("TxDOT"), as successor to the SDHPT, with respect to Segment IV and the Segment IV Minute Order pursuant to that certain Construction, Operation, and Maintenance Agreement dated December 1, 1995 (the "Two-Party

Agreement") and the several TxDOT Minute Orders passed in connection therewith. Finally, pursuant to the terms of Senate Bill 370 passed by the 75th Texas Legislature, the Authority became the successor-by-statute to the Texas Turnpike Authority, including with respect to the Two-Party Agreement, Segment IV and the Turnpike in general. Consequently, the Authority has succeeded to the SDHPT's rights under the Segment IV Minute Order.

B. Amendment To Valwood's Right-of-Way Obligations

Notwithstanding anything to the contrary contained in the Segment IV Minute Order or in any resolution of the Segment IV Governmental Entities accepting same, Valwood's right-of-way obligations regarding Segment IV shall be as described in this Section II.B. and in Section II.C. below. Valwood shall dedicate, or cause to be dedicated, to the Authority, pursuant to this Agreement and at no cost to the Authority, all property and/or property interests that the Authority determines in accordance with the preceding sentences are required for the construction of Segment IV (the "Required Property") and which are owned by Valwood. The Required Property is more particularly described in Section II.C. below and, as of the Execution Date, has been fully identified and cannot be enlarged or expanded in the future without the agreement of the parties. Except as otherwise provided in this Article II and in the interlocal agreements that have or will be executed by and between the Authority and the other Segment IV Governmental Entities, the Authority shall be responsible for acquiring all of the Required Property necessary for the construction of Segment IV, provided, however, that Valwood shall provide such reasonable support and assistance as the Authority requests.

The Authority's rights to the Required Property (described in Section II.C below) and the Mitigation Areas (described in Section II.F. below) do not include any mineral rights and such rights are retained by Valwood. This Agreement does not prohibit Valwood from performing

any and all activities reasonably necessary for the exploration, extraction, transportation, and storing of minerals so long as such activities do not (i) adversely impact the Authority's exercise of its rights to the Required Property and the Mitigation Areas, nor (ii) in the Authority's sole judgment, interfere with or impair the structural integrity or safe and efficient construction, operation, and maintenance of Segment IV.

C. Specific Features of Valwood's Right-of-Way Obligations; The Required Property

Without limiting Valwood's right-of-way obligations generally described under Section II.B. above, Valwood, for good and valuable consideration, the receipt and sufficiency of which being hereby acknowledged, agrees as follows:

- (1) The Joint Use Property: Parcels 25-34, 25-40 and 25-41. Valwood, as of the Effective Date, has granted, sold and conveyed, and by these presents does grant, sell and convey unto the Authority, its successors, and assigns, an unencumbered permanent and perpetual right of way and easement in and to those three (3) parcels of land described in Exhibit C attached hereto and made a part hereof (the "Joint Use Property") and being designated as the Authority's Right-of-Way Parcels Nos. 25-34, 25-40 and 25-41 for the purposes of laying out, constructing, reconstructing, enlarging, modifying, maintaining, inspecting, operating, and/or removing Segment IV or any improvements relating to Segment IV, as such improvements may hereafter be located under, on, in, or above the surface of, the Joint Use Property, together with rights of access over and across the Joint Use Property in furtherance of said purposes. The form of Joint Use Agreement utilized to grant these rights in the Joint Use Property is attached hereto as Exhibit D and made a part hereof.

Valwood agrees that it shall not conduct its use of the Joint Use Property in a manner, nor permit any other activity on the Joint Use Property, that could impair the structural integrity of Segment IV or its safe and efficient construction, operation, and maintenance. Upon notification from the Authority, Valwood shall immediately cause the suspension of any activities on the Joint Use Property that conflict with the agreement provided in the preceding sentence. Valwood further agrees to notify the Authority in writing of any proposed modification of its current use of the Joint Use Property and to obtain the Authority's written consent to such modification, which shall not be unreasonably denied, provided such use, in the Authority's sole judgment, does not interfere with or impair the structural integrity or safe and efficient construction, operation, and maintenance of Segment IV. Nothing in the Joint Use Agreement is intended to prohibit or restrict Valwood from meeting its statutory obligations as a flood control district and to fulfill its responsibilities to property owners and residents.

(2) The Temporary Easements: Parcels 25-34TE1, 25-41TE1 and 25-41TE2.

Valwood, as of the Effective Date, has granted, sold and conveyed, and by these presents does grant, sell and convey unto the Authority, its successors, and assigns, for a term concluding on the Execution Date (the "Term"), a temporary easement and right-of-way for the purposes hereinafter set forth in and to those three (3) parcels of land described in Exhibit E attached hereto and made a part hereof (the "Temporary Easement Property") and being designated as the Authority's Right-of-Way Parcels Nos. 25-34TE1, 25-41TE1 and 25-41TE2.

This temporary easement and right-of-way may be used by the Authority, its employees, contractors, agents, successors, and assigns in connection with activities relating to the construction of Segment IV and all appurtenances thereto, including the relocation of utilities, the construction of bridges, drainage structures and landscaping, the modification of existing structures, the performance of excavation, boring, backfilling, embedding, drilling, grading and paving, the construction of curbs, gutters, shoring or retaining structures, maintenance and storage of equipment and materials, and the use of said easement and right-of-way for access, ingress to, and egress from the site of construction and public rights-of-way.

Upon completion of the activities described herein, but in no event later than the end of the Term, the Authority, its successors or assigns, shall return the Temporary Easement Property to substantially the same condition as existed prior to the commencement of activities described herein and this temporary easement and right-of-way shall automatically terminate. Valwood and the Authority acknowledge and agree that both parties' obligations under this subsection II.C.(2) have been fully satisfied and performed as of the Execution Date.

- (3) The Consent Property: Various Parcels. Pursuant to those certain Easement Deeds (herein so called), including those recorded in Volume 76240, Page 2709, Volume 77051, Page 0033, and Volume 79077, Page 2074 of the Real Property Records of Dallas County, Texas, certain fee owners identified therein granted drainage easements to Farmers Branch-Carrollton Flood Control District over and across the property (the "Easement Area") described in the Easement Deeds.

Pursuant to the Easement Deeds, the Easement Area is to be "kept clear of any kind of building, fence, structure, pavement or trees," unless prior written approval of such items is obtained from the grantee under the Easement Deed. As provided in the Recitals, Valwood is the successor to the grantee under the Easement Deeds. The Authority has requested Valwood's consent to and approval of the construction and operation of Segment IV over that portion of the Easement Area which the Authority has acquired from the fee owners.

Valwood hereby consents to the constructing, reconstructing, enlarging, modifying, maintaining, inspecting, operating, and/or removing of Segment IV in, over, and across those portions of the Easement Area over which Segment IV has been constructed as of the Execution Date (the "Consent Property"), including the nine (9) parcels of land described in Exhibit F attached hereto and made a part hereof (the "Consent Property") and being designated as the Authority's Right-of-Way Parcels Nos. 24-30 Part 1, 24-30 Part 2, 25S-47, 25S-48, 25S-48TE, 25-31, 25-35, 25-37, and 25-39.

- (4) The Authority's Construction and Reimbursement Obligations. In order to maintain the structural integrity of Valwood's levees and certain Segment IV structures to be constructed thereon by the Authority, the Authority shall construct gabions as generally depicted on Exhibit G attached hereto and made a part hereof. Valwood does not own the equipment or employ the personnel required to maintain these gabions and will have to contract with third parties to perform any needed repair, resulting in added costs that Valwood and its taxpayers should not be required to bear. Consequently, the Authority will reimburse Valwood for

all amounts Valwood pays unaffiliated third-party contractors to maintain and repair the gabions, save and except for damage resulting from the actions of Valwood, its successors, assigns, agents or employees. The foregoing reimbursement will be made (a) in the amount of costs Valwood paid to third parties for the work and (b) within thirty (30) days of the Authority's receipt from Valwood of supporting written materials for those costs. Valwood will award those contracts on a prudent and competitive basis and will allow a reasonable opportunity for the Authority's prior review of the proposed work and contract terms, and its written consent thereto, except to the extent the Authority's review is impractical due to an emergency situation. This arrangement will apply to maintaining and repairing the slopes and structures of Segment IV completed as of the Execution Date; modifications or capital improvements to those slopes and structures by Valwood will require the Authority's prior written consent.

- (5) The Authority's Payment of the Additional Oversight Charge. In addition to any payments owing under subsection II.C.(4) above, the Authority shall pay Valwood Fifteen Thousand and No/100 Dollars (\$15,000.00) each year commencing upon the first anniversary of the Effective Date and upon each subsequent anniversary thereof (the "Additional Oversight Charge") to defray the cost of any routine inspection/maintenance activities resulting from the Segment IV structures and affected Valwood levee which are not addressed by third-party contracts; the Additional Oversight Charge will be paid each year irrespective of whether Valwood actually performs any inspection or maintenance activities. The foregoing obligations set forth in this subsection and in subsection

II.C.(4) above shall remain in effect for so long as Segment IV is operating and Valwood (or a successor performing substantially the same functions) remains extant. As of the Execution Date, the Authority has provided Valwood with all due and owing payments of the Additional Oversight Charge.

- (6) Mitigation and Section 404 Permit Compliance. Valwood and the Authority agree to cooperatively address certain terms and conditions set forth in the Section 404 permit issued for Segment IV, or as otherwise required by the USACE, as more particularly set forth in Section II.F. below.

- (7) Valwood's Retained Obligations. Except as explicitly provided in subsections II.C.(4) and (5) above, (a) nothing in this Agreement or otherwise related to the conveyance to the Authority of the rights, interests, consents and approvals herein described, nor (b) the Authority's construction, operation and maintenance of Segment IV on the Joint Use Property, the Temporary Easement Property or the Consent Property, shall either (i) relieve Valwood of the sole obligation and duty to maintain its facilities situated on the Joint Use Property, the Temporary Easement Property or the Consent Property or (ii) be deemed to transfer or otherwise impose any such obligation or duty to or on the Authority. Without limiting the foregoing, Valwood shall remain fully responsible for the maintenance, structural integrity and proper operation of all flood-control facilities and structures, including all levees, slopes, embankments, and retention or shoring structures, together with all drainage facilities, landscaping and access roads, situated on the Joint Use Property, the Temporary Easement Property or the Consent Property as of the Effective Date, the Execution Date, or hereafter placed

thereon by or at the direction of Valwood. Without limiting the foregoing, and except as provided in subsection II.F.(2), Valwood shall be solely responsible for maintaining "Cell B Pond" and keeping it adequately dredged out and clear of sediment and debris, as well as maintaining the slopes of that pond and Valwood's levee.

- (8) Satisfaction of Valwood's Right-of-Way Obligations. Valwood's complete performance of its obligations under Sections II.B. and II.C. shall satisfy its obligations arising in connection with the Segment IV Minute Order and to the Authority, as TxDOT's successor thereunder, regarding right-of-way required for Segment IV. All rights provided the Authority hereunder shall be in addition to, and not in lieu of, those provided under the Regional Tollway Authority Act.

D. Construction Staging Areas

If requested by the Authority subsequent to the Effective Date and prior to the Execution Date, Valwood shall provide any available right-of-way located along Segment IV for the Authority's exclusive use as a staging area during the construction of Segment IV. Such areas may be used for the placement and operation of construction site trailers, temporary material disposal, temporary embankments or shoring structures, and for any other purpose related to the construction of Segment IV. During its use of the staging areas, the Authority shall use all reasonable efforts to maintain the property in an orderly condition, free from excessive debris and clutter. Upon completion of construction activities for Segment IV or cessation of the Authority's use of the staging areas, whichever comes first, the Authority shall return the staging areas to Valwood in a condition comparable to when received for use by the Authority.

Valwood and the Authority acknowledge and agree that both parties' obligations under this Section II.D. have been fully satisfied and performed as of the Execution Date.

E. Fill Material Under the Segment IV Minute Order

In accordance with the Segment IV Minute Order, Valwood agreed to provide the Authority or its contractors 1,300,000 cubic yards of acceptable fill material for use in the construction of Segment IV and related improvements. As of the Execution Date, the Authority and its contractors have removed a verified quantity of fill from Valwood's properties – specifically "Cell B Pond" and "HMA 4" – that roughly equals but in no event exceeds 1,300,000 cubic yards. Valwood and the Authority acknowledge and agree that Valwood's obligation to provide fill material under the Segment IV Minute Order has been fully satisfied and performed and that the Authority likewise has conformed to and not exceeded its corresponding rights under the Segment IV Minute Order.

F. Mitigation Issues

In support of the Authority's obligations under its Section 404 permit and other activities to be conducted by the Authority in the future, the Authority and Valwood agree as follows:

- (1) The Mitigation Areas. Valwood agrees to restrict the following properties, said properties being more fully described in Exhibit H attached hereto and made a part hereof, for use by the Authority as mitigation areas (the "Mitigation Areas");

- (a) The following generally described parcels shall constitute the "Forested Riparian Buffer Mitigation Areas":

NTTA FRBMA 4-NORTH containing approximately 18.8 acres
NTTA FRBMA 4-MIDDLE containing approximately 1.1 acres
NTTA FRBMA 4-SOUTH containing approximately 6.8 acres

- (b) The following generally described parcel shall constitute the "Open Water Habitat Mitigation Area":

CELL B POND containing approximately 12.1 acres

- (c) The following generally described parcel shall constitute the "Hydraulic Mitigation Area":

AREA 4 containing 66.774 acres ("HMA 4")

- (d) The following generally described parcels shall constitute the "Mitigation Reserve Areas":

AREA 4-NORTH-1-EASEMENT containing 4.6407 acres
AREA 4-NORTH-2-EASEMENT containing 2.1452 acres
AREA 4-MIDDLE EASEMENT containing 40,772 square feet
AREA 4-SOUTH EASEMENT containing 2.3807 acres

- (2) The Restrictions. Valwood shall restrict the Mitigation Areas by executing and recording the two (2) documents attached hereto as Exhibit I (dealing with the Forested Riparian Buffer Mitigation Areas, the Open Water Habitat Mitigation Area, and the Mitigation Reserve Areas) and Exhibit J (dealing with the Hydraulic Mitigation Area), and made a part hereof, dated as of the Execution Date, but effective as of the Effective Date. As more fully described in Exhibit I and Exhibit J, the Mitigation Areas will be restricted as follows:

- (a) Forested Riparian Buffer Mitigation Areas

- (i) Valwood shall not take, nor permit any officer, director, employee, agent, contractor, or other person affiliated with Valwood or under Valwood's authority to take, any action which allows for removing, destroying, cutting or mowing any trees, plants or other

vegetation, or changing the natural habitat in any manner. Any other use of or activity by Valwood affecting the Forested Riparian Buffer Mitigation Areas that is or may become inconsistent with these restrictions is prohibited.

- (ii) The Authority, its employees, agents, representatives, and contractors shall have all rights to conduct activities in the Forested Riparian Buffer Mitigation Areas as they reasonably deem necessary or useful, which include, but are not limited to, monitoring, soil preparation, planting of trees/shrubs, or other similar activities necessary to meet the terms and conditions of Permit No. 199700020 or as required by the USACE.

(b) Open Water Habitat Mitigation Area

The Open Water Habitat Mitigation Area is reserved for use as a flood water retention and recharge area for the surrounding Elm Fork of the Trinity River floodplain. Valwood shall not take, nor permit any officer, director, employee, agent, contractor, or other person affiliated with Valwood or under Valwood's authority to take, any action which allows for a use or activity that is inconsistent with this restriction; provided, however, that Valwood reserves the right to enter the Open Water Habitat Mitigation Area to enlarge, deepen, or maintain the property, as necessary, subject to the terms and conditions of the Section 404 permit or as required by the USACE.

(c) Mitigation Reserve Areas

- (i) Valwood shall not take, nor permit any officer, director, employee, agent, contractor, or other person affiliated with Valwood or under Valwood's authority to take, any action which allows for removing, destroying, cutting or mowing any trees, plants or other vegetation, or changing the natural habitat in any manner. Any other use of or activity by Valwood affecting the Mitigation Reserve Areas that is or may become inconsistent with these restrictions is prohibited.
- (ii) The Authority, its employees, agents, representatives, and contractors shall have all rights to conduct activities in the Mitigation Reserve Areas as they reasonably deem necessary or useful, which include, but are not limited to, mowing, irrigation, soil preparation and tree/shrub planting. In addition, the Authority may transfer all or part of the Mitigation Reserve Areas to any third party for use as a mitigation area for the Authority's future projects or activities.
- (iii) The Authority's rights to the Mitigation Reserve Areas shall expire on the fifteenth (15th) anniversary of the Execution Date for any portion of that area not "dedicated for use" by the Authority or a third party. For purposes of this subsection II.F(2)(c), "dedicated for use" shall mean all or any portion of the Mitigation Reserve Areas offered to, restricted in favor of, or otherwise committed to

the USACE for mitigation purposes to support the permitting of an Authority project.

(d) Hydraulic Mitigation Area

Valwood shall maintain the Hydraulic Mitigation Area through its usual maintenance activities which include, but are not limited to, mowing, fertilization, and herbicide use in order to suppress the intrusion of trees and shrubs in the area. Additional rights of Valwood to the Hydraulic Mitigation Area are contained in Section II.G. below.

(e) Use by Third Parties

Valwood will not consent to any third party not affiliated with Valwood taking any action on or about the Mitigation Areas that is inconsistent with the restrictions set forth in subsections II.F.(2)(a), (b), (c), and (d).

(f) Removal of Improvements

Valwood shall not place on or in the Mitigation Areas any building, fence, structure, or other improvement which, in the sole judgment of the Authority, is inconsistent with the intended function of these areas.

(g) Successor and Assigns

The restrictions set forth in this subsection II.F.(2) shall be binding upon and inure to the benefit of the respective legal representatives, successors, assigns, heirs, and devisees of the parties. Without limiting the generality of the foregoing, the Authority may convey all or any portion of the Mitigation Areas to one or more third parties and any and all such grantees shall have the same easement rights and rights to enforce the covenants

and agreements of Valwood under this instrument as are available to the Authority.

(h) Run with the Land

These restrictions run with the Mitigation Areas and shall be enforceable against Valwood and all future owners of these properties in perpetuity.

G. Additional Rights and Obligations of the Hydraulic Mitigation Area

The Hydraulic Mitigation Area is subject to certain other rights and obligations as set forth below:

- (1) Any flood water retention ("Valley Storage") and wetland mitigation areas resulting from the removal of fill material within the Hydraulic Mitigation Area by Valwood shall remain under the control of Valwood. In the event that Valwood elects to use a portion of the bottom of the Hydraulic Mitigation Area for Valley Storage or wetland mitigation, Valwood agrees that such use shall not negatively impact the Authority's Section 404 permit.
- (2) Third Party Use of Hydraulic Mitigation Area. Valwood retains the right to all Valley Storage and wetland mitigation within the Hydraulic Mitigation Area, including the right to transfer Valley Storage and wetland mitigation rights to any third party; provided, however, that any such rights transferred to a third party shall be subject to the restrictions set forth in subsection II.G.(1) above.

II. The Authority's Conveyance of Property to Valwood

- (1) The Authority-Conveyed Property. As of the Execution Date hercof, the Authority shall convey to Valwood those two (2) parcels of land described in

Exhibit K attached hereto and made a part hereof (the “Authority-Conveyed Property”) and being designated as the Authority’s Right-of-Way Parcels Nos. 25-2 and 25-4, containing 4.934 and 13.567 acres of land, respectively. The Authority-Conveyed Property shall be transferred to Valwood, subject to the restrictions set forth in subsection II.H.(2) below, using the form of deed attached as Exhibit L and made a part hereof. Valwood accepts the Authority-Conveyed Property in its AS IS, WHERE IS condition upon transfer to Valwood and, subsequent to the Execution Date hereof, shall have the sole obligation and duty to maintain its facilities situated on the Authority-Conveyed Property.

The rights granted to Valwood to the Authority-Conveyed Property do not include any minerals rights and such rights are retained by the Authority. Furthermore, this Agreement does not prohibit the Authority from performing any and all activities required for the exploration, extraction, transportation, and storing of minerals so long as such activities do not (i) adversely impact Valwood’s exercise of its rights to the Authority-Conveyed Property, nor (ii) in Valwood’s sole judgment, interfere with or impair the integrity or safe and efficient construction, operation and maintenance of Valwood’s improvements.

- (2) Declaration of Restrictive Covenants. The Authority-Conveyed Property is also subject to certain mitigation measures imposed under the Section 404 permit issued by the USACE. At the time of the transfer of the Authority-Conveyed Property, the Authority shall restrict the Authority-Conveyed Property by executing and recording the instrument included in Exhibit L (dealing with restrictive covenants) dated as of the Execution Date, but effective as of the

Effective Date. As more fully described in Exhibit L, the Authority-Conveyed Property will be restricted as follows:

(a) Restricted Use

The Authority-Conveyed Property is reserved for use as a flood water retention and recharge area for the surrounding Elm Fork of the Trinity River floodplain. The Authority shall not take, nor permit any officer, director, employee, agent, contractor, or other person affiliated with the Authority or under it's authority to take, any action which allows for a use or activity that is inconsistent with this restriction; provided, however, that the Authority, and any future owner of the property, reserve the right to enter the Authority-Conveyed Property to enlarge, deepen, or maintain the property, as necessary, to meet the terms and conditions of the Section 404 permit or as required by the USACE.

(b) Use by Third Parties

The Authority will not consent to any third party not affiliated with the Authority taking any action on or about the Authority-Conveyed Property that is inconsistent with the restrictions set forth in subsection II.H.(2)(a) above.

(c) Removal of Improvements

The Authority shall not place on or in the Authority-Conveyed Property any building, fence, structure, or other improvement which is inconsistent with the intended function of this Mitigation Area.

(d) Successor and Assigns

These restrictions shall be binding upon and inure to the benefit of the respective legal representatives, successors, assigns, and devisees of the Authority.

(e) Run with the Land

These restrictions will run with the Authority-Conveyed Property and shall be enforceable against the Authority and all future owners of the Authority-Conveyed Property in perpetuity.

I. Relocation of Utilities

In connection with the Authority's construction of Segment IV it was necessary to relocate a power line and a fiber line running to Valwood's pump station. As of the Execution Date, all of said work is complete to Valwood's satisfaction.

ARTICLE III.
MAINTENANCE

A. Summary of Terms and Limits of Maintenance for Segment IV

The Authority shall be responsible for the operation, maintenance, policing, regulation and repair of Segment IV, and Valwood shall be responsible for the operation, maintenance, policing, regulation and repair of its facilities as provided in sections or subsections II.C.(4), II.C.(7), II.F, II.G, II.H. and III.B.

B. Specific Mowing Limits

Notwithstanding anything to the contrary set forth in Section III.A. above, the Authority and Valwood shall undertake and perform the mowing of applicable portions of the Segment IV

right-of-way as indicated by Exhibit M and made a part hereof. The Authority and Valwood each shall perform its mowing obligations hereunder so as to avoid any unreasonable interference with the other party's structures and activities.

ARTICLE IV. GENERAL PROVISIONS

A. Term of Agreement

The term of this Agreement shall commence on the Effective Date and end only upon the complete performance by the parties hereto of all provisions of this Agreement (except for subsection II.F.(2)(c)(iii) which by its terms may terminate prior to the full exercise of the Authority's rights to the Mitigation Reserve Areas), or by the termination hereof by written agreement signed by both parties.

B. Control of Authority Facilities and Operations; Nonapplicability of Certain City Codes

Valwood acknowledges and agrees that the Authority is not subject to any codes and/or ordinances promulgated or enforced by Valwood, and that Valwood shall not assess against the Authority any development, impact, license, zoning, permit, building, connection or construction fee(s) of any kind with respect to the construction or operation of Segment IV, except for the reimbursement costs and the Additional Oversight Charge provided in subsections II.C.(4) and (5) above, provided, however, nothing in this Agreement is intended to prohibit Valwood from meeting any of its statutory obligations as a flood control district.

C. No Liability

Nothing in this Agreement shall be construed to place any liability on Valwood, the Authority, the Consulting Engineer, the Construction Manager, the Section Engineers or any of

the Authority's or Valwood's respective employees, consultants, contractors, agents, servants, directors or officers for any alleged personal injury or property damage arising out of Segment IV evaluation, design, construction or operation, or for any alleged personal injury or property damage arising out of Valwood's operation, policing, regulation, maintenance or repair of any of its facilities or properties. Furthermore, it is not the intent of this Agreement to impose upon Valwood or the Authority any liability for any alleged injury to persons or damage to property arising out of any matters unrelated to the terms of this Agreement or with respect to any actions undertaken by any consultant or contractor employed or engaged by the Authority or Valwood. Nothing herein shall be construed as a waiver of any rights which may be asserted by Valwood or the Authority, including the defense of governmental immunity.

ARTICLE V. MISCELLANEOUS

A. Notices

In each instance under this Agreement in which one party is required or permitted to give notice to the other, such notice shall be deemed given (1) when delivered in hand, (2) one (1) business day after being deposited with a reputable overnight air courier service, or (3) three (3) business days after being mailed by United States mail, registered or certified mail, return receipt requested, postage prepaid, and, in all events, addressed as follows:

In the case of Valwood:

Pat Canuteson
Executive Director
Valwood Improvement Authority
1430 Valwood Parkway, Suite 160
Carrollton, Texas 75006

In the case of the Authority:

By hand delivery or air courier:

North Texas Tollway Authority
Attn: Executive Director
5900 W. Plano Parkway, Suite 100
Plano, Texas 75093

By mail:

North Texas Tollway Authority
Attn: Executive Director
P.O. Box 260729
Plano, Texas 75026

Either party hereto may from time to time change its address for notification purposes by giving the other party prior written notice of the new address and the date upon which it will become effective.

B. Relationship of the Parties; No Joint Enterprise

Nothing in this Agreement is intended to create, nor shall be deemed or construed by the parties or by any third party as creating, (1) the relationship of principal and agent, partnership or joint venture between Valwood and the Authority or (2) a joint enterprise between Valwood, the Authority and/or any other party. Without limiting the foregoing, the purposes for which Valwood and Authority have entered into this Agreement are separate and distinct, and there are no pecuniary interests, common purposes and/or equal rights of control among the parties hereto.

C. Successors and Assigns

This Agreement shall bind, and shall be for the sole and exclusive benefit of, the respective parties and their legal successors. Other than as provided in the preceding sentence, neither Valwood nor the Authority shall assign, sublet or transfer its respective interests in this Agreement without the prior written consent of the other party to this Agreement, unless otherwise provided by law.

D. Severability

If any provision of this Agreement, or the application thereof to any entity or circumstance, is rendered or declared illegal for any reason and shall be invalid or unenforceable, the remainder of this Agreement and the application of such provision to other entities or circumstances shall not be affected thereby, but shall be enforced to the greatest extent permitted by applicable law.

E. Written Amendments

Any change in the agreement, terms and/or responsibilities of the parties hereto must be enacted through a written amendment. No amendment to this Agreement shall be of any effect unless in writing and executed by the duly designated representatives of Valwood and the Authority.

F. Limitations

All covenants and obligations of Valwood and the Authority under this Agreement shall be deemed valid covenants and obligations of said entities, and no officer, director, or employee of Valwood or the Authority shall have any personal obligations or liability hereunder.

G. Sole Benefit

This Agreement is entered into for the sole benefit of Valwood, the Authority and their respective successors, and nothing in this Agreement or in any approval subsequently provided by either party hereto shall be construed as giving any benefits, rights, remedies or claims to any other person, firm, corporation or other entity, including, without limitation, the public in general.

II. Authorization

Each party to this Agreement represents to the other that it is fully authorized to enter into this Agreement and to perform its obligations hereunder, and that no waiver, consent, approval, or authorization from any third party is required to be obtained or made in connection with the execution, delivery or performance of this Agreement. Each signatory on behalf of Valwood and the Authority, as applicable, represents that he or she is fully authorized to bind that entity to the terms of this Agreement.

I. Venue

The provisions of this Agreement shall be construed in accordance with the laws and court decisions of the State of Texas, and exclusive venue for any legal actions arising hereunder shall be in Dallas County, Texas.

J. Interpretation

No provision of this Agreement shall be construed against or interpreted to the disadvantage of any party by any court, other governmental or judicial authority, or arbitrator by reason of such party having or being deemed to have drafted, prepared, structured or dictated such provision.

K. Waiver

No delay or omission by either party hereto to exercise any right or power hereunder shall impair such right or power or be construed as a waiver thereof. A waiver by either of the parties hereto of any of the covenants, conditions or agreements to be performed by the other or any breach thereof shall not be construed to be a waiver of any succeeding breach thereof or of any other covenant, condition or agreement herein contained.

L. Entire Agreement

This Agreement constitutes the entire agreement between the parties hereto with respect to the subject matter hereof. There are no representations, understandings or agreements relative hereto which are not fully expressed in this Agreement.

M. Counterparts

This Agreement may be executed in several counterparts, each of which shall be deemed an original, and all such counterparts shall constitute one single agreement between the parties hereto.

N. Headings

The article and section headings used in this Agreement are for reference and convenience only, and shall not enter into the interpretation hereof.

IN WITNESS WHEREOF, Valwood and the Authority have executed this Agreement
on the dates shown below, to be effective on the date listed above.

ATTEST:

Not Required
Name: _____
Title: PC

VALWOOD IMPROVEMENT AUTHORITY
OF DALLAS COUNTY, TEXAS,
a flood control district

By: Pat Canuteson
Pat Canuteson
Executive Director

Date: 5/13/08

APPROVED AS TO FORM:

Boyle & Lowry, LLP,
Legal Counsel

By: Not Required PC
John Boyle

ATTEST:

Ruby Franklin
Ruby Franklin
Secretary

NORTH TEXAS TOLLWAY AUTHORITY,
a regional tollway authority

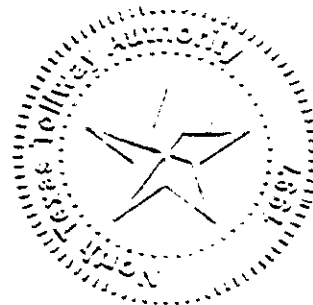
By: Rick Herrington
for Jorge Figueredo, Ph.D.
Executive Director
Rick HERRINGTON, Deputy Executive Director

Date: 5/9/08

APPROVED AS TO FORM:

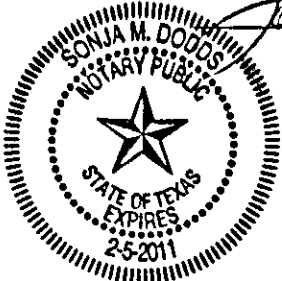
Locke Lord Bissell & Liddell LLP,
General Counsel

By: Frank E. Stevenson, II
Frank E. Stevenson, II



STATE OF TEXAS §
 §
COUNTY OF DALLAS §

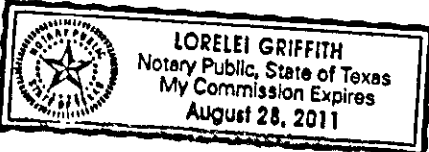
This instrument was acknowledged before me on May 13th, 2008 by Pat Canuteson, Executive Director of the **VALWOOD IMPROVEMENT AUTHORITY OF DALLAS COUNTY, TEXAS**, a flood control district, on behalf of said flood control district.


Sonja M. Dadds
Notary Public in and for
the State of Texas

STATE OF TEXAS §
 §
COUNTY OF DALLAS §

This instrument was acknowledged before me on May 9, 2008 by Jorge Figueredo, Executive Director of the **NORTH TEXAS TOLLWAY AUTHORITY**, a regional tollway authority, on behalf of said regional tollway authority.

Rick Herrington
for


LORELEI GRIFFITH
Notary Public, State of Texas
My Commission Expires
August 28, 2011

Lorelei Griffith
Notary Public in and for
the State of Texas

EXHIBIT A
INTERLOCAL AGREEMENT BETWEEN
THE NORTH TEXAS TOLLWAY AUTHORITY
AND VALWOOD IMPROVEMENT AUTHORITY
OF DALLAS COUNTY, TEXAS
FOR THE DESIGN, CONSTRUCTION
AND MAINTENANCE OF SEGMENT IV
OF THE PRESIDENT GEORGE BUSH TURNPIKE

RESOLUTIONS SUPPORTING DESIGN AND CONSTRUCTION OF SEGMENT IV
[Recitals]

[see following page(s)]

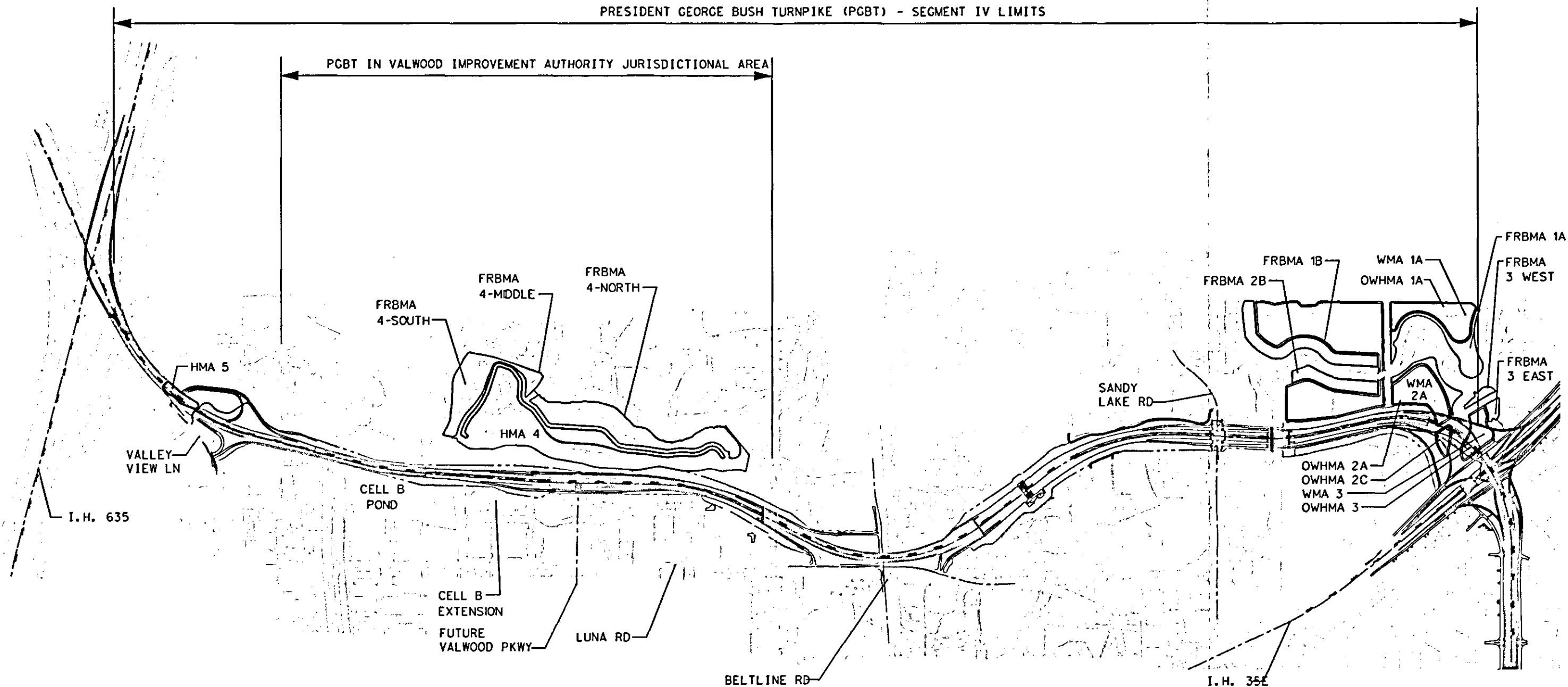
The Valwood Improvement Authority Board of Directors, at its meeting on April 9, 2008, voted 6 to 0 to authorize the execution of this Agreement. In accordance with that Board's customary practice, no written resolution was prepared.

EXHIBIT B
INTERLOCAL AGREEMENT BETWEEN
THE NORTH TEXAS TOLLWAY AUTHORITY
AND VALWOOD IMPROVEMENT AUTHORITY
OF DALLAS COUNTY, TEXAS
FOR THE DESIGN, CONSTRUCTION
AND MAINTENANCE OF SEGMENT IV
OF THE PRESIDENT GEORGE BUSH TURNPIKE

DESCRIPTION OF DESIGN, ALIGNMENT AND OTHER FEATURES OF SEGMENT IV
[Art. I.]

[see following page]

PRESIDENT GEORGE BUSH TURNPIKE (PGBT) - SEGMENT IV LIMITS



LEGEND

- BRIDGE
- ROADWAY
- PROP. R.O.W.



Scale: N.T.S.



August 8, 2007

EXHIBIT B - DESCRIPTION OF DESIGN, ALIGNMENT AND OTHER FEATURES OF SEGMENT IV



HNTB Corporation
The HNTB Companies
Engineers Architects Planners

EXHIBIT C
**INTERLOCAL AGREEMENT BETWEEN
THE NORTH TEXAS TOLLWAY AUTHORITY
AND VALWOOD IMPROVEMENT AUTHORITY
OF DALLAS COUNTY, TEXAS
FOR THE DESIGN, CONSTRUCTION
AND MAINTENANCE OF SEGMENT IV
OF THE PRESIDENT GEORGE BUSH TURNPIKE**

DESCRIPTION OF JOINT USE PROPERTY
[subsec. II.C.(1)]

[see following pages]

EXHIBIT "A"

COUNTY: DALLAS

HIGHWAY: SH190

PROJECT LIMITS: From I.H. 35E Near Trinity
Mills Road in Dallas County
To I.H. 635 West Near Valley
View Lane in Dallas County

PARCEL: NTTA 25-34

Page 1 of 5

August 22, 2001

Revised November 2, 2001

Revised April 16, 2002

Revised June 10, 2002

Being 24.0013 acres of land in the William Masters Survey, Abstract Number 925 (Historically referred to as Abstract Number 899 in the Dallas County Records), and the James Armstrong Survey, Abstract Number 30, City of Carrollton, Dallas County, Texas, and being part of that certain tract of land as described in a deed to Farmers Branch Carrollton Flood Control District, now known as Valwood Improvement Authority by House Bill No. 3088 on June 14, 1989, as recorded in Volume 83235, Page 4533 of the Deed Records of Dallas County, Texas, and part of that certain called 51.47 acre tract awarded to Farmers Branch Carrollton Flood Control District, now known as said Valwood Improvement Authority, in Final Judgment under Cause No. cc-83-2840-e, styled Farmers Branch Carrollton Flood Control District versus Mary Jane Mayfield and Lucy Field Belknap and being more particularly described by metes and bounds as follows;

COMMENCING at the southeast corner of Lot 1, Block 1 of Cellstar Addition as recorded in Volume 94174, Page 1589 of said Deed Records, common with the southwest corner of Lot 2 of the Replat of Briercroft Business Park Addition as recorded in Volume 85040, Page 4832 of said Deed Records, from which a one-half inch steel rebar with yellow plastic cap marked "Half", bears South 25 degrees 40 minutes 06 seconds West 1.71 feet, and same also being in the north right of way line of Briercroft Court (a 60 foot wide right of way);

THENCE, NORTH 89 degrees 52 minutes 38 seconds WEST, along the common line of said Lot 1 and said Briercroft Court a distance of 164.23 feet to the beginning of a curve to the right;

THENCE, NORTHWEST, continuing along said common line and said curve to the right having a central angle of 21 degrees 02 minutes 14 seconds, a radius of 90.00 feet, and an arc length of 33.05 feet, the chord of said curve bears North 79 degrees 21 minutes 26 seconds West having a chord distance of 32.86 feet to the beginning of a reverse curve to the left;

THENCE, WEST, continuing along said common line and said curve to the left having a central angle of 54 degrees 36 minutes 11 seconds, a radius of 60.00 feet, and an arc length of 57.18 feet, the chord of said curve bears South 83 degrees 51 minutes 22 seconds West having a chord distance of 55.04 feet to the northeast corner of that certain tract of land as described in a deed to Cellstar, Ltd., as recorded in Volume 95050, Page 5100 of said Deed Records, same being Lot 4A of the Replat of Briercroft Business Park Addition as recorded in Volume 93014, Page 661 of said Deed Records;

EXHIBIT "A"

COUNTY:	DALLAS	Page 2 of 5
HIGHWAY:	SH190	August 22, 2001
PROJECT LIMITS:	From I.H. 35E Near Trinity Mills Road in Dallas County	Revised November 2, 2001
	To I.H. 635 West Near Valley View Lane in Dallas County	Revised April 16, 2002
		Revised June 10, 2002
PARCEL:	NTTA 25-34	

THENCE, NORTH 89 degrees 52 minutes 38 seconds WEST, departing the said north right of way line of Briercroft Court and along the common line of said Lot 4A and said Lot 1, a distance of 211.87 feet to the POINT OF BEGINNING, same being the southwest corner of said Lot 1 and the northwest corner of said Lot 4A and also being on the east line of said Valwood Improvement Authority tract as recorded in Volume 83235 Page 4533 of said Deed Records and on the proposed east right-of-way line of the President George Bush Turnpike;

- 1. THENCE, SOUTH 00 degrees 16 minutes 56 seconds WEST, along the common west line of said Cellstar tract, said east line of Valwood Improvement Authority tract, and said proposed east right-of-way line of the President George Bush Turnpike a distance of 725.92 feet to the northwest corner of that certain tract of land as described in a deed to Luna Road-1994 Ltd, as recorded in Volume 94144, Page 3229 common with the southwest corner of said Cellstar tract;**
- 2. THENCE, SOUTH 00 degrees 16 minutes 57 seconds WEST, continuing along said proposed east right-of-way line of the President George Bush Turnpike and along the common west line of said Luna Road tract and said east line of Valwood Improvement Authority tract, a distance of 176.99 feet to a point for the beginning of a curve to the right;**
- 3. THENCE, SOUTHWEST, departing said proposed east right-of-way line of the President George Bush Turnpike, continuing along said common line and along said curve to the right having a central angle of 36 degrees 00 minutes 00 seconds, a radius of 630.00, and an arc length of 395.84 feet, the chord of said curve bears South 18 degrees 16 minutes 55 seconds West having a chord distance of 389.36 feet to a point for the end of said curve;**
- 4. THENCE, SOUTH 36 degrees 16 minutes 59 seconds WEST, continuing along said common line, a distance of 92.57 feet to a point;**
- 5. THENCE, SOUTH 10 degrees 48 minutes 37 seconds EAST, continuing along said common line a distance of 27.88 feet to a point in the common north line of that certain tract of land as described in a deed to Briercroft Business Park Joint Venture, as recorded in Volume 84109, Page 2696 of said Deed Records and said east line of Valwood Improvement Authority tract;**

EXHIBIT "A"

COUNTY: DALLAS
HIGHWAY: SH190
PROJECT LIMITS: From I.H. 35E Near Trinity Mills Road in Dallas County
To I.H. 635 West Near Valley View Lane in Dallas County
PARCEL: NTTA 25-34

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August 22, 2001
Revised November 2, 2001
Revised April 16, 2002
Revised June 10, 2002

6. THENCE, SOUTH 72 degrees 47 minutes 06 seconds WEST, continuing along said common line, a distance of 22.94 feet to a point;
7. THENCE, SOUTH 66 degrees 22 minutes 35 seconds WEST, continuing along said common line a distance of 160.01 feet a point;
8. THENCE, SOUTH 50 degrees 02 minutes 30 seconds WEST, continuing along said common line, a distance of 145.00 feet to a point;
9. THENCE, SOUTH 20 degrees 07 minutes 40 seconds WEST, continuing along said common line a distance of 133.14 feet to a one-half inch steel rebar with yellow plastic cap marked "AZB", set for corner on the proposed west right-of-way line of the President George Bush Turnpike;
10. THENCE, NORTH 04 degrees 11 minutes 31 seconds EAST, along said proposed west right-of-way line of the President George Bush Turnpike, a distance of 425.25 feet to a one-half inch steel rebar with yellow plastic cap marked "AZB", set for corner;
11. THENCE, NORTH 07 degrees 30 minutes 00 seconds EAST, continuing along said proposed west right-of-way line of the President George Bush Turnpike, a distance of 598.87 feet to a one-half inch steel rebar with yellow plastic cap marked "AZB", set for corner;
12. THENCE, NORTH 01 degrees 26 minutes 21 seconds EAST, continuing along said proposed west right-of-way line of the President George Bush Turnpike, a distance of 613.15 feet to a one-half inch steel rebar with yellow plastic cap marked "AZB", set for corner;
13. THENCE, NORTH 09 degrees 35 minutes 20 seconds WEST, continuing along said proposed west right-of-way line of the President George Bush Turnpike, passing at a distance of 295.39 feet, the north survey line of the James Armstrong Survey Abstract Number 30 common with the south survey line of the William Masters Survey Abstract Number 925, continuing in all a total distance of 742.02 feet to a one-half inch steel rebar with yellow plastic cap marked "AZB", set for the beginning of a non-tangent curve to the right;

EXHIBIT "A"

COUNTY: DALLAS

HIGHWAY: SH190

PROJECT LIMITS: From I.H. 35E Near Trinity
Mills Road In Dallas County
To I.H. 635 West Near Valley
View Lane In Dallas County

PARCEL: NTTA 25-34

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August 22, 2001

Revised November 2, 2001

Revised April 16, 2002

Revised June 10, 2002

14. THENCE, NORTHEAST, continuing along said proposed west right-of-way line of the President George Bush Turnpike, and along said non-tangent curve to the right having a central angle of 12 degrees 44 minutes 33 seconds, a radius of 6,051.82 feet and an arc length of 1,345.90 feet, the chord of said curve bears North 14 degrees 48 minutes 29 seconds East having a chord distance of 1,343.13 feet to a one-half inch steel rebar with yellow plastic cap marked "AZB", set for the end of said non-tangent curve, said rebar also being on the common west line of that certain remainder tract of land as described in a deed to Lucy Kate Belknap and Mary Jane Mayfield (Belknap/Mayfield tract) as recorded in Volume 67006, Page 1087 of said Deed Records and the east line of said Valwood Improvement Authority tract as described in Final Judgment No. cc-83-2840-e;
15. THENCE, SOUTH, 00 degrees 15 minutes 59 seconds WEST, departing said proposed west right-of-way line of the President George Bush Turnpike, continuing along said common line a distance of 99.28 feet to point;
16. THENCE, NORTH 89 degrees 44 minutes 15 seconds WEST, continuing along said common line a distance of 15.00 feet to point;
17. THENCE, SOUTH 00 degrees 15 minutes 41 seconds WEST, continuing along said common line, a distance of 200.00 feet to a point;
18. THENCE, SOUTH 89 degrees 46 minutes 33 seconds EAST, continuing along said common line, a distance of 15.00 feet to a point;
19. THENCE, SOUTH 00 degrees 15 minutes 57 seconds WEST, continuing along said common line, a distance of 1,441.90 feet to a point for the southwest corner of said Belknap/Mayfield tract common with the southeast corner of said Valwood Improvement Authority tract, same being on the south survey line of said William Masters Survey common with the north line of said James Armstrong Survey;

EXHIBIT "A"

COUNTY: DALLAS
HIGHWAY: SH190
PROJECT LIMITS: From I.H. 35E Near Trinity
Mills Road in Dallas County
To I.H. 635 West Near Valley
View Lane in Dallas County
PARCEL: NTTA 25-34

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August 22, 2001
Revised November 2, 2001
Revised April 16, 2002
Revised June 10, 2002


20. THENCE, SOUTH 89 degrees 30 minutes 23 seconds EAST, along said common survey line and common south line of said Belknap/Mayfield tract and north line of said Valwood Authority tract as recorded in Volume 83235, Page 4533 of said Deed Records, a distance of 166.26 feet to a point in the west line of said Lot 1 of Cellstar Addition, same also being the northeast corner of said Valwood Improvement Authority tract and being on said proposed east right-of-way line of the President George Bush Turnpike;

21. THENCE, SOUTH 00 degrees 12 minutes 22 seconds WEST, along the common said west line of Lot 1, said east line of Valwood Improvement Authority tract, and said proposed east right-of-way line of the President George Bush Turnpike a distance of 254.75 feet to the POINT OF BEGINNING containing 24.0013 acres of land, more or less.

This description accompanies parcel map of even date herewith.

All bearings are based on project coordinates for North Texas Tollway Authority Segment IV of the President George Bush Turnpike.

FIELD NOTES PREPARED FROM FIELDWORK PERFORMED IN 1999 and 2000.


John F. Pierce
Registered Professional Land Surveyor
Texas No. 2011

June 19, 2002
Date

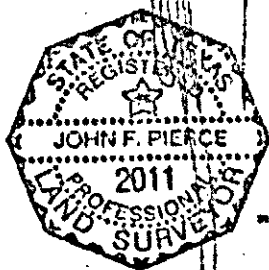
Arredondo, Zepeda & Brunz, Inc.
11355 McCree Road
Dallas, Texas 75238
(214) 341-8900
(214) 341-9925 - Fax



EXHIBIT "B"

SHT 1 OF 2

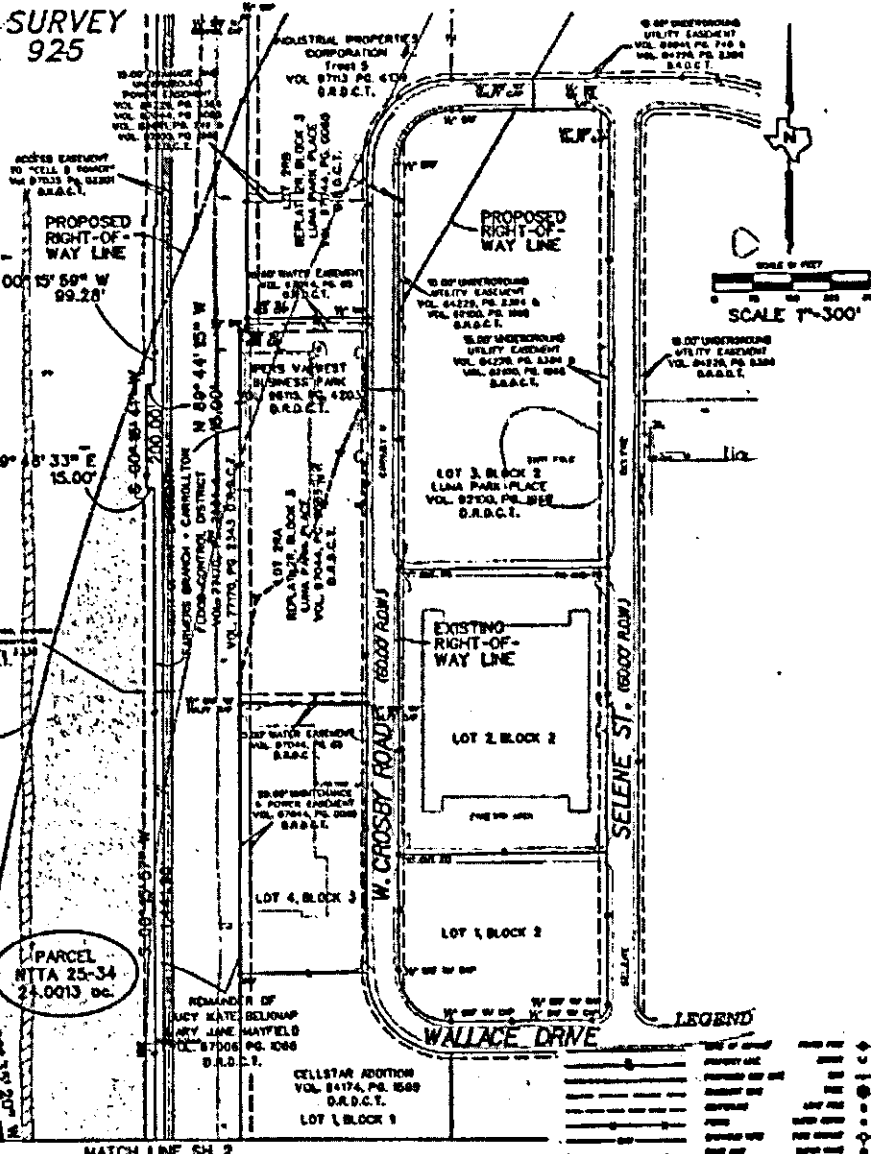
WILLIAM MASTERS SURVEY ABSTRACT NO. 925



Delta-12-44°33'00"E
R-6,051.82'
L-1,343.90'
CB-N 14°48'20"E
LC-1,343.13'

PROPOSED RIGHT-OF-WAY LINE

FARMERS BRANCH - CARROLLTON
FLOOD CONTROL DISTRICT
SHOW KNOWN AS VALWOOD
IMPROVEMENT AUTHORITY
BY HOUSE BILL NO. 3088 ON
JUNE 14, 1989
DEED
FINAL JUDGMENT UNDER
CAUSE NO. 00-83-2840-9 STYLED
FARMERS BRANCH - CARROLLTON
FLOOD CONTROL DISTRICT VERSUS
MARY JANE MAYFIELD AND
LUCY FIELD BELJONP



MATCH LINE SH 2

CERTIFIED John F. Pierce Date: 06-10-02
Registered Professional Land Surveyor
Texas No. 2011

RECOMMENDED Dan White Date: 9-9-02
HNTB-Zollars, Inc.
Section Engineer

APPROVED Carl M. Ellis Date: 9-10-02
HNTB Corporation
General Engineering Consultant

APPROVED Mark Brown, P.E. Date: 9-11-02
North Texas Tollway Authority
Director of Engineering

• - Denotes 1/2" steel rebar with yellow plastic cap marked "AZB" set, unless noted otherwise.

Note:
All Bearings are based on project coordinates for North Texas Tollway Authority Segment IV of the President George Bush Turnpike.

A Legal Description of even date herewith accompanies this plat.

OWNER: VALWOOD IMPROVEMENT AUTHORITY
WILLIAM MASTERS SURVEY ABST. NO. 925 & JAMES ARMSTRONG SURVEY ABST. NO. 30
DALLAS COUNTY, TEXAS
NORTH TEXAS TOLLWAY AUTHORITY
President George Bush Turnpike
RIGHT OF WAY PLAT

ARREDONDO, ZEPEDA & BRUNZ, INC. 11355 MCCREE ROAD DALLAS, TEXAS 75238 (214) 341-9900				<table><tr><td>DATE</td><td>REVISION</td><td>BY</td><td>CHKD</td></tr><tr><td> </td><td> </td><td> </td><td> </td></tr><tr><td> </td><td> </td><td> </td><td> </td></tr><tr><td> </td><td> </td><td> </td><td> </td></tr></table>		DATE	REVISION	BY	CHKD													NORTH TEXAS TOLLWAY AUTHORITY President George Bush Turnpike RIGHT OF WAY PLAT	
DATE	REVISION	BY	CHKD																				
DWN BY -	KSH	APPVD BY -	JFP	DATE:	AUGUST 22, 2001	SCALE :	1"=300'	PARCEL NO.	NHTA 25-34														

EXHIBIT "B"

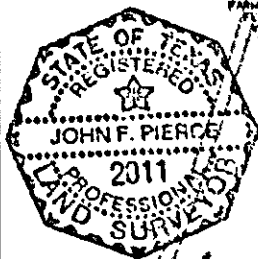
MATCH LINE

SHEET 2 OF 2

WILLIAM MASTERS
SURVEY ABSTRACT
NO. 925

JAMES ARMSTRONG
SURVEY ABSTRACT
NO. 30

FARMERS BRANCH - CARROLLTON
FLOOD CONTROL DISTRICT
NOW KNOWN AS VALWOOD
IMPROVEMENT AUTHORITY
VOL. 83235, PG. 4533
D.R.D.C.T.



BRIERCROFT BUSINESS PARK
JOINT VENTURE
VOL. 84109, PG. 2698
D.R.D.C.T.

FARMERS BRANCH - CARROLLTON
FLOOD CONTROL DISTRICT
PERMANENT EASEMENT AND
30.00' MAINTENANCE EASEMENT
VOL. 78240, PG. 3708
D.R.D.C.T.

CERTIFIED *[Signature]*
Registered Professional Land Surveyor
Texas No. 2011

RECOMMENDED *[Signature]* Date: 9-9-02

APPROVED *[Signature]* Date: 9-10-02
HNTB Corporation
General Engineering Consultant

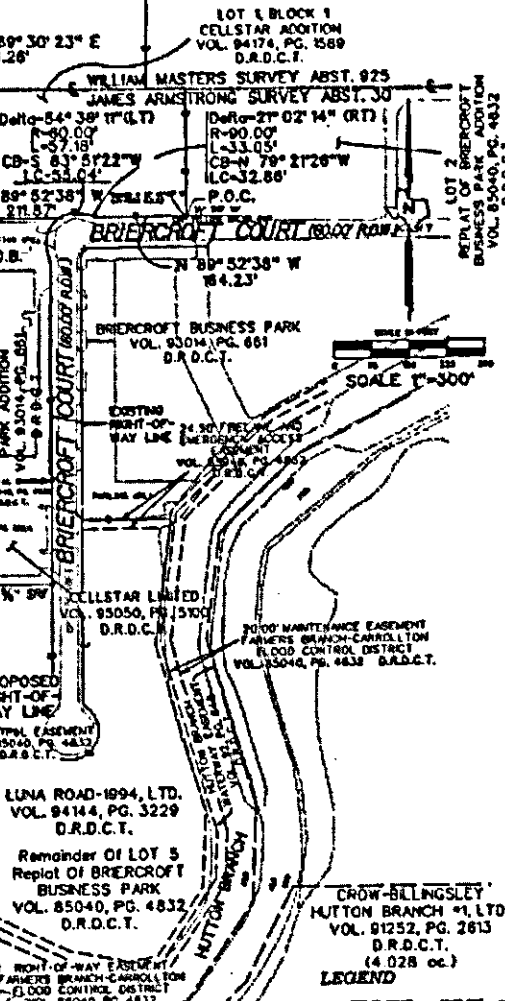
APPROVED *[Signature]* Date:
North Texas Tollway Authority
Director of Engineering

ARREDONDO, ZEPEDA & BRUNZ, INC.

11355 MCCREE ROAD
DALLAS, TEXAS 75238 (214) 341-9900

NO.	DATE	REVISION
1	9-9-02	Initial Survey
2	9-10-02	Final Survey

DRAWN BY: KSH APPVED BY: JFP DATE: AUGUST 22, 2001 SCALE: 1"=300' PARCEL NO. NTTA 25-34



• - Denotes 1/2" steel rebar with yellow plastic cap marked "AZB" set, unless noted otherwise.

Note:

All Bearings are based on project coordinates for North Texas Tollway Authority Segment IV of the President George Bush Turnpike.

A Legal Description of even date herewith accompanies this plat.

OWNER: VALWOOD IMPROVEMENT AUTHORITY
WILLIAM MASTERS SURVEY ABST. NO. 925 & JAMES ARMSTRONG SURVEY ABST. NO. 30
DALLAS COUNTY, TEXAS

NORTH TEXAS TOLLWAY AUTHORITY
President George Bush Turnpike

RIGHT OF WAY PLAT

EXHIBIT "A"

COUNTY: DALLAS
HIGHWAY: SH190
PROJECT LIMITS: From I.H. 35E Near Trinity
Mills Road in Dallas County
To I.H. 635 West Near Valley
View Lane in Dallas County
PARCEL: NTTA 25-40

Page 1 of 2
April 16, 2002
Revised: May 23, 2002
Revised: July 19, 2002

Being 33,449 square feet of land in the James Armstrong Survey, Abstract Number 30, City of Carrollton, Dallas County, Texas, and being part of that certain tract of land as described in a deed to Farmers Branch Carrollton Flood Control District, now known as Valwood Improvement Authority by House Bill No. 3088 on June 14, 1989, as recorded in Volume 83235, Page 4533 of the Deed Records of Dallas County, Texas, and being more particularly described by metes and bounds as follows;

COMMENCING at the most easterly southwest corner of said Valwood Improvement Authority tract, same being in the north line of that certain tract of land as described in a deed to Henry Rose as recorded in Volume 855, Page 1378 of said Deed Records;

THENCE, SOUTH 89 degrees 12 minutes 14 seconds EAST, along the common north line of said Henry Rose tract and the south line of said Valwood Improvement Authority tract, a distance of 707.37 feet to the **POINT OF BEGINNING**, same being on the proposed west right-of-way line of the President George Bush Turnpike;

1. **THENCE, NORTH 00 degrees 03 minutes 43 seconds EAST**, departing said common line and along said west right-of-way line of the President George Bush Turnpike, a distance of 367.96 feet to a one-half inch steel rebar with yellow plastic cap marked "AZB", set for corner;
2. **THENCE, NORTH 04 degrees 11 minutes 31 seconds EAST**, continuing along said proposed west right-of-way line of the President George Bush Turnpike, a distance of 63.82 feet to a point on the common west line of that certain tract of land as described in a deed to Briercroft Business Park Joint Venture as recorded in Volume 84109, Page 2696 of said Deed Records and the east line of said Valwood Improvement Authority tract;
3. **THENCE, SOUTH 11 degrees 57 minutes 26 seconds EAST**, departing said proposed west right-of-way line of the President George Bush Turnpike along said common line, a distance of 52.80 feet to a point;
4. **THENCE, SOUTH 20 degrees 57 minutes 36 seconds EAST**, continuing along said common line, a distance of 320.00 feet to a point;

EXHIBIT "A"

COUNTY: DALLAS
HIGHWAY: SH190
PROJECT LIMITS: From I.H. 35E Near Trinity
Mills Road In Dallas County
To I.H. 635 West Near Valley
View Lane In Dallas County
PARCEL: NTTA 25-40


Page 2 of 2
April 16, 2002
Revised: May 23, 2002
Revised: July 19, 2002

5. THENCE, SOUTH 09 degrees 16 minutes 13 seconds EAST, continuing along said common line, a distance of 84.24 feet to a point on said north line of Rose tract, same being the southwest corner of said Briercroft Business Park Joint Venture tract and the southeast corner of said Valwood Improvement Authority tract;
6. THENCE, NORTH 89 degrees 12 minutes 14 seconds WEST, along said common line of Henry Rose tract and Valwood Improvement Authority tract, a distance 144.06 feet to the POINT OF BEGINNING containing 33,449 square feet of land, more or less.

This description accompanies parcel map of even date herewith.

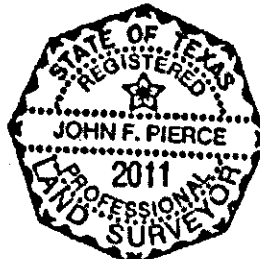
All bearings are based on project coordinates for North Texas Tollway Authority Segment IV of the President George Bush Turnpike.

FIELD NOTES PREPARED FROM FIELDWORK PERFORMED IN 1999 and 2000


John F. Pierce
Registered Professional Land Surveyor
Texas No. 2011

July 19, 2002
Date

Arredondo, Zepeda & Brunz, Inc.
11355 McCree Road
Dallas, Texas 75238
(214) 341-9900
(214) 341-9925 - Fax



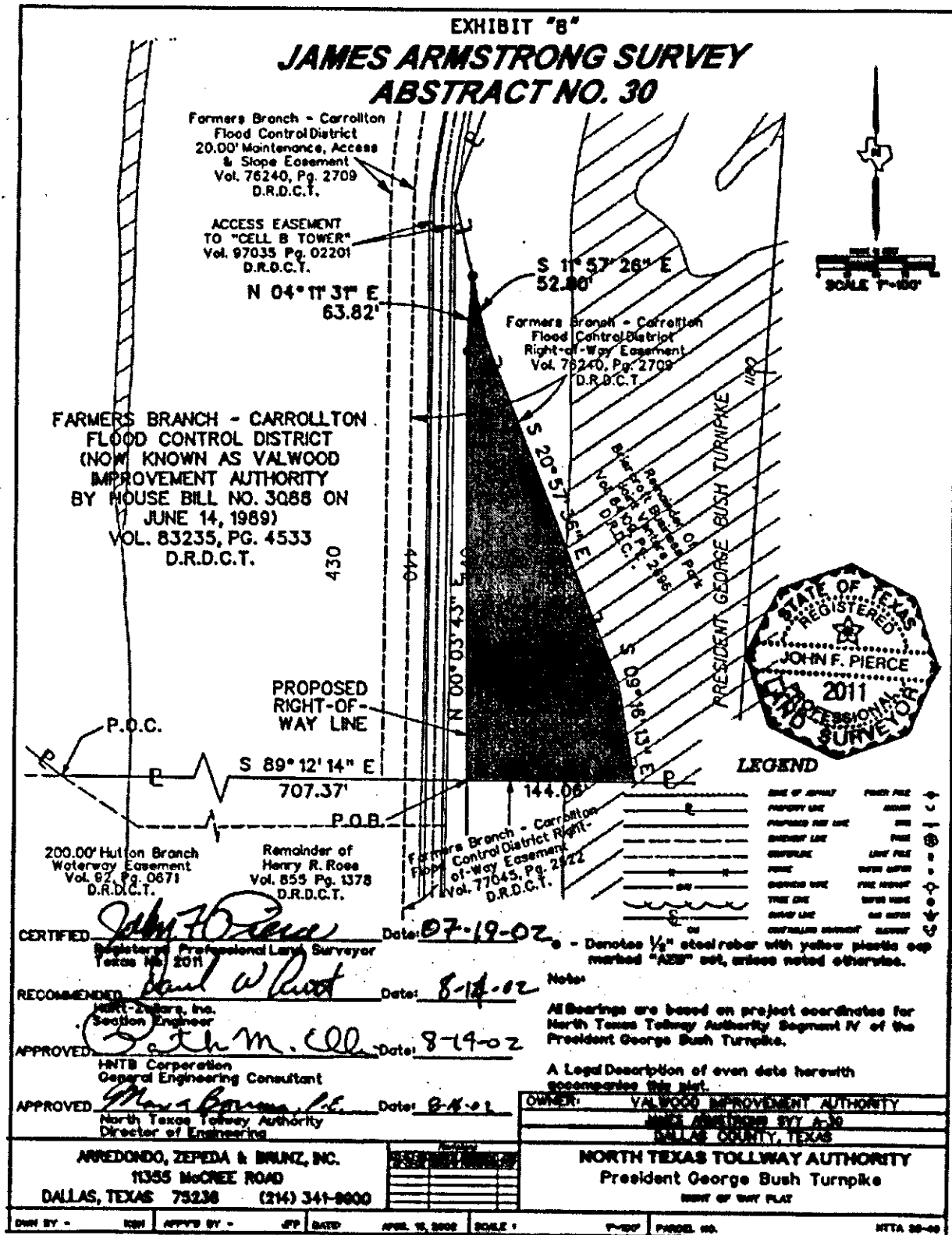


EXHIBIT "A"

COUNTY: DALLAS

HIGHWAY: SH190

PROJECT LIMITS: From I.H. 35E Near Trinity
Mills Road in Dallas County
To I.H. 635 West Near Valley
View Lane in Dallas County

PARCEL: NTTA 25-41

Page 1 of 4

August 22, 2001

Revised: November 02, 2001

Revised: April 12, 2002

Revised: July 19, 2002

Being 20.5302 acres of land in the James F. Chenoeth Survey, Abstract Number 267, and the James Armstrong Survey, Abstract Number 30, City of Carrollton, Dallas County, Texas, and being part of the following tracts of land, all being described in deeds to Farmers Branch Carrollton Flood Control District, now known as Valwood Improvement Authority by House Bill No. 3088 on June 14, 1989, as recorded in Volume 84252, Page 1595, Volume 76210, Page 1516, Volume 76165, Page 1614, Volume 76237, Page 1544 and Volume 79225, Page 675 of the Deed Records of Dallas County, Texas, and being more particularly described by metes and bounds as follows;

COMMENCING at a one-half inch steel rebar found for the southeast corner of Lot 1, Block 1 of Valley View West Business Park Addition as recorded in Volume 87150, Page 3351 of said Deed Records, same being that certain tract of land as described in a deed to Landlock Holdings, Inc. as recorded in Volume 2001217, Page 05813 of said Deed Records, said steel rebar also being on the north line of that certain tract of land as described in a deed to City of Farmers Branch as recorded in Volume 76108, Page 372, of said Deed Records;

THENCE, SOUTH 89 degrees 52 minutes 44 seconds WEST, along the common north line of said City of Farmers Branch tract and south line of said Lot 1, passing at 281.08 feet a one-half inch steel rebar found on the proposed east right-of-way line of the President George Bush Turnpike, same being the southwest corner of said Lot 1, Block 1 of Valley View West Business Park Addition and said Landlock Holdings, Inc. tract and the southeast corner of the remainder of that certain tract of land described as Tract 6 in a deed to L. E. W. Skinner as recorded in Volume 4529 Page 123 of said Deed Records, in a deed to James E. Carr as recorded in Volume 4373 Page 212 of said Deed Records and in a deed to F. William Carr as recorded in Volume 77237, Page 2622 of said Deed Records and continuing along the common said North line of said City of Farmers Branch tract and the south line of said remainder of Tract 6, a total distance of 323.07 feet to the **POINT OF BEGINNING**, same being the southwest corner of said remainder of Tract 6 and the southeast corner of said Valwood Improvement Authority tract as recorded in Volume 76165 Page 1614 of said Deed Records

EXHIBIT "A"

COUNTY: DALLAS

HIGHWAY: SH190

PROJECT LIMITS: From I.H. 35E Near Trinity
Mills Road In Dallas County
To I.H. 635 West Near Valley
View Lane In Dallas County

PARCEL: NTTA 25-41

Page 2 of 4

August 22, 2001

Revised: November 02, 2001

Revised: April 12, 2002

Revised: July 19, 2002

1. THENCE, SOUTH 89 degrees 52 minutes 44 seconds WEST, along the common said north line of City of Farmers Branch tract and south line of said Valwood Improvement Authority tract, passing at 188.19 feet the southwest corner of said Valwood Improvement Authority tract and the southeast corner of said Valwood Improvement Authority tract as recorded in Volume 84252, Page 1595 of said Deed Records and continuing along the common said North line of said City of Farmers Branch tract and south line of said Valwood Improvement Authority tract, a total distance of 314.98 feet to a one-half inch steel rebar with yellow plastic cap marked "AZB", set for corner on the proposed west right-of-way line of the President George Bush Turnpike;
2. THENCE, NORTH 07 degrees 26 minutes 39 seconds EAST, along said proposed west right-of-way line of the President George Bush Turnpike, a distance of 312.16 feet to a one-half inch steel rebar with yellow plastic cap marked "AZB", set for corner;
3. THENCE, NORTH 19 degrees 00 minutes 51 seconds EAST, continuing along said proposed west right-of-way line of the President George Bush Turnpike, a distance of 1,508.53 feet to a one-half inch steel rebar with yellow plastic cap marked "AZB", set for corner;
4. THENCE, NORTH 07 degrees 01 minutes 15 seconds EAST, continuing along said proposed west right-of-way line of the President George Bush Turnpike, a distance of 687.55 feet to a one-half inch steel rebar with yellow plastic cap marked "AZB", set for corner;
5. THENCE, NORTH 01 degrees 25 minutes 16 seconds EAST, continuing along said proposed west right-of-way line of the President George Bush Turnpike, a distance of 204.66 feet to a one-half inch steel rebar with yellow plastic cap marked "AZB", set for corner;
6. THENCE, NORTH 00 degrees 38 minutes 53 seconds EAST, continuing along said proposed west right-of-way line of the President George Bush Turnpike, a distance of 420.74 feet to a one-half inch steel rebar with yellow plastic cap marked "AZB", set for corner on the common south line of that certain tract of land as described in a deed to Wallace M. Skinner and James E. Carr as recorded in Volume 76237, Page 1585 of said Deed Record and north line of said Valwood Improvement Authority tract as recorded in Volume 76210, Page 1516 of said Deed Records

EXHIBIT "A"

COUNTY: DALLAS

HIGHWAY: SH190

PROJECT LIMITS: From I.H. 35E Near Trinity
Mills Road in Dallas County
To I.H. 635 West Near Valley
View Lane in Dallas County

PARCEL: NTTA 25-41

Page 3 of 4

August 22, 2001

Revised: November 02, 2001

Revised: April 12, 2002

Revised: July 19, 2002

7. **THENCE, SOUTH 89 degrees 28 minutes 53 seconds EAST**, along said common line, a distance of 180.08 feet to a point for the most northerly northeast corner of said Valwood Improvement Authority tract and the northwest corner of the remainder of that certain tract of land described as Second Tract in a deed to James E. Carr as recorded in Volume 4373 Page 212 of said Deed Records, in a deed to F. William Carr as recorded in Volume 77237 Page 2622 of said Deed Records and in a deed to L. E. W. Skinner as recorded in Volume 4529, Page 123 of said Deed Records;
8. **THENCE, SOUTH 01 degrees 35 minutes 59 seconds WEST**, along the common east line of said Valwood Improvement Authority tract and the west line of said remainder of Second Tract, a distance of 230.71 feet to the southwest corner of said remainder of Second Tract and the northwest corner of said Valwood Improvement Authority tract as recorded in Volume 76237, Page 1544 of said Deed Records;
9. **THENCE, SOUTH 89 degrees 15 minutes 29 seconds EAST**, along the common north line of said Valwood Improvement Authority tract and the south line of said remainder of Second Tract, a distance of 180.90 feet to a one-half inch steel rebar with yellow plastic cap marked "AZB", set on the proposed east right-of-way line of the President George Bush Turnpike;
10. **THENCE, SOUTH 01 degrees 54 minutes 15 seconds EAST**, along the said proposed east right-of-way of the president George Bush Turnpike, a distance of 212.27 feet to a point;
11. **THENCE, SOUTH 14 degrees 27 minutes 10 seconds WEST**, continuing along said proposed east right-of-way line of the President George Bush Turnpike, a distance of 1,959.39 feet to a one-half inch steel rebar with yellow plastic cap marked "AZB", set for corner on the north line of that certain tract of land as described in a deed to North Dallas Moving and Storage Company, as recorded in Volume 84186, Page 5014 of said Deed Records, same being Lot 4B Block 1 Valley View West Business Park Addition as recorded in Volume 97037, Page 5579 of said Deed Records;
12. **THENCE, NORTH 89 degrees 54 minutes 45 seconds WEST**, along the north line of said Lot 4B, a distance of 4.95 feet to a one-half inch steel rebar found for northwest corner of said Lot 4B common with the northeast corner of said Valwood Improvement Authority tract as recorded in Volume 79225, Page 675 of said Deed Records;

EXHIBIT "A"

COUNTY: DALLAS

HIGHWAY: SH190

PROJECT LIMITS: From I.H. 35E Near Trinity
Mills Road in Dallas County
To I.H. 635 West Near Valley
View Lane in Dallas County

PARCEL: NTTA 25-41

Page 4 of 4
August 22, 2001

Revised: November 02, 2001

Revised: April 12, 2002

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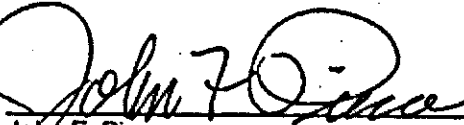
13. THENCE, SOUTH 14 degrees 15 minutes 24 seconds WEST, along the common west line of the said Lot 4B, Block 1 of Valley View West Business Park and east line of said Valwood Improvement Authority tract, a distance of 341.24 feet to a one-half inch steel rebar found for the southwest corner of said Lot 4B and the northwest corner of said Lot 1, Block 1 of Valley View West Business Park Addition, same being that certain tract of land as described in said deed to Landlock Holdings, Inc.;

14. THENCE, SOUTH 14 degrees 23 minutes 20 seconds WEST, along the common west line of said Lot 1, Block 1 and said east line of Valwood Improvement Authority tract, passing at 232.05 feet a one-half inch steel rebar found for an angle corner of said Lot 1 and the north corner of said remainder of Tract 6, continuing along said east line of said Valwood Improvement Authority tract as recorded in Volume 76165, Page 1614 of said Deed Records and west line of said Tract 6 a distance of 147.79 feet, for a total distance of 379.84 feet to the POINT OF BEGINNING containing 20.5302 acres of land, more or less

This description accompanies parcel map of even date herewith.

All bearings are based on project coordinates for North Texas Tollway Authority Segment IV of the President George Bush Turnpike.

FIELD NOTES PREPARED FROM FIELDWORK PERFORMED IN 1999 and 2000.


John F. Pierce

Registered Professional Land Surveyor
Texas No. 2011

July 19, 2002
Date

Arredondo, Zepeda & Brunz, Inc.
11355 McCree Road
Dallas, Texas 75238
(214) 341-9900
(214) 341-9925 - Fax

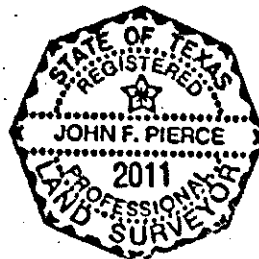
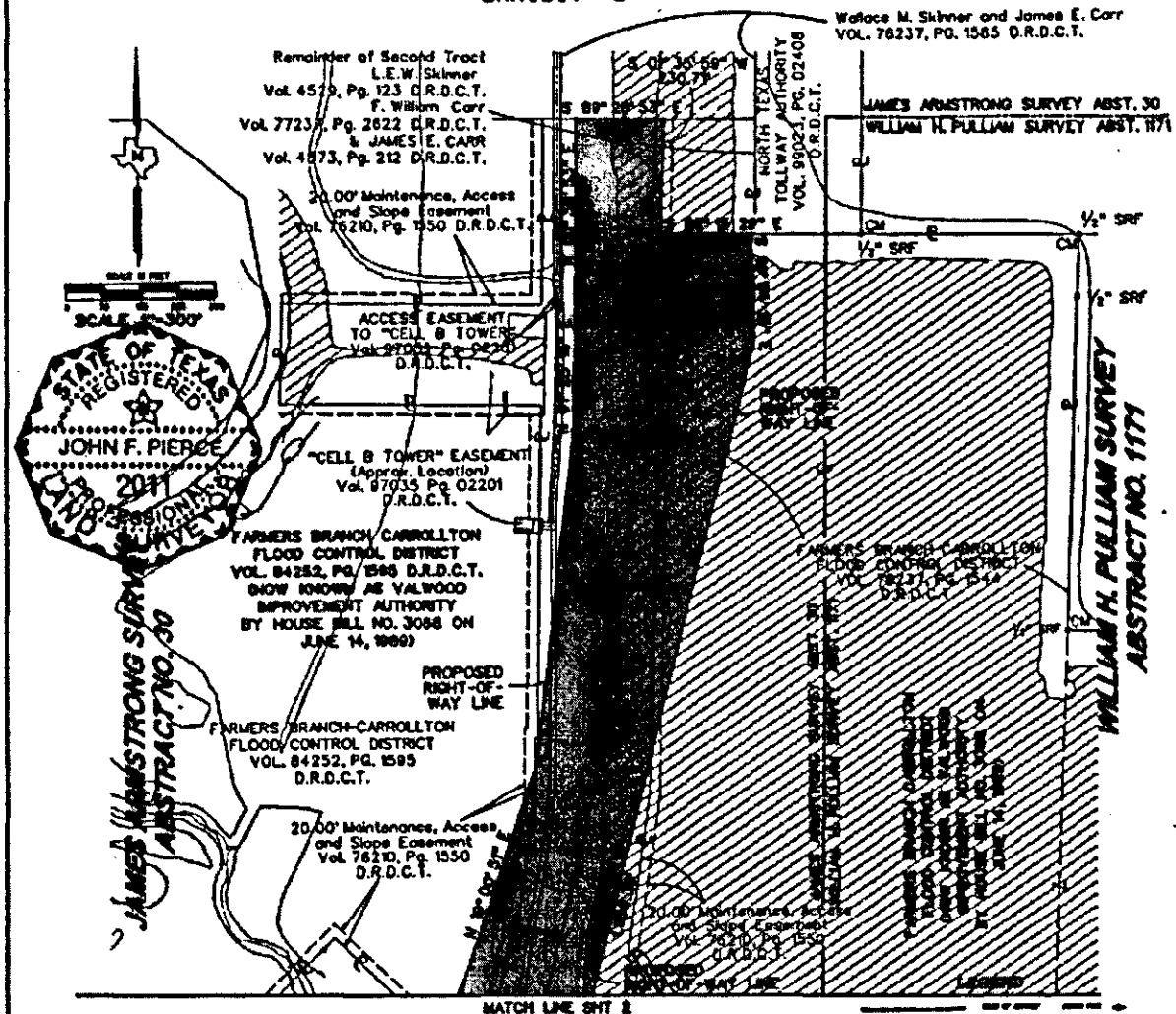


EXHIBIT "B"



CERTIFIED John F. Pierce Date 07-19-02
 Registered Professional Land Surveyor
 Expires 08-20-11

RECOMMENDED David W. White Date: 7/22/02
 Matt-Zellers, Inc.
 Section Engineer

APPROVED Scott M. E. O'Connell Date: 8-16-02
 HNTB Corporation
 General Engineering Consultant

APPROVED Maria Bruna, P.E. Date: 8-16-02
 North Texas Tollway Authority
 Director of Engineering

• - Denotes 1/4" steel rebar with yellow plastic cap marked "AZB" set, unless noted otherwise.

Note:

All Bearings are based on project coordinates for North Texas Tollway Authority Segment IV of the President George Bush Turnpike.

A Legal Description of even date herewith accompanies this plat.

OWNER: VALWOOD IMPROVEMENT AUTHORITY
 JAMES ARMSTRONG SURVEY A-30 & JAMES F. CARR SURVEY A-267
 DALLAS COUNTY, TEXAS

NORTH TEXAS TOLLWAY AUTHORITY
 President George Bush Turnpike
 RIGHT OF WAY PLAT

ARREDONDO, ZEPEDA & BRUNZ, INC.
 11355 MCCREE ROAD
 DALLAS, TEXAS 75238 (214) 341-8800

DWN BY - KSH APP'D BY - JFF DATED AUGUST 22, 2001 SCALE: 1"=300' PARCEL NO. NHTA 25-01 004 1
 01/10/01 11/02/01 01/03/01 01/04/01 01/05/01 01/06/01 01/07/01 01/08/01 01/09/01 01/10/01 01/11/01 01/12/01 01/13/01 01/14/01 01/15/01 01/16/01 01/17/01 01/18/01 01/19/01 01/20/01 01/21/01 01/22/01 01/23/01 01/24/01 01/25/01 01/26/01 01/27/01 01/28/01 01/29/01 01/30/01 01/31/01 01/01/02 01/02/02 01/03/02 01/04/02 01/05/02 01/06/02 01/07/02 01/08/02 01/09/02 01/10/02 01/11/02 01/12/02 01/13/02 01/14/02 01/15/02 01/16/02 01/17/02 01/18/02 01/19/02 01/20/02 01/21/02 01/22/02 01/23/02 01/24/02 01/25/02 01/26/02 01/27/02 01/28/02 01/29/02 01/30/02 01/31/02 02/01/02 02/02/02 02/03/02 02/04/02 02/05/02 02/06/02 02/07/02 02/08/02 02/09/02 02/10/02 02/11/02 02/12/02 02/13/02 02/14/02 02/15/02 02/16/02 02/17/02 02/18/02 02/19/02 02/20/02 02/21/02 02/22/02 02/23/02 02/24/02 02/25/02 02/26/02 02/27/02 02/28/02 02/29/02 02/30/02 03/01/02 03/02/02 03/03/02 03/04/02 03/05/02 03/06/02 03/07/02 03/08/02 03/09/02 03/10/02 03/11/02 03/12/02 03/13/02 03/14/02 03/15/02 03/16/02 03/17/02 03/18/02 03/19/02 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EXHIBIT "B"

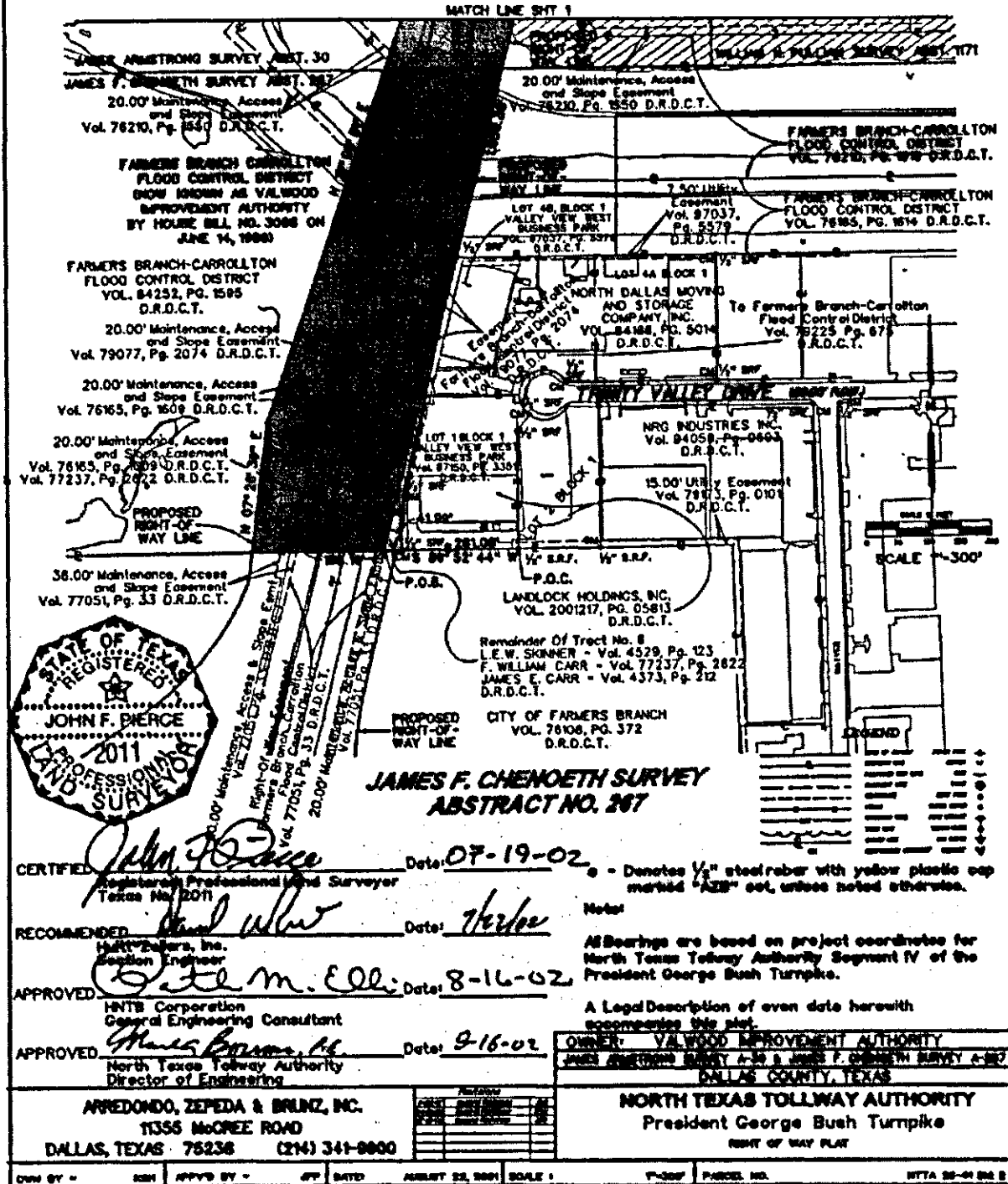


EXHIBIT D
INTERLOCAL AGREEMENT BETWEEN
THE NORTH TEXAS TOLLWAY AUTHORITY
AND VALWOOD IMPROVEMENT AUTHORITY
OF DALLAS COUNTY, TEXAS
FOR THE DESIGN, CONSTRUCTION
AND MAINTENANCE OF SEGMENT IV
OF THE PRESIDENT GEORGE BUSH TURNPIKE

FORM OF JOINT USE AGREEMENT
[subsec. II.C.(1)]

[see following pages]

When recorded, return to:

Locke Lord Bissell & Liddell LLP
2200 Ross Avenue, Suite 2200
Dallas, Texas 75201-6776
Attn: Frank E. Stevenson, II

**DALLAS NORTH TOLLWAY SYSTEM
PRESIDENT GEORGE BUSH TURNPIKE
JOINT USE AGREEMENT
(SEGMENT IV)**

THE STATE OF TEXAS §
 §
COUNTY OF DALLAS §

WHEREAS, the **NORTH TEXAS TOLLWAY AUTHORITY**, a regional tollway authority and a political subdivision of the State of Texas (the "NTTA"), is constructing and operating a controlled access toll turnpike project (the "Project") as defined in, permitted by, and in accordance with the provisions of Chapter 366, Texas Transportation Code (known as the "Regional Tollway Authority Act"), to all terms of which Chapter and Act reference is hereby made, such Project being known as Segment IV of the President George Bush Turnpike; and

WHEREAS, **VALWOOD IMPROVEMENT AUTHORITY OF DALLAS COUNTY, TEXAS F/K/A FARMERS BRANCH-CARROLLTON FLOOD CONTROL DISTRICT OF DALLAS COUNTY, TEXAS**, a flood control district ("Owner") owns certain property (the "Property") in Dallas County, Texas, which is described on Exhibit A attached hereto and made a part hereof for all purposes, said Property being all of the NTTA's Parcels No. 25-34, 25-40 and 25-41; and

WHEREAS, Owner currently uses the Property for the purposes of maintaining flood-control facilities, levees and similar structures, drainage facilities, access roads and other facilities; and

WHEREAS, it is necessary and desirable for the NTTA to acquire certain interests in the Property in order to construct and operate the Project; and

WHEREAS, the parties agree that the Owner's use of the Property as it is currently being conducted is not incompatible with the NTTA's construction, operation, and maintenance of the Project; and

WHEREAS, Owner has agreed to grant to the NTTA the right to construct, operate, and maintain the Project on, in, under and above the surface of the Property;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which Owner hereby acknowledges, Owner has granted, sold and conveyed, and by these presents does grant, sell and convey unto the NTTA, its successors, and assigns, an

unencumbered permanent and perpetual right-of-way and easement in and to the Property for the purposes of laying out, constructing, reconstructing, enlarging, modifying, maintaining, inspecting, operating, and/or removing the Project or any improvements relating to the Project, as such improvements may hereafter be located under, on, in, or above the surface of, the Property, together with rights of access over and across the Property in furtherance of said purposes.

Owner agrees that it shall not conduct its use of the Property in a manner, nor permit any other activity on the Property, that could impair the structural integrity of the Project or its safe and efficient construction, operation, and maintenance. Upon notification from the NTTA, Owner shall immediately cause the suspension of any activities on the Property that conflict with the agreement provided in the preceding sentence. Owner further agrees to notify the NTTA in writing of any proposed modification of its current use of the Property and to obtain the NTTA's consent to such modification, which shall not be unreasonably denied, provided such use, in the NTTA's sole judgment, does not interfere with or impair the structural integrity or safe and efficient construction, operation, and maintenance of the Project. Notwithstanding anything to the contrary contained herein, (1) nothing in this Joint Use Agreement or otherwise related to the conveyance to the NTTA of the rights and interests herein described nor (2) the NTTA's construction, operation and maintenance of the Project on the Property, shall either (a) relieve Owner of the sole obligation and duty to maintain its facilities and other property situated on the Property or (b) be deemed to transfer or otherwise impose any such obligation or duty to or on the NTTA. Without limiting the foregoing, Owner shall remain fully responsible for the maintenance, structural integrity and proper operation of all flood-control facilities and structures, including all levees, slopes, embankments, and retention or shoring structures, together with all drainage facilities and landscaping, situated on the Property as of the date of this Joint Use Agreement or hereafter placed on the Property by or at the direction of Owner, and the NTTA shall not prevent or interfere with Owner's completion of activities related to the duties, responsibilities or obligations relative to the control of flood water within Valwood's boundary.

The plans, specifications, and grade of the Project shall be determined by the NTTA in its sole discretion. The consideration exchanged between the parties hereto for the rights and interests acquired hereunder by the NTTA shall be considered full compensation for such interests and for any severance damages, or any damages to, or diminution in the value of the Property or any other lands belonging to Owner, that may be claimed or asserted by virtue of such acquisition and use of the Property by the NTTA.

Owner shall have no direct access to the Project and its ramps from the Property. Owner shall have access to adjacent service roads, streets, or other rights-of-way (if any) only as determined by the Texas Department of Transportation and/or the appropriate municipality or other entity exercising jurisdiction or control over said rights-of-way. Owner shall have no greater right to use, or right of access to, the Project than that of the general public, and all other abutter's rights, including rights of ingress and egress and the right of direct access to and from Owner's remaining land to the Project, which have accrued or might otherwise accrue to Owner, its successors or assigns, are hereby waived, released and relinquished.

All rights provided the NTTA hereunder shall be in addition to, and not in lieu of, those provided under the Regional Tollway Authority Act. This Joint Use Agreement is solely for the benefit of the parties hereto and their successors and assigns. Nothing contained herein is intended to, nor shall be deemed or construed to, create or confer any rights, remedies, or causes of action in any person or entities that are not parties hereto or their successors or assigns, including the public in general.

TO HAVE AND TO HOLD the above-described permanent and perpetual easement and right-of-way, together with all and singular the rights, privileges, and appurtenances thereto in anywise belonging, unto the NTTA, its successors and assigns forever; and Owner does hereby bind itself, its successors, and assigns to WARRANT AND FOREVER DEFEND all and singular the Property unto the NTTA, its successors and assigns, against every person whomsoever lawfully claiming or to claim the same or any part thereof, by, through or under Owner, but not otherwise.

EXECUTED this ____ day of May, 2008, to be effective as of the 7th day of October, 2002.

**VALWOOD IMPROVEMENT AUTHORITY
OF DALLAS COUNTY, TEXAS,**
a flood control district of Dallas County, Texas

By: _____
Pat Canuteson, Executive Director

STATE OF TEXAS §
 §
COUNTY OF DALLAS §

This instrument was acknowledged before me on May __, 2008, by Pat Canuteson, Executive Director of the **VALWOOD IMPROVEMENT AUTHORITY OF DALLAS COUNTY, TEXAS**, a flood control district, on behalf of said flood control district.

Notary Public in and for
the State of Texas

ADDRESS OF GRANTEE:

North Texas Tollway Authority
P. O. Box 260729
Plano, Texas 75026

EXHIBIT A
to
Joint Use Agreement

Property Description

(to be provided)

EXHIBIT E
**INTERLOCAL AGREEMENT BETWEEN
THE NORTH TEXAS TOLLWAY AUTHORITY
AND VALWOOD IMPROVEMENT AUTHORITY
OF DALLAS COUNTY, TEXAS
FOR THE DESIGN, CONSTRUCTION
AND MAINTENANCE OF SEGMENT IV
OF THE PRESIDENT GEORGE BUSH TURNPIKE**

DESCRIPTION OF TEMPORARY EASEMENT PROPERTY
[subsec. II.C.(2)]

[see following pages]

EXHIBIT "A"

COUNTY: DALLAS

HIGHWAY: SH190

PROJECT LIMITS: From I.H. 35E Near Trinity Mills Road
To I.H. 635 West Near Valley View Lane
In Dallas County

PARCEL: 25-34TE1

Page 1 of 2

February 15, 2002

Revised: May 22, 2002

Revised: July 19, 2002

Being 3.4900 acres of land in the James Armstrong Survey, Abstract Number 30, City of Carrollton, Dallas County, Texas and being part of that certain tract of land as described in a deed to Farmers Branch-Carrollton Flood Control District (now known as Valwood Improvement Authority by House Bill No. 3088 on June 14, 1989) as recorded in Volume 83235, Page 4533 of the Deed Records of Dallas County, Texas, and being more particularly described by metes and bounds as follows:

• COMMENCING at the most easterly southwest corner of said Valwood Improvement Authority tract, same being on the north line of that certain tract of land as described in a deed to Henry Rose as recorded in Volume 855, Page 1378 of said Deed Records;

THENCE, SOUTH 89 degrees 12 minutes 14 seconds EAST, along the common north line of said Henry Rose tract and the south line of said Valwood Improvement Authority tract, a distance of 707.37 feet to a one-half inch steel rebar with yellow plastic cap marked "AZB", set for corner on the proposed west right-of-way line of the President George Bush Turnpike;

THENCE, NORTH 00 degrees 03 minutes 43 seconds EAST, departing said common line and along said proposed west right-of-way line of the President George Bush Turnpike, a distance of 367.96 feet to a one-half inch steel rebar with yellow plastic cap marked "AZB", set for the POINT OF BEGINNING;

1. THENCE, NORTH 85 degrees 55 minutes 54 seconds WEST, departing said proposed west right-of-way line of the President George Bush Turnpike, a distance of 130.00 feet to a point for corner;
 2. THENCE, NORTH 04 degrees 11 minutes 31 seconds EAST, a distance of 822.05 feet to a point for corner;
 3. THENCE, NORTH 19 degrees 00 minutes 16 seconds EAST, a distance of 609.08 feet to a point for corner on said proposed west right-of-way line of the President George Bush Turnpike;
 4. THENCE, SOUTH 01 degrees 28 minutes 21 seconds WEST, along said proposed west right-of-way line of the President George Bush Turnpike, a distance of 184.17 feet to a one-half inch steel rebar with yellow plastic cap marked "AZB", set for corner;
 5. THENCE, SOUTH 07 degrees 30 minutes 00 seconds WEST, continuing along said proposed west right-of-way line of the President George Bush Turnpike, a distance of 598.87 feet to a one-half inch steel rebar with yellow plastic cap marked "AZB", set for corner;
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EXHIBIT "A"

COUNTY: DALLAS

HIGHWAY: SH190

PROJECT LIMITS: From I.H. 35E Near Trinity Mills Road
To I.H. 635 West Near Valley View Lane
In Dallas County

PARCEL: 25-34TE1

Page 2 of 2

February 15, 2002

Revised: May 22, 2002

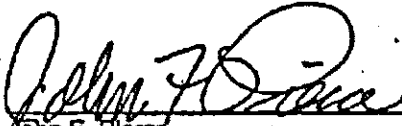
Revised: July 19, 2002

6. THENCE, SOUTH 04 degrees 11 minutes 31 seconds WEST, continuing along said proposed west right-of-way line of the President George Bush Turnpike, a distance of 425.25 feet to a one-half inch steel rebar with yellow plastic cap marked "AZB", set for corner on the common east line of said Valwood Improvement Authority tract and the west line of the remainder of that certain tract of land described in a deed to Briercroft Business Park Joint Venture as recorded in Volume 84109, Page 2696 of said Deed Records;
7. THENCE, SOUTH 20 degrees 07 minutes 39 seconds WEST, continuing along said proposed west right-of-way line of the President George Bush Turnpike, and along said common line, a distance of 73.16 feet to a one-half inch steel rebar with yellow plastic cap marked "AZB", set for corner;
8. THENCE, SOUTH 11 degrees 57 minutes 26 seconds EAST, continuing along said proposed west right-of-way line of the President George Bush Turnpike, and along said common line, a distance of 72.21 feet to a one-half inch steel rebar with yellow plastic cap marked "AZB", set for corner;
9. THENCE, SOUTH 04 degrees 11 minutes 31 seconds WEST, departing said common line, along said proposed west right-of-way line of the President George Bush Turnpike, a distance of 63.82 feet to the POINT OF BEGINNING containing 3.4900 acres of land, more or less.

This description accompanies parcel map of even date herewith.

All bearings are based on project coordinates for North Texas Tollway Authority Segment IV of the President George Bush Turnpike.

FIELD NOTES PREPARED FROM FIELDWORK PERFORMED IN 1999 and 2000.



John F. Pierce

Registered Professional Land Surveyor
Texas No. 2011

July 19, 2002
Date

Arredondo, Zepeda & Brunz Inc.
11355 McCree Road
Dallas, Texas 75238
(214) 341-9900
(214) 341-9925 - Fax

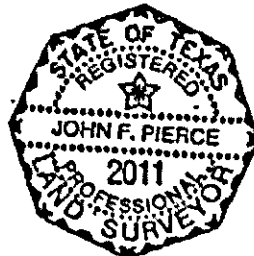


EXHIBIT "A"

COUNTY: DALLAS

HIGHWAY: SH190

PROJECT LIMITS: From I.H. 35E Near Trinity Mills Road in Dallas County
To I.H. 635 West Near Valley View Lane in Dallas County

PARCEL: 25-41TE1

Page 1 of 3

July 22, 2002

Being 52.9761 acres of land in the James Armstrong Survey, Abstract Number 30, the William H. Pulliam Survey, Abstract Number 1171, and the James F. Chenoeth Survey, Abstract Number 267, City of Carrollton, Dallas County, Texas, and being that certain tract of land as described in a deed to Valwood Improvement Authority, City of Carrollton, for the Valwood Industrial Park as recorded in Volume 91108, Page 3865 of the Deed Records of Dallas County, Texas, and part of the following tracts of land, all being described in deeds to Farmers Branch Carrollton Flood Control District (now known as Valwood Improvement Authority by House Bill No. 3088 on June 14, 1989) as recorded in Volume 76210, Page 1517, Volume 76165, Page 1614, and Volume 76237, Page 1544, of said Deed Records, and being more particularly described by metes and bounds as follows:

COMMENCING at a one-half inch steel rebar found for the northeast corner of that certain tract of land as described in deeds to North Dallas Moving and Storage Company as recorded in Volume 79226, Page 445, and Volume 84186, Page 05014, of said Deed Records, said steel rebar also being the northeast corner of A Replat of Valley View West Business Park as recorded in Volume 97037, Page 05586, of said Deed Records;

THENCE, NORTH 89 degrees 54 minutes 45 seconds WEST, along the north line of said North Dallas Moving and Storage Company tract and said Replat of Valley View West Business Park, a distance of 237.86 feet to the **POINT OF BEGINNING**;

1. **THENCE, NORTH 89 degrees 54 minutes 45 seconds WEST**, continuing along said north line of North Dallas Moving and Storage Company tract and said Replat of Valley View West Business Park, a distance of 384.41 feet to one-half inch steel rebar with yellow plastic cap marked "AZB", set on the proposed east right-of-way line of the President George Bush Turnpike;
 2. **THENCE, NORTH 14 degrees 27 minutes 10 seconds EAST**, along said proposed east right-of-way line of the President George Bush Turnpike a distance of 1959.39 feet to a one-half inch steel rebar with yellow plastic cap marked "AZB", set for corner;
 3. **THENCE, NORTH 01 degrees 54 minutes 15 seconds WEST**, continuing along said proposed east right-of-way line of the President George Bush Turnpike, a distance of 212.27 feet to a one-half inch steel rebar with yellow plastic cap marked "AZB", set for corner;
-

EXHIBIT "A"

COUNTY: DALLAS

HIGHWAY: SH190

PROJECT LIMITS: From I.H. 35E Near Trinity Mills Road in Dallas County
To I.H. 635 West Near Valley View Lane in Dallas County

PARCEL: 25-41TE1

Page 2 of 3
July 22, 2002

4. THENCE, SOUTH 89 degrees 15 minutes 29 seconds EAST, continuing along said proposed east right-of-way line of the President George Bush Turnpike, passing at a distance of 10.20 feet, the southwest corner of that certain tract of land as described in a deed to the North Texas Tollway Authority as recorded in Volume 99023, Page 02408, of said Deed Records, departing said proposed east right-of-way line of the President George Bush Turnpike, along the south line of said North Texas Tollway Authority tract, passing at a distance of 224.49 feet the southeast corner of said North Texas Tollway Authority tract and continuing along the south line of that certain tract of land as described in a deed to Luna Investors, Inc. as recorded in Volume 86250, Page 2859 of said Deed Records, for a total distance of 665.85 feet to a steel rebar found for the northwest corner of that certain tract of land as described in a deed to Bathurst Properties Venture as recorded in Volume 85003, Page 4013 of said Deed Records;
 5. THENCE, SOUTH 02 degrees 12 minutes 13 seconds WEST, along the west line of said Bathurst Properties Venture tract, a distance of 803.60 feet to a steel rebar found for the southwest corner of said Bathurst Properties Venture tract;
 6. THENCE, SOUTH 89 degrees 31 minutes 45 seconds EAST, along the south line of said Bathurst Properties Venture tract, a distance of 773.66 feet to a steel rebar found on the west right-of-way line of Luna Road;
 7. THENCE, SOUTH 00 degrees 27 minutes 33 seconds WEST, along said west right-of-way line of Luna Road, a distance of 531.05 feet to a point;
 8. THENCE, SOUTH 01 degrees 57 minutes 14 seconds EAST, continuing along said west right-of-way line of Luna Road, a distance of 239.63 feet to a point;
 9. THENCE, EAST, continuing along said west right-of-way line of Luna Road, a distance of 14.07 feet to point;
 10. THENCE, SOUTH 01 degrees 49 minutes 10 seconds EAST, continuing along said west right-of-way line of Luna Road, a distance of 198.00 feet to a point;
 11. THENCE, NORTH 89 degrees 30 minutes 58 seconds WEST, departing said west right-of-way line of Luna Road, a distance of 1527.58 feet to a point;
-

EXHIBIT "A"

COUNTY: DALLAS

HIGHWAY: SH190

PROJECT LIMITS: From I.H. 35E Near Trinity Mills Road in Dallas County
To I.H. 635 West Near Valley View Lane in Dallas County

PARCEL: 25-41TE1

Page 3 of 3
July 22, 2002

12.THENCE, SOUTH 00 degrees 29 minutes 02 seconds WEST, a distance of 336.63 feet to the POINT OF BEGINNING and containing 52.9761 acres of land, more or less.

This description accompanies parcel map of even date herewith.

All bearings are based on project coordinates for North Texas Tollway Authority Segment IV of the President George Bush Turnpike.

FIELD NOTES PREPARED FROM FIELDWORK PERFORMED IN 1999 and 2000.


John F. Pierce
Registered Professional Land Surveyor
Texas No. 2011

July 22, 2002
Date

Arredondo, Zepeda & Brunz Inc.
11355 McCree Road
Dallas, Texas 75238
(214) 341-9900
(214) 341-9925 - Fax

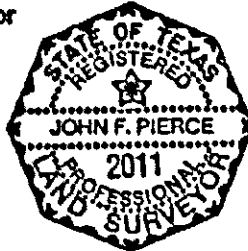


EXHIBIT "B"

JAMES ARMSTRONG SURVEY ABSTRACT NO. 30

WILLIAM H. PULLIAM SURVEY ABSTRACT NO. 1171

JAMES F. CHENOWETH SURVEY ABSTRACT NO. 267

JAMES F. CHENOWETH SURVEY ABSTRACT NO. 267

LEGEND

NOTE

APPROVED

DATE

PREPARED BY

DATE

SCALE

PROJECT NO.

NTTA 88-1000

EXHIBIT "A"

COUNTY: DALLAS
HIGHWAY: SH190
PROJECT LIMITS: From I.H. 35E Near Trinity Mills
Road in Dallas County To I.H. 635 West
Near Valley View Lane in Dallas County
PARCEL: 25-41TE2

Page 1 of 2
July 22, 2002
Revised: August 12, 2002

Being 5,199 square feet of land in the James Armstrong Survey, Abstract Number 30, City of Carrollton, Dallas County, Texas and being part of that certain tract of land as described in a deed to Farmers Branch Carrollton Flood Control District (now known as Valwood Improvement Authority by House Bill No. 3088 on June 14, 1989) as recorded in Volume 76210, Page 1516, of the Deed Records Of Dallas County, Texas, and being more particularly described by metes and bounds as follows:

COMMENCING at a one-half inch steel rebar found for the southeast corner of Lot 1, Block 1 of Valley View West Business Park Addition as recorded in Volume 87150, Page 3351 of said Deed Records, same being that certain tract of land as described in a deed to Landlock Holdings, Inc. as recorded in Volume 2001217, Page 05813 of said Deed Records, said steel rebar also being on the north line of that certain tract of land as described in a deed to City of Farmers Branch as recorded in Volume 76108, Page 372, of said Deed Records;

THENCE, SOUTH 89 degrees 52 minutes 44 seconds WEST, along the common north line of said City of Farmers Branch tract and south line of said Lot 1, passing at 281.08 feet a one-half inch steel rebar found on the proposed east right-of-way line of the President George Bush Turnpike, same being the southwest corner of said Lot 1, Block 1 of Valley View West Business Park Addition and said Landlock Holdings, Inc. tract and the southeast corner of the remainder of that certain tract of land described as Tract 6 in a deed to L. E. W. Skinner as recorded in Volume 4529 Page 123 of said Deed Records, in a deed to James E. Carr as recorded in Volume 4373 Page 212 of said Deed Records and in a deed to F. William Carr as recorded in Volume 77237, Page 2622 of said Deed Records and continuing along the common said North line of said City of Farmers Branch tract and the south line of said remainder of Tract 6, passing at a distance of 323.07 feet the southwest corner of said remainder of Tract 6 and the southeast corner of said Valwood Improvement Authority tract as recorded in Volume 76165 Page 1614 of said Deed Records, continuing along the common north line of said City of Farmers Branch and the south line of said Valwood Improvement Authority tract a total distance of 638.05 feet to a one-half inch steel rebar with yellow plastic cap marked "AZB", set for corner on the west right of way line of the President George Bush Turnpike;

THENCE, NORTH 07 degrees 26 minutes 39 seconds EAST, departing said common line, along the proposed west right-of-way line of the President George Bush Turnpike, a distance of 312.16 feet to a one-half inch steel rebar with yellow plastic cap marked "AZB", set for corner;

EXHIBIT "A"

COUNTY: DALLAS
HIGHWAY: SH190
PROJECT LIMITS: From I.H. 35E Near Trinity Mills
Road in Dallas County To I.H. 635 West
Near Valley View Lane in Dallas County
PARCEL: 25-41TE2

Page 2 of 2
July 22, 2002
Revised: August 12, 2002

THENCE, NORTH 19 degrees 00 minutes 51 seconds EAST, continuing along said proposed west right-of-way line of the President George Bush Turnpike, a distance of 1508.53 feet to a one-half inch steel rebar with yellow plastic cap marked "AZB", set for corner;

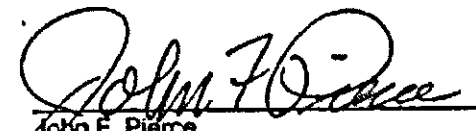
THENCE, NORTH 07 degrees 01 minutes 15 seconds EAST, continuing along said proposed west right-of-way line of the President George Bush Turnpike, a distance of 281.77 feet to the POINT OF BEGINNING;

1. THENCE, NORTH 00 degrees 55 minutes 05 seconds EAST, departing said proposed west right-of-way line of the President George Bush Turnpike, a distance of 313.03 feet to a point for corner;
2. THENCE, SOUTH 34 degrees 57 minutes 19 seconds EAST, a distance of 33.30 feet to a point for corner on said proposed west right-of-way line of the President George Bush Turnpike;
3. THENCE, SOUTH 07 degrees 01 minutes 15 seconds WEST, along said proposed west right-of-way line of the President George Bush Turnpike, a distance of 312.40 feet to the POINT OF BEGINNING and containing 5,199 square feet of land, more or less.

This description accompanies parcel map of even date herewith.

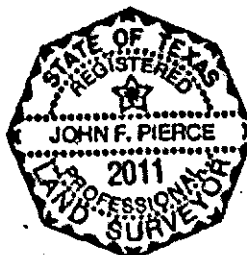
All bearings are based on project coordinates for North Texas Tollway Authority Segment IV of the President George Bush Turnpike.

FIELD NOTES PREPARED FROM FIELDWORK PERFORMED IN 1999 and 2000.


John F. Pierce
Registered Professional Land Surveyor
Texas No. 2011


Date

Arredondo, Zepeda & Brunz Inc.
11355 McCree Road
Dallas, Texas 75238
(214) 341-9900
(214) 341-9925 - Fax



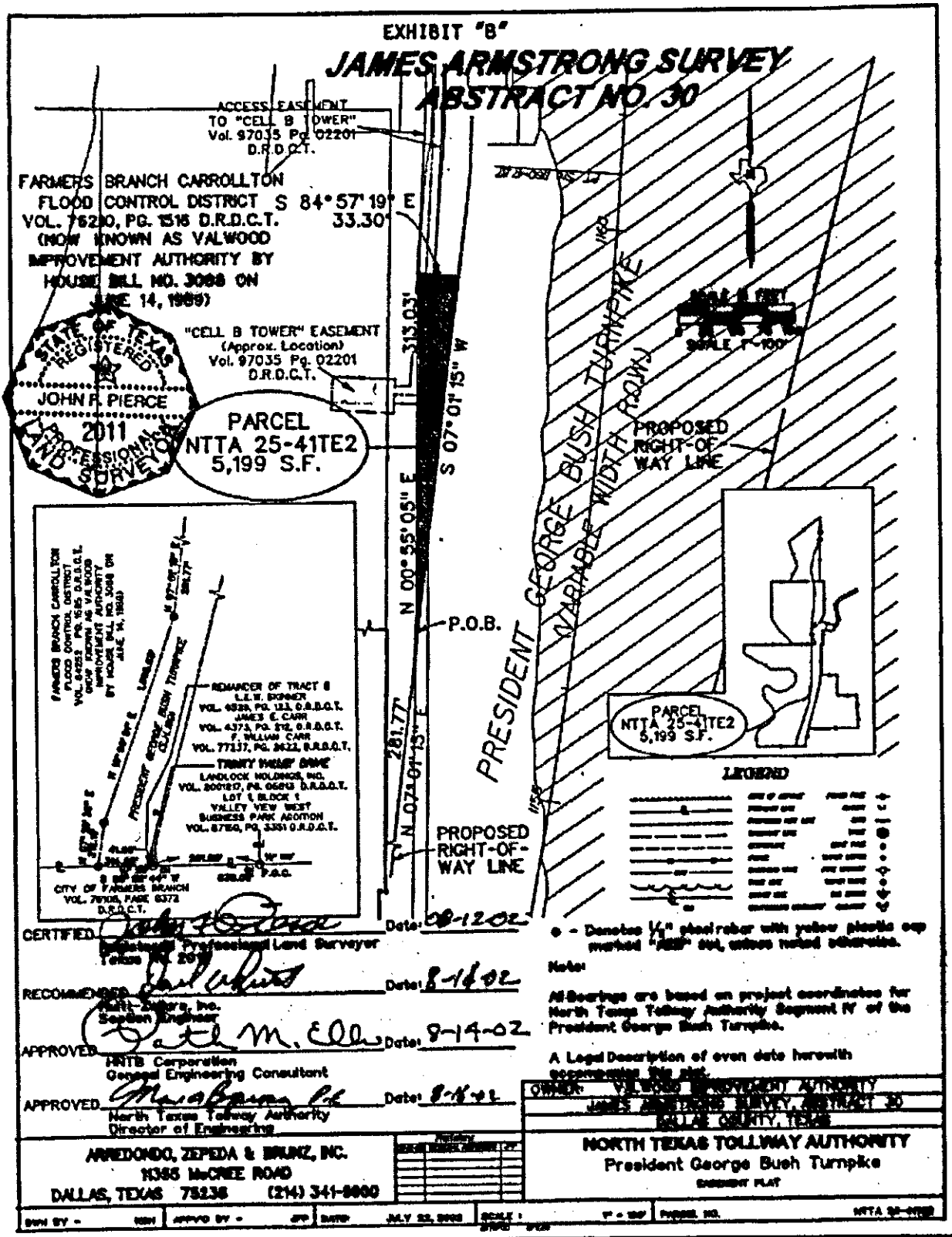


EXHIBIT F
INTERLOCAL AGREEMENT BETWEEN
THE NORTH TEXAS TOLLWAY AUTHORITY
AND VALWOOD IMPROVEMENT AUTHORITY
OF DALLAS COUNTY, TEXAS
FOR THE DESIGN, CONSTRUCTION
AND MAINTENANCE OF SEGMENT IV
OF THE PRESIDENT GEORGE BUSH TURNPIKE

DESCRIPTION OF CONSENT PROPERTY
[subsec. II.C.(3)]

[see following pages]

EXHIBIT "A"

24-30

COUNTY: DALLAS
HIGHWAY: SH190
PROJECT LIMITS: From I.H. 35E Near Trinity Mills Road In
Dallas County To I.H. 635 West Near
Valley View Lane in Dallas County
PARCEL: NTTA 24-30 Part 1

Page 1 of 3
August 28, 2001
Revised: March 5, 2002
Revised: March 25, 2002
Revised: June 04, 2002
Revised: June 10, 2002

Being 1.0854 acres of land in the William Masters Survey, Abstract Number 925 (Historically referred to as Abstract Number 899 in the Dallas County Records), and being part of that certain tract of land as described in a plat titled Luna Park Place as recorded in Volume 84229, Page 2384, of the Deed Records of Dallas County, Texas, and being more particularly described by metes and bounds as follows:

COMMENCING at a one-half inch steel rebar with "Half" cap found for the southeast corner of Lot 2RA, Block 3, Replat 2R of Luna Park Place as recorded in Volume 97044, Page 0065, of said Deed Records, same being that certain tract of land described in a deed to Ipers Valwest Business Park as recorded in Volume 98115, Page 4203 of said Deed Records and being on the existing west right-of-way line of W. Crosby Road, a 60.00 foot right-of-way width;

THENCE, NORTH 00 degrees 16 minutes 11 seconds EAST, along said existing west right-of-way line of W. Crosby Road and the east line of said Lot 2RA, a distance of 608.23 feet to a one-half inch steel rebar with yellow plastic cap marked "AZB", set for the POINT OF BEGINNING on the proposed east right-of-way line of the President George Bush Turnpike;

1. THENCE, NORTH 00 degrees 16 minutes 11 seconds EAST, continuing along said existing west right-of-way line of W. Crosby Road and the east line of said Lot 2RA, a distance of 133.95 feet to a one-half inch steel rebar found for the northeast corner of said Lot 2RA and the southeast corner of Lot 2RB, Block 3 of said Replat 2R of Luna Park Place, same being that certain tract of land known as Tract 5 as described in a deed to Industrial Properties Corporation as recorded in Volume 97113, Page 4139 of said Deed Records;
2. THENCE, NORTH 00 degrees 16 minutes 06 seconds EAST, continuing along said existing west right-of-way line of W. Crosby Road and along the east line of said Lot 2RB, a distance of 294.04 feet to a point at the beginning of a curve to the right;
3. THENCE, NORTHEAST, continuing along said existing west right-of-way line of W. Crosby Road and the east line of said Lot 2RB, along said curve to the right having a central angle of 89 degrees 59 minutes 52 seconds, a radius of 160.00 feet and an arc length of 251.32 feet, the chord of said curve bears North 45 degrees 16 minutes 09 seconds East having a chord distance of 226.27 feet to a one-half inch steel rebar with "Half" cap found for the end of said curve, being the easternmost southeast corner of said Lot 2RB and the southwest corner of Lot 1, Block 3 of Luna Park Place as recorded in Volume 89041, Page 746 of said Deed Records, same being that certain tract of land known as Tract 1 of said Industrial Properties Corporation tract, said steel rebar found also being on the existing north right-of-way line of W. Crosby Road;

EXHIBIT "A"

COUNTY: DALLAS

HIGHWAY: SH190

PROJECT LIMITS: From I.H. 35E Near Trinity Mills Road in
Dallas County To I.H. 635 West Near
Valley View Lane in Dallas County

PARCEL: NTTA 24-30 Part 1

Page 2 of 3

August 28, 2001

Revised: March 5, 2002

Revised: March 25, 2002

Revised: June 04, 2002

Revised: June 10, 2002

4. THENCE, SOUTH 89 degrees 42 minutes 09 seconds EAST, along the south line of said Lot 1 and said existing north right-of-way line of W. Crosby Road, a distance of 155.35 feet to a one-half inch steel rebar with yellow plastic cap marked "AZB" set for corner on the proposed east right-of-way line of the President George Bush Turnpike;
5. THENCE, SOUTH 00 degrees 15 minutes 46 seconds WEST, departing the south line of said Lot 1 and said existing north right-of-way line of W. Crosby Road, along said proposed east right-of-way line of the President George Bush Turnpike, a distance of 59.92 feet to a one-half inch steel rebar with yellow plastic cap marked "AZB", set for corner on the existing south right-of-way line of said W. Crosby Road and being on the north line of Lot 3, Block 2 of Luna Park Place as recorded in Volume 92100, Page 1968 of said Deed Records, same being that certain tract of land known as Tract 3 of said Industrial Properties Corporation tract;
6. THENCE, NORTH 89 degrees 44 minutes 14 seconds WEST, departing said proposed east right-of-way line of the President George Bush Turnpike, along the existing south right-of-way line of said W. Crosby Road and the north line of said Lot 3, a distance of 155.29 feet to a one-half inch steel rebar found for the beginning of a curve to the left;
7. THENCE, SOUTHWEST, continuing along said existing south right-of-way line of W. Crosby Road and the north line of said Lot 3, along said curve to the left having a central angle of 90 degrees 00 minutes 25 seconds, a radius of 100.00 feet and an arc length of 157.09 feet, the chord of said curve bears South 45 degrees 16 minutes 19 seconds West having a chord distance of 141.43 feet to a one-half inch steel rebar found for the end of said curve and being on the existing east right-of-way line of said W. Crosby Road and the west line of said Lot 3;
8. THENCE, SOUTH 00 degrees 16 minutes 02 seconds WEST, along said existing east right-of-way line W. Crosby Road and the west line of said Lot 3, a distance of 427.97 feet a one-half inch steel rebar with yellow plastic cap marked "AZB", set for corner on the proposed east right-of-way line of the President George Bush Turnpike;

EXHIBIT "A"

COUNTY: DALLAS
HIGHWAY: SH190
PROJECT LIMITS: From I.H. 35E Near Trinity Mills Road in
Dallas County To I.H. 635 West Near
Valley View Lane in Dallas County
PARCEL: NTTA 24-30 Part 1

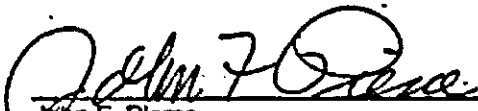
Page 3 of 3
August 28, 2001
Revised: March 5, 2002
Revised: March 25, 2002
Revised: June 04, 2002
Revised: June 10, 2002

9. THENCE, NORTH 89 degrees 43 minutes 58 seconds WEST, departing said existing east right-of-way line of W. Crosby Road and the west line of said Lot 3, along said proposed east right-of-way line of the President George Bush Turnpike, a distance of 60.07 feet to the POINT OF BEGINNING and containing 1.0854 acres of land, more or less.

This description accompanies parcel map of even date herewith.

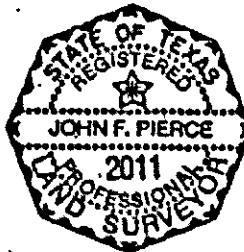
All bearings are based on project control.

FIELD NOTES PREPARED FROM FIELDWORK PERFORMED IN 1999 and 2000.


John F. Pierce
Registered Professional Land Surveyor
Texas No. 2011

June 10, 2002
Date

Arredondo, Zepeda & Brunz, Inc.
11355 McCree Road
Dallas, Texas 75238
(214) 341-9900
(214) 341-9925 - Fax



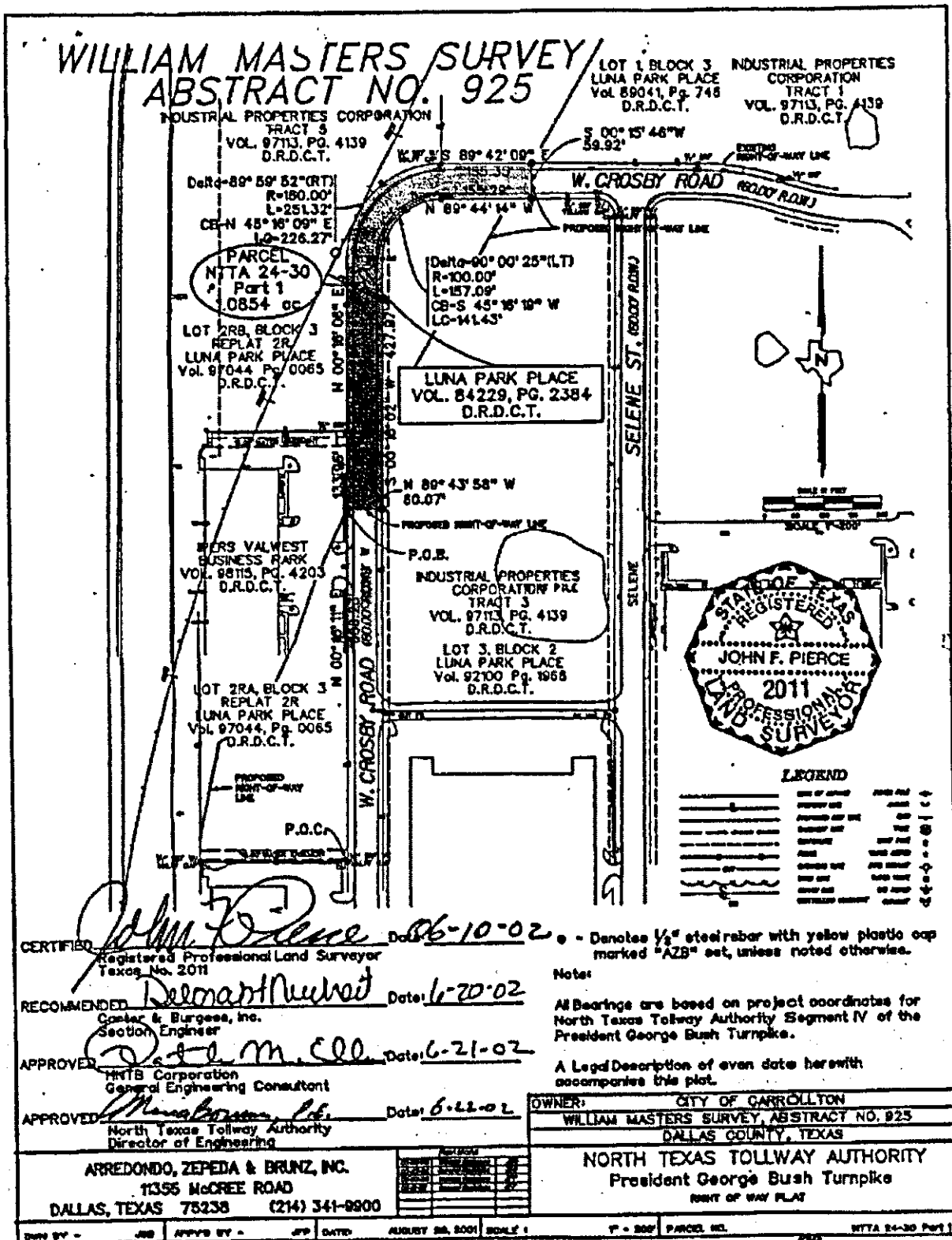


EXHIBIT "A"

24-30
Part 2

COUNTY: DALLAS
HIGHWAY: SH190
PROJECT LIMITS: From I.H. 35E Near Trinity Mills Road
In Dallas County To I.H. 635 West
Near Valley View Lane in Dallas County
PARCEL: NTTA 24-30 Part 2

Page 1 of 2
March 5, 2002
Revised: March 25, 2002
Revised: June 04, 2002
Revised: June 10, 2002

Being 8,395 square feet of land in the William Masters Survey, Abstract Number 925 (Historically referred to as Abstract Number 899 in the Dallas County Records), and being part of that certain tract of land as described in a plat titled Luna Park Place as recorded in Volume 84229, Page 2384 of the Deed Records of Dallas County, Texas, and being more particularly described by metes and bounds as follows:

COMMENCING at a PK nail found in expansion joint for the southeast corner of Lot 3, Block 2 of Luna Park Place as recorded in Volume 92100, Page 1968 of said Deed Records, same being that certain tract of land known as Tract 3 as described in a deed to Industrial Properties Corporation as recorded in Volume 97113, Page 4139 of said Deed Records, said PK nail also being on the existing west right-of-way line of Selene Street, a 60.00 foot right-of-way width;

THENCE, NORTH 00 degrees 18 minutes 23 seconds EAST, along the east line of said Lot 3 and the existing west right-of-way line of said Selene Street, a distance of 845.56 feet to a one-half inch steel rebar with "Half" cap found for the point of curvature of a transition curve to the left;

THENCE, NORTHWEST, along said transition curve to the left having a central angle of 46 degrees 15 minutes 29 seconds, a radius of 30.00 feet and an arc length of 24.22 feet, the chord of said curve bears North 22 degrees 32 minutes 27 seconds West having a chord distance of 23.57 feet to a one-half inch steel rebar with yellow plastic cap marked "AZB", set for the POINT OF BEGINNING;

1. THENCE, NORTHWEST, continuing along said transition curve to the left having a central angle of 44 degrees 17 minutes 45 seconds, a radius of 30.00 feet and an arc length of 23.19 feet, the chord of said curve bears North 67 degrees 48 minutes 59 seconds West having a chord distance of 22.62 feet to a one-half inch steel rebar with yellow cap found for the end of said curve and being on the north line of said Lot 3 and the existing south right-of-way line of W. Crosby Road, a 60.00 foot right-of-way width;
2. THENCE, NORTH 89 degrees 44 minutes 14 seconds WEST, along the north line of said Lot 3 and said existing south right-of-way line of W. Crosby Road, a distance of 114.70 feet to a one-half inch steel rebar with yellow plastic cap marked "AZB", set for corner on the proposed east right-of-way line of the President George Bush Turnpike;

EXHIBIT "A"

COUNTY: DALLAS
 HIGHWAY: SH190
 PROJECT LIMITS: From I.H. 35E Near Trinity Mills Road In Dallas County To I.H. 635 West Near Valley View Lane in Dallas County
 PARCEL: NTTA 24-30 Part 2

Page 2 of 2
 March 5, 2002
 Revised: March 25, 2002
 Revised: June 04, 2002
 Revised: June 10, 2002

3. THENCE, NORTH 00 degrees 15 minutes 46 seconds EAST, departing the north line of said Lot 3 and said existing south right-of-way line of W. Crosby Road, along said proposed east right-of-way line of the President George Bush Turnpike, a distance of 59.92 feet to a one-half inch steel rebar with yellow plastic cap marked "AZB", set for corner on the existing north right-of-way line of said W. Crosby Road and the south line of Lot 1, Block 3 of Luna Park Place as recorded in Volume 89041, Page 746 of said Deed Records, same being that certain tract of land known as Tract 1 of said Industrial Properties Corporation tract;
4. THENCE, SOUTH 89 degrees 42 minutes 09 seconds EAST, along the existing north right-of-way line of said W. Crosby Road and the south line of said Lot 1, a distance of 158.72 feet to a one-half inch steel rebar with yellow plastic cap marked "AZB" set for the beginning of a non-tangent curve to the left;
5. THENCE, SOUTHWEST, departing said existing north right-of-way line of W. Crosby Road and the south line of said Lot 1, along said non-tangent curve to the left having a central angle of 71 degrees 42 minutes 55 seconds, a radius of 61.50 feet and an arc length of 76.98 feet, the chord of said curve bears South 18 degrees 54 minutes 41 seconds West having a chord distance of 72.05 feet to the POINT OF BEGINNING and containing 8,395 square feet of land, more or less.

This description accompanies parcel map of even date herewith.

All bearings are based on project control.

FIELD NOTES PREPARED FROM FIELDWORK PERFORMED IN 1999 and 2000.

John F. Pierce
 John F. Pierce
 Registered Professional Land Surveyor
 Texas No. 2011

JUNE 10, 2002
 Date

Arredondo, Zepeda & Brunz, Inc.
 11355 McCrea Road
 Dallas, Texas 75238
 (214) 341-9900
 (214) 341-9925 - Fax

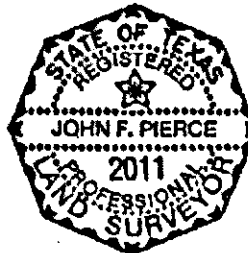


EXHIBIT "A"

COUNTY: DALLAS
HIGHWAY: SH190
PROJECT LIMITS: From I.H. 35E Near Trinity
Mills Road in Dallas County
To I.H. 635 West Near Valley
View Lane in Dallas County
PARCEL: NTTA 25S-47

Page 1 of 2
July 07, 2001
Revised: April 22, 2002
Revised: June 04, 2002

Being 3,095 square feet of land in the James F. Chenoeth Survey, Abstract Number 267, City of Carrollton, Dallas County, Texas, and being part of that certain tract of land as described in a deed to Landlock Holdings, Inc., as recorded in Volume 2001217, Page 5813 of the Deed Records of Dallas County, Texas, and being part of Lot 1, Block 1 of Valley View West Business Park Addition, an addition to the City of Carrollton as recorded in Volume 87150, Page 3351 of said Deed Records and being more particularly described by metes and bounds as follows:

COMMENCING at a one-half inch steel rebar found for the southeast corner of said Lot 1, Block 1, also being on the north line of that certain tract of land as described in a deed to City of Farmers Branch as recorded in Volume 78108, Page 0372 of said Deed Records;

THENCE, SOUTH 89 degrees 52 minutes 44 seconds WEST, along the common south line of said Lot 1 and the north line of said City of Farmers Branch tract, a distance of 281.08 feet to a one-half inch steel rebar found for the southwest corner of said Lot 1, Block 1;

THENCE, NORTH 02 degrees 06 minutes 34 seconds WEST, along the west line of said Lot 1, Block 1, a distance of 51.15 feet to a one-half inch steel rebar with yellow plastic cap marked "AZB", set for the POINT OF BEGINNING on the proposed east right-of-way line of President George Bush Turnpike;

1. THENCE, NORTH 02 degrees 06 minutes 34 seconds WEST, continuing along said west line of Lot 1, Block 1, a distance of 92.01 feet to a one-half inch steel rebar found for the south corner of that certain tract of land as described in a deed to Farmers Branch Carrollton Flood Control District, now known as Valwood Improvement Authority by House Bill No. 3088 on June 14, 1989, as recorded in Volume 79225, Page 675 of said Deed Records;
2. THENCE, NORTH 14 degrees 23 minutes 20 seconds EAST, continuing along the common east line of said Valwood Improvement Authority tract and the said west of Lot 1, Block 1, a distance of 232.05 feet to one-half inch steel rebar found for the northwest corner of said Lot 1, Block 1 and the southwest corner of Lot 4B, Block 1 of the Replat of Valley View West Business Park Addition as recorded in Volume 97037, Page 5579 of said Deed Records and that certain tract of land as described in a deed to North Dallas Moving and Storage Company, Inc. as recorded in Volume 84186, Page 5014 of said Deed Records;

EXHIBIT "A"

COUNTY: DALLAS
HIGHWAY: SH190
PROJECT LIMITS: From I.H. 35E Near Trinity
Mills Road in Dallas County
To I.H. 635 West Near Valley
View Lane in Dallas County
PARCEL: NTTA 25S-47


Page 2 of 2
July 07, 2001
Revised: April 22, 2002
Revised: June 04, 2002

3. THENCE, NORTH 89 degrees 52 minutes 59 seconds EAST, along the common north line of said Lot 1, Block 1 and the south line of said Lot 4B, Block 1, a distance of 8.25 feet, to a one-half inch steel rebar with a yellow plastic cap marked "AZB", set for corner on the proposed east right-of-way line of the President George Bush Turnpike;
4. THENCE, SOUTH 13 degrees 18 minutes 25 seconds WEST, along said proposed east right-of-way line of the President George Bush Turnpike, a distance of 239.88 feet to a one-half inch steel rebar with a yellow plastic cap marked "AZB", set for corner;
5. THENCE, SOUTH 00 degrees 29 minutes 13 seconds EAST, continuing along said proposed east right-of-way line of the President George Bush Turnpike, a distance of 50.57 feet to a one-half inch steel rebar with yellow plastic cap marked "AZB", set for corner;
6. THENCE, SOUTH 13 degrees 18 minutes 25 seconds WEST, continuing along said proposed east right-of-way line of the President George Bush Turnpike, a distance of 33.63 feet to the POINT OF BEGINNING containing 3,095 square feet of land, more or less.

This description accompanies parcel map of even date herewith.

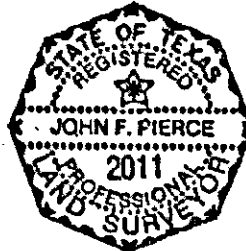
All bearings are based on project coordinates for North Texas Tollway Authority Segment IV of the President George Bush Turnpike.

FIELD NOTES PREPARED FROM FIELDWORK PERFORMED IN 1999 and 2000.


John F. Pierce
Registered Professional Land Surveyor
Texas No. 2011

June 04, 2002
Date

Arredondo, Zapeda & Brunz Inc.
11355 McCree Road
Dallas, Texas 75238
(214) 341-9900
(214) 341-9925 - Fax



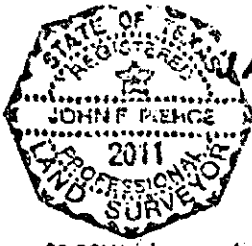


EXHIBIT "B"
JAMES F. CHENOETH SURVEY
ABSTRACT NO. 267

FARMERS BRANCH-CARROLLTON
FLOOD CONTROL DISTRICT
VOL. 79225, PG. 675 D.R.D.C.T.
(NOW KNOWN AS VALWOOD
IMPROVEMENT AUTHORITY
BY HOUSE BILL NO. 3088 ON
JUNE 14, 1989)

NORTH DALLAS MOVING
AND STORAGE COMPANY, INC.
VOL. 84186, PG. 5014
D.R.D.C.T.

20.00' Maintenance Access
and Utility Easement
VOL. 79077, PG. 2074 &
VOL. 87150, PG. 3351
D.R.D.C.T.

FARMERS BRANCH-CARROLLTON
FLOOD CONTROL DISTRICT
VOL. 76165, PG. 1614 D.R.D.C.T.
(NOW KNOWN AS VALWOOD
IMPROVEMENT AUTHORITY
BY HOUSE BILL NO. 3088 ON
JUNE 14, 1989)

LOT 4B BLOCK 1
Replot of Valley View West
Business Park Addition
VOL. 97037, PG. 5579
D.R.D.C.T.

TRINITY VALLEY DRIVE
(60.00' R.O.W.)

PARCEL
NTTA 25S-47
3,095 s

LANDLOCK HOLDINGS, INC.
VOL. 2001217, PG. 5813
D.R.D.C.T.

24.00' Easement & Access
VOL. 87150, PG. 3352
D.R.D.C.T.

ROOFTOP SYSTEMS, INC.
LOT 2 BLOCK 1

LOT 1, BLOCK 1
VALLEY VIEW WEST
BUSINESS PARK ADDITION
VOL. 87150, PG. 3351
D.R.D.C.T.

CITY OF FARMERS BRANCH
VOL. 76108, PG. 0372
D.R.D.C.T.

LEGEND

---	LINE OF ADJUT	ADJUT
---	PROPERTY LINE	ADJUT
---	PROPOSED RIGHT-OF-WAY	ADJUT
---	EXISTING RIGHT-OF-WAY	ADJUT
---	PROPOSED EASEMENT	ADJUT
---	EXISTING EASEMENT	ADJUT
---	PROPOSED UTILITY EASEMENT	ADJUT
---	EXISTING UTILITY EASEMENT	ADJUT
---	PROPOSED RIGHT-OF-WAY	ADJUT
---	EXISTING RIGHT-OF-WAY	ADJUT
---	PROPOSED EASEMENT	ADJUT
---	EXISTING EASEMENT	ADJUT
---	PROPOSED UTILITY EASEMENT	ADJUT
---	EXISTING UTILITY EASEMENT	ADJUT

Note: - Denotes 1/2" steel rebar with yellow plastic cap marked "AZB" set, unless noted otherwise.

Note:

All Bearings are based on project coordinates for North Texas Tollway Authority Segment IV of the President George Bush Turnpike.

A Legal Description of even date herewith accompanies this plat.

CERTIFIED John F. Pence Date 06-04-02
Registered Professional Land Surveyor
Texas No. 2011

RECOMMENDED David A. Brader, Inc. Date 6-10-02
Section Engineer

APPROVED John M. E. O'Connell Date 6-12-02
HNTB Corporation
General Engineering Consultant

APPROVED Maria Brown, P.E. Date 6-17-02
North Texas Tollway Authority
Director of Engineering

OWNER: LANDLOCK SEAFOOD COMPANY, INC.
JAMES F. CHENOETH SURVEY, ABSTRACT NUMBER 267
DALLAS COUNTY, TEXAS

ARREDONDO, ZEPEDA & BRUNZ, INC.
11355 MCCREE ROAD
DALLAS, TEXAS 75238 (214) 341-9900

NORTH TEXAS TOLLWAY AUTHORITY
President George Bush Turnpike
ROUTE OF WAY PLAT

DRAWN BY - LAG APP'D BY - JFP DATE - JULY 07, 2001 SCALE - 1" = 100' PARCEL NO. 25S-47

MAP CHECK TRAVERSE/CLOSURE AND AREA

Tract name : 25S-47

Origin :

Northing / Easting : 457,046.802 2,174,594.329

Course 1 : Northwest

Azimuth/Distance : N 2° 6' 34.0" W , 92.010'

Delta North/Delta East : 91.948 -3.387

Northing / Easting : 457,138.749 2,174,590.942

Course 2 : Northeast

Azimuth/Distance : N 14° 23' 20.0" E , 232.050'

Delta North/Delta East : 224.771 57.665

Northing / Easting : 457,363.520 2,174,648.607

Course 3 : Northeast

Azimuth/Distance : N 89° 52' 59.0" E , 8.250'

Delta North/Delta East : 0.017 8.250

Northing / Easting : 457,363.537 2,174,656.857

Course 4 : Southwest

Azimuth/Distance : S 13° 18' 25.0" W , 239.880'

Delta North/Delta East : -233.439 -55.213

Northing / Easting : 457,130.098 2,174,601.644

Course 5 : Southeast

Azimuth/Distance : S 0° 29' 13.0" E , 50.570'

Delta North/Delta East : -50.568 0.430

Northing / Easting : 457,079.530 2,174,602.074

Course 6 : Southwest

Azimuth/Distance : S 13° 18' 25.0" W , 33.630'

Delta North/Delta East : -32.727 -7.741

Northing / Easting : 457,046.802 2,174,594.333

TOTAL LENGTH OF TRAVERSE = 656.39 FEET

CLOSURE : S 81° 38' 57.3" W , 0.005'

Ratio : 1 in 136,626

Parcel Area = 3,095.01 SQ. FT.

Parcel Area = 0.0711 ACRES

EXHIBIT "A"

COUNTY: DALLAS
HIGHWAY: SH190
PROJECT LIMITS: From I.H. 35E Near Trinity Mills
Road In Dallas County To I.H.
635 West Near Valley View Lane
In Dallas County
PARCEL: NTTA 25S-48

Page 1 of 5
November 28, 2001
Revised March 23, 2002

Being 23.8688 acres of land in the James F. Chenoeth Survey, Abstract Number 267, City of Farmers Branch, Dallas County, Texas, and being part of that certain called 76.37 acre tract of land as described in a deed to City of Farmers Branch as recorded in Volume 76108, Page 0372, of the Deed Records of Dallas County, Texas, and being more particularly described by metes and bounds as follows:

COMMENCING at a one-inch pipe found at the southeast corner of that certain called 3.00 acre tract of land as described in a deed to City of Farmers Branch as recorded in Volume 78232, Page 1849 of said Deed Records, said one-inch pipe also being on the existing north right-of-way line of Valley View Lane, a variable width right-of-way;

THENCE, NORTH 88 degrees 11 minutes 32 seconds WEST, along the south line of said 3.00 acre tract and the existing north right-of-way line of said Valley View Lane, a distance of 253.05 feet to a one-half inch steel rebar found with a yellow plastic cap marked 3963;

THENCE, NORTH 88 degrees 00 minutes 07 seconds WEST, continuing along said south line of the 3.00 acre tract and said existing north right-of-way line of Valley View Lane, a distance of 61.06 feet to an "X" cut found;

THENCE, NORTH 88 degrees 39 minutes 45 seconds WEST, continuing along said south line of the 3.00 acre tract and said existing north right-of-way line of Valley View Lane, a distance of 20.61 feet to a one-half inch steel rebar with a yellow plastic cap marked 3963 found for the southwest corner of said 3.00 acre tract common with the southeast corner of said 76.37 acre tract, said steel rebar also being at the beginning of a curve to the left;

THENCE, SOUTHWEST, along the south line of said 76.37 acre tract, continuing along said existing north right-of-way line of Valley View Lane and along said curve to the left having a central angle of 06 degrees 53 minutes 59 seconds, a radius of 1,004.63 feet and an arc length of 120.98 feet, the chord of said curve bears South 87 degrees 29 minutes 33 seconds West having a chord distance of 120.91 feet to a one-half inch steel rebar with yellow plastic cap marked "AZB", set for the POINT OF BEGINNING on the proposed east right-of-way line of the President George Bush Turnpike, said steel rebar also being at the point of compound curvature to the left;

EXHIBIT "A"

COUNTY: DALLAS
HIGHWAY: SH190
PROJECT LIMITS: From I.H. 35E Near Trinity Mills
Road in Dallas County To I.H.
635 West Near Valley View Lane
in Dallas County
PARCEL: NTTA 25S-48

Page 2 of 5
November 28, 2001
Revised March 23, 2002

1. THENCE SOUTHWEST, continuing along said south line of the 76.37 acre tract and said existing north right-of-way of Valley View Lane, and along said curve to the left having a central angle of 01 degrees 46 minutes 13 seconds, a radius of 1,004.63 feet and an arc length of 31.04 feet, the chord of said curve bears South 83 degrees 09 minutes 27 seconds West having a chord distance of 31.04 feet to a point of compound curvature to the left;
2. THENCE, SOUTHWEST, continuing along said south line of the 76.37 acre tract and said existing north right-of-way of Valley View Lane, and along said curve to the left having a central angle of 11 degrees 14 minutes 13 seconds, a radius of 1,195.92 feet and an arc length of 234.55 feet, the chord of said curve bears South 76 degrees 36 minutes 02 seconds West having a chord distance of 234.17 feet to a point in the north line of that certain called 1.001 acre tract of land described in a deed to Martha Myre as recorded in Volume 91089, Page 6469 of said Deed Records, common with the south line of said 76.37 acre tract;
3. THENCE, SOUTH 89 degrees 58 minutes 58 seconds WEST, departing said existing north right-of-way line of Valley View Lane, along said common line, passing at a distance of 438.32 feet, the northwest corner of said 1.001 acre tract common with the northeast corner of that certain called 2.4186 acre tract of land as described in a deed to Martha Myre as recorded in Volume 87034, Page 1636 of said Deed Records and being described as a right-of-way easement to Farmers Branch Carrollton Flood Control District, now known as Valwood Improvement Authority by House Bill No. 3088 on June 14, 1989, in all a total distance of 782.35 feet to a three-quarter inch steel pipe found for the northwest corner of said 2.4186 acre tract common with the northeast corner of that certain called 15.757 acre tract of land as described in a deed to Martha Myre as recorded in Volume 87034, Page 1636 of said Deed Records;
4. THENCE, SOUTH 88 degrees 39 minutes 55 seconds WEST, continuing along said common line, passing at a distance of 416.56 feet, the northwest corner of said 15.757 acre tract where a wire in tree bears South 00 degrees 47 minutes 56 seconds West having a distance of 0.77 feet, in all a total distance of 479.75 feet to a one-half inch steel rebar with yellow plastic cap marked "AZB", set for corner on the proposed west right-of-way line of the President George Bush Turnpike;
5. THENCE, NORTH 08 degrees 02 minutes 25 seconds EAST, departing said common line, along the proposed west right-of-way line of the President George Bush Turnpike, a distance of 332.03 feet to a one-half inch steel rebar with yellow plastic cap marked "AZB", set for the beginning of a curve to the right;

EXHIBIT "A"

COUNTY: DALLAS
HIGHWAY: SH190
PROJECT LIMITS: From I.H. 35E Near Trinity Mills
Road In Dallas County To I.H.
635 West Near Valley View Lane
In Dallas County
PARCEL: NTTA 25S-48

Page 3 of 5
November 28, 2001
Revised March 23, 2002

6. THENCE, NORTHEAST, continuing along said proposed west right-of-way line of the President George Bush Turnpike and along said curve to the right having a central angle of 49 degrees 18 minutes 01 seconds, a radius of 489.00 feet and an arc length of 420.76 feet, the chord of said curve bears North 30 degrees 36 minutes 40 seconds East having a chord distance of 407.90 feet to a one-half inch steel rebar with yellow plastic cap marked "AZB", set for the end of said curve;
7. THENCE, NORTH 55 degrees 20 minutes 24 seconds EAST, continuing along said proposed west right-of-way line of the President George Bush Turnpike, a distance of 381.76 feet to a one-half inch steel rebar with yellow plastic cap marked "AZB", set for the beginning of a curve to the left;
8. THENCE, NORTHEAST, continuing along said proposed west right-of-way line of the President George Bush Turnpike and along said curve to the left having a central angle of 32 degrees 00 minutes 19 seconds, a radius of 684.70 feet and an arc length of 382.47 feet, the chord of said curve bears North 37 degrees 45 minutes 38 seconds East having a chord distance of 377.52 feet to a one-half inch steel rebar with yellow plastic cap marked "AZB", set for the end of said curve;
9. THENCE, NORTH 07 degrees 26 minutes 39 seconds EAST, continuing along said proposed west right-of-way line of the President George Bush Turnpike, distance of 68.90 feet to a one-half inch steel rebar with yellow plastic cap marked "AZB", set for corner on the north line of said 76.37 acre tract common with the south line of that certain tract of land described in a deed to Farmers Branch Carrollton Flood Control District now known as Valwood Improvement Authority by House Bill No. 3088 on June 14, 1989, as recorded in Volume 84252, Page 1595 of said Deed Records;
10. THENCE, NORTH 89 degrees 52 minutes 44 seconds EAST, departing said proposed west right-of-way line of the President George Bush Turnpike, along said common line, a distance of 342.99 feet to a one-half inch steel rebar with yellow plastic cap marked "AZB", set for corner on the proposed east right-of-way line of the President George Bush Turnpike;
11. THENCE, SOUTH 13 degrees 18 minutes 25 seconds WEST, departing said common line, along said proposed east right-of-way line of the President George Bush Turnpike, a distance of 297.70 feet to a one-half inch steel rebar with yellow plastic cap marked "AZB", set for the beginning of a curve to the left;

EXHIBIT "A"

COUNTY: DALLAS
HIGHWAY: SH190
PROJECT LIMITS: From I.H. 35E Near Trinity Mills
Road In Dallas County To I.H.
635 West Near Valley View Lane
In Dallas County
PARCEL: NTTA 25S-48

Page 4 of 5
November 28, 2001
Revised March 23, 2002

12. THENCE, SOUTHWEST, continuing along said proposed east right-of-way line of the President George Bush Turnpike and along said curve to the left having a central angle of 02 degrees 03 minutes 22 seconds, a radius of 2,834.37 feet and an arc length of 101.72 feet, the chord of said curve bears South 12 degrees 18 minutes 44 seconds West having a chord distance of 101.71 feet to a one-half inch steel rebar with yellow plastic cap marked "AZB", set for a point of compound curvature to the left;
13. THENCE, SOUTHWEST, continuing along said proposed east right-of-way line of the President George Bush Turnpike and along said curve to the left having a central angle of 18 degrees 27 minutes 02 seconds, a radius of 819.84 feet and an arc length of 264.01 feet, the chord of said curve bears South 02 degrees 01 minutes 32 seconds West having a chord distance of 262.87 feet to a one-half inch steel rebar with yellow plastic cap marked "AZB", set for the end of said curve;
14. THENCE, SOUTH 45 degrees 14 minutes 14 seconds EAST, continuing along said proposed east right-of-way line of the President George Bush Turnpike, a distance of 33.82 feet to a one-half inch steel rebar with yellow plastic cap marked "AZB", set for corner;
15. THENCE, SOUTH 18 degrees 39 minutes 11 seconds EAST, continuing along said proposed east right-of-way line of the President George Bush Turnpike, a distance of 147.09 feet to a one-half inch steel rebar with yellow plastic cap marked "AZB", set for corner;
16. THENCE, SOUTH 36 degrees 43 minutes 13 seconds EAST, continuing along said proposed east right-of-way line of the President George Bush Turnpike, a distance of 277.11 feet to a one-half inch steel rebar with yellow plastic cap marked "AZB", set for corner;
17. THENCE, SOUTH 26 degrees 24 minutes 02 seconds EAST, continuing along said proposed east right-of-way line of the President George Bush Turnpike, a distance of 113.58 feet to a one-half inch steel rebar with yellow plastic cap marked "AZB", set for corner;

EXHIBIT "A"

COUNTY: DALLAS
HIGHWAY: SH190
PROJECT LIMITS: From I.H. 35E Near Trinity Mills
Road in Dallas County To I.H.
635 West Near Valley View Lane
in Dallas County
PARCEL: NTTA 25S-48

Page 5 of 5
November 28, 2001
Revised March 23, 2002

18. THENCE, SOUTH 10 degrees 37 minutes 04 seconds EAST, continuing along said proposed east right-of-way line of the President George Bush Turnpike, a distance of 80.47 feet to a one-half inch steel rebar with yellow plastic cap marked "AZB", set for the beginning of a non-tangent curve to the right;
19. THENCE, NORTHEAST, continuing along said proposed east right-of-way line of the President George Bush Turnpike and along said curve to the right having a central angle of 04 degrees 06 minutes 29 seconds, a radius of 1,246.00 feet and an arc length of 89.34 feet, the chord of said curve bears North 77 degrees 13 minutes 06 seconds East having a chord distance of 89.32 feet to a one-half inch steel rebar with yellow plastic cap marked "AZB", set for a point of compound curvature to the right;
20. THENCE, NORTHEAST, continuing along said proposed east right-of-way line of the President George Bush Turnpike and along said curve to the right having a central angle of 20 degrees 11 minutes 11 seconds, a radius of 260.00 feet and an arc length of 91.60 feet, the chord of said curve bears North 88 degrees 57 minutes 27 seconds East having a chord distance of 91.13 feet to the POINT OF BEGINNING containing 23.8688 acres of land, more or less.

This description accompanies parcel map of even date herewith.

All bearings are based on project coordinates for North Texas Tollway Authority Segment IV of the President George Bush Turnpike.

FIELD NOTES PREPARED FROM FIELDWORK PERFORMED IN 1999 and 2000.



John F. Pierce
Registered Professional Land Surveyor
Texas No. 2011

MARCH 23, 2002
Date

Arredondo, Zepeda & Brunz, Inc.
11355 McCree Road
Dallas, Texas 75238
(214) 341-9900
(214) 341-9925 - Fax

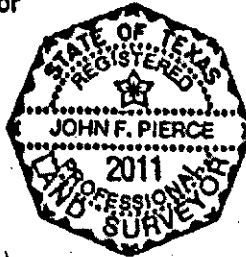


EXHIBIT "A"

COUNTY: DALLAS

HIGHWAY: SH190

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FEBRUARY 26, 2002

PROJECT LIMITS: From I.H. 35E Near Trinity Mills Road in Dallas County
To I.H. 635 West Near Valley View Lane in Dallas County


PARCEL: NTTA 25S-48TE

4. THENCE, NORTH 34 degrees 39 minutes 35 seconds WEST, departing said proposed west right-of-way line of the President George Bush Turnpike, a distance of 15.00 feet to a point for corner;
5. THENCE, NORTH 55 degrees 20 minutes 24 seconds EAST, a distance of 381.55 feet to a point for the beginning of a non-tangent curve to the left;
6. THENCE, NORTHEAST, along said non-tangent curve to the left having a central angle of 31 degrees 49 minutes 39 seconds, a radius of 669.70 feet and an arc length of 372.02 feet, the chord of said curve bears North 37 degrees 49 minutes 55 seconds East having a chord distance of 367.25 feet to a point for the end of said curve;
7. THENCE, NORTH 07 degrees 26 minutes 39 seconds EAST, a distance of 65.02 feet to a point in said north line of City of Farmers Branch tract common with the said south line of Valwood Improvement Authority tract;
8. THENCE, NORTH 89 degrees 52 minutes 44 seconds EAST, along said common line, a distance of 15.13 feet to the POINT OF BEGINNING containing 12,388 square feet of land, more or less.

This description accompanies parcel map of even date herewith.

All bearings are based on project coordinates for North Texas Tollway Authority Segment IV of the President George Bush Turnpike.

FIELD NOTES PREPARED FROM FIELDWORK PERFORMED IN 1999 and 2000.

FEB 26, 2002

John F. Pierce
Registered Professional Land Surveyor
Texas No. 2011

Date

Arredondo, Zapeda & Brunz Inc.
11355 McCree Road
Dallas, Texas 75238
(214) 341-9900
(214) 341-9925 - Fax



EXHIBIT "A"

COUNTY: DALLAS

HIGHWAY: SH180

PROJECT LIMITS: From I.H. 35E Near Trinity Mills Road in Dallas County
To I.H. 635 West Near Valley View Lane in Dallas County

PARCEL: NTTA 25S-48TE

Page 1 of 2
FEBRUARY 26, 2002

Being 12,388 square feet of land in the James F. Chenoeth Survey, Abstract Number 267, City of Farmers Branch, Dallas County, Texas, and being part of that certain tract of land as described in a deed to City of Farmers Branch as recorded in Volume 76108, Page 0372 of the Deed Records of Dallas County, Texas, and being more particularly described by metes and bounds as follows;

COMMENCING at one-half inch steel rebar found for the southwest corner of that certain tract of land as described in a deed to Landlock Seafood Company, Inc. as recorded in Volume 95042, Page 0138 of said Deed Records, also being the most southeast corner of Valwood Improvement Authority tract described in a deed to Farmers Branch-Carrollton Flood Control District as recorded in Volume 84252, Page 1595 of said Deed Records, and also being in the north line of said City of Farmers Branch tract;

THENCE, SOUTH 89 degrees 52 minutes 44 seconds WEST, along the south line of said Valwood Improvement Authority tract common with the north line of said City of Farmers Branch tract, a distance of 356.97 feet to a one-half inch steel rebar with yellow plastic cap marked "AZB", set for the POINT OF BEGINNING on the proposed west right-of-way line of the President George Bush Turnpike;

1. THENCE, SOUTH 07 degrees 26 minutes 39 seconds WEST, along said proposed west right-of-way line of the President George Bush Turnpike, a distance of 68.90 feet to a one-half inch steel rebar with yellow plastic cap marked "AZB", set for the beginning of non-tangent curve to the right;
2. THENCE, SOUTHWEST, continuing along said proposed west right-of-way line of the President George Bush Turnpike and along said non-tangent curve to the right having a central angle of 32 degrees 00 minutes 19 seconds, a radius of 684.70 feet and an arc length of 382.47 feet, the chord of said curve bears South 37 degrees 45 minutes 38 seconds West having a chord distance of 377.52 feet to a one-half inch steel rebar with yellow plastic cap marked "AZB", set for the end of said curve;
3. THENCE, SOUTH 55 degrees 20 minutes 24 seconds WEST, continuing along said proposed west right-of-way line of the President George Bush Turnpike, a distance of 381.76 feet to a one-half inch steel rebar with yellow plastic cap marked "AZB", set for corner;

**JAMES F. CHENOETH SURVEY
ABSTRACT NO. 267**



EXHIBIT "A"

COUNTY: DALLAS
HIGHWAY: SH190
PROJECT LIMITS: From I.H. 35E Near Trinity
Mills Road in Dallas County
To I.H. 635 West Near Valley
View Lane in Dallas County
PARCEL: NTTA 25-31

Page 1 of 3
July 07, 2001
Revised: April 24, 2002
Revised: July 19, 2002

Being 1.6320 acres of land in the James Armstrong Survey, Abstract Number 30, City of Carrollton, Dallas County, Texas, and being part of that certain tract of land as described in a deed to Luna Road-1994, Ltd., as recorded in Volume 94144, Page 3229 of the Deed Records Dallas County, Texas, and also being part of the remainder of Lot 5, of the Replat of Briercroft Business Park Addition, as recorded in Volume 85040, Page 4832 of said Deed Records, and being more particularly described by metes and bounds as follows;

COMMENCING at a five-eighths inch steel rebar found on the existing west right-of-way line of Briercroft Court (a 60 foot wide right-of-way) for the southeast corner of Lot 4A, of the Replat of Lot 4 and part of Lot 5 of Briercroft Business Park Addition, as recorded in Volume 93014, Page 0661 of said Deed Records, and the most westerly northeast corner of said remainder of Lot 5;

THENCE, NORTH 89 degrees 47 minutes 27 seconds WEST, along the common north line of said remainder of Lot 5 and the south line of said Lot 4A, a distance of 195.10 feet to a point on the proposed east right-of-way line of the President George Bush Turnpike, same being the southwest corner of said Lot 4A, the northwest corner of said remainder of Lot 5, and on the east line of that certain tract of land as described in a deed to Farmers Branch-Carrollton Flood Control District, now known as Valwood Improvement Authority by House Bill No. 3088 on June 14, 1989, as recorded in Volume 83235, Page 4538 of said Deed Records;

THENCE, SOUTH 00 degrees 16 minutes 57 seconds WEST, along the common said proposed east right-of-way line of the President George Bush Turnpike, the said east line of Valwood Improvement Authority tract, and the west line of said remainder of Lot 5, a distance of 176.89 feet to a one-half inch steel rebar with yellow plastic cap marked "AZB", set for the POINT OF BEGINNING;

1. THENCE, SOUTH 00 degrees 16 minutes 57 seconds WEST, continuing along said proposed east right-of-way line of the President George Bush Turnpike, a distance of 459.41 feet to a one-half inch steel rebar with yellow plastic cap marked "AZB", set for corner;

EXHIBIT "A"

COUNTY: DALLAS
HIGHWAY: SH190
PROJECT LIMITS: From I.H. 35E Near Trinity
Mills Road in Dallas County
To I.H. 635 West Near Valley
View Lane in Dallas County
PARCEL: NTTA 25-31

Page 2 of 3
July 07, 2001
Revised: April 24, 2002
Revised: July 19, 2002

2. THENCE, SOUTH 32 degrees 28 minutes 14 seconds EAST, continuing along said proposed east right-of-way line of the President George Bush Turnpike, a distance of 150.71 feet to a one-half inch steel rebar with yellow plastic cap marked "AZB", set for corner;
3. THENCE, SOUTH 09 degrees 05 minutes 12 seconds WEST, continuing along said proposed east right-of-way line of the President George Bush Turnpike, a distance of 119.20 feet to a point on the common north line of that certain tract of land as described in a deed to Baptist Foundation of Texas as recorded in Volume 799, Page 72 of said Deed Records and the south line of said remainder of Lot 5;
4. THENCE, NORTH 64 degrees 28 minutes 31 seconds WEST, along said common line, a distance of 123.25 feet to an angle point;
5. THENCE, SOUTH 79 degrees 58 minutes 13 seconds WEST, continuing along said common line, a distance of 83.51 feet to a point for the most southerly southwest corner of said remainder of Lot 5 and the southeast corner of that certain called one square foot of land as described in a deed to Raymond W. Rees as recorded in Volume 97028, Page 1457 of said Deed Records;
6. THENCE, NORTH 10 degrees 48 minutes 37 seconds WEST, departing said common line, along the common said west line of remainder of Lot 5, and the east line of the said Rees tract, a distance of one foot to a point for corner;
7. THENCE, SOUTH 79 degrees 58 minutes 13 seconds WEST, a distance of one foot to a point for the most westerly southwest corner of said remainder of Lot 5 and the northwest corner of said Rees tract and being on the east line of that certain remainder tract of land as described in a deed to Briercroft Business Park Joint Venture as recorded in Volume 84109, Page 2698 of said Deed Records;
8. THENCE, NORTH 10 degrees 48 minutes 37 seconds WEST, along the common west line of said remainder of Lot 5, and the east line of the said remainder of Briercroft Business Park Joint Venture tract, passing at 198.68 feet an interior corner of said Valwood Improvement Authority tract and continuing along the common said east line of said Valwood Improvement Authority Tract and said west line of the remainder of Lot 5, a total distance of 224.54 feet to an angle point;

EXHIBIT "A"

COUNTY: DALLAS
HIGHWAY: SH190
PROJECT LIMITS: From I.H. 35E Near Trinity
Mills Road in Dallas County
To I.H. 635 West Near Valley
View Lane in Dallas County
PARCEL: NTTA 25-31

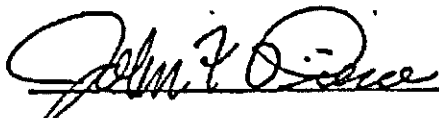
Page 3 of 3
July 07, 2001
Revised: April 24, 2002
Revised: July 19, 2002

9. THENCE, NORTH 36 degrees 16 minutes 59 seconds EAST, continuing along said common line, a distance of 92.57 feet to the beginning of a curve to the left;
10. THENCE, NORTHEAST, continuing along said common line and along said curve to the left having a central angle of 36 degrees 00 minutes 00 seconds, a radius of 630.00 feet and an arc length of 395.84 feet, the chord of said curve bears NORTH 18 degrees 16 minutes 55 seconds EAST having a chord distance of 389.36 feet to the POINT OF BEGINNING containing 1.6320 acres of land, more or less:

This description accompanies parcel map of even date herewith.

All bearings are based on project coordinates for North Texas Tollway Authority Segment IV of the President George Bush Turnpike.

FIELD NOTES PREPARED FROM FIELDWORK PERFORMED IN 1999 and 2000.



John F. Pierce
Registered Professional Land Surveyor
Texas No. 2011

July 19, 2002

Date

Arredondo, Zepeda & Brunz Inc.
11355 McCree Road
Dallas, Texas 75238
(214) 341-9900
(214) 341-9925 - Fax

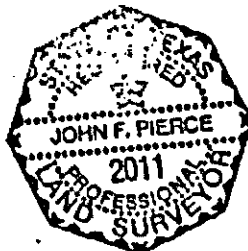
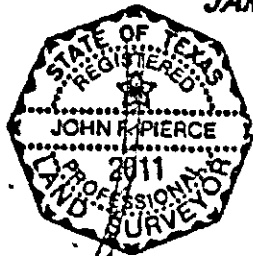


EXHIBIT "B"

JAMES ARMSTRONG SURVEY ABSTRACT NO. 30



FARMERS BRANCH-CARROLLTON
FLOOD CONTROL DISTRICT
VOL. 4533, PG. 4538 D.R.D.C.T.
DRAIN KNOWN AS VALWOOD
IMPROVEMENT AUTHORITY
BY HOUSE BILL NO. 3048 ON
JUNE 14, 1969

30.00' MAINTENANCE ACCESS
AND SLOPE EASEMENT
FARMERS BRANCH-CARROLLTON
FLOOD CONTROL DISTRICT
VOL. 7894, PG. 8709 &
VOL. 8504, PG. 4832
D.R.D.C.T.

Delta-36° 00' 00" (L.T.)
R-430.00
L-383.84
CD-N 18° 15' 55" E
LC-389.38

BAPTIST FOUNDATION OF TEXAS
VOL. 798, PG. 72 D.R.D.C.T.
RIGHT-OF-WAY EASEMENT
FARMERS BRANCH-CARROLLTON
FLOOD CONTROL DISTRICT
VOL. 68, PG. 473 D.R.D.C.T.

PRESIDENT GEORGE BUSH TURNPIKE

EXISTING
RIGHT-OF-
WAY LINE
LOT 8
24.32' PRELIMINARY
AND EASEMENT ACCESS
EASEMENT
VOL. 8504, PG. 4832
D.R.D.C.T.

LOT 4A
PARKING AREA

P.O.C.

P.O.B.

PROPOSED
RIGHT-OF-
WAY LINE

LUNA ROAD-1994, LTD.
VOL. 8414, PG. 3229
D.R.D.C.T.

Remainder Of
LOT 5
BRENCROFT BUSINESS PARK
VOL. 8504, PG. 4832
D.R.D.C.T.

REPLAT OF LOT 4 AND
PART OF LOT 8 OF
BRENCROFT BUSINESS
PARK ADDITION
VOL. 6304, PG. 6661
D.R.D.C.T.

30.00' MAINTENANCE EASEMENT
FARMERS BRANCH-CARROLLTON
FLOOD CONTROL DISTRICT
VOL. 8504, PG. 4832
D.R.D.C.T.

LEGEND

NOT TO SCALE

CERTIFIED *John R. Pierce* Date: *04-19-02*
Registered Professional Land Surveyor
Texas No. 2811

RECOMMENDED *David Adams* Date: *8-14-02*
HNTB-Zollars, Inc.
Section Engineer

APPROVED *David M. Ellis* Date: *8-14-02*
HNTB Corporation
General Engineering Consultant

APPROVED *Michael R. H. H. H.* Date: *8-14-02*
North Texas Tollway Authority
Director of Engineering

ARREDONDO, ZEPEDA & BRUNZ, INC.
11355 MCCREE ROAD
DALLAS, TEXAS 75238 (214) 341-9900

Note: - Denotes 1/2" steel rebar with yellow plastic cap
marked "AZB" set, unless noted otherwise.

All Bearings are based on project coordinates for
North Texas Tollway Authority Segment IV of the
President George Bush Turnpike.

A Legal Description of even date herewith
accompanies this plat.

OWNER: LUNA ROAD-1994, LTD.
JAMES ARMSTRONG SURVEY ABSTRACT NO. 30
DALLAS COUNTY, TEXAS

NORTH TEXAS TOLLWAY AUTHORITY
President George Bush Turnpike
RIGHT OF WAY PLAT

DATE: JULY 07, 2001 SCALE: 1" = 200' PARCEL NO. NHTA 25-37

EXHIBIT "A"

COUNTY: DALLAS
HIGHWAY: SH190
PROJECT LIMITS: From I.H. 35E Near Trinity
Mills Road in Dallas County
To I.H. 635 West Near Valley
View Lane in Dallas County
PARCEL: NTTA 25-35

Page 1 of 4
May 22, 2002

Being 4.3627 acres of land in the James Armstrong Survey, Abstract Number 30, City of Carrollton, Dallas County, Texas, and being the remainder of that certain tract of land as described in a deed to Briercroft Business Park Joint Venture as recorded in Volume 84109, Page 2696 of the Deed Records Dallas County, Texas, and being more particularly described by metes and bounds as follows;

COMMENCING at a one-half inch steel rebar with plastic cap marked "Half", found for the northwest corner of that certain 2.188 acre tract of land as described in a deed to North Texas Tollway Authority (NTTA 2.118 acre tract), as recorded in Volume 99023, Page 02408 of said Deed Records and the southwest corner of that certain 15.831 acre tract of land as described in a deed to North Texas Tollway Authority (NTTA 15.831 acre tract), as recorded in Volume 99023, Page 02421 of said Deed Records, same being in the east line of the remainder of that certain tract of land as described in a deed to Wallace M. Skinner and James E. Carr (Skinner/Carr remainder tract) as recorded in Volume 76237, Page 1585 of said Deed Records;

THENCE, NORTH 00 degrees 34 minutes 37 seconds EAST, along the common east line of said Skinner/Carr remainder tract and the west line of said NTTA 15.831 acre tract, a distance of 750.84 feet to a one-half inch steel rebar with plastic cap marked "Half", found on the south line of the remainder of that certain tract of land as described in a deed to the Baptist Foundation of Texas as recorded in Volume 799, Page 72 of said Deed Records same being the northeast corner of said Skinner/Carr remainder tract and the most southerly northwest corner of said NTTA 15.831 acre tract;

THENCE, NORTH 89 degrees 00 minutes 07 seconds WEST, along the common north line of said Skinner/Carr remainder tract and the said south line of Baptist Foundation of Texas remainder tract, a distance of 2.48 feet to the **POINT OF BEGINNNING**, same being the southwest corner of said Baptist Foundation of Texas remainder tract and the southeast corner of said Briercroft Business Park Joint Venture remainder tract;

EXHIBIT "A"

COUNTY: DALLAS
HIGHWAY: SH190
PROJECT LIMITS: From I.H. 35E Near Trinity
Mills Road in Dallas County
To I.H. 635 West Near Valley
View Lane in Dallas County
PARCEL: NTTA 25-35

Page 2 of 4
May 22, 2002

1. **THENCE, NORTH 89 degrees 12 minutes 14 seconds West, along the common south line of said Briercroft Business Park Joint Venture remainder tract and the said north line of Skinner/Carr remainder tract passing at 121.80 feet the northeast corner of the remainder of that certain tract of land as described in a deed to Henry B. Rose as recorded in Volume 855, Page 1378 of said Deed Records and continuing along the common south line of said Briercroft Business Park Joint Venture remainder tract and the north line of said Rose remainder tract a total distance of 226.10 feet to the southwest corner of said Briercroft Business Park Joint Venture remainder tract and the southeast corner of that certain tract of land as described in a deed to Farmers Branch Carrollton Flood Control District, now known as Valwood Improvement Authority by House Bill No. 3088 on June 14, 1989, as recorded in Volume 83235, Page 4533 of said Deed Records;**
2. **THENCE, NORTH 09 degrees 16 minutes 13 seconds WEST, departing said common line, and along the common east line of said Valwood Improvement Authority tract and the west line of said Briercroft Business Park Joint Venture remainder tract, a distance of 84.24 feet to a point;**
3. **THENCE, NORTH 20 degrees 57 minutes 36 seconds WEST, continuing along said common line, a distance of 320.00 feet to a point;**
4. **THENCE, NORTH 11 degrees 57 minutes 26 seconds WEST, continuing along said common line, passing at 52.80 feet a one-half inch steel rebar with yellow plastic cap marked "AZB", set for corner on the proposed west right-of-way line of the President George Bush Turnpike and continuing along said common line and said proposed west right-of-way line of the President George Bush Turnpike, a total distance of 125.01 feet to a one-half inch steel rebar with yellow plastic cap marked "AZB", set for corner;**
5. **THENCE, NORTH 20 degrees 07 minutes 39 seconds EAST, continuing along said common line and said proposed west right-of-way line of the President George Bush Turnpike, passing at 73.16 feet a one-half inch steel rebar with yellow plastic cap marked "AZB", set for corner and departing said proposed west right-of-way of the President George Bush Turnpike and continuing along said common line, a total distance of 206.30 feet to a point;**

EXHIBIT "A"

COUNTY: DALLAS
HIGHWAY: SH190
PROJECT LIMITS: From I.H. 35E Near Trinity
Mills Road in Dallas County
To I.H. 635 West Near Valley
View Lane in Dallas County
PARCEL: NTTA 25-35

Page 3 of 4
May 22, 2002

6. THENCE, NORTH 50 degrees 02 minutes 30 seconds EAST, continuing along said common line, a distance of 144.99 feet to a point;
7. THENCE, NORTH 66 degrees 22 minutes 35 seconds EAST, continuing along said common line, a distance of 160.01 feet to a point;
8. THENCE, NORTH 72 degrees 47 minutes 06 seconds EAST, continuing along said common line, a distance of 22.94 feet to a point on the west line of Lot 5 of the Replat of Briercroft Business Park as recorded in Volume 85040, Page 4832 of said Deed Records, same being the northeast corner of said Briercroft Business Park Joint Venture remainder tract;
9. THENCE, SOUTH 10 degrees 48 minutes 37 seconds EAST, along the common east line of said Briercroft Business Park Joint Venture remainder tract and the said west line of lot 5, a distance of 197.66 feet to a point on the north line of said Baptist Foundation of Texas remainder tract, same being the southwest corner of said Lot 5 and the most northerly southeast corner of said Briercroft Business Park Joint Venture remainder tract;
10. THENCE, SOUTH 79 degrees 58 minutes 13 seconds WEST, along the common said north line of Baptist Foundation of Texas remainder tract and the most northerly south line of said Briercroft Business Park Joint Venture remainder tract a distance of 37.10 feet to a point;
11. THENCE, SOUTH 56 degrees 36 minutes 57 seconds WEST, along said common line, a distance of 141.81 feet to a point;
12. THENCE, SOUTH 01 degrees 43 minutes 33 seconds EAST, along the common west line of said Baptist Foundation of Texas remainder tract and the east line of said Briercroft Business Joint Venture remainder tract, a distance of 121.18 feet to a point;

EXHIBIT "A"

COUNTY: DALLAS
HIGHWAY: SH190
PROJECT LIMITS: From I.H. 35E Near Trinity
Mills Road in Dallas County
To I.H. 635 West Near Valley
View Lane in Dallas County
PARCEL: NTTA 25-35

Page 4 of 4
May 22, 2002

13. THENCE, SOUTH 15 degrees 32 minutes 54 seconds EAST, continuing along
said common line, a distance of 265.81 feet to a point;

14. THENCE, SOUTH 19 degrees 04 minutes 18 seconds EAST, continuing along
said common line, a distance of 221.42 to the POINT OF BEGINNING
containing 4.3627 acres of land, more or less.

This description accompanies parcel map of even date herewith.

All bearings are based on project coordinates for North Texas Tollway Authority
Segment IV of the President George Bush Turnpike.

FIELD NOTES PREPARED FROM FIELDWORK PERFORMED IN 1999 and 2000.

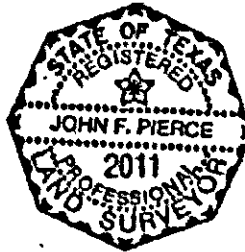
John F. Pierce

MAY 22, 2002

John F. Pierce
Registered Professional Land Surveyor
Texas No. 2011

Date

Arredondo, Zepeda & Brunz Inc.
11355 McCree Road
Dallas, Texas 75238
(214) 341-8900
(214) 341-8925 - Fax



**JAMES ARMSTRONG SURVEY
ABSTRACT NO. 30**



EXHIBIT "A"

COUNTY: DALLAS
HIGHWAY: SH190
PROJECT LIMITS: From I.H. 35E Near Trinity
Mills Road in Dallas County
To I.H. 635 West Near Valley
View Lane in Dallas County
PARCEL: NTTA 25-37

Page 1 of 3
May 22, 2002

Being 7.6503 acres of land in the James Armstrong Survey, Abstract Number 30, City of Carrollton, Dallas County, Texas, and being part of the remainder of that certain tract of land as described in a deed to Wallace M. Skinner and James E. Carr (Skinner/Carr remainder tract) as recorded in Volume 76237, Page 1585 of the Deed Records Dallas County, Texas, and being more particularly described by metes and bounds as follows;

COMMENCING at a one-half inch steel rebar with plastic cap marked "Half", found for an inside corner of that certain 15.831 acre tract of land as described in a deed to North Texas Tollway Authority (NTTA 15.831 acre tract), as recorded in Volume 99023, Page 02421 of said Deed Records, same being the southeast corner of the remainder of that certain tract of land as described in a deed to Baptist Foundation of Texas as recorded in Volume 799, Page 72 of said Deed Records;

THENCE, NORTH 89 degrees 00 minutes 07 seconds WEST, along the common most southerly north line of said NTTA 15.831 acre tract and the south line of said Baptist Foundation of Texas remainder tract, a distance of 73.80 feet to a one-half inch steel rebar with plastic cap marked "Half", found for the **POINT OF BEGINNNING**, same being the most southerly northwest corner of said NTTA 15.831 acre tract and the northeast corner of said Skinner/Carr remainder tract;

1. **THENCE**, SOUTH 00 degrees 34 minutes 37 seconds WEST, along the common east line of said Skinner/Carr remainder tract and the west line of said NTTA 15.831 acre tract, passing at 598.20 feet a one-half inch steel rebar with yellow plastic cap marked "AZB", set on the proposed east right-of-way line of the President George Bush Turnpike and continuing along said common line and said proposed east right of way line of the President George Bush Turnpike, a total distance of 750.84 feet to a one-half inch steel rebar with plastic cap marked "Half", found for the southwest corner of said NTTA 15.831 acre tract and the northwest corner of that certain called 2.188 acre tract as described in a deed to North Texas Tollway Authority (NTTA 2.188 acre tract), as recorded in Volume 99023, Page 02408 of said Deed Records;
2. **THENCE**, SOUTH 00 degrees 36 minutes 46 seconds WEST, continuing along said proposed east right-of-way line of the President George Bush Turnpike and the common said east line of Skinner/Carr remainder tract and the west line of said NTTA 2.188 acre tract, a distance of 212.41 feet to the southeast corner of said Skinner/Carr remainder tract and the northeast corner of the remainder of that certain tract of land as described in a deed to L. E. W. Skinner as recorded in Volume 4529, Page 123 of said Deed Records;

EXHIBIT "A"

COUNTY: DALLAS
HIGHWAY: SH190
PROJECT LIMITS: From I.H. 35E Near Trinity
Mills Road in Dallas County
To I.H. 635 West Near Valley
View Lane in Dallas County
PARCEL: NTTA 25-37

Page 2 of 3
May 22, 2002

3. THENCE, NORTH 89 degrees 28 minutes 53 seconds WEST, departing the said proposed east right-of-way line of the President George Bush Turnpike, along the common south line of said Skinner/Carr remainder tract and north line of said Skinner remainder tract, passing at 187.13 feet the northwest corner of said Skinner remainder tract and the northeast corner of that certain tract of land as described in a deed to Farmers Branch-Carrollton Flood Control District, now known as Valwood Improvement Authority by House Bill No.3088 on June 14, 1989, as recorded in Volume 76210, Page 1516 of said Deed Records and continuing along the common north line of said Valwood Improvement Authority tract and said south line of Skinner/Carr remainder tract a total distance of 367.21 feet to a one-half inch steel rebar with yellow plastic cap marked "AZB", set for corner on the proposed west right-of-way line of the President George Bush Turnpike;
4. THENCE, NORTH 00 degrees 38 minutes 53 seconds EAST, departing said common line and along said proposed west right-of-way line of the President George Bush Turnpike, a distance of 330.60 feet to a one-half inch steel rebar with yellow plastic cap marked "AZB", set for corner;
5. THENCE, NORTH 00 degrees 03 minutes 43 seconds EAST, continuing along said proposed west right-of-way line of the President George Bush Turnpike, a distance of 495.22 feet a one-half inch steel rebar with yellow plastic cap marked "AZB", set for corner on the common south line of the remainder of that certain tract of land as described in a deed to Henry R. Rose as recorded in Volume 855, Page 1378 of said Deed Records and the north line of Skinner/Carr remainder tract;
6. THENCE, NORTH 89 degrees 57 minutes 45 seconds EAST, departing said proposed west right-of-way line of the President George Bush Turnpike, along said common line, a distance of 27.99 feet to a point;
7. THENCE, NORTH 67 degrees 29 minutes 18 seconds EAST, continuing along said common line, a distance of 156.09 feet to a point;
8. THENCE, NORTH 45 degrees 05 minutes 53 seconds EAST, continuing along said common line, a distance of 107.72 feet to the northeast corner of said Rose remainder tract and the south line of the remainder of that certain tract of land as described in a deed to Briercroft Business Park Joint Venture as recorded in Volume 84109, Page 2696 of said Deed Records;

EXHIBIT "A"

COUNTY: DALLAS
HIGHWAY: SH190
PROJECT LIMITS: From I.H. 35E Near Trinity
Mills Road in Dallas County
To I.H. 635 West Near Valley
View Lane in Dallas County
PARCEL: NTTA 25-37

Page 3 of 3
May 22, 2002

9. THENCE, SOUTH 89 degrees 12 minutes 14 seconds EAST, along the common said south line of Briercroft Business Park Joint Venture remainder tract and the said north line of Skinner/Carr remainder tract, a distance of 121.80 feet to the southwest corner of said Baptist Foundation of Texas remainder tract, and the southeast corner of said Briercroft Business Park Joint Venture remainder tract;

10. THENCE, SOUTH 89 degrees 00 minutes 07 seconds EAST, along the common south line of said Baptist Foundation of Texas remainder tract and the said north line of Skinner/Carr remainder tract a distance of 2.48 feet to the POINT OF BEGINNING containing 7.6503 acres of land, more or less.

This description accompanies parcel map of even date herewith.

All bearings are based on project coordinates for North Texas Tollway Authority Segment IV of the President George Bush Turnpike.

FIELD NOTES PREPARED FROM FIELDWORK PERFORMED IN 1999 and 2000.

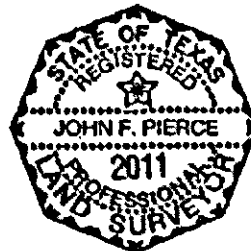


May 22, 2002

Date

John F. Pierce
Registered Professional Land Surveyor
-Texas No. 2011

Arredondo, Zepeda & Brunz Inc.
11355 McCree Road
Dallas, Texas 75238
(214) 341-9900
(214) 341-9925 - Fax



**JAMES ARMSTRONG SURVEY
ABSTRACT NO. 30**

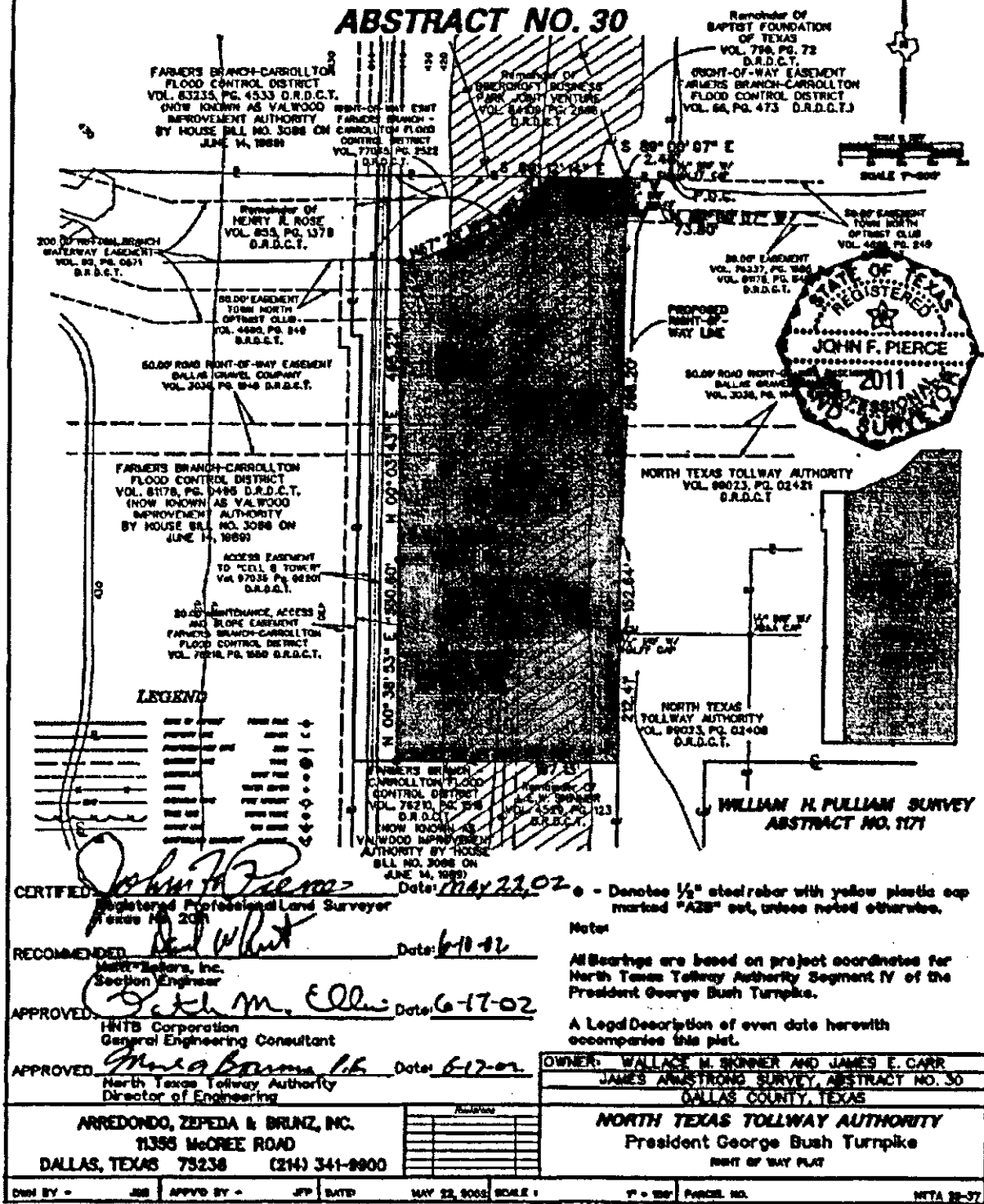


EXHIBIT "A"

COUNTY: DALLAS
HIGHWAY: SH190
PROJECT LIMITS: From I.H. 35E Near Trinity
Mills Road in Dallas County
To I.H. 635 West Near Valley
View Lane in Dallas County
PARCEL: NTTA 25-39

Page 1 of 3
May 22, 2002

Being 22,394 square feet of land in the James Armstrong Survey, Abstract Number 30, City of Carrollton, Dallas County, Texas, and being part of the remainder of that certain tract of land as described in a deed to Henry R. Rose as recorded in Volume 855, Page 1378 of the Deed Records Dallas County, Texas, and being more particularly described by metes and bounds as follows;

COMMENCING at a one-half inch steel rebar with plastic cap marked "Half", found for the northwest corner of that certain 2.188 acre tract of land as described in a deed to North Texas Tollway Authority (NTTA 2.118 acre tract), as recorded in Volume 99023, Page 02408 of said Deed Records and the southwest corner of that certain 15.831 acre tract of land as described in a deed to North Texas Tollway Authority (NTTA 15.831 acre tract), as recorded in Volume 99023, Page 02421 of said Deed Records, same being in the east line of the remainder of that certain tract of land as described in a deed to Wallace M. Skinner and James E. Carr (Skinner/Carr remainder tract) as recorded in Volume 76237, Page 1585 of said Deed Records;

THENCE, NORTH 00 degrees 34 minutes 37 seconds EAST, along the common east line of said Skinner/Carr remainder tract and the west line of said NTTA 15.831 acre tract, a distance of 750.84 feet to a one-half inch steel rebar with plastic cap marked "Half", found on the south line of the remainder of that certain tract of land as described in a deed to the Baptist Foundation of Texas as recorded in Volume 799, Page 72 of said Deed Records same being the northeast corner of said Skinner/Carr remainder tract and the most southerly northwest corner of said NTTA 15.831 acre tract;

THENCE, NORTH 89 degrees 00 minutes 07 seconds WEST, along the common north line of said Skinner/Carr remainder tract and the said south line of Baptist Foundation of Texas remainder tract, a distance of 2.48 feet to the southwest corner of said Baptist Foundation of Texas remainder tract and the southeast corner of the remainder of that certain tract of land as described in a deed to Briercroft Business Park Joint Venture as recorded in Volume 84109, Page 2696 of said Deed Records;

EXHIBIT "A"

COUNTY: DALLAS
HIGHWAY: SH190
PROJECT LIMITS: From I.H. 35E Near Trinity
Mills Road in Dallas County
To I.H. 635 West Near Valley
View Lane in Dallas County
PARCEL: NTTA 25-39

Page 2 of 3
May 22, 2002

THENCE, NORTH 89 degrees 12 minutes 14 seconds West, along the common south line of said Briercroft Business Park Joint Venture remainder tract and the said north line of Skinner/Carr remainder tract, a distance of 121.80 feet to the POINT OF BEGINNING, same being the northeast corner of the said Rose remainder tract;

1. THENCE, SOUTH 45 degrees 05 minutes 53 seconds WEST, departing said common line, and along the common south line of said Rose remainder tract and the said north line of Skinner/Carr remainder tract, a distance of 107.72 feet to a point;
2. THENCE, SOUTH 67 degrees 29 minutes 18 seconds WEST, continuing along said common line, a distance of 156.09 feet to a point;
3. THENCE, SOUTH 89 degrees 57 minutes 45 seconds WEST, continuing along said common line, a distance of 27.99 feet to a one-half inch steel rebar with yellow plastic cap marked "AZB", set for corner on the proposed west right-of-way line of the President George Bush Turnpike;
4. THENCE, NORTH 00 degrees 03 minutes 43 seconds EAST, along said proposed west right-of-way line of the President George Bush Turnpike, a distance of 139.27 feet to a one-half inch steel rebar with yellow plastic cap marked "AZB", set for corner on the common north line of said Rose remainder tract and the south line of that certain tract of land as described in a deed to Farmers Branch-Carrollton Flood Control District, now known as Valwood Improvement Authority by House Bill No. 3088 on June 14, 1989, as recorded in Volume 83235, Page 4533 of said Deed Records;

EXHIBIT "A"

COUNTY: DALLAS
HIGHWAY: SH190
PROJECT LIMITS: From I.H. 35E Near Trinity
Mills Road in Dallas County
To I.H. 635 West Near Valley
View Lane in Dallas County
PARCEL: NTTA 25-39

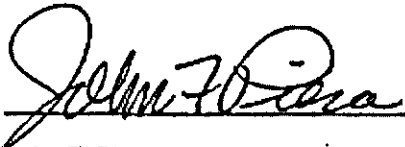
Page 3 of 3
May 22, 2002

5. THENCE, SOUTH 89 degrees 12 minutes 14 seconds EAST, along said common line, passing at 144.06 feet the southeast corner of said Valwood Improvement Authority tract and the southwest corner of said Briercroft Business Park Joint Venture remainder tract and continuing along the common said north line of Rose remainder tract and the said south line of Briercroft Business Park Joint Venture remainder tract a total distance of 248.36 feet to the POINT OF BEGINNING containing 22,394 square feet of land, more or less;

This description accompanies parcel map of even date herewith.

All bearings are based on project coordinates for North Texas Tollway Authority Segment IV of the President George Bush Turnpike.

FIELD NOTES PREPARED FROM FIELDWORK PERFORMED IN 1999 and 2000.

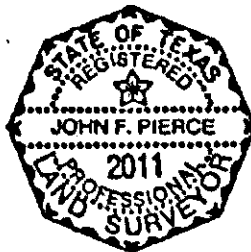


May 22, 2002

John F. Pierce
Registered Professional Land Surveyor
Texas No. 2011

Date

Arredondo, Zepeda & Brunz Inc.
11355 McCree Road
Dallas, Texas 75238
(214) 341-9900
(214) 341-9925 - Fax



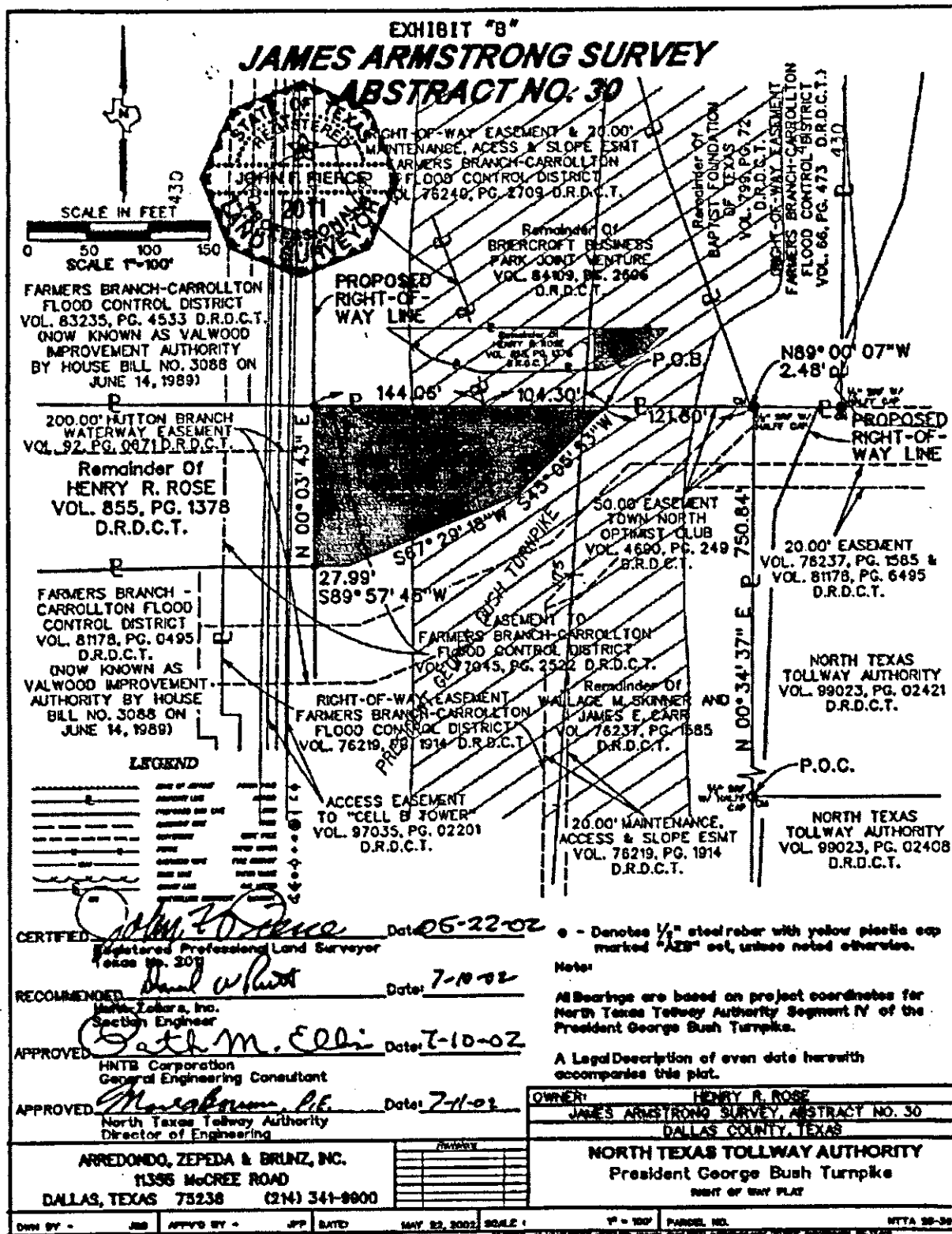
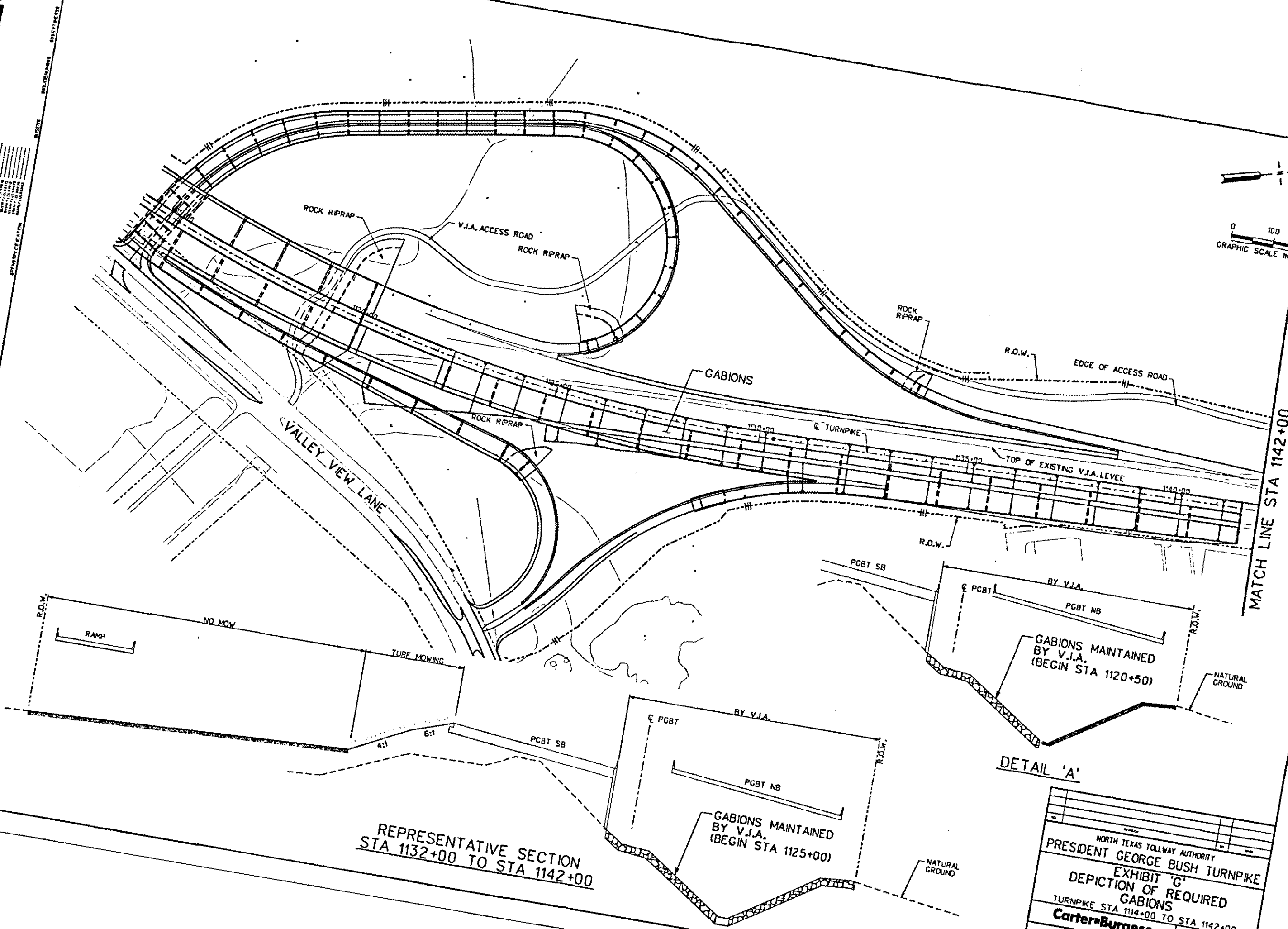
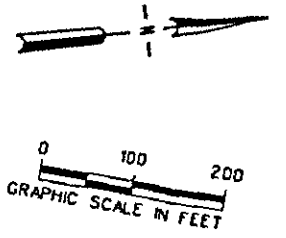


EXHIBIT G
INTERLOCAL AGREEMENT BETWEEN
THE NORTH TEXAS TOLLWAY AUTHORITY
AND VALWOOD IMPROVEMENT AUTHORITY
OF DALLAS COUNTY, TEXAS
FOR THE DESIGN, CONSTRUCTION
AND MAINTENANCE OF SEGMENT IV
OF THE PRESIDENT GEORGE BUSH TURNPIKE

DEPICTION OF REQUIRED GABIONS
[subsec. II.C.(4)]

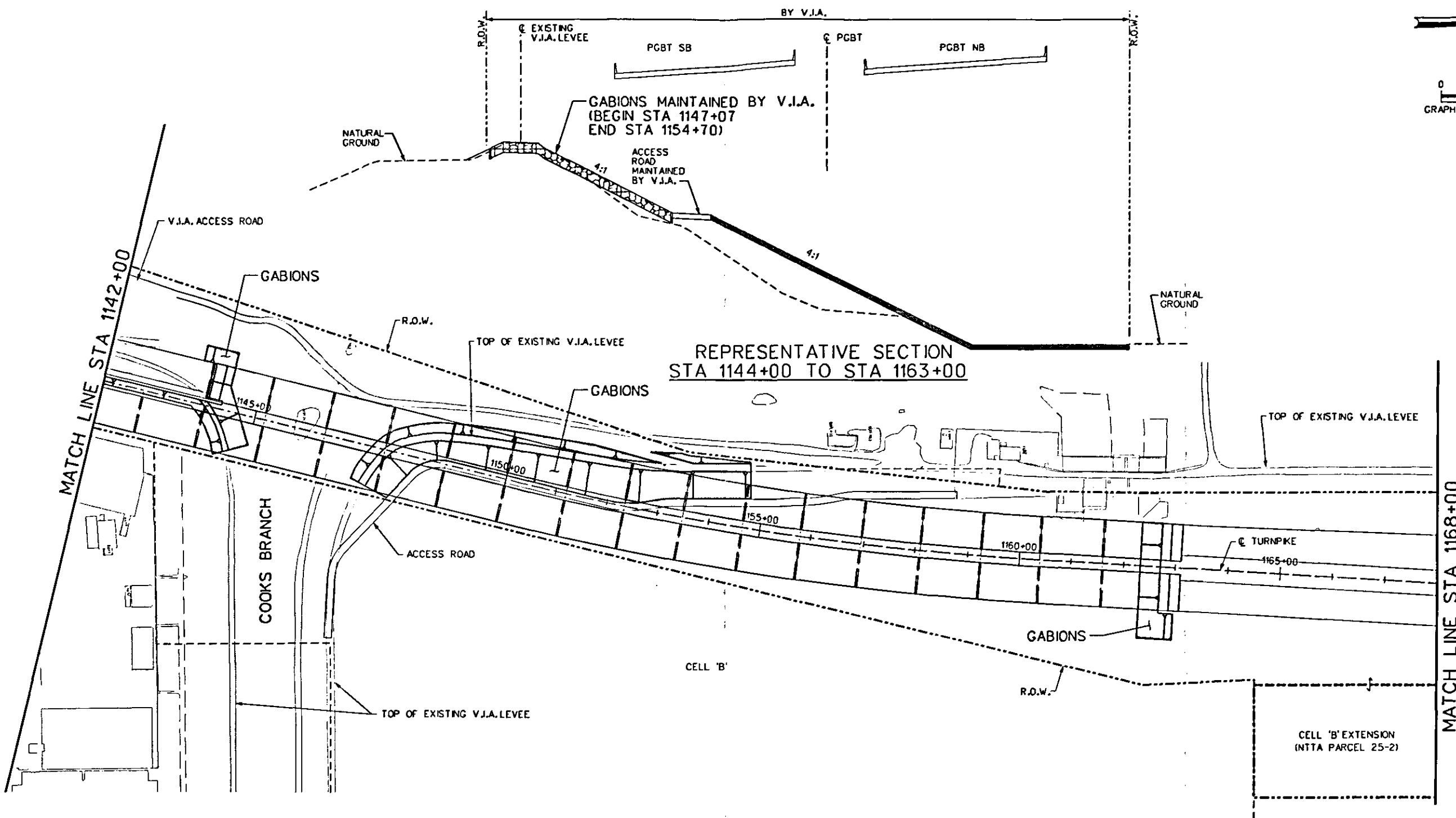
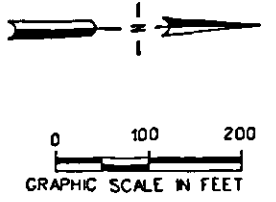
[see following pages]



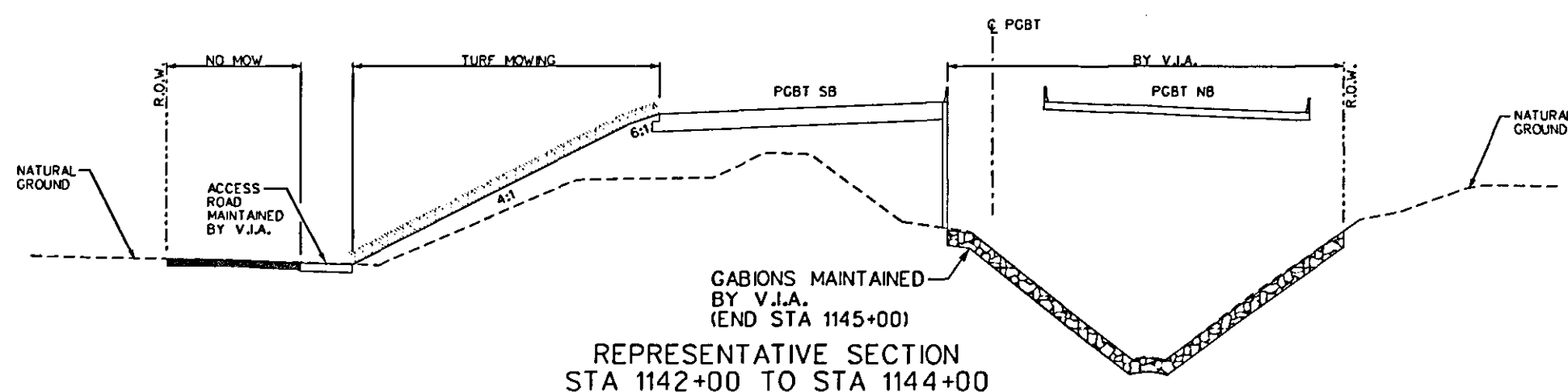
REPRESENTATIVE SECTION
STA 1132+00 TO STA 1142+00

DETAIL 'A'

NORTH TEXAS TOLLWAY AUTHORITY	
PRESIDENT GEORGE BUSH TURNPIKE	
EXHIBIT 'G'	
DEPICTION OF REQUIRED	
GABIONS	
TURNPIKE STA 1114+00 TO STA 1142+00	
Carter-Burgess	
DRAWN <u>I.W.</u> DATE _____	SECTION XXIV, XXV
CHECKED <u>BAA</u> DATE _____	DESIGNED DATE <u>8/7/07</u>
CONTRACT NO. _____	SCALE <u>1"=200'</u>
SHEET <u>1</u> OF <u>5</u>	



REPRESENTATIVE SECTION
STA 1144+00 TO STA 1163+00



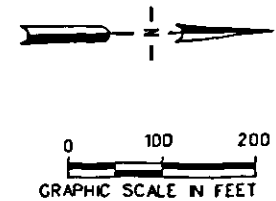
REPRESENTATIVE SECTION
STA 1142+00 TO STA 1144+00

NORTH TEXAS TOLLWAY AUTHORITY	
PRESIDENT GEORGE BUSH TURNPIKE	
EXHIBIT 'G'	
DEPICTION OF REQUIRED GABIONS	
TURNPIKE STA 1142+00 TO STA 1168+00	
Carter-Burgess	SECTION XXIV, XXV
DRAWN TWW DATE _____	DESIGNED DATE 8/7/07
CHECKED BAA DATE _____	SCALE 1"=200'
CONTRACT NO. _____ SHEET 2 OF 5	

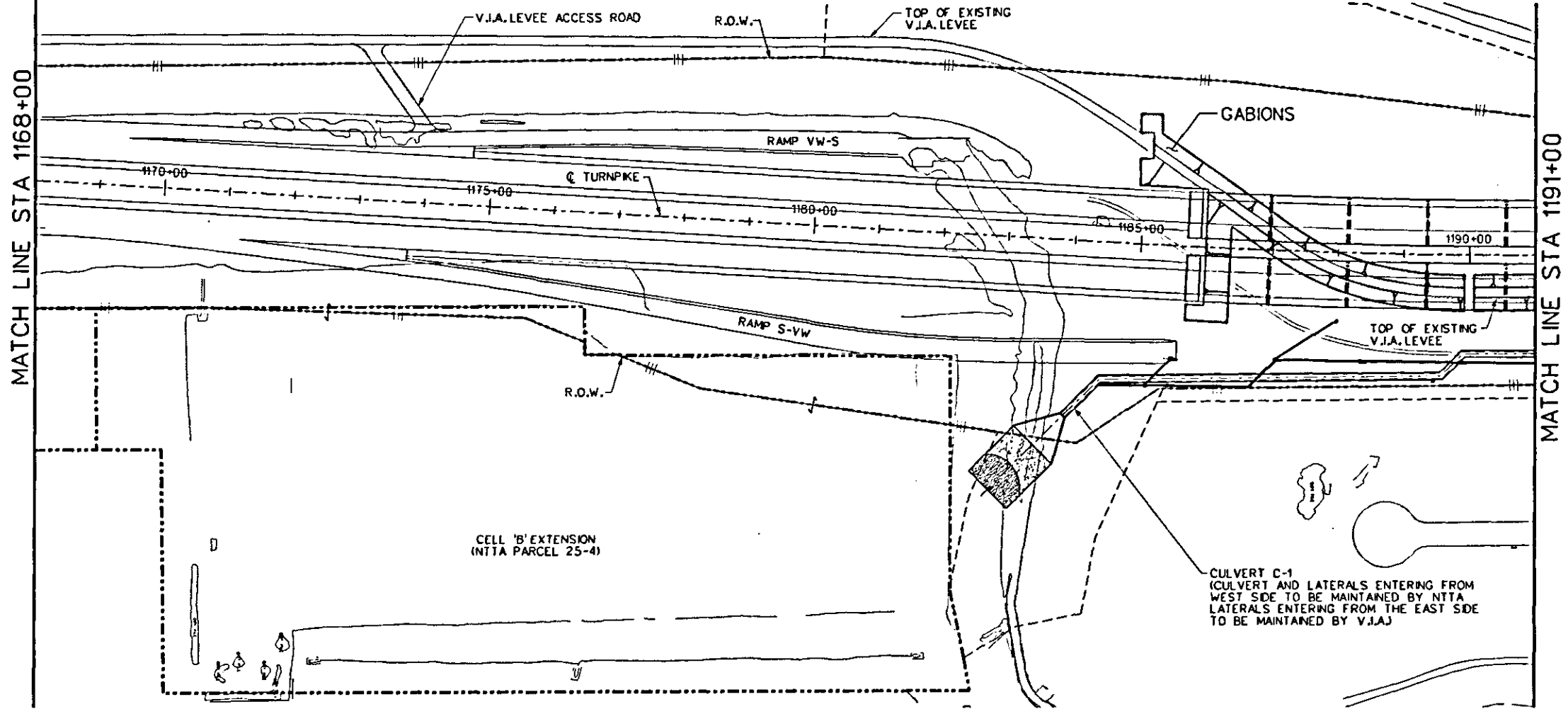
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 CHECKED BY: BAA
 DESIGNED BY: TWW
 DATE: 8/7/07
 SCALE: 1"=200'

DRAWN BY: TWW
 CHECKED BY: BAA
 DESIGNED BY: TWW
 DATE: 8/7/07
 SCALE: 1"=200'

DRAWN BY: TWW
 CHECKED BY: BAA
 DESIGNED BY: TWW
 DATE: 8/7/07
 SCALE: 1"=200'

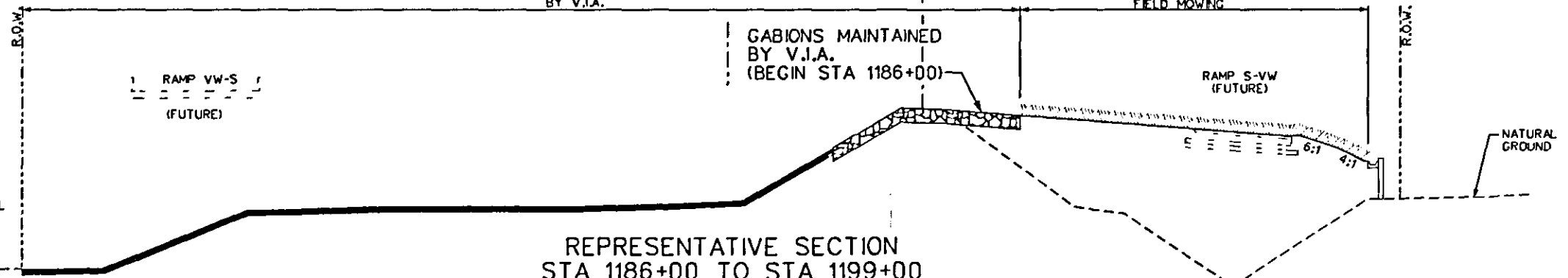


REPRESENTATIVE SECTION
 STA 1163+00 TO STA 1186+00



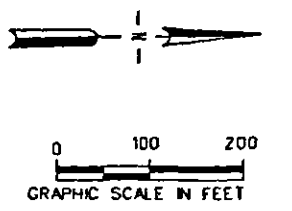
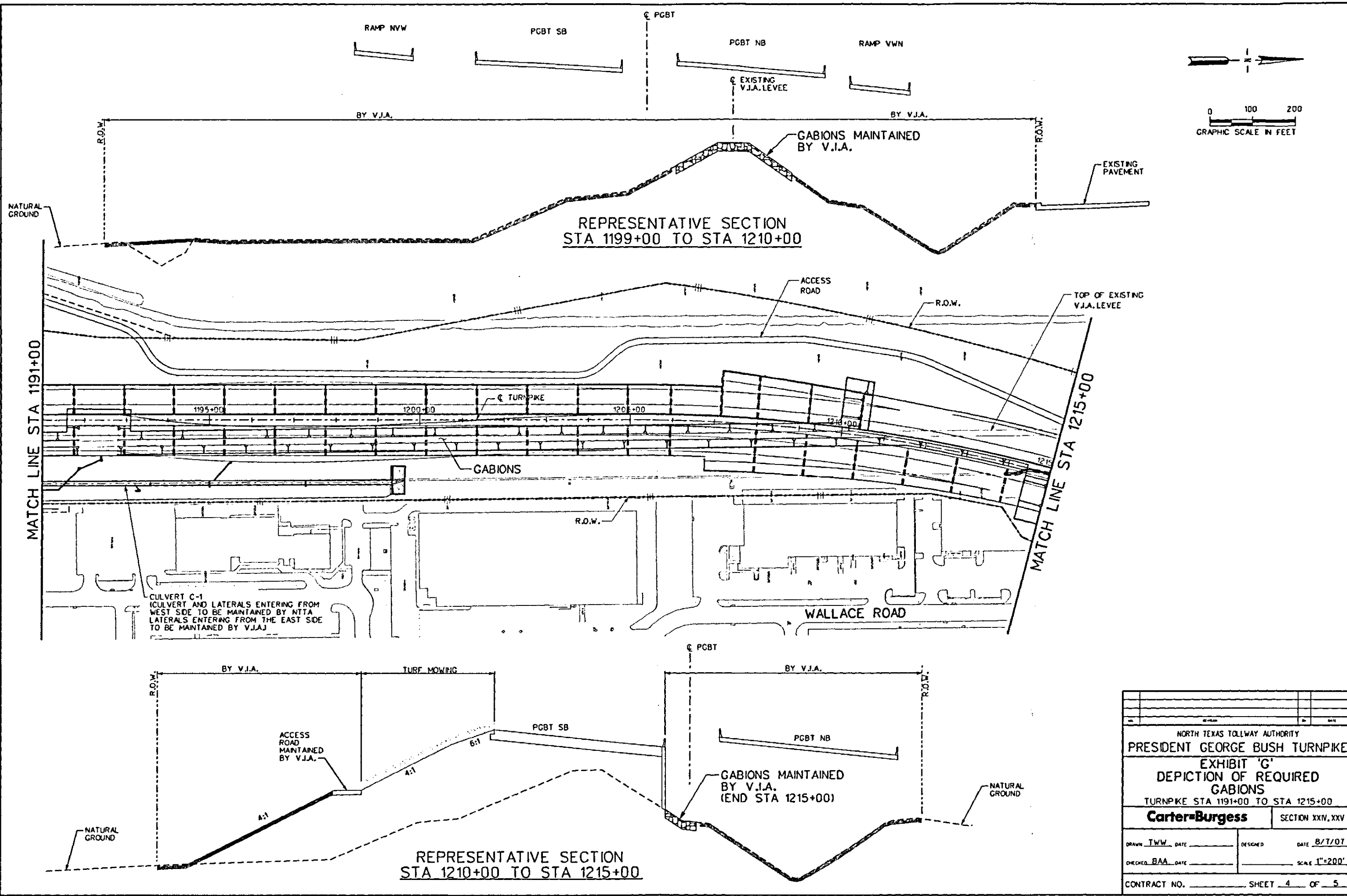
PGBT SB
 PGBT NB
 BY V.I.A.
 EXISTING V.I.A. LEVEE

REPRESENTATIVE SECTION
 STA 1186+00 TO STA 1199+00



NORTH TEXAS TOLLWAY AUTHORITY			
PRESIDENT GEORGE BUSH TURNPIKE			
EXHIBIT 'G'			
DEPICTION OF REQUIRED GABIONS			
TURNPIKE STA 1168+00 TO STA 1191+00			
Carter-Burgess		SECTION XXIV, XXV	
DRAWN TWW	DATE	DESIGNED	DATE 8/7/07
CHECKED BAA	DATE	SCALE	1"=200'
CONTRACT NO.		SHEET 3 OF 5	

PROJECT NO. 100-1000
 DRAWN BY: J. L. BROWN
 CHECKED BY: B. A. A.
 DATE: 8/7/07
 SCALE: 1"=200'
 SHEET 4 OF 5

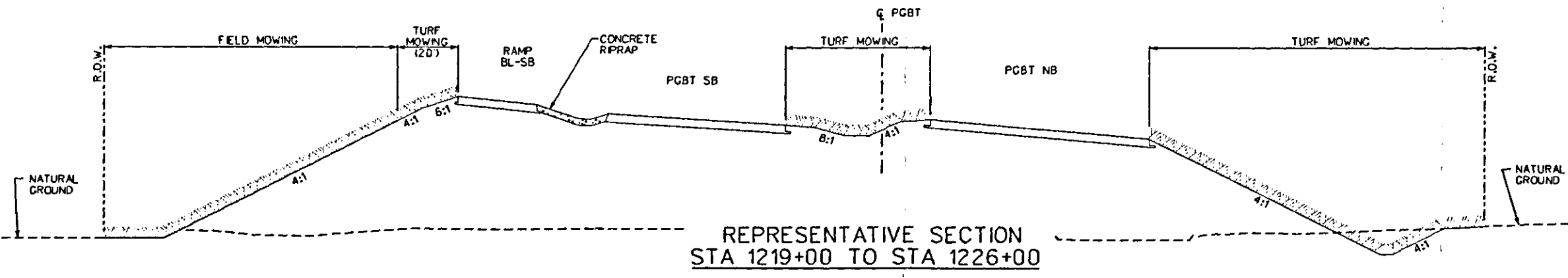
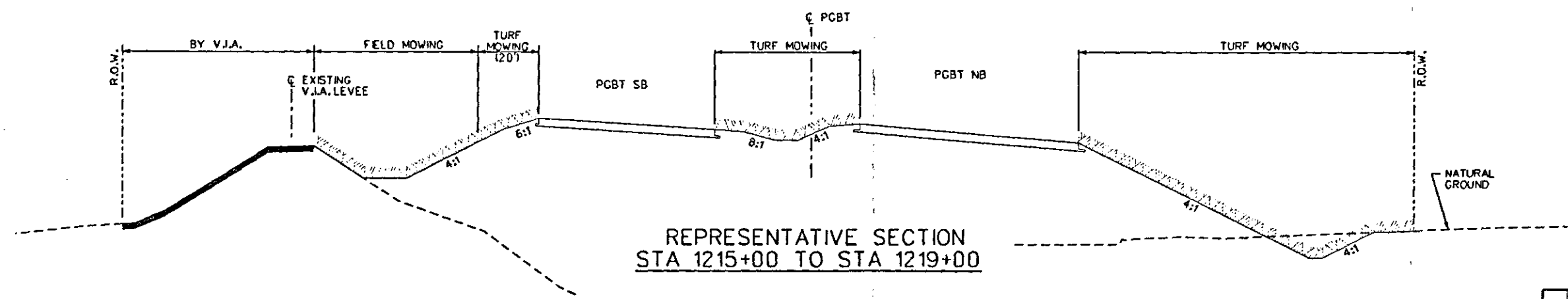
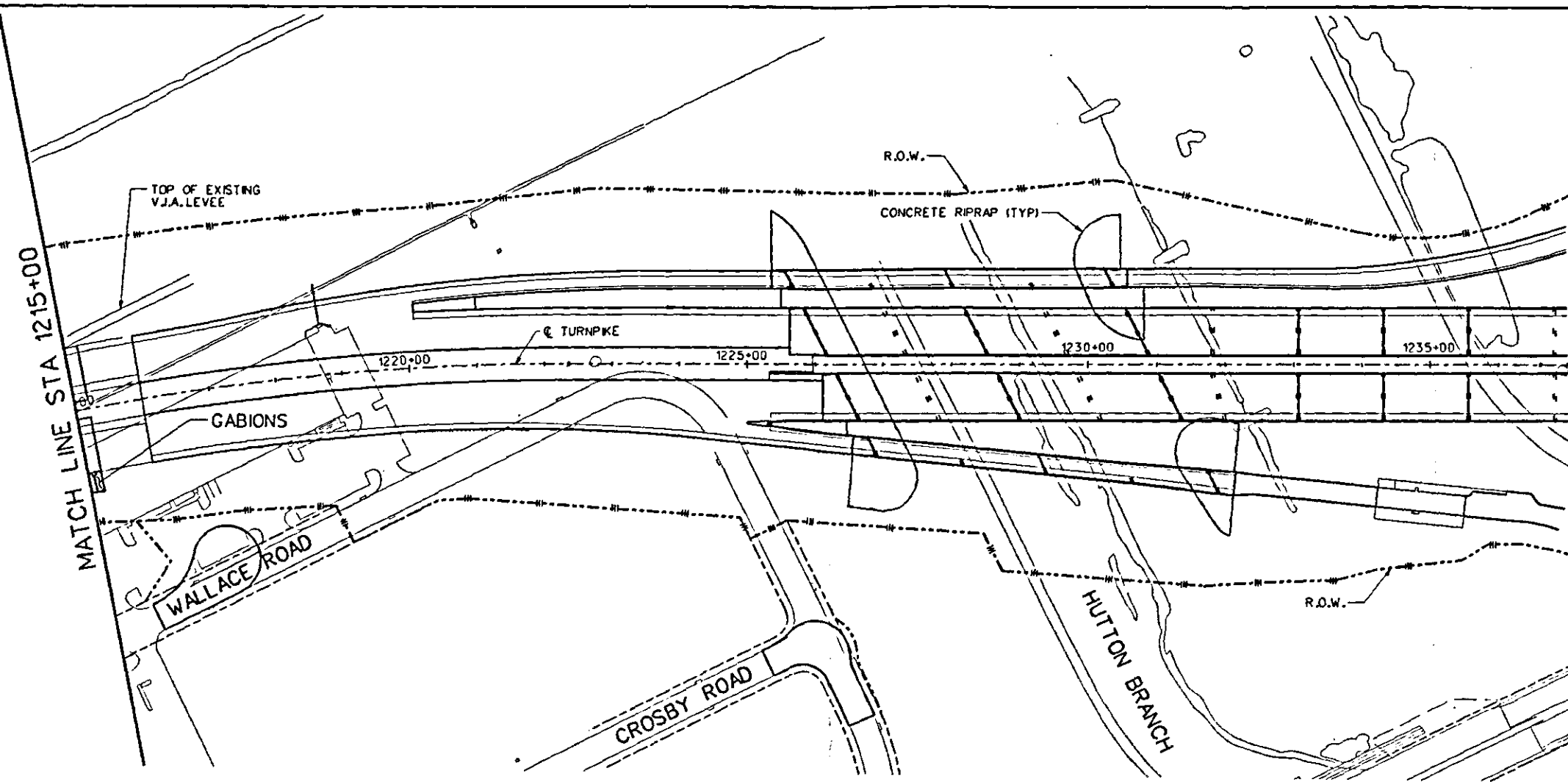
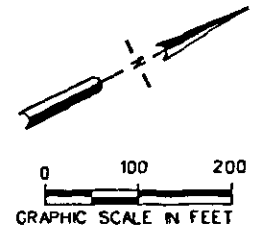


NORTH TEXAS TOLLWAY AUTHORITY			
PRESIDENT GEORGE BUSH TURNPIKE			
EXHIBIT 'G'			
DEPICTION OF REQUIRED GABIONS			
TURNPIKE STA 1191+00 TO STA 1215+00			
Carter-Burgess		SECTION XXIV, XXV	
DRAWN TWW	DATE	DESIGNED	DATE 8/7/07
CHECKED BAA	DATE	SCALE	1"=200'
CONTRACT NO.		SHEET 4 OF 5	

1. ALL DIMENSIONS ARE IN FEET UNLESS OTHERWISE NOTED.
 2. ALL ELEVATIONS ARE IN FEET UNLESS OTHERWISE NOTED.
 3. ALL DISTANCES ARE IN FEET UNLESS OTHERWISE NOTED.
 4. ALL ANGLES ARE IN DEGREES UNLESS OTHERWISE NOTED.
 5. ALL MATERIALS ARE TO BE OF THE BEST QUALITY AVAILABLE.
 6. ALL WORK IS TO BE DONE IN ACCORDANCE WITH THE LATEST EDITIONS OF THE STANDARD SPECIFICATIONS FOR HIGHWAY CONSTRUCTION, TEXAS EDITION, 2005.
 7. ALL WORK IS TO BE DONE IN ACCORDANCE WITH THE LATEST EDITIONS OF THE STANDARD SPECIFICATIONS FOR HIGHWAY CONSTRUCTION, TEXAS EDITION, 2005.
 8. ALL WORK IS TO BE DONE IN ACCORDANCE WITH THE LATEST EDITIONS OF THE STANDARD SPECIFICATIONS FOR HIGHWAY CONSTRUCTION, TEXAS EDITION, 2005.
 9. ALL WORK IS TO BE DONE IN ACCORDANCE WITH THE LATEST EDITIONS OF THE STANDARD SPECIFICATIONS FOR HIGHWAY CONSTRUCTION, TEXAS EDITION, 2005.
 10. ALL WORK IS TO BE DONE IN ACCORDANCE WITH THE LATEST EDITIONS OF THE STANDARD SPECIFICATIONS FOR HIGHWAY CONSTRUCTION, TEXAS EDITION, 2005.

1. ALL DIMENSIONS ARE IN FEET UNLESS OTHERWISE NOTED.
 2. ALL ELEVATIONS ARE IN FEET UNLESS OTHERWISE NOTED.
 3. ALL DISTANCES ARE IN FEET UNLESS OTHERWISE NOTED.
 4. ALL ANGLES ARE IN DEGREES UNLESS OTHERWISE NOTED.
 5. ALL MATERIALS ARE TO BE OF THE BEST QUALITY AVAILABLE.
 6. ALL WORK IS TO BE DONE IN ACCORDANCE WITH THE LATEST EDITIONS OF THE STANDARD SPECIFICATIONS FOR HIGHWAY CONSTRUCTION, TEXAS EDITION, 2005.
 7. ALL WORK IS TO BE DONE IN ACCORDANCE WITH THE LATEST EDITIONS OF THE STANDARD SPECIFICATIONS FOR HIGHWAY CONSTRUCTION, TEXAS EDITION, 2005.
 8. ALL WORK IS TO BE DONE IN ACCORDANCE WITH THE LATEST EDITIONS OF THE STANDARD SPECIFICATIONS FOR HIGHWAY CONSTRUCTION, TEXAS EDITION, 2005.
 9. ALL WORK IS TO BE DONE IN ACCORDANCE WITH THE LATEST EDITIONS OF THE STANDARD SPECIFICATIONS FOR HIGHWAY CONSTRUCTION, TEXAS EDITION, 2005.
 10. ALL WORK IS TO BE DONE IN ACCORDANCE WITH THE LATEST EDITIONS OF THE STANDARD SPECIFICATIONS FOR HIGHWAY CONSTRUCTION, TEXAS EDITION, 2005.

1. ALL DIMENSIONS ARE IN FEET UNLESS OTHERWISE NOTED.
 2. ALL ELEVATIONS ARE IN FEET UNLESS OTHERWISE NOTED.
 3. ALL DISTANCES ARE IN FEET UNLESS OTHERWISE NOTED.
 4. ALL ANGLES ARE IN DEGREES UNLESS OTHERWISE NOTED.
 5. ALL MATERIALS ARE TO BE OF THE BEST QUALITY AVAILABLE.
 6. ALL WORK IS TO BE DONE IN ACCORDANCE WITH THE LATEST EDITIONS OF THE STANDARD SPECIFICATIONS FOR HIGHWAY CONSTRUCTION, TEXAS EDITION, 2005.
 7. ALL WORK IS TO BE DONE IN ACCORDANCE WITH THE LATEST EDITIONS OF THE STANDARD SPECIFICATIONS FOR HIGHWAY CONSTRUCTION, TEXAS EDITION, 2005.
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 10. ALL WORK IS TO BE DONE IN ACCORDANCE WITH THE LATEST EDITIONS OF THE STANDARD SPECIFICATIONS FOR HIGHWAY CONSTRUCTION, TEXAS EDITION, 2005.



NORTH TEXAS TOLLWAY AUTHORITY			
PRESIDENT GEORGE BUSH TURNPIKE			
EXHIBIT 'G'			
DEPICTION OF REQUIRED GABIONS			
TURNPIKE STA 1215+00 TO STA 1237+00			
Carter-Burgess		SECTION XXIV, XXV	
DRAWN BY TW	DATE	DESIGNED	DATE 8/1/07
CHECKED BY BAA	DATE	SCALE 1"=200'	
CONTRACT NO.		SHEET 5 OF 5	

EXHIBIT II
**INTERLOCAL AGREEMENT BETWEEN
THE NORTH TEXAS TOLLWAY AUTHORITY
AND VALWOOD IMPROVEMENT AUTHORITY
OF DALLAS COUNTY, TEXAS
FOR THE DESIGN, CONSTRUCTION
AND MAINTENANCE OF SEGMENT IV
OF THE PRESIDENT GEORGE BUSH TURNPIKE**

DESCRIPTION OF MITIGATION AREAS
[subsec. II.F.(1)]

[see following pages]

EXHIBIT "A"

COUNTY: DALLAS
HIGHWAY: SH190
PROJECT LIMITS: From I.H. 35E Near Trinity
Mills Road in Dallas County
To I.H. 635 West Near Valley
View Lane in Dallas County
PARCEL: NTTA FRBMA 4-NORTH

Page 1 of 5
October 7, 2002

FIELD NOTES FOR A 18.8 ACRE TRACT,
FORESTED RIPARIAN BUFFER MITIGATION AREA 4-NORTH

Being 18.7577 acres of land in the James Armstrong Survey, Abstract Number 30, and the William Masters Survey, Abstract Number 925 (Historically referred to as Abstract Number 899 in the Dallas County Records), City of Carrollton, Dallas County, Texas, and being part of that certain tract of land as described in a deed to Farmers Branch Carrollton Flood Control District (now known as Valwood Improvement Authority by House Bill No. 3088 on June 14, 1989) as recorded in Volume 83235, Page 4533 of the Deed Records Dallas County, Texas, and part of that certain called 51.407 acre tract awarded to Farmers Branch - Carrollton Flood Control District (now known as said Valwood Improvement Authority) in Final Judgment under cause no. co-83-2840-e styled Farmers Branch - Carrollton Flood Control District versus Mary Jane Mayfield and Lucy Field Belknap and being more particularly described by metes and bounds as follows;

COMMENCING at a one-half inch steel rebar with plastic cap marked "Half", found for the northwest corner of that certain 2.188 acre tract of land as described in a deed to North Texas Tollway Authority (NTTA 25-2 tract), as recorded in Volume 99023, Page 02408 of said Deed Records and the southwest corner of that certain 15.831 acre tract of land as described in a deed to North Texas Tollway Authority (NTTA 25-4 tract), as recorded in Volume 99023, Page 02421 of said Deed Records, same being in the east line of the remainder of that certain tract of land as described in a deed to Wallace M. Skinner and James E. Carr (Skinner/Carr remainder tract) as recorded in Volume 76237, Page 1585 of said Deed Records;

THENCE, WEST, departing said east line of Skinner/Carr remainder tract, a distance of 872.88 feet to a point;

THENCE, NORTH, a distance of 1467.87 feet to the POINT OF BEGINNING;

1. THENCE, NORTH 48 degrees 05 minutes 22 seconds WEST, a distance of 54.28 feet to a point;
2. THENCE, NORTH 50 degrees 43 minutes 18 seconds EAST, a distance of 226.91 feet to a point;
3. THENCE, NORTH 00 degrees 43 minutes 23 seconds WEST, a distance of 873.27 feet to the beginning of a curve to the right;

EXHIBIT "A"

COUNTY: DALLAS
HIGHWAY: SH190
PROJECT LIMITS: From I.H. 35E Near Trinity
Mills Road in Dallas County
To I.H. 635 West Near Valley
View Lane in Dallas County
PARCEL: NTTA FRBMA 4-NORTH

Page 2 of 5
October 7, 2002

FIELD NOTES FOR A 18.8 ACRE TRACT,
FORESTED RIPARIAN BUFFER MITIGATION AREA 4-NORTH

4. THENCE, NORTHEAST, along said curve to the right having a central angle of 53 degrees 39 minutes 48 seconds, a radius of 780.00 feet and an arc length of 730.55 feet, the chord of said curve bears North 28 degrees 06 minutes 32 seconds East, having a chord distance of 704.14 feet to a point for the end of said curve;
5. THENCE, NORTH 52 degrees 56 minutes 26 seconds EAST, a distance of 26.09 feet to the beginning of a curve to the left;
6. THENCE, NORTHEAST, along said curve to the left having a central angle of 45 degrees 07 minutes 12 seconds, a radius of 235.00 feet and an arc length of 185.06 feet, the chord of said curve bears North 30 degrees 22 minutes 50 seconds East, having a chord distance of 180.32 feet to a point for the end of said curve;
7. THENCE, NORTH 07 degrees 49 minutes 14 seconds EAST, a distance of 30.15 feet to the beginning of a curve to the right;
8. THENCE, NORTHEAST, along said curve to the right having a central angle of 24 degrees 58 minutes 47 seconds, a radius of 250.00 feet and an arc length of 108.99 feet, the chord of said curve bears North 20 degrees 18 minutes 38 seconds East, having a chord distance of 108.13 feet to a point for the end of said curve;
9. THENCE, NORTH 32 degrees 48 minutes 01 seconds EAST, a distance of 362.99 feet to a point;
10. THENCE, NORTH 14 degrees 28 minutes 33 seconds EAST, a distance of 174.13 feet to a point;
11. THENCE, NORTH 10 degrees 21 minutes 01 seconds WEST, a distance of 278.42 feet to a point;
12. THENCE, NORTH 31 degrees 38 minutes 51 seconds WEST, a distance of 318.93 feet to the beginning of a curve to the right;

EXHIBIT "A"

COUNTY: DALLAS
HIGHWAY: SH190
PROJECT LIMITS: From I.H. 35E Near Trinity
Mills Road in Dallas County
To I.H. 635 West Near Valley
View Lane in Dallas County
PARCEL: NTTA FRBMA 4-NORTH

Page 3 of 5
October 7, 2002

FIELD NOTES FOR A 18.8 ACRE TRACT,
FORESTED RIPARIAN BUFFER MITIGATION AREA 4-NORTH

13. THENCE, NORTHWEST, along said curve to the right having a central angle of 32 degrees 39 minutes 18 seconds, a radius of 520.00 feet and an arc length of 296.37 feet, the chord of said curve bears North 15 degrees 19 minutes 12 seconds West, having a chord distance of 292.37 feet to a point for the end of said curve;
14. THENCE, NORTH 01 degrees 00 minutes 27 seconds EAST, a distance of 98.03 feet to the beginning of a curve to the right;
15. THENCE, NORTHWEST, along said curve to the right having a central angle of 49 degrees 31 minutes 18 seconds, a radius of 200.00 feet and an arc length of 172.86 feet, the chord of said curve bears North 25 degrees 46 minutes 06 seconds East, having a chord distance of 167.53 feet to a point for the end of said curve;
16. THENCE, NORTH 50 degrees 31 minutes 45 seconds EAST, a distance of 649.03 feet to a point on the common southwest line of the remainder of Tract 2 as described in a deed to Lucy Kate Belknap and Mary Jane Mayfield recorded in Volume 67006 Page 1088 of said Deed Records and northwest line of said Valwood Improvement Authority 51.407 acre tract;
17. THENCE, NORTH 65 degrees 07 minutes 12 seconds EAST, departing said common line, a distance of 69.73 feet to a point;
18. THENCE, SOUTH 00 degrees 07 minutes 31 seconds EAST, a distance of 235.88 feet to a point
19. THENCE, SOUTH 50 degrees 32 minutes 36 seconds WEST, a distance of 502.71 feet to the beginning of a curve to the left;
20. THENCE, SOUTHWEST, along said curve to the left having a central angle of 61 degrees 57 minutes 11 seconds, a radius of 120.00 feet and an arc length of 129.75 feet, the chord of said curve bears South 19 degrees 34 minutes 01 seconds West, having a chord distance of 123.53 feet to a point for the end of said curve;

EXHIBIT "A"

COUNTY: DALLAS
HIGHWAY: SH190
PROJECT LIMITS: From I.H. 35E Near Trinity
Mills Road in Dallas County
To I.H. 635 West Near Valley
View Lane in Dallas County
PARCEL: NTTA FRBMA 4-NORTH

Page 4 of 5
October 7, 2002

**FIELD NOTES FOR A 18.8 ACRE TRACT,
FORESTED RIPARIAN BUFFER MITIGATION AREA 4-NORTH**

21. THENCE, SOUTH 11 degrees 24 minutes 35 seconds EAST, a distance of 198.84 feet to a point;
22. THENCE, SOUTH 24 degrees 20 minutes 52 seconds EAST, a distance of 209.59 feet to a point;
23. THENCE, SOUTH 13 degrees 27 minutes 09 seconds EAST, a distance of 116.01 feet to a point;
24. THENCE, SOUTH 03 degrees 03 minutes 47 seconds EAST, a distance of 137.30 feet to the beginning of a curve to the right;
25. THENCE, SOUTHWEST, along said curve to the left having a central angle of 23 degrees 07 minutes 34 seconds, a radius of 2,320.00 feet and an arc length of 936.41 feet, the chord of said curve bears South 08 degrees 30 minutes 00 seconds West, having a chord distance of 930.07 feet to the point of compound curvature to the right;
26. THENCE SOUTHWEST, along said compound curve to the right having a central angle of 36 degrees 18 minutes 55 seconds, a radius of 435.00 feet and an arc length of 275.71 feet, the chord of said curve bears South 38 degrees 13 minutes 14 seconds West, having a chord distance of 271.12 feet to the point of reverse curvature to the left;
27. THENCE SOUTHWEST, along said reverse curve to the left having a central angle of 57 degrees 13 minutes 14 seconds, a radius 580.00 feet and an arc length of 579.24 feet, the chord of said curve bears South 27 degrees 46 minutes 04 seconds West, having a chord distance of 555.46 feet to the point;
28. THENCE, SOUTH 00 degrees 50 minutes 32 seconds EAST, a distance of 690.35 feet to the beginning of a curve to the right;
29. THENCE SOUTHWEST, along said curve to the right having a central angle of 51 degrees 54 minutes 48 seconds, a radius of 150.00 feet and an arc length of 135.91 feet, the chord of said curve bears South 25 degrees 06 minutes 52 seconds West, having a chord distance of 131.31 feet to the end of said curve;

EXHIBIT "A"

COUNTY: DALLAS
HIGHWAY: SH190
PROJECT LIMITS: From I.H. 35E Near Trinity
Mills Road in Dallas County
To I.H. 635 West Near Valley
View Lane in Dallas County
PARCEL: NTTA FRBMA 4-NORTH

Page 5 of 5
October 7, 2002

FIELD NOTES FOR A 18.8 ACRE TRACT,
FORESTED RIPARIAN BUFFER MITIGATION AREA 4-NORTH

30.THENCE, SOUTH 51 degrees 04 minutes 16 seconds West, a distance of
379.08 feet to the POINT OF BEGINNING containing 18.7577 acres of land,
more or less.

This description accompanies parcel map of even date herewith.

All bearings are based on project coordinates for North Texas Tollway Authority
Segment IV of the President George Bush Turnpike.

FIELD NOTES PREPARED FROM FIELDWORK PERFORMED IN 1999 and 2000.

John F. Pierce

October 07, 2002

John F. Pierce
Registered Professional Land Surveyor
Texas No. 2011

Date

Arredondo, Zepeda & Brunz Inc.
11355 McCree Road
Dallas, Texas 75238
(214) 341-9900
(214) 341-9925 - Fax

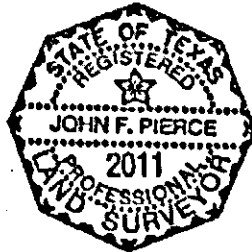


EXHIBIT "B"

Delta-49° 31' 18" (RT)
R-200.00'
L-172.86'
CB-N 25° 46' 06" E
CD-167.53'

Delta-32° 39' 18" (RT)
R-520.00'
L-298.37'
CD-N 15° 19' 12" W
CD-292.37'

PARCEL
NTTA FRBMA 4-NORTH
18.7577 ac

Delta-23° 07' 34" (RT)
R-2,320.00'
L-936.41'
CB-S 08° 30' 00" W
CO-930.07'

Delta-24° 58' 47" (RT)
R-250.00'
L-108.99'
CB-N 20° 18' 38" E
CD-108.13'





















Delta-45° 07' 12" (LT)
R-235.00'
L-185.06'
CB-N 30° 22' 50" E
CD-180.32'

Del 61° 57' 21" (LT
R- 1200'
L- 12075'
CB 19° 54' 01" W
CD 28.53'

FARMERS BRANCH - CARROLLTON
FLOOD CONTROL DISTRICT
(NOW KNOWN AS VALWOOD
IMPROVEMENT AUTHORITY
BY HOUSE BILL NO. 3038 ON
JUNE 14, 1989)

FINAL JUDGMENT UNDER
CAUSE NO. CC-83-2840-E STYLED
FARMERS BRANCH-CARROLLTON
FLOOD CONTROL DISTRICT
VERSUS
MARY JANE MAYFIELD AND
LUCY FIELD BELKNAP

LEGEND

	LINE OF SIGHT	POWER PAIR	
	PROPOSED LINE	SHOWN	
	PROPOSED NO LINE	END	
	BAREFOOT LINE	TRACK	
	CENTERLINE	LEFT PAIR	
	FENCE	RIGHT PAIR	
	SHADED WIRE	LEFT SIGNAL	
	TRACE LINE	RIGHT PAIR	
	SURVEY LINE	END SIGNAL	
	CONTROLLING BOUNDARY	DEVELOP	

STATE OF TEXAS
REGISTERED
JOHN F. PIERCE
2011
PROFESSIONAL
LAND SURVEYOR

CERTIFIED [Signature]
Registered Professional Land Surveyor
Texas No. 2071

RECOMMENDED: John J. Zoller
Holt Zoller, Inc.
Section Engineer

APPROVED: Sath N. O.
HNTB Corporation
General Engineering Consultant

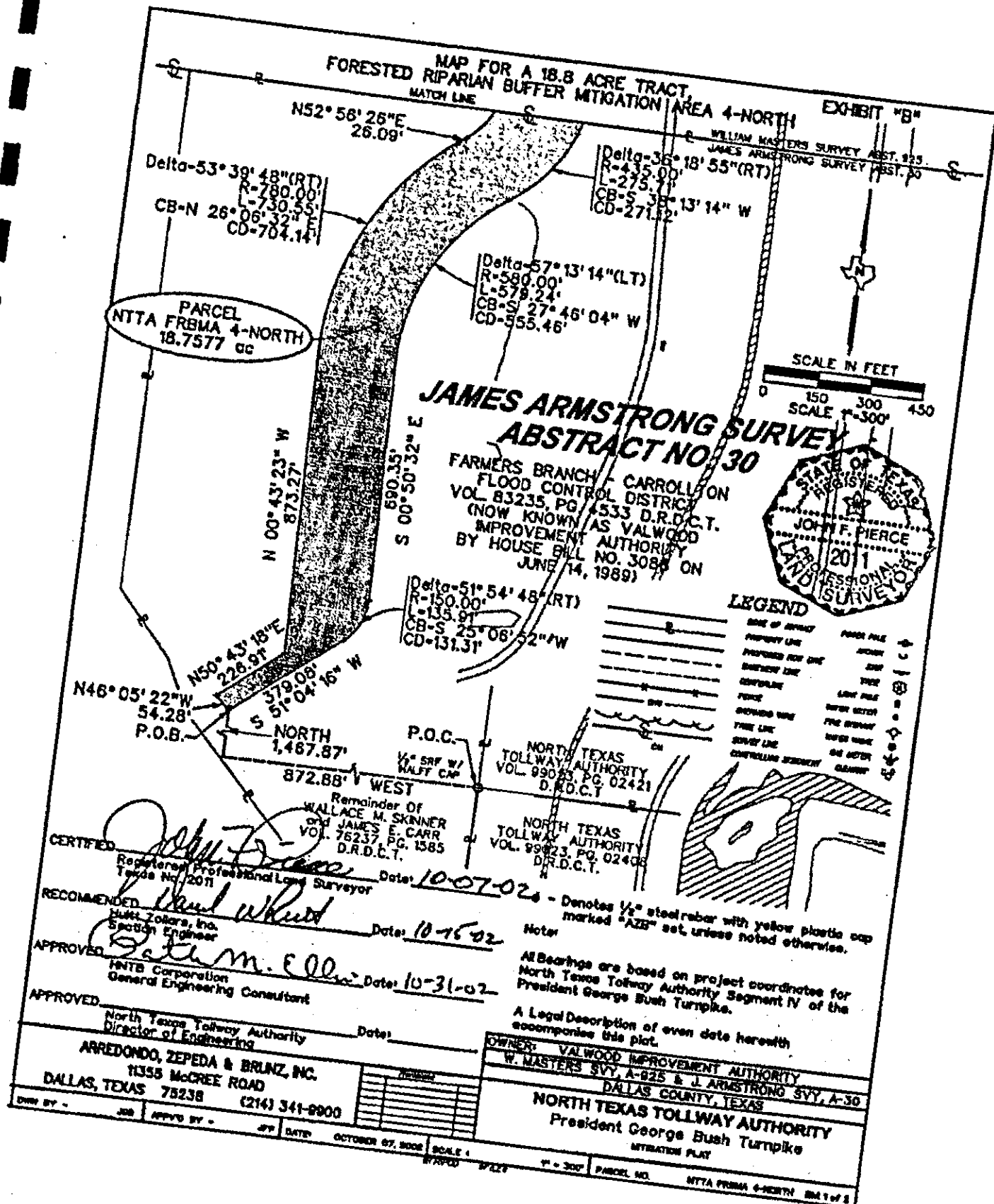
APPROVED _____
North Texas Tollway Authority
Director of Engineering

ARREDONDO, ZEPEDA & BRUNZ, INC.
11355 McGREE ROAD
DALLAS, TEXAS 75238 (214) 341-9900

OWNER: VALWOOD IMPROVEMENT AUTHORITY
W. MASTERS SVY, A-788 & J. ARMSTRONG SVY, A-30
DALLAS COUNTY, TEXAS

NORTH TEXAS TOLLWAY AUTHORITY
President George Bush Turnpike
MILITATION PLAT

DWN BY -	JMS	APPRD BY -	JFP	DATE:	OCTOBER 07, 2002	SCALE :	1" = 300'	PARCEL NO.	NTTA PRIMA 4-NORTH SHE 2 OF 2
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VALWOOD IMPROVEMENT AUTHORITY SEGMENT IV ILA
DALLAS: 0567318.48275: 1403305v6

EXHIBIT II

EXHIBIT "A"

COUNTY: DALLAS
HIGHWAY: SH190
PROJECT LIMITS: From I.H. 35E Near Trinity
Mills Road in Dallas County
To I.H. 635 West Near Valley
View Lane in Dallas County
PARCEL: NTTA FRBMA 4-Middle

Page 1 of 2
October 7, 2002

**FIELD NOTES 1.1 ACRE TRACT
FORESTED RIPARIAN BUFFER MITIGATION AREA 4-MIDDLE**

Being 1.0975 acres of land in the James Armstrong Survey, Abstract Number 30, City of Carrollton, Dallas County, Texas, and being part of that certain tract of land as described in a deed to Farmers Branch - Carrollton Flood Control District (now known as Valwood Improvement Authority by House Bill No. 3088 on June 14, 1989) as recorded in Volume 88166, Page 0359 of the Deed Records of Dallas County, Texas, and being more particularly described by metes and bounds as follows;

COMMENCING at a one-half inch steel rebar with plastic cap marked "Half", found for the northwest corner of that certain 2.188 acre tract of land as described in a deed to North Texas Tollway Authority (NTTA 25-2 tract), as recorded in Volume 99023, Page 02408 of said Deed Records and the southwest corner of that certain 15.831 acre tract of land as described in a deed to North Texas Tollway Authority (NTTA 25-4 tract), as recorded in Volume 99023, Page 02421 of said Deed Records, same being in the east line of the remainder of that certain tract of land as described in a deed to Wallace M. Skinner and James E. Carr (Skinner/Carr remainder tract) as recorded in Volume 76237, Page 1585 of said Deed Records;

THENCE, WEST, departing said east line of Skinner/Carr remainder tract, a distance of 2157.12 feet to a point;

THENCE, NORTH, a distance of 1257.32 feet to the **POINT OF BEGINNING**;

1. **THENCE, NORTH** 16 degrees 57 minutes 52 seconds **EAST**, a distance of 284.45 feet to the beginning of a curve to the right;
2. **THENCE, NORTHEAST**, along said curve to the right having a central angle of 95 degrees 35 minutes 01 seconds, a radius of 50.00 feet and an arc length of 83.41 feet, the chord of said curve bears North 64 degrees 45 minutes 22 seconds **East**, having a chord distance of 74.07 feet to a point;
3. **THENCE, SOUTH** 67 degrees 27 minutes 07 seconds **EAST**, a distance of 78.62 feet to a point;
4. **THENCE, SOUTH** 39 degrees 40 minutes 48 seconds **EAST**, a distance of 228.81 feet to a point;

EXHIBIT "A"

COUNTY: DALLAS
HIGHWAY: SH190
PROJECT LIMITS: From I.H. 35E Near Trinity
Mills Road in Dallas County
To I.H. 635 West Near Valley
View Lane in Dallas County
PARCEL: NTTA FRBMA 4-Middle

Page 2 of 2
October 7, 2002

FIELD NOTES 1.1 ACRE TRACT
FORESTED RIPARIAN BUFFER MITIGATION AREA 4-MIDDLE

5. THENCE, SOUTH 88 degrees 55 minutes 31 seconds WEST, a distance of 29.82 feet to a point;
6. THENCE, NORTH 81 degrees 49 minutes 38 seconds WEST, a distance of 65.40 feet to the beginning of a curve to the left;
7. THENCE, SOUTHWEST, along said curve to the left having a central angle of 58 degrees 40 minutes 36 seconds, a radius of 300.00 feet and an arc length of 307.23 feet, the chord of said curve bears South 68 degrees 50 minutes 04 seconds West, having a chord distance of 293.98 feet to the POINT OF BEGINNING containing 1.0975 acres of land, more or less.

This description accompanies parcel map of even date herewith.

All bearings are based on project coordinates for North Texas Tollway Authority Segment IV of the President George Bush Turnpike.

FIELD NOTES PREPARED FROM FIELDWORK PERFORMED IN 1999 and 2000.

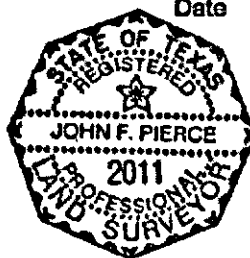
John F. Pierce

October 07, 2002

John F. Pierce
Registered Professional Land Surveyor
Texas No. 2011

Date

Arredondo, Zepeda & Brunz Inc.
11355 McCrea Road
Dallas, Texas 75238
(214) 341-9900
(214) 341-9925 - Fax



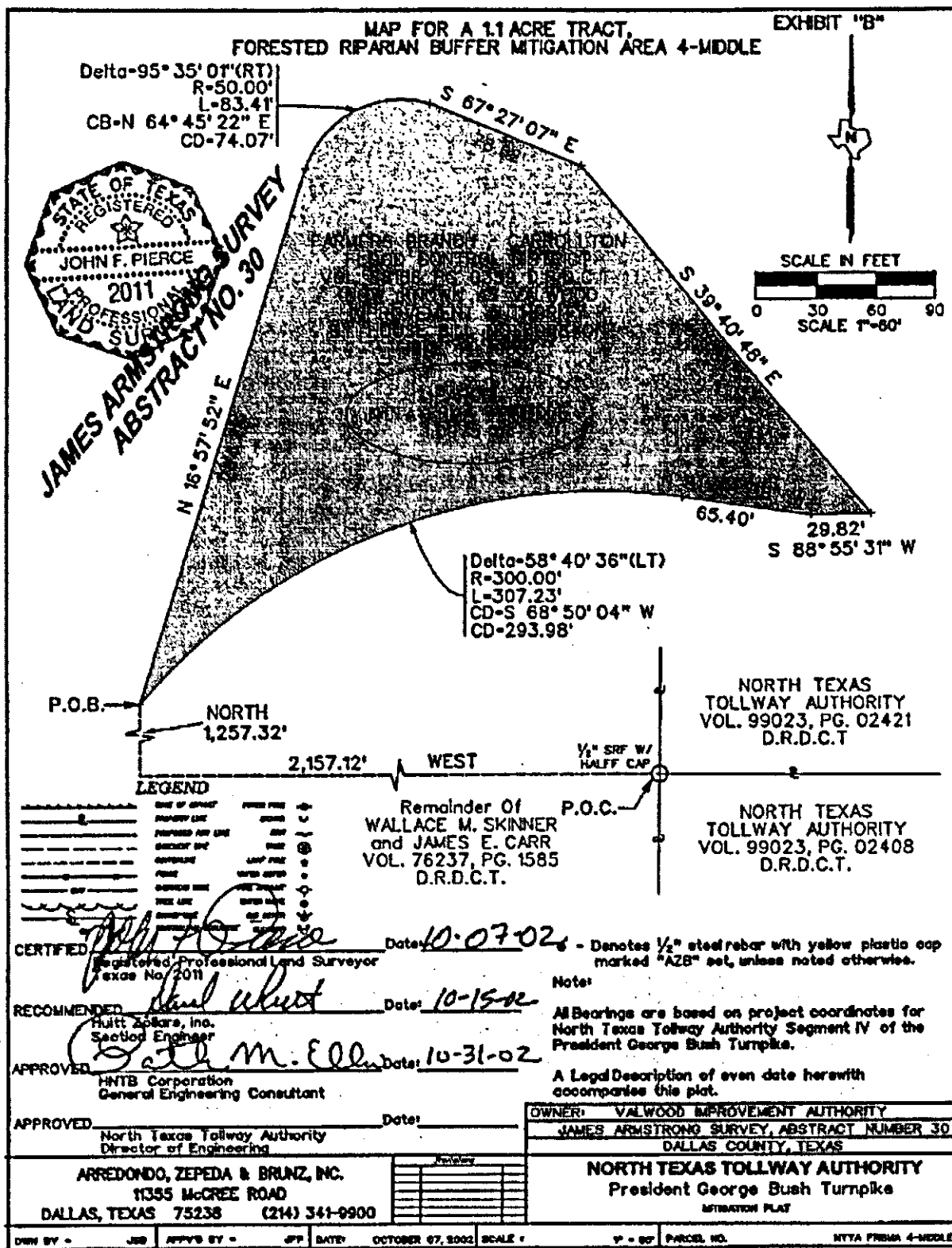


EXHIBIT "A"

COUNTY: DALLAS
HIGHWAY: SH190
PROJECT LIMITS: From I.H. 35E Near Trinity
Mills Road in Dallas County
To I.H. 635 West Near Valley
View Lane in Dallas County
PARCEL: NTTA FRBMA 4-SOUTH

Page 1 of 3
October 7, 2002

FIELD NOTES FOR A 6.8 ACRE TRACT
FORESTED RIPARIAN BUFFER MITIGATION AREA 4-SOUTH

Being 6.7891 acres of land in the James Armstrong Survey, Abstract Number 30, City of Carrollton, Dallas County, Texas, and being part of that certain tract of land as described in a deed to Farmers Branch - Carrollton Flood Control District (now known as Valwood Improvement Authority by House Bill No. 3088 on June 14, 1989) as recorded in Volume 81178, Page 0495 of the Deed Records of Dallas County, Texas, and being more particularly described by metes and bounds as follows;

COMMENCING at a one-half inch steel rebar with plastic cap marked "Half", found for the northwest corner of that certain 2.188 acre tract of land as described in a deed to North Texas Tollway Authority (NTTA 25-2 tract), as recorded in Volume 99023, Page 02408 of said Deed Records and the southwest corner of that certain 15.831 acre tract of land as described in a deed to North Texas Tollway Authority (NTTA 25-4 tract), as recorded in Volume 99023, Page 02421 of said Deed Records, same being in the east line of the remainder of that certain tract of land as described in a deed to Wallace M. Skinner and James E. Carr (Skinner/Carr remainder tract) as recorded in Volume 78237, Page 1585 of said Deed Records;

THENCE, WEST, departing said east line of Skinner/Carr remainder tract, a distance of 872.88 feet to a point;

THENCE, NORTH, a distance of 29.14 feet to the POINT OF BEGINNING;

1. THENCE, SOUTH 03 degrees 21 minutes 41 seconds WEST, a distance of 187.64 feet to a point;
2. THENCE, SOUTH 11 degrees 25 minutes 28 seconds WEST, a distance of 148.05 feet to the beginning of a non-tangent curve to the left;
3. THENCE, NORTHWEST, along said non-tangent curve to the left having a central angle of 36 degrees 18 minutes 52 seconds, a radius of 800.00 feet and an arc length of 506.58 feet, the chord of said curve bears North 56 degrees 20 minutes 03 seconds West, having a chord distance of 498.16 feet to a point for the end of said curve;
4. THENCE, NORTH 74 degrees 28 minutes 29 seconds WEST, a distance of 171.00 feet to a point;

EXHIBIT "A"

COUNTY: DALLAS
HIGHWAY: SH190
PROJECT LIMITS: From I.H. 35E Near Trinity
Mills Road in Dallas County
To I.H. 635 West Near Valley
View Lane in Dallas County
PARCEL: NTTA FRBMA 4-SOUTH

Page 2 of 3
October 7, 2002

**FIELD NOTES FOR A 6.8 ACRE TRACT
FORESTED RIPARIAN BUFFER MITIGATION AREA 4-SOUTH**

5. THENCE, NORTH 79 degrees 34 minutes 22 seconds WEST, a distance of 257.11 feet to the beginning of a curve to the right;
6. THENCE, NORTHWEST, along said curve to the right having a central angle of 33 degrees 46 minutes 31 seconds, a radius of 950.00 feet and an arc length of 560.01 feet, the chord of said curve bears North 62 degrees 41 minutes 07 seconds West, having a chord distance of 551.94 feet to the point of reverse curvature to the left;
7. THENCE, NORTHWEST, along said reverse curve to the left having a central angle of 48 degrees 44 minutes 57 seconds, a radius of 50.00 feet and an arc length of 42.54 feet, the chord of said curve bears North 70 degrees 10 minutes 19 seconds West, having a chord distance of 41.27 feet to a point for the end of said curve;
8. THENCE, SOUTH 85 degrees 27 minutes 14 seconds WEST, a distance of 169.25 feet to a point;
9. THENCE, NORTH 16 degrees 58 minutes 09 seconds EAST, a distance of 290.38 feet to a point;
10. THENCE, SOUTH 59 degrees 18 minutes 12 seconds EAST, a distance of 501.93 feet to the beginning of a curve to the left;
11. THENCE, SOUTHEAST, along said curve to the left having a central angle of 23 degrees 48 minutes 54 seconds, a radius of 970.00 feet and an arc length of 403.18 feet, the chord of said curve bears South 71 degrees 10 minutes 39 seconds East, having a chord distance of 400.28 feet to a point for the end of said curve;
12. THENCE, SOUTH 83 degrees 05 minutes 06 seconds EAST, a distance of 134.93 feet to a point;
13. THENCE, SOUTH 54 degrees 52 minutes 28 seconds EAST, a distance of 326.79 feet to the beginning of a curve to the left;

EXHIBIT "A"

COUNTY: DALLAS
HIGHWAY: SH190
PROJECT LIMITS: From I.H. 35E Near Trinity
Mills Road in Dallas County
To I.H. 635 West Near Valley
View Lane in Dallas County
PARCEL: NTTA FRBMA 4-SOUTH

Page 3 of 3
October 7, 2002

FIELD NOTES FOR A 6.8 ACRE TRACT
FORESTED RIPARIAN BUFFER MITIGATION AREA 4-SOUTH

14. THENCE, NORTHEAST, along said curve to the left having a central angle of 79 degrees 32 minutes 44 seconds, a radius of 215.00 feet and an arc length of 298.49 feet, the chord of said curve bears North 85 degrees 21 minutes 10 seconds East, having a chord distance of 275.09 feet to the POINT OF BEGINNING containing 6.7891 acres of land, more or less.

This description accompanies parcel map of even date herewith.

All bearings are based on project coordinates for North Texas Tollway Authority Segment IV of the President George Bush Turnpike.

FIELD NOTES PREPARED FROM FIELDWORK PERFORMED IN 1999 and 2000.

John F. Pierce

John F. Pierce
Registered Professional Land Surveyor
Texas No. 2011

Arredondo, Zepeda & Brunz Inc.
11355 McCree Road
Dallas, Texas 75238
(214) 341-9900
(214) 341-9925 - Fax

October 07, 2002

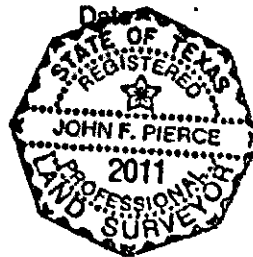


EXHIBIT "B"



EXHIBIT "A"

COUNTY: DALLAS
HIGHWAY: SH190
PROJECT LIMITS: From I.H. 35E Near Trinity
Mills Road in Dallas County
To I.H. 635 West Near Valley
View Lane in Dallas County
PARCEL: NTTA CELL B POND

Page 1 of 4
October 7, 2002

**FIELD NOTES FOR A 12.1 ACRE TRACT
OPEN WATER HABITAT MITIGATION AREA
VALWOOD IMPROVEMENT AUTHORITY CELL B POND**

Being 12.1046 acres of land in the James Armstrong Survey, Abstract Number 30 and the William H. Pulliam Survey, Abstract Number 1171, City of Carrollton, Dallas County, Texas, and being part of that certain called 2.188 acre tract of land as described in a deed to North Texas Tollway Authority (NTTA 25-2 tract), as recorded in Volume 99023, Page 02408 of the Deed Records of Dallas County, Texas, and that certain called 15.831 acre tract of land as described in a deed to North Texas Tollway Authority (NTTA 25-4 tract), as recorded in Volume 99023, Page 02421 of said Deed Records and part of that certain called 31.048 acre tract of land as described in a deed to Farmers Branch - Carrollton Flood Control District (now known as Valwood Improvement Authority by House Bill No. 3088 on June 14, 1989) (VIA tract) and being more particularly described by metes and bounds as follows;

COMMENCING at a one-half inch steel rebar with plastic cap marked "Half", found for the northwest corner of said NTTA 25-2 tract, and the southwest corner of said NTTA 25-4 tract, same being in the east line of the remainder of that certain tract of land as described in a deed to Wallace M. Skinner and James E. Carr (Skinner/Carr remainder tract) as recorded in Volume 76237, Page 1585 of said Deed Records;

THENCE, SOUTH 89 degrees 38 minutes 11 seconds EAST, departing said east line of Skinner/Carr remainder tract and along the common south line of said NTTA 25-4 tract and north line of said NTTA 25-2 tract, a distance of 25.27 feet to the **POINT OF BEGINNING**;

1. **THENCE, NORTH 07 degrees 21 minutes 16 seconds EAST**, a distance of 393.77 feet to a point;
2. **THENCE, NORTH 09 degrees 22 minutes 09 seconds EAST**, a distance of 652.92 feet to a point;
3. **THENCE, NORTH 08 degrees 02 minutes 57 seconds EAST**, a distance of 159.62 feet to a point;
4. **THENCE, NORTH 05 degrees 27 minutes 26 seconds EAST**, a distance of 117.25 feet to a point on the common north line of said NTTA 25-4 tract and the most northerly south line of the remainder of that certain tract of land as described in a deed to Baptist Foundation of Texas as recorded in Volume 799, Page 72 of said Deed Records;

EXHIBIT "A"

COUNTY: DALLAS
HIGHWAY: SH190
PROJECT LIMITS: From I.H. 35E Near Trinity
Mills Road in Dallas County
To I.H. 635 West Near Valley
View Lane in Dallas County
PARCEL: NTTA CELL B POND

Page 2 of 4
October 7, 2002

**FIELD NOTES FOR A 12.1 ACRE TRACT
OPEN WATER HABITAT MITIGATION AREA
VALWOOD IMPROVEMENT AUTHORITY CELL B POND**

5. THENCE, SOUTH 89 degrees 02 minutes 10 seconds EAST, along said common line, a distance of 228.77 feet to a one-half inch steel rebar with plastic cap marked "Half", found for the east corner of said remainder of Baptist Foundation of Texas tract and the south corner of that certain tract of land as described in a deed to Luna Road 1994, Ltd., as recorded in Volume 94144, Page 3229 of said Deed Records;
6. THENCE, NORTH 78 degrees 47 minutes 58 seconds EAST, along the common north line of said NTTA 25-4 tract and south line of said Luna Road 1994 tract, a distance of 44.58 feet to a reentrant point;
7. THENCE, SOUTH 43 degrees 20 minutes 30 seconds EAST, departing said common line, a distance of 88.53 feet to a point;
8. THENCE, SOUTH 00 degrees 27 minutes 27 seconds WEST, a distance of 1043.42 feet to the beginning of a curve to the right;
9. THENCE, SOUTHWEST, along said curve to the right having a central angle of 90 degrees 01 minutes 41 seconds, a radius of 10.00 feet and an arc length of 15.71 feet, the chord of said curve bears South 45 degrees 28 minutes 18 seconds West, having a chord distance of 14.15 feet to a point for the end of said curve;
10. THENCE, NORTH 89 degrees 30 minutes 52 seconds WEST, a distance of 304.09 feet to a point;
11. THENCE, SOUTH 68 degrees 01 minutes 03 seconds WEST, a distance of 50.83 feet to a point;
12. THENCE, SOUTH 23 degrees 04 minutes 52 seconds WEST, a distance of 50.83 feet to a point;

EXHIBIT "A"

COUNTY: DALLAS
HIGHWAY: SH190
PROJECT LIMITS: From I.H. 35E Near Trinity
Mills Road in Dallas County
To I.H. 635 West Near Valley
View Lane in Dallas County
PARCEL: NTTA CELL B POND

Page 3 of 4
October 7, 2002

**FIELD NOTES FOR A 12.1 ACRE TRACT
OPEN WATER HABITAT MITIGATION AREA
VALWOOD IMPROVEMENT AUTHORITY CELL B POND**

13. **THENCE, SOUTH 00 degrees 36 minutes 48 seconds WEST**, passing at 148.82 feet the south line of said NTTA 25-4 and the north line of said NTTA 25-2, passing at 357.46 feet the most southerly ell corner of said Armstrong Survey and the most westerly northwest corner of said Pulliam Survey continuing along the common survey line, in all a distance of 593.50 feet to a point on the common south line of said NTTA 25-2 tract and the north line of said VIA tract and the beginning of a non-tangent curve to the left whose chord bears South 47 degrees 15 minutes 19 seconds East, a distance of 82.10 feet;
14. **THENCE, SOUTHEAST**, departing said common survey line and common property line, along said non-tangent curve to the left through a central angle of 83 degrees 44 minutes 44 seconds, whose radius is 61.50 feet and whose length is 89.89 feet to the point of tangency;
15. **THENCE, SOUTH 88 degrees 48 minutes 42 seconds EAST**, a distance of 11.81 feet to a point;
16. **THENCE, SOUTH 00 degrees 42 minutes 49 seconds WEST**, a distance of 37.91 feet to a point;
17. **THENCE, WEST**, passing at 72.63 feet the common survey line, continuing in all a total distance of 211.66 to a point;
18. **THENCE, NORTH 02 degrees 01 minutes 27 seconds EAST**, passing at 95.71 feet the common property line, continuing in all a total distance of 441.98 feet to a point;

EXHIBIT "A"

COUNTY: DALLAS
HIGHWAY: SH190
PROJECT LIMITS: From I.H. 35E Near Trinity
Mills Road in Dallas County
To I.H. 635 West Near Valley
View Lane in Dallas County
PARCEL: NTTA CELL B POND

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October 7, 2002

FIELD NOTES FOR A 12.1 ACRE TRACT
OPEN WATER HABITAT MITIGATION AREA
VALWOOD IMPROVEMENT AUTHORITY CELL B POND

19.THENCE, NORTH 07 degrees 21 minutes 16 seconds EAST, a distance of
98.45 feet to the POINT OF BEGINNING containing 12.1046 acres of land,
more or less;

This description accompanies parcel map of even date herewith.

All bearings are based on project coordinates for North Texas Tollway Authority
Segment IV of the President George Bush Turnpike.

FIELD NOTES PREPARED FROM FIELDWORK PERFORMED IN 1999 and 2000.

 October 07, 2002

John F. Pierce
Registered Professional Land Surveyor
Texas No. 2011

Date

Arredondo, Zepeda & Brunz Inc.
11355 McCrea Road
Dallas, Texas 75238
(214) 341-9900
(214) 341-9925 - Fax





EXHIBIT "A"

COUNTY: DALLAS
HIGHWAY: SH190
PROJECT LIMITS: From I.H. 35E Near Trinity Mills Road in Dallas County to I.H. 635 West Near Valley View Lane in Dallas County

Page 1 of 6
November 27, 2002

Revised: December 30, 2002

PARCEL: NTTA HMA 4

FIELD NOTES FOR A 66.8 ACRE TRACT
HYDRAULIC MITIGATION AREA 4

Being 66.774 acres of land in the James Armstrong Survey, Abstract Number 30 and the William Masters Survey, Abstract Number 925 (Historically referred to as Abstract Number 899 in the Dallas County Records), City of Carrollton, Dallas County, Texas, and being part of that certain tract of land as described in a deed to Farmers Branch - Carrollton Flood Control District (now known as Valwood Improvement Authority by House Bill No. 3088 on June 14, 1989) as recorded in Volume 83235, Page 4533 of the Deed Records of Dallas County, Texas, and being more particularly described by metes and bounds as follows;

COMMENCING at a one-half inch steel rebar with plastic cap marked "Half", found for the northwest corner of that certain called 2.188 acre tract of land as described in a deed to North Texas Tollway Authority (NTTA 25-2 tract), as recorded in Volume 99023, Page 02408 of said Deed Records and the southwest corner of that certain called 15.831 acre tract of land as described in a deed to North Texas Tollway Authority (NTTA 25-4 tract), as recorded in Volume 99023, Page 02421 of said Deed Records, same being in the east line of the remainder of that certain tract of land as described in a deed to Wallace M. Skinner and James E. Carr (Skinner/Carr remainder tract) as recorded in Volume 76237, Page 1585 of said Deed Records;

THENCE, WEST, departing said east line of Skinner/Carr remainder tract, a distance of 823.73 feet to a point;

THENCE, NORTH; a distance of 180.99 feet to the POINT OF BEGINNING, being the beginning of a non-tangent curve to right whose chord bears South 61 degrees 06 minutes 01 seconds West, a distance of 348.88 feet;

1. THENCE, SOUTHERLY, SOUTHWESTERLY, WESTERLEY AND NORTH-WESTERLY, along said non-tangent curve to the right, through a central angle of 121 degrees 25 minutes 50 seconds, a radius of 200.00 feet and an arc length of 423.87 feet to the end of said non-tangent curve;
2. THENCE, NORTH 54 degrees 52 minutes 00 seconds WEST, a distance of 497.24 feet to an angle point;
3. THENCE, NORTH 68 degrees 17 minutes 27 seconds WEST, a distance of 148.80 feet to an angle point;
4. THENCE, NORTH 70 degrees 03 minutes 53 seconds WEST, a distance of 99.67 feet to an angle point;

EXHIBIT "A"

COUNTY: DALLAS
HIGHWAY: SH190
PROJECT LIMITS: From I.H. 35E Near Trinity Mills
Road in Dallas County to I.H. 635 West
Near Valley View Lane in Dallas County

Page 2 of 8
November 27, 2002
Revised: December 30, 2002

PARCEL: NTTA HMA 4

**FIELD NOTES FOR A 66.8 ACRE TRACT
HYDRAULIC MITIGATION AREA 4**

5. **THENCE, NORTH 62 degrees 57 minutes 42 seconds WEST, a distance of 110.50 feet to an angle point;**
6. **THENCE, NORTH 59 degrees 16 minutes 12 seconds WEST, a distance of 293.64 feet to the beginning of a curve to the right;**
7. **THENCE, NORTHWESTERLY, along said curve to the right, through a central angle of 76 degrees 15 minutes 16 seconds, a radius of 285.00 feet and an arc length of 379.30 feet, the chord of said curve bears North 21 degrees 08 minutes 34 seconds West, having a chord distance of 351.92 feet to the end of said curve to the right;**
8. **THENCE, NORTH 16 degrees 57 minutes 52 seconds EAST, a distance of 127.03 feet to the beginning of a curve to the right;**
9. **THENCE, NORTHEASTERLY, along said curve to the right, through a central angle of 65 degrees 52 minutes 19 seconds, a radius of 285.00 feet and an arc length of 327.66 feet, the chord of said curve bears North 49 degrees 54 minutes 01 seconds East, having a chord distance of 309.91 feet to the end of said curve to the right;**
10. **THENCE, NORTH 82 degrees 37 minutes 08 seconds EAST, a distance of 194.39 feet to a point for corner;**
11. **THENCE, NORTH 16 degrees 15 minutes 31 seconds EAST, a distance of 82.17 feet to a point for corner;**
12. **THENCE, NORTH 42 degrees 24 minutes 27 seconds WEST, a distance of 161.95 feet to an angle point;**
13. **THENCE, NORTH 36 degrees 03 minutes 43 seconds WEST, a distance of 76.60 feet to a point for corner on the east high bank of the Elm Fork of the Trinity River;**
14. **THENCE, NORTH 84 degrees 41 minutes 18 seconds EAST, along said high bank, a distance of 257.86 feet to a point for corner;**
15. **THENCE, SOUTH 41 degrees 08 minutes 28 seconds EAST, departing said high bank, a distance of 29.40 feet to the beginning of a curve to the left;**

EXHIBIT "A"

COUNTY: DALLAS
HIGHWAY: SH190
PROJECT LIMITS: From I.H. 35E Near Trinity Mills Road In Dallas County to I.H. 635 West Near Valley View Lane In Dallas County

Page 3 of 6
November 27, 2002

Revised: December 30, 2002

PARCEL: NTTA HMA 4

FIELD NOTES FOR A 66.8 ACRE TRACT
HYDRAULIC MITIGATION AREA 4

16. THENCE, SOUTHEASTERLY, EASTERLY, AND NORTHEASTERLY, along said curve to the left, through a central angle of 82 degrees 27 minutes 09 seconds, a radius of 105.00 feet and an arc length of 151.10 feet, the chord of said curve bears South 82 degrees 20 minutes 02 seconds East, having a chord distance of 138.40 feet to the end of said curve to the left;
17. THENCE, NORTH 56 degrees 26 minutes 24 seconds EAST, a distance of 292.12 feet to the beginning of a curve to the left;
18. THENCE, NORTHEASTERLY AND NORTHERLY, along said curve to the left, through a central angle of 57 degrees 16 minutes 56 seconds, a radius of 265.00 feet and an arc length of 264.94 feet, the chord of said curve bears North 27 degrees 47 minutes 56 seconds East, having a chord distance of 254.04 feet to the end of said curve to the left;
19. THENCE, NORTH 00 degrees 50 minutes 32 seconds WEST, a distance of 670.50 feet to the beginning of a curve to the right;
20. THENCE, NORTHERLY AND NORTHEASTERLY, along said curve to the right, through a central angle of 53 degrees 44 minutes 22 seconds, a radius of 465.00 feet and an arc length of 436.14 feet, the chord of said curve bears North 26 degrees 01 minutes 39 seconds East, having a chord distance of 420.33 feet to the end of said curve to right;
21. THENCE, NORTH 52 degrees 52 minutes 15 seconds EAST, a distance of 54.90 feet to the beginning of a curve to left;
22. THENCE, NORTHEASTERLY AND NORTHERLY, along said curve to the left, through a central angle of 46 degrees 18 minutes 53 seconds, a radius of 415.00 feet and an arc length of 335.46 feet, the chord of said curve bears North 29 degrees 42 minutes 49 seconds East, having a chord distance of 326.40 feet to the end of said curve to the left;
23. THENCE, NORTH 08 degrees 33 minutes 22 seconds EAST, a distance of 536.61 feet to the beginning of a curve to the left;

EXHIBIT "A"

COUNTY: DALLAS
HIGHWAY: SH190
PROJECT LIMITS: From I.H. 35E Near Trinity Mills
Road In Dallas County to I.H. 635 West
Near Valley View Lane in Dallas County

Page 4 of 6

November 27, 2002

Revised: December 30, 2002

PARCEL: NTTA HMA 4

FIELD NOTES FOR A 66.8 ACRE TRACT
HYDRAULIC MITIGATION AREA 4

24. THENCE, NORTHERLY, along said curve to the left, through a central angle of 09 degrees 37 minutes 08 seconds, a radius of 2,415.00 feet and an arc length of 405.44 feet, the chord of said curve bears North 01 degrees 44 minutes 48 seconds East, having a chord distance of 404.98 feet to the end of said curve to the left;
25. THENCE, NORTH 03 degrees 03 minutes 47 seconds WEST, a distance of 532.87 feet to the beginning of a curve to the right;
26. THENCE, NORTHERLY AND NORTHEASTERLY, along said curve to the right, through a central angle of 53 degrees 38 minutes 23 seconds, a radius of 285.00 feet and an arc length of 266.65 feet, the chord of said curve bears North 23 degrees 44 minutes 25 seconds East, having a chord distance of 257.03 feet to a point for the end of said curve to the right;
27. THENCE, NORTH 50 degrees 32 minutes 36 seconds EAST, a distance of 175.78 feet to the beginning of a curve to the right;
28. THENCE, NORTHEASTERLY, EASTERLY, SOUTHEASTERLY AND SOUTHERLY, along said curve to the right, through a central angle of 130 degrees 29 minutes 17 seconds, a radius of 50.00 feet and an arc length of 113.87 feet, the chord of said curve bears South 64 degrees 12 minutes 47 seconds East, having a chord distance of 90.81 feet to the end of said curve to the right.
29. THENCE, SOUTH 01 degrees 01 minutes 49 seconds WEST, a distance of 423.14 feet to an angle point;
30. THENCE, SOUTH 07 degrees 06 minutes 09 seconds WEST, a distance of 181.36 feet to an angle point;
31. THENCE, SOUTH 00 degrees 12 minutes 53 seconds WEST, a distance of 169.98 feet to the beginning of a reverse curve to the right;
32. THENCE, SOUTHWESTERLY, along said reverse curve to the right, through a central angle of 37 degrees 26 minutes 46 seconds, a radius of 160.00 feet and an arc length of 104.57 feet, the chord of said curve bears South 18 degrees 56 minutes 16 seconds West, having a chord distance of 102.72 feet to the point of reverse curvature to the left;

EXHIBIT "A"

COUNTY: DALLAS

HIGHWAY: SH190

PROJECT LIMITS: From I.H. 35E Near Trinity Mills
Road in Dallas County to I.H. 635 West
Near Valley View Lane in Dallas County

Page 5 of 6

November 27, 2002

Revised: December 30, 2002

PARCEL: NTTA HMA 4

FIELD NOTES FOR A 66.8 ACRE TRACT
HYDRAULIC MITIGATION AREA 4

33. THENCE, SOUTHWESTERLY, SOUTHERLY, AND SOUTHEASTERLY, continuing along said reverse curve to the left, through a central angle of 71 degrees 35 minutes 56 seconds, a radius of 290.00 feet and an arc length of 362.40 feet, the chord of said curve bears South 01 degrees 51 minutes 41 seconds West, having a chord distance of 339.27 feet to the end of said reverse curvature to the left;
34. THENCE, SOUTH 33 degrees 56 minutes 18 seconds EAST, a distance of 21.78 feet to the beginning of a curve to the right;
35. THENCE, SOUTHEASTERLY AND SOUTHERLY, along said curve to the right, through a central angle of 36 degrees 19 minutes 05 seconds, a radius of 220.00 feet and an arc length of 139.45 feet, the chord of said curve bears South 15 degrees 46 minutes 48 seconds East, having a chord distance of 137.13 feet to the end of said curve to the right;
36. THENCE, SOUTH 02 degrees 22 minutes 47 seconds WEST, a distance of 659.18 feet to the beginning of a curve to the right;
37. THENCE, SOUTHERLY, along said curve to the right, through a central angle of 13 degrees 59 minutes 52 seconds, a radius of 1,800.00 feet, and an arc length of 439.76 feet, the chord of said curve to the right bears South 09 degrees 22 minutes 43 seconds West, having a chord distance of 438.66 feet to the end of said curve to the right;
38. THENCE, SOUTH 16 degrees 22 minutes 39 seconds WEST, a distance of 1,050.48 feet to the beginning of a curve to left;
39. THENCE, SOUTHERLY, along said curve to the left, through a central angle of 21 degrees 31 minutes 17 seconds, a radius of 1,400.00 feet, and an arc length of 525.88 feet, the chord of said curve to the left bears South 05 degrees 37 minutes 01 seconds West, having a chord distance of 522.78 feet to the end of said curve to the left;
40. THENCE, SOUTH 05 degrees 08 minutes 38 seconds EAST, a distance of 437.69 feet to an angle point;

EXHIBIT "A"

COUNTY: DALLAS
HIGHWAY: SH190
PROJECT LIMITS: From I.H. 35E Near Trinity Mills Road in Dallas County to I.H. 835 West Near Valley View Lane in Dallas County

Page 6 of 6

November 27, 2002

Revised: December 30, 2002

PARCEL: NTTA HMA 4

FIELD NOTES FOR A 66.8 ACRE TRACT
HYDRAULIC MITIGATION AREA 4

41. THENCE, SOUTH 00 degrees 23 minutes 07 seconds WEST, a distance of 390.74 feet to the POINT OF BEGINNING, and containing 66.774 acres of land, more or less.

This description accompanies parcel map of even date herewith.

All bearings are based on project coordinates for North Texas Tollway Authority Segment IV of the President George Bush Turnpike.

FIELD NOTES PREPARED FROM FIELDWORK PERFORMED IN 1999 and 2000.



DEC 30, 2002

John F. Pierce
Registered Professional Land Surveyor
Texas No. 2011

Date

Arredondo, Zepeda & Brunz Inc.
11355 McCree Road
Dallas, Texas 75238
(214) 341-9900
(214) 341-9925 - Fax

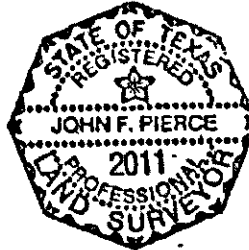
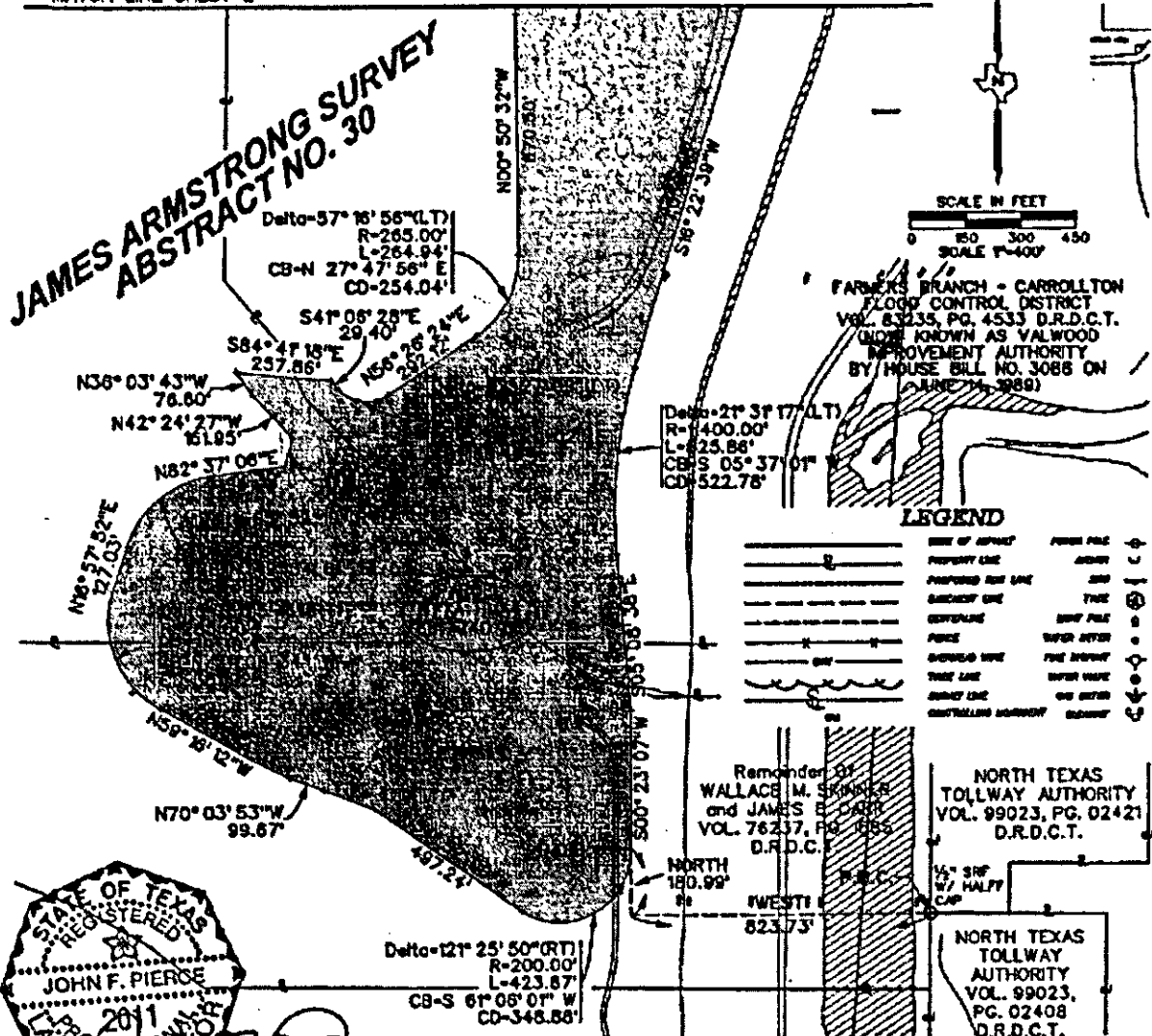


EXHIBIT "B"

JAMES ARMSTRONG SURVEY
ABSTRACT NO. 30

Delta-57° 16' 56" LT
R-265.00
L-264.94
CB-N 27° 47' 56" E
CD-254.04
S41° 08' 28" E



CERTIFIED *[Signature]*
Registered Professional Land Surveyor
Texas No. 20114

RECOMMENDED Walt
Holtz Zellers, Inc.
Section Engineer

APPROVED: [Signature]
HNTB Corporation
General Engineering Consultant

APPROVED _____
North Texas Tollway Authority
Director of Engineering

ARREDONDO, ZEPEDA & BRUNZ, INC.
11355 McCREE ROAD
DALLAS, TEXAS 75238 (214) 341-9900

—S - Denotes 1/2" steel rebar with yellow plastic cap marked "AZB" set, unless noted otherwise.

Notes

All Bearings are based on project coordinates for North Texas Tollway Authority Segment IV of the President George Bush Turnpike.

A Legal Description of even date herewith
accompanies this plat.

OWNER: VALWOOD IMPROVEMENT AUTHORITY
W. MASTERS SVY, A-925 & J. ARMSTRONG SVY, A-30
DALLAS COUNTY, TEXAS

NORTH TEXAS TOLLWAY AUTHORITY
President George Bush Turnpike

INTRODUCTION PLAT

Page 1 of 2

DRAWN BY - JEB APPVED BY - JEP DATE: NOVEMBER 20, 2002 SCALE: 1" = 400' PARCEL NO. PMA-4

SECRET

EXHIBIT "B"

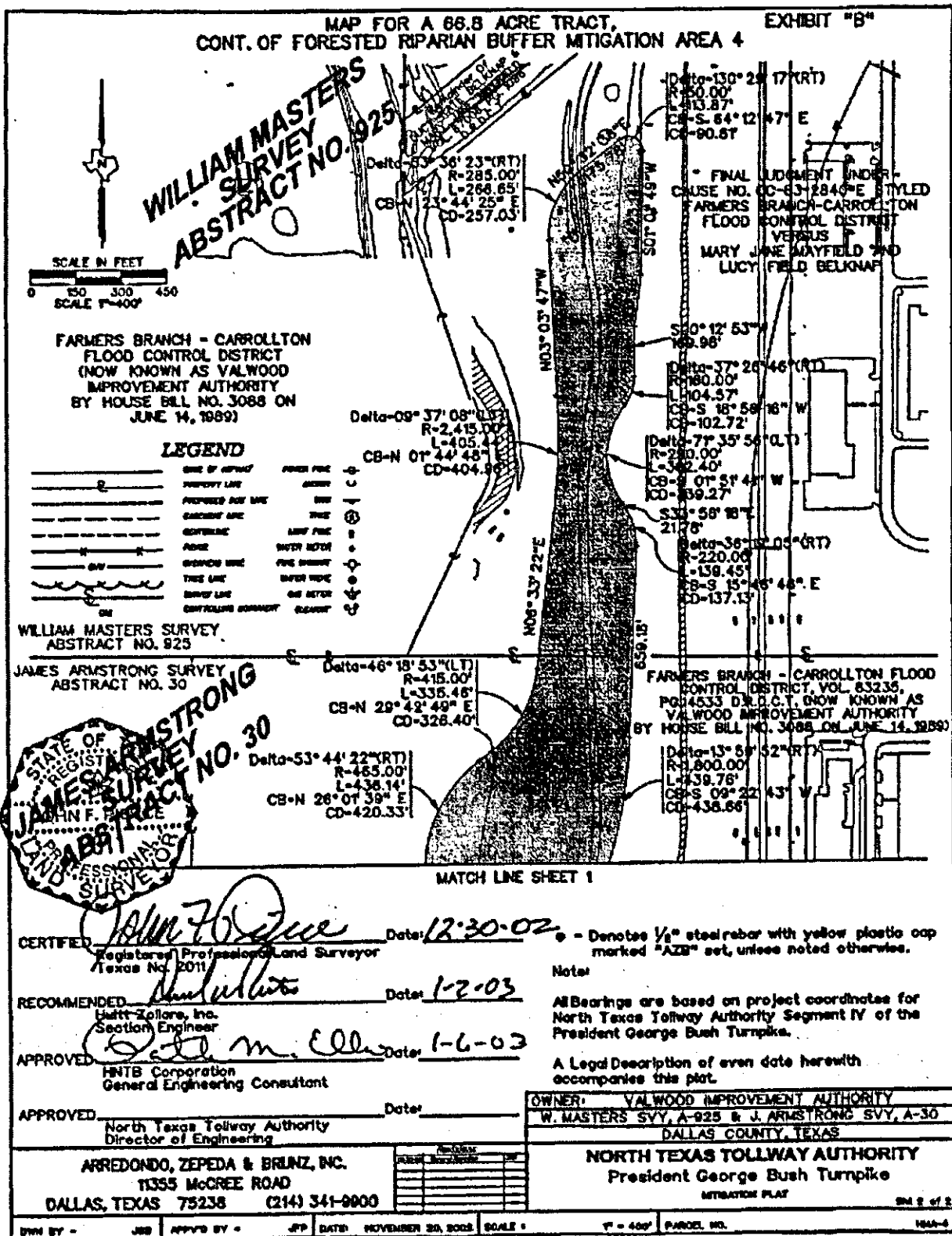


EXHIBIT "A"

COUNTY: DALLAS
HIGHWAY: SH190
PROJECT LIMITS: From I.H. 35E Near Trinity Mills
Road in Dallas County To I.H. 635
West Near Valley View Lane in Dallas County

Page 1 of 3

November 20, 2002

Revised: December 30, 2002

Revised: January 17, 2003

PARCEL: NTTA HMA 4-NORTH-1-EASEMENT

FIELD NOTES FOR A 4.6 ACRE TRACT,
HYDRAULIC MITIGATION AREA 4-NORTH-1-EASEMENT

Being 4.6407 acres of land in the James Armstrong Survey, Abstract Number 30, and the William Masters Survey, Abstract Number 825 (Historically referred to as Abstract Number 899 in the Dallas County Records), City of Carrollton, Dallas County, Texas, and being part of that certain tract of land as described in a deed to Farmers Branch Carrollton Flood Control District (now known as Valwood Improvement Authority by House Bill No. 3088 on June 14, 1989) as recorded in Volume 83235, Page 4533 of the Deed Records Dallas County, Texas, and part of that certain called 51.407 acre tract awarded to Farmers Branch - Carrollton Flood Control District (now known as said Valwood Improvement Authority) in Final Judgment under cause no. co-83-2840-e styled Farmers Branch - Carrollton Flood Control District versus Mary Jane Mayfield and Lucy Field Belknap and being more particularly described by metes and bounds as follows;

COMMENCING at a one-half inch steel rebar with plastic cap marked "Half", found for the northwest corner of that certain called 2.188 acre tract of land as described in a deed to North Texas Tollway Authority (NTTA 25-2 tract), as recorded in Volume 99023, Page 02408 of said Deed Records and the southwest corner of that certain called 15.831 acre tract of land as described in a deed to North Texas Tollway Authority (NTTA 25-4 tract), as recorded in Volume 99023, Page 02421 of said Deed Records, same being in the east line of the remainder of that certain tract of land as described in a deed to Wallace M. Skinner and James E. Carr (Skinner/Carr remainder tract) as recorded in Volume 76237, Page 1585 of said Deed Records;

THENCE, WEST, departing said east line of Skinner/Carr remainder tract, a distance of 1,467.87 feet to a point;

THENCE, NORTH, a distance of 1,600.14 feet to the POINT OF BEGINNING,

1. THENCE, NORTH 51 degrees 04 minutes 16 seconds EAST, a distance of 379.08 feet to a point for the beginning of a curve to the left;
2. THENCE, NORTHEASTERLY AND NORTHERLY, along said curve to the left, through a central angle of 51 degrees 54 minutes 47 seconds, a radius 150.00 feet, an arc distance of 135.91 feet, whose chord bears North 25 degrees 08 minutes 52 seconds East, having a chord distance of 131.31 feet to the end of said curve to the left;
3. THENCE, NORTH 00 degrees 50 minutes 32 seconds WEST, a distance of 690.35 feet to the beginning of a reverse curve to the right;

EXHIBIT "A"

COUNTY: DALLAS
HIGHWAY: SH190
PROJECT LIMITS: From I.H. 35E Near Trinity Mills Road in Dallas County To I.H. 635 West Near Valley View Lane in Dallas County

Page 2 of 3
November 20, 2002
Revised: December 30, 2002
Revised: January 17, 2003

PARCEL: NTTA HMA 4-NORTH-1-EASEMENT

FIELD NOTES FOR A 4.8 ACRE TRACT,
HYDRAULIC MITIGATION AREA 4-NORTH-1-EASEMENT

4. THENCE, NORTHERLY AND NORTHEASTERLY, along said reverse curve to the right, through a central angle of 57 degrees 13 minutes 12 seconds, a radius of 580.00 feet and an arc length of 579.23 feet, the chord of said curve bears North 27 degrees 46 minutes 04 seconds East, having a chord distance of 555.46 feet to the point of reverse curvature to the left;
5. THENCE, NORTHEASTERLY, continuing along said reverse curve to the left, through a central angle of 36 degrees 18 minutes 52 seconds, a radius of 435.00 feet and an arc length of 275.71 feet, the chord of said curve bears North 38 degrees 13 minutes 14 seconds East, having a chord distance of 271.12 feet to the point of compound curvature to the left;
6. THENCE, NORTHERLY, continuing along said compound curve to the left, through a central angle of 13 degrees 20 minutes 11 seconds, a radius of 2,320.00 feet and an arc length of 540.01 feet, the chord of said curve bears North 13 degrees 23 minutes 59 seconds East, having a chord distance of 538.79 feet to the end of said compound curve;
7. THENCE, SOUTH 06 degrees 33 minutes 22 seconds WEST, a distance of 536.61 feet to the beginning of a curve to the right;
8. THENCE, SOUTHWESTERLY, along said curve to the right, through a central angle of 46 degrees 18 minutes 53 seconds, a radius of 400.00 feet and an arc length of 323.34 feet, the chord of said curve bears South 29 degrees 42 minutes 48 seconds West, having a chord distance of 314.61 feet to the end of said curve to the right;
9. THENCE, SOUTH 54 degrees 55 minutes 20 seconds WEST, a distance of 24.21 feet to the beginning of a non-tangent curve to left, whose chord bears South 27 degrees 45 minutes 15 seconds West, having a chord distance of 460.32 feet;
10. THENCE, SOUTHWESTERLY AND SOUTHERLY, along said non-tangent curve to the left, through a central angle of 57 degrees 12 minutes 14 seconds, a radius of 480.78 feet and an arc length of 480.01 feet to the end of said non-tangent curve to the left;
11. THENCE, SOUTH 00 degrees 50 minutes 32 seconds EAST, a distance of 672.24 feet to the beginning of a curve to the right;

EXHIBIT "A"

COUNTY: DALLAS

HIGHWAY: SH190

PROJECT LIMITS: From I.H. 35E Near Trinity Mills

Road in Dallas County To I.H. 635

West Near Valley View Lane in Dallas County

Page 3 of 3

November 20, 2002

Revised: December 30, 2002

Revised: January 17, 2003

PARCEL: NTTA HMA 4-NORTH-1-EASEMENT

FIELD NOTES FOR A 4.6 ACRE TRACT,
HYDRAULIC MITIGATION AREA 4-NORTH-1-EASEMENT

12.THENCE, SOUTHERLY AND SOUTHWESTERLY, along said curve to the right, through a central angle of 57 degrees 16 minutes 58 seconds, a radius of 250.00 feet and an arc length of 249.94 feet, the chord of said curve bears South 27 degrees 47 minutes 56 seconds West, having a chord distance of 239.66 feet to the end of said curve;

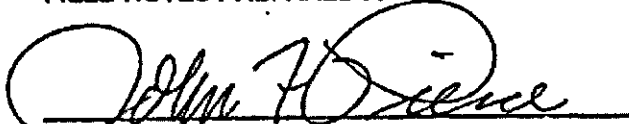
13.THENCE, SOUTH 56 degrees 26 minutes 25 seconds West, a distance of 292.12 feet to the beginning of a non-tangent curve to the right, whose chord bears South 88 degrees 22 minutes 16 seconds West, having a chord distance of 95.20 feet;

14.THENCE, SOUTHWESTERLY AND WESTERLY, along said non-tangent curve to the right through a central angle of 63 degrees 51 minutes 28 seconds, a radius of 90.00 feet, and an arc length of 100.31 feet to the POINT OF BEGINNING containing 4.6407 acres of land, more or less.

This description accompanies parcel map of even date herewith.

All bearings are based on project coordinates for North Texas Tollway Authority Segment IV of the President George Bush Turnpike.

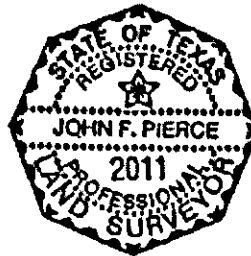
FIELD NOTES PREPARED FROM FIELDWORK PERFORMED IN 1999 and 2000.



John F. Pierce
Registered Professional Land Surveyor
Texas No. 2011

JAN 17, 2003
Date

Arredondo, Zepeda & Brunz Inc.
11355 McCree Road
Dallas, Texas 75238
(214) 341-9900
(214) 341-9925 - Fax



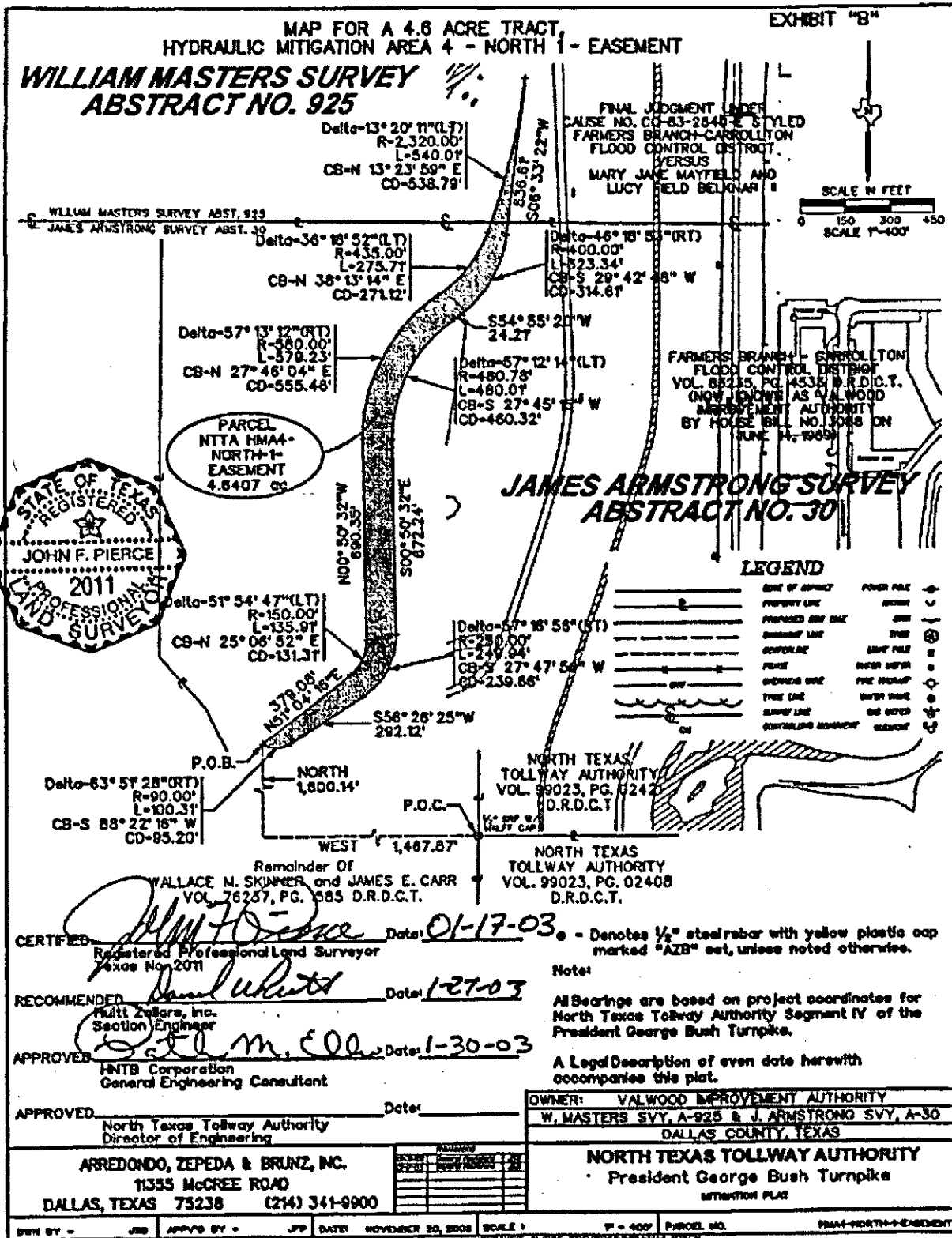


EXHIBIT "A"

COUNTY: DALLAS
HIGHWAY: SH190
PROJECT LIMITS: From I.H. 35E Near Trinity Mills Road in Dallas County to IH 635 West Near Valley View Lane in Dallas County

Page 1 of 3

November 19, 2002

Revised: December 30, 2002

Revised: January 17, 2003

PARCEL: NTTA HMA 4-NORTH-2-EASEMENT

FIELD NOTES FOR A 2.1 ACRE TRACT,
HYDRAULIC MITIGATION AREA 4-NORTH-2-EASEMENT

Being 2.1452 acres of land in the James Armstrong Survey, Abstract Number 30, and the William Masters Survey, Abstract Number 925 (Historically referred to as Abstract Number 899 in the Dallas County Records), City of Carrollton, Dallas County, Texas, and being part of that certain tract of land as described in a deed to Farmers Branch Carrollton Flood Control District (now known as Valwood Improvement Authority by House Bill No. 3088 on June 14, 1989) as recorded in Volume 83235, Page 4533 of the Deed Records Dallas County, Texas, and part of that certain called 51.407 acre tract awarded to Farmers Branch - Carrollton Flood Control District (now known as said Valwood Improvement Authority) in Final Judgment under cause no. co-83-2840-e styled Farmers Branch - Carrollton Flood Control District versus Mary Jane Mayfield and Lucy Field Belknap and being more particularly described by metes and bounds as follows;

COMMENCING at a one-half inch steel rebar with plastic cap marked "Half", found for the northwest corner of that certain called 2.188 acre tract of land as described in a deed to North Texas Tollway Authority (NTTA 25-2 tract), as recorded in Volume 99023, Page 02408 of said Deed Records and the southwest corner of that certain called 15.831 acre tract of land as described in a deed to North Texas Tollway Authority (NTTA 25-4 tract), as recorded in Volume 99023, Page 02421 of said Deed Records, same being in the east line of the remainder of that certain tract of land as described in a deed to Wallace M. Skinner and James E. Carr (Skinner/Carr remainder tract) as recorded in Volume 76237, Page 1585 of said Deed Records;

THENCE, WEST, departing said east line of Skinner/Carr remainder tract, a distance of 703.01 feet to a point;

THENCE, NORTH, a distance of 4,276.69 feet to the POINT OF BEGINNING;

1. THENCE, NORTH 13 degrees 27 minutes 09 seconds WEST, a distance of 116.01 feet to an angle point;
2. THENCE, NORTH 24 degrees 20 minutes 52 seconds WEST, a distance of 209.59 feet to an angle point;
3. THENCE, NORTH 11 degrees 24 minutes 35 seconds WEST, a distance of 198.84 feet to the beginning of a curve to the right;

EXHIBIT "A"

COUNTY: DALLAS

HIGHWAY: SH190

PROJECT LIMITS: From I.H. 35E Near Trinity Mills

Road In Dallas County to IH 635

West Near Valley View Lane in Dallas County

Page 2 of 3

November 19, 2002

Revised: December 30, 2002

Revised: January 17, 2003

PARCEL:

NTTA HMA 4-NORTH-2-EASEMENT

FIELD NOTES FOR A 2.1 ACRE TRACT,
HYDRAULIC MITIGATION AREA 4-NORTH-2-EASEMENT

4. THENCE, NORTHERLY AND NORTHEASTERLY, along said curve to the right, through a central angle of 81 degrees 57 minutes 11 seconds, a radius of 120.00 feet and an arc length of 129.75 feet, the chord of said curve bears North 19 degrees 34 minutes 00 seconds East, having a chord distance of 123.53 feet to the end of said curve to the right;
5. THENCE, NORTH 50 degrees 32 minutes 36 seconds EAST, a distance of 502.71 feet to a point for corner;
6. THENCE, SOUTH 00 degrees 01 minutes 36 seconds EAST, a distance of 129.47 feet to a point for corner;
7. THENCE, SOUTH 50 degrees 32 minutes 36 seconds WEST, a distance of 245.31 feet to the beginning of a curve to the left;
8. THENCE, SOUTHEASTERLY AND SOUTHERLY, along said curve to the left, through a central angle of 53 degrees 36 minutes 23 seconds, a radius of 300.00 feet and an arc length of 280.68 feet, the chord of said curve bears South 23 degrees 44 minutes 25 seconds West, having a chord distance of 270.56 feet to the end of said curve;

EXHIBIT "A"

COUNTY: DALLAS
HIGHWAY: SH190
PROJECT LIMITS: From I.H. 35E Near Trinity Mills Road in Dallas County to IH 635 West Near Valley View Lane in Dallas County

Page 3 of 3
November 19, 2002
Revised: December 30, 2002
Revised: January 17, 2003

PARCEL: NTTA HMA 4-NORTH-2-EASEMENT


FIELD NOTES FOR A 2.1 ACRE TRACT,
HYDRAULIC MITIGATION AREA 4-NORTH-2-EASEMENT

9. THENCE, SOUTH 03 degrees 03 minutes 47 seconds EAST, a distance of 402.10 feet to the POINT OF BEGINNING containing 2.1452 acres of land, more or less.

This description accompanies parcel map of even date herewith.

All bearings are based on project coordinates for North Texas Tollway Authority Segment IV of the President George Bush Turnpike.

FIELD NOTES PREPARED FROM FIELDWORK PERFORMED IN 1999 and 2000.


John F. Pierce
Registered Professional Land Surveyor
Texas No. 2011

JAN 17 2003
Date

Arredondo, Zepeda & Brunz Inc.
11355 McCree Road
Dallas, Texas 75238
(214) 341-8900
(214) 341-8925 - Fax

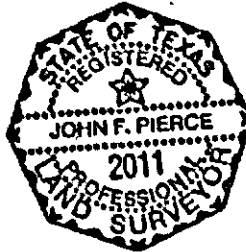


EXHIBIT "B"

[illegible]

Date: 01-17-03

• - Denotes 1/2" steel rebar with yellow plastic cap marked "ATB" set, unless noted otherwise.

Date: 1-27-03

Notes:

All Bearings are based on project coordinates for North Texas Tollway Authority Segment IV of the President George Bush Turnpike.

Date: 1-30-03

A Legal Description of even date herewith
accompanies this plat.

Date: _____

OWNER: VALWOOD IMPROVEMENT AUTHORITY
WILLIAM MASTERS SURVEY, ABSTRACT NUMBER 795
DALLAS COUNTY, TEXAS

11355 MCCREE ROAD
DALLAS, TEXAS 75238 (214) 341-9900

NORTH TEXAS TOLLWAY AUTHORITY
President George Bush Turnpike
IRVING, TEXAS

DWN BY -	JED	APPROV BY -	JF	DATE	NOVEMBER 16, 2006	SCALE :	1" = 200'	PARCEL NO.	NTTA 1644-NORTH-S-EASEMENT
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EXHIBIT "A"

COUNTY: DALLAS
HIGHWAY: SH190
PROJECT LIMITS: From I.H. 35E Near Trinity Mills Road in Dallas County to I.H. 635 West Near Valley View Lane in Dallas County

Page 1 of 2
November 20, 2002
Revised: December 30, 2002
Revised: January 17, 2003

PARCEL: NTTA HMA 4-Middle Easement

FIELD NOTES 40,772 SQUARE FOOT TRACT
HYDRAULIC MITIGATION AREA 4-MIDDLE EASEMENT

Being 40,772 square feet of land in the James Armstrong Survey, Abstract Number 30, City of Carrollton, Dallas County, Texas, and being part of that certain tract of land as described in a deed to Farmers Branch - Carrollton Flood Control District (now known as Valwood Improvement Authority by House Bill No. 3088 on June 14, 1989) as recorded in Volume 88166, Page 0359 of the Deed Records of Dallas County, Texas, and being more particularly described by metes and bounds as follows;

COMMENCING at a one-half inch steel rebar with plastic cap marked "Half", found for the northwest corner of that certain called 2.188 acre tract of land as described in a deed to North Texas Tollway Authority (NTTA 25-2 tract), as recorded in Volume 99023, Page 02408 of said Deed Records and the southwest corner of that certain called 15.831 acre tract of land as described in a deed to North Texas Tollway Authority (NTTA 25-4 tract), as recorded in Volume 99023, Page 02421 of said Deed Records, same being in the east line of the remainder of that certain tract of land as described in a deed to Wallace M. Skinner and James E. Carr (Skinner/Carr remainder tract) as recorded in Volume 76237, Page 1585 of said Deed Records;

THENCE, WEST, departing said east line of Skinner/Carr remainder tract, a distance of 1,790.28 feet to a point;

THENCE, NORTH, a distance of 1275.79 feet to the POINT OF BEGINNING;

1. THENCE, SOUTH 82 degrees 37 minutes 06 seconds WEST, a distance of 184.58 feet to the beginning of a non-tangent curve to the left, whose chord bears South 49 degrees 53 minutes 50 seconds West, having a chord distance of 326.19 feet;
2. THENCE, SOUTHWESTERLY, along said non-tangent curve to the left, through a central angle of 65 degrees 51 minutes 56 seconds, a radius of 300.00 feet and an arc length of 344.87 feet, to a point for the end of said non-tangent curve to the left;
3. THENCE, NORTH 18 degrees 57 minutes 52 seconds EAST, a distance of 225.16 feet to the beginning of a non-tangent curve to the right whose chord bears North 68 degrees 50 minutes 02 seconds East, having a chord distance of 293.98 feet;

EXHIBIT "A"

COUNTY: DALLAS
HIGHWAY: SH190
PROJECT LIMITS: From I.H. 35E Near Trinity Mills Road in Dallas County to I.H. 635 West Near Valley View Lane in Dallas County

Page 2 of 2
November 20, 2002
Revised: December 30, 2002
Revised: January 17, 2003

PARCEL: NTTA HMA 4-Middle Easement

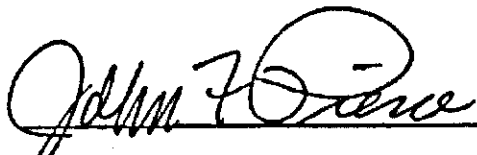
FIELD NOTES 40,722 SQUARE FOOT TRACT
HYDRAULIC MITIGATION AREA 4-MIDDLE EASEMENT

4. THENCE, NORTHEASTERLY AND EASTERLY, along said non-tangent curve to the right through a central angle of 58 degrees 40 minutes 38 seconds, a radius of 300.00 feet and an arc length of 307.23 feet to the end of said non-tangent curve to the right;
5. THENCE, SOUTH 81 degrees 49 minutes 38 seconds EAST, a distance of 65.40 feet to an angle point;
6. THENCE, NORTH 88 degrees 55 minutes 31 seconds EAST, a distance of 29.82 feet to a point for corner;
7. THENCE, SOUTH 42 degrees 23 minutes 20 seconds EAST, a distance of 23.78 feet to a point for corner;
8. THENCE, SOUTH 18 degrees 15 minutes 31 seconds WEST, a distance of 63.93 feet to the POINT OF BEGINNING containing 40,772 square feet of land, more or less.

This description accompanies parcel map of even date herewith.

All bearings are based on project coordinates for North Texas Tollway Authority Segment IV of the President George Bush Turnpike.

FIELD NOTES PREPARED FROM FIELDWORK PERFORMED IN 1999 and 2000.


John F. Pierce
Registered Professional Land Surveyor
Texas No. 2011

JAN 17, 2003

Date

Amedondo, Zepeda & Brunz Inc.
11355 McCree Road
Dallas, Texas 75238

(214) 341-9900
Fax (214) 341-9925

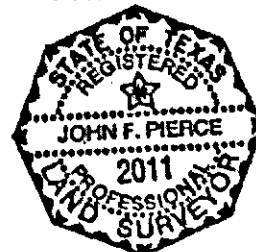


EXHIBIT "B"



DATE OF BIRTH	POWER FILE	1
PROPERTY NO	ADVIS	2
PROPERTY TAX DATE	OWN	3
EMERGENCY NAME	TIME	4
EMERGENCY ADDRESS	UNIT FILE	5
PHONE	OWNER STATUS	6
PROPERTY TAX	FILE NUMBER	7
POWER DATE	NOTES NAME	8
OWNER NAME	NO NOTES	9
EMERGENCY NUMBER	ALSO	10

CERTIFIED [Signature] Date: 1-17-00

Registered Professional Land Surveyor
Texas No. 2011

RECOMMENDED Robert A. Baker Date: 1-21-69

**Walter Zellers, Inc.,
Section Engineer**

APPROVED John M. Oliver Date: 1-30-62

HNTB Corporation
General Engineering Consultant

APPROVED _____ Date: _____

North Texas Tollway Authority
Director of Engineering

ARREDONDO, ZEPEDA & BRUNZ, INC.
11355 McGREE ROAD
DALLAS, TEXAS 75238 (214) 341-9900

• - Denotes 1/2" steel rebar with yellow plastic cap marked "AZB" set, unless noted otherwise.

Notes

All Bearings are based on project coordinates for North Texas Tollway Authority Segment IV of the President George Bush Turnpike.

A Legal Description of even date herewith
accompanies this plat.

OWNER: VALWOOD IMPROVEMENT AUTHORITY
JAMES ARMSTRONG SURVEY, ABSTRACT NUMBER 30
DALLAS COUNTY, TEXAS

NORTH TEXAS TOLLWAY AUTHORITY
President George Bush Turnpike
INTERSTATE PLAZA

DRAWN BY -	JBB	APPROVED BY -	JFP	DATE	NOVEMBER 20, 2004	SCALE :	1" = 100'	PARCEL NO.	10044-460000 EASEMENT
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EXHIBIT "A"

COUNTY: DALLAS
HIGHWAY: SH190
PROJECT LIMITS: From I.H. 35E Near Trinity Mills Road In Dallas County To I.H. 635 West Near Valley View Lane In Dallas County

Page 1 of 3
November 20, 2002
Revised: December 30, 2002
Revised: January 17, 2003

PARCEL: NTTA HMA 4-SOUTH EASEMENT

FIELD NOTES FOR A 2.4 ACRE TRACT,
HYDRAULIC MITIGATION AREA 4-SOUTH EASEMENT

Being 2.3807 acres of land in the James Armstrong Survey, Abstract Number 30, City of Carrollton, Dallas County, Texas, and being part of that certain tract of land as described in a deed to Farmers Branch - Carrollton Flood Control District (now known as Valwood Improvement Authority by House Bill No. 3088 on June 14, 1989) as recorded in Volume 81178, Page 0495 of the Deed Records of Dallas County, Texas, and being more particularly described by metes and bounds as follows:

COMMENCING at a one-half inch steel rebar with plastic cap marked "Half", found for the northwest corner of that certain called 2.188 acre tract of land as described in a deed to North Texas Tollway Authority (NTTA 25-2 tract), as recorded in Volume 99023, Page 02408 of said Deed Records and the southwest corner of that certain called 15.831 acre tract of land as described in a deed to North Texas Tollway Authority (NTTA 25-4 tract), as recorded in Volume 99023, Page 02421 of said Deed Records, same being in the east line of the remainder of that certain tract of land as described in a deed to Wallace M. Skinner and James E. Carr (Skinner/Carr remainder tract) as recorded in Volume 76237, Page 1585 of said Deed Records;

THENCE, WEST, departing said east line of Skinner/Carr remainder tract, a distance of 1414.35 feet to a point;

THENCE, NORTH, a distance of 194.88 feet to the POINT OF BEGINNING;

1. THENCE, NORTH 83 degrees 05 minutes 06 seconds WEST, a distance of 134.93 feet to the beginning of a curve to the right;
2. THENCE, NORTHWESTERLY, along said curve to the right through a central angle of 23 degrees 48 minutes 54 seconds, a radius of 970.00 feet and an arc length of 403.18 feet, the chord of said curve bears North 71 degrees 10 minutes 39 seconds West, having a chord distance of 400.28 feet to a point for the end of said curve to the right;
3. THENCE, NORTH 59 degrees 16 minutes 12 seconds WEST, a distance of 501.93 feet to a point;
4. THENCE, NORTH 16 degrees 57 minutes 52 seconds EAST, a distance of 312.17 feet to a point;

EXHIBIT "A"

COUNTY: DALLAS

HIGHWAY: SH190

PROJECT LIMITS: From I.H. 35E Near Trinity Mills
Road in Dallas County To I.H. 635
West Near Valley View Lane in Dallas County

Page 2 of 3

November 20, 2002

Revised: December 30, 2002

Revised: January 17, 2003

PARCEL: NTTA HMA 4-SOUTH EASEMENT

FIELD NOTES FOR A 2.4 ACRE TRACT,
HYDRAULIC MITIGATION AREA 4-SOUTH EASEMENT

5. THENCE, SOUTH 16 degrees 30 minutes 53 seconds EAST, a distance of 2.23 feet to a point for corner;
6. THENCE, SOUTH 08 degrees 32 minutes 08 seconds WEST, a distance of 34.00 feet to the beginning of a non-tangent curve to the left, whose chord of said non-tangent curve bears South 27 degrees 08 minutes 23 seconds East, having a chord distance of 319.75 feet;
7. THENCE, SOUTHEASTERLY, along said non-tangent curve to the left, through a central angle of 64 degrees 24 minutes 22 seconds, a radius of 300.00 feet and an arc length of 337.23 feet to a point for the end of said non-tangent curve to the left;
8. THENCE, SOUTH 59 degrees 16 minutes 12 seconds EAST, a distance of 294.12 feet to an angle point;
9. THENCE, SOUTH 62 degrees 57 minutes 42 seconds EAST, a distance of 111.92 feet to an angle point;
10. THENCE, SOUTH 70 degrees 03 minutes 53 seconds EAST, a distance of 100.37 feet to an angle point;
11. THENCE, SOUTH 68 degrees 17 minutes 27 seconds EAST, a distance of 148.80 feet to an angle point;

EXHIBIT "A"

COUNTY: DALLAS
HIGHWAY: SH190
PROJECT LIMITS: From I.H. 35E Near Trinity Mills Road In Dallas County To I.H. 635 West Near Valley View Lane In Dallas County

Page 3 of 3
November 20, 2002
Revised: December 30, 2002
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PARCEL: NTTA HMA 4-SOUTH EASEMENT

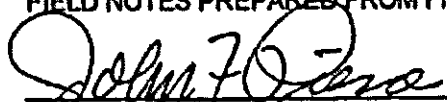
FIELD NOTES FOR A 2.4 ACRE TRACT,
HYDRAULIC MITIGATION AREA 4-SOUTH EASEMENT

12.THENCE, SOUTH 54 degrees 54 minutes 45 seconds EAST, a distance of 157.23 feet to the POINT OF BEGINNING containing 2.3807 acres of land, more or less.

This description accompanies parcel map of even date herewith.

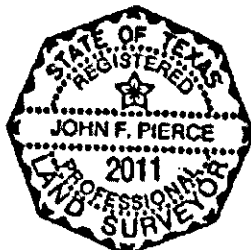
All bearings are based on project coordinates for North Texas Tollway Authority Segment IV of the President George Bush Turnpike.

FIELD NOTES PREPARED FROM FIELDWORK PERFORMED IN 1999 and 2000.


John F. Pierce
Registered Professional Land Surveyor
Texas No. 2011

JAN 17, 2003
Date

Arredondo, Zepeda & Brunz Inc.
11355 McCree Road
Dallas, Texas 75238
(214) 341-9900
(214) 341-9925 - Fax



MAP FOR A 2.4 ACRE TRACT,
HYDRAULIC MITIGATION AREA 4 - SOUTH EASEMENT

EXHIBIT "B"

**JAMES ARMSTRONG SURVEY
ABSTRACT NO. 30**

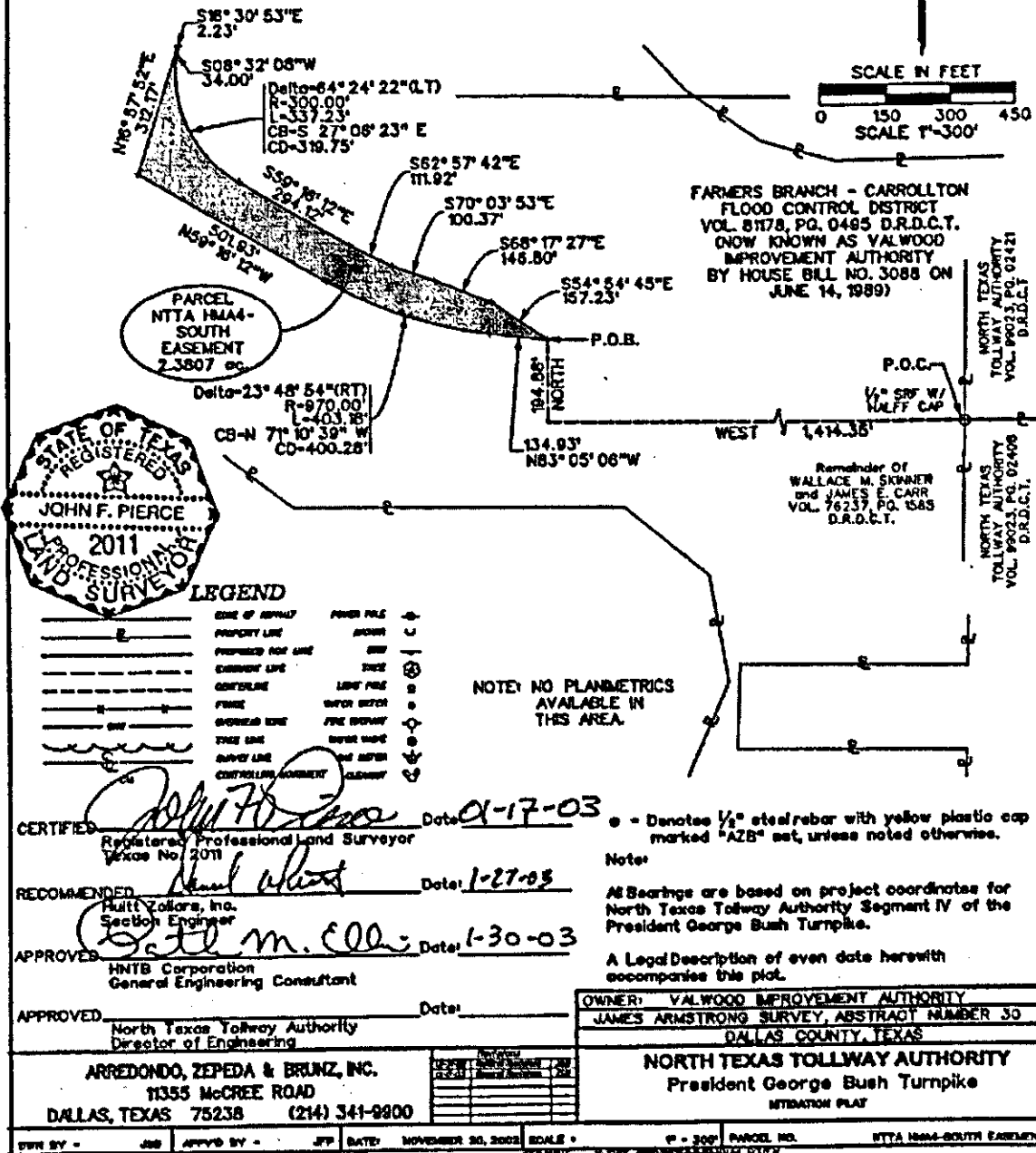


EXHIBIT I
**INTERLOCAL AGREEMENT BETWEEN
THE NORTH TEXAS TOLLWAY AUTHORITY
AND VALWOOD IMPROVEMENT AUTHORITY
OF DALLAS COUNTY, TEXAS
FOR THE DESIGN, CONSTRUCTION
AND MAINTENANCE OF SEGMENT IV
OF THE PRESIDENT GEORGE BUSH TURNPIKE**

**FORM OF RESTRICTION DOCUMENTS (FORESTED BUFFER RIPARIAN
MITIGATION AREAS, OPEN WATER HABITAT MITIGATION AREA, AND
MITIGATION RESERVE AREAS)**
[subsec. II.F.(2)]

[see following pages]

**DECLARATION OF RESTRICTIVE COVENANTS
AND EASEMENT AGREEMENT**
(Forested Buffer Riparian Mitigation Areas and Open Water Habitat Mitigation Area)

THE STATE OF TEXAS §
 §
COUNTY OF DALLAS §

THIS DECLARATION OF RESTRICTIVE COVENANTS AND EASEMENT AGREEMENT (this "instrument"), is executed the ____ day of _____, 2008 (the "Execution Date") to be effective as of the 7th day of October, 2002 (the "Effective Date") by the **VALWOOD IMPROVEMENT AUTHORITY OF DALLAS COUNTY, TEXAS, F/K/A FARMERS BRANCH-CARROLLTON FLOOD CONTROL DISTRICT OF DALLAS COUNTY, TEXAS**, a flood control district, acting by and through its Board of Directors (hereinafter identified as "Valwood"), for the benefit of the **NORTH TEXAS TOLLWAY AUTHORITY**, a regional tollway authority and a political subdivision of the State of Texas (hereinafter identified as the "NTTA").

Recitals

WHEREAS, Valwood owns certain property in Dallas County, Texas that Valwood uses for maintaining flood-control facilities, levees and similar structures, drainage facilities, access roads and other facilities (the "Valwood Property"); and

WHEREAS, the NTTA is constructing and operating a controlled access toll turnpike project (the "Project") as defined in, permitted by, and in accordance with the provisions of Chapter 366, Texas Transportation Code (known as the "Regional Tollway Authority Act"), to all terms of which Chapter and Act reference is hereby made, such Project being known as Segment IV of the President George Bush Turnpike; and

WHEREAS, it is necessary and desirable for the NTTA to acquire certain interests in the Valwood Property in order to meet the requirements of Permit No. 199700020 issued by the U. S. Army Corps of Engineers ("USACE") which authorizes the NTTA to discharge dredged or fill material into waters of the United States (as set forth in 33 U.S.C. §1344); and

WHEREAS, on even date herewith, Valwood and the NTTA have entered into (1) a Joint Use Agreement, and (2) an Interlocal Agreement for the Design, Construction and Maintenance of Segment IV of the President George Bush Turnpike ("ILA") setting forth their respective rights, obligations, and agreements concerning the Valwood Property and the Project; and

WHEREAS, part of the Valwood Property includes (i) approximately 26.7 acres of land identified in the ILA as the "Forested Riparian Buffer Mitigation Areas", which are described in Exhibit A attached hereto and made a part hereof, and (ii) approximately 12.1 acres of land identified in the ILA as the "Open Water Habitat Mitigation Area", which is also described in Exhibit A attached hereto and made a part hereof; and

WHEREAS, the NTTA and Valwood have agreed in the ILA that Valwood shall restrict its use of the Forested Riparian Buffer Mitigation Areas and the Open Water Habitat Mitigation Area and provide the NTTA with all rights, including, but not limited to, rights of access necessary to permit the NTTA to meet the terms and conditions of Permit No. 199700020 or as required by the USACE, as more fully described herein below; and

WHEREAS, the NTTA and Valwood desire to execute this Declaration of Restrictive Covenants and Easement Agreement to evidence Valwood's restriction on use of and the NTTA's right to use the Forested Riparian Buffer Mitigation Areas and the Open Water Habitat Mitigation Area in support of the NTTA's commitments under Permit No. 199700020;

NOW THEREFORE, for good and valuable consideration, receipt and sufficiency of which are hereby acknowledged, the NTTA and Valwood hereby agree as follows:

1. Valwood's Covenants. For and in consideration of these premises and the mutual covenants and agreements of the parties in the ILA, the receipt and sufficiency of which Valwood hereby acknowledges, Valwood hereby covenants and agrees as follows:

a. Restricted Use of Forested Riparian Buffer Mitigation Areas. Valwood shall not take, nor permit any officer, director, employee, agent, contractor, or other person affiliated with Valwood or under Valwood's authority to take, any action which allows for removing, destroying, cutting or mowing any trees, plants or other vegetation, or changing the natural habitat in any manner. Any other use of or activity by Valwood affecting the Forested Riparian Buffer Mitigation Areas that is or may become inconsistent with these restrictions is prohibited.

b. Restricted Use of Open Water Habitat Mitigation Area. The Open Water Habitat Mitigation Area is reserved for use as a flood water retention and recharge area for the surrounding Elm Fork of the Trinity River floodplain. Valwood shall not take, nor permit any officer, director, employee, agent, contractor, or other person affiliated with Valwood or under Valwood's authority to take, any action which allows for a use or activity that is inconsistent with this restriction; provided, however, that Valwood reserves the right to enter the Open Water Habitat Mitigation Area to enlarge, deepen, or maintain the property, as necessary, subject to the terms and conditions of Permit No. 199700020 or as required by the USACE.

c. Use by Third Parties. Valwood will not consent to any third party not affiliated with Valwood taking any action on or about the Forested Riparian Buffer Mitigation Areas and the Open Water Habitat Mitigation Area that is inconsistent with the restrictions placed in subsection a. and b. above.

d. Removal of Improvements. Valwood shall not place on or in the Forested Riparian Buffer Mitigation Areas or the Open Water Habitat Mitigation Area any building, fence, structure, or other improvement which, in the sole judgment of the NTTA, is inconsistent with the intended function of these mitigation areas.

2. Grant of Easement. In further consideration of the mutual covenants and agreements of the parties to the ILA, the receipt and sufficiency of which Valwood hereby acknowledges, Valwood hereby grants, sells, and conveys to the NTTA, in perpetuity, an

unencumbered and permanent easement in and to the Forested Riparian Buffer Mitigation Areas and, as described in subsection 2.b., the other portions of the Valwood Property, for the following purposes:

a. Reserved Rights. The NTTA, its employees, agents, representatives, and contractors shall have all rights to conduct activities in the Forested Riparian Buffer Mitigation Areas, as they reasonably deem necessary or useful, which include, but are not limited to, monitoring, soil preparation, planting of trees/shrubs, or other similar activities necessary to meet the terms and conditions of Permit No. 199700020 or as required by the USACE.

b. Ingress and Egress. The NTTA, its employees, agents, representatives, and contractors shall have such rights of ingress and egress of vehicles, equipment, and personnel over and across the Valwood Property as is necessary or useful to allow the NTTA to conduct activities in the Forested Riparian Buffer Mitigation Areas; the NTTA shall restore the Valwood Property to its previous condition promptly following the NTTA's use thereof.

The easement rights granted to the NTTA in this instrument are and shall be free and clear of any restrictions, liens, options, and other interests, and Valwood hereby binds itself and its successors and assigns to warrant and forever defend all right, title, and interest in and to such easement rights hereby granted to the NTTA and its successors and assigns, against every person whomsoever lawfully claiming or to claim the same or any part thereof by, through or under Valwood, but not otherwise.

3. Successor and Assigns. This instrument shall be binding upon and inure to the benefit of the respective legal representatives, successors, assigns, heirs, and devisees of the parties. Without limiting the generality of the foregoing, the NTTA may convey all or any portion of the Forested Riparian Buffer Mitigation Areas to one or more third parties and any and all such grantees shall have the same easement rights and rights to enforce the covenants and agreements of Valwood under this instrument as are available to the NTTA.

4. Interlocal Agreement; Merger. This instrument is entered into pursuant to, and as part of, the agreements and transactions set forth in, the ILA and the other instruments referenced in the ILA, and it shall be interpreted and enforced to be consistent with the ILA and such other instruments referenced in the ILA. Otherwise, this instrument contains the whole agreement between Valwood and the NTTA relating to the matters that are the subject of this instrument and supersedes all previous understandings and agreements between Valwood and the NTTA relating to such matters.

5. General Provisions

a. Valwood agrees that any conveyance hereafter made by Valwood or any future owner of all or any portion of the Forested Riparian Buffer Mitigation Areas and the Open Water Habitat Mitigation Area will refer to and incorporate this instrument by reference.

b. In the event any provision of this instrument is determined by an appropriate court to be void and unenforceable, the remaining provisions shall remain valid and binding.

c. This instrument shall run with the Forested Riparian Buffer Mitigation Areas and the Open Water Habitat Mitigation Area and shall be enforceable against Valwood and all future owners of these properties in perpetuity.

d. These restrictive covenants cannot be revoked or modified without written approval from the USACE and the NTTA.

**VALWOOD IMPROVEMENT AUTHORITY
OF DALLAS COUNTY, TEXAS,**
a flood control district of Dallas County, Texas

By: _____
Pat Canuteson, Executive Director

STATE OF TEXAS §
 §
COUNTY OF DALLAS §

This instrument was acknowledged before me on _____, 2008, by Pat Canuteson, Executive Director of the **VALWOOD IMPROVEMENT AUTHORITY OF DALLAS COUNTY, TEXAS**, a flood control district, on behalf of said flood control district.

Notary Public in and for
the State of Texas

ADDRESS OF GRANTEE:

North Texas Tollway Authority
P. O. Box 260729
Plano, Texas 75026

After Recording, Return To:
Mr. Frank E. Stevenson, II
Locke Lord Bissell & Liddell LLP
2200 Ross Avenue, Suite 2200
Dallas, Texas 75201

EXHIBIT A

[Attach Legal Description for Forested Riparian Mitigation Areas
and Open Water Habitat Mitigation Area]

**DECLARATION OF RESTRICTIVE COVENANTS
AND EASEMENT AGREEMENT
(Mitigation Reserve Areas)**

THE STATE OF TEXAS §
 §
COUNTY OF DALLAS §

THIS DECLARATION OF RESTRICTIVE COVENANTS AND EASEMENT AGREEMENT (this "instrument"), is executed the ____ day of _____, 2008 (the "Execution Date") to be effective as of the 7th day of October, 2002 (the "Effective Date") by the **VALWOOD IMPROVEMENT AUTHORITY OF DALLAS COUNTY, TEXAS, F/K/A FARMERS BRANCH-CARROLLTON FLOOD CONTROL DISTRICT OF DALLAS COUNTY, TEXAS**, a flood control district, acting by and through its Board of Directors (hereinafter identified as "Valwood"), for the benefit of the **NORTH TEXAS TOLLWAY AUTHORITY**, a regional tollway authority and a political subdivision of the State of Texas (hereinafter identified as the "NTTA").

Recitals

WHEREAS, Valwood owns certain property in Dallas County, Texas that Valwood uses for maintaining flood-control facilities, levees and similar structures, drainage facilities, access roads and other facilities (the "Valwood Property"); and

WHEREAS, the NTTA is constructing and operating a controlled access toll turnpike project (the "Project") as defined in, permitted by, and in accordance with the provisions of Chapter 366, Texas Transportation Code (known as the "Regional Tollway Authority Act"), to all terms of which Chapter and Act reference is hereby made, such Project being known as Segment IV of the President George Bush Turnpike; and

WHEREAS, it is necessary and desirable for the NTTA to acquire certain interests in the Valwood Property in order to use the area for future mitigation for the NTTA's projects; and

WHEREAS, on even date herewith, Valwood and the NTTA have entered into (1) a Joint Use Agreement, and (2) an Interlocal Agreement for the Design, Construction and Maintenance of Segment IV of the President George Bush Turnpike ("ILA") setting forth their respective rights, obligations, and agreements concerning the Valwood Property and the Project; and

WHEREAS, the Valwood Property includes approximately 10 acres of land identified in the ILA as the "Mitigation Reserve Areas", which are described in Exhibit A attached hereto and made a part hereof; and

WHEREAS, the NTTA and Valwood have agreed in the ILA that Valwood shall restrict its use of the Mitigation Reserve Areas and provide the NTTA with all rights, including, but not limited to, rights of access necessary to permit the NTTA to use the area as future mitigation for other of the NTTA's projects, as more fully described herein below; and

WHEREAS, the NTTA and Valwood desire to execute this Declaration of Restrictive Covenants and Easement Agreement to evidence Valwood's restriction on use of the property and the NTTA's right to use the Mitigation Reserve Areas as needed for future NTTA activities and/or projects;

NOW THEREFORE, for good and valuable consideration, receipt and sufficiency of which are hereby acknowledged, the NTTA and Valwood hereby agree as follows:

1. Valwood's Covenants. For and in consideration of these premises and the mutual covenants and agreements of the parties in the ILA, the receipt and sufficiency of which Valwood hereby acknowledges, Valwood hereby covenants and agrees as follows:

a. Restricted Use. Valwood shall not take, nor permit any officer, director, employee, agent, contractor, or other person affiliated with Valwood or under Valwood's authority to take, any action which allows for removing, destroying, cutting or mowing any trees, plants or other vegetation, or changing the natural habitat in any manner. Any other use of or activity by Valwood affecting the Mitigation Reserve Areas that is or may become inconsistent with these restrictions is prohibited.

b. Use by Third Parties. Valwood will not consent to any third party not affiliated with Valwood taking any action on or about the Mitigation Reserve Areas that is inconsistent with the restrictions placed in subsection a. above.

c. Removal of Improvements. Valwood shall not place on or in the Mitigation Reserve Areas any building, pavement, fence, other structure, or improvement which, in the sole judgment of the NTTA, may endanger or in any way interfere with the natural condition of the area. The NTTA shall at all times have the right to remove any such items from the Mitigation Reserve Areas without incurring any liability to Valwood or any person claiming a right to locate such removed items on or in the Mitigation Reserve Areas under the authority granted by Valwood.

2. Grant of Easement. In further consideration of the mutual covenants and agreements of the parties to the ILA, the receipt and sufficiency of which Valwood hereby acknowledges, and subject to the term limitation set forth in Section 3, Valwood hereby grants, sells, and conveys to the NTTA, an unencumbered and permanent easement in and to the Mitigation Reserve Areas and, as described in subsection 2.b., the other portions of the Valwood Property, for the following purposes:

a. Reserved Rights. The NTTA, its employees, agents, representatives, and contractors shall have all rights to conduct activities in the Mitigation Reserve Areas, as they reasonably deem necessary or useful, which include, but are not limited to, mowing, irrigation, soil preparation and tree/shrub planting. In addition, the NTTA may transfer all or part of the Mitigation Reserve Areas to any third-party for use as a mitigation area for future NTTA projects or activities.

b. Ingress and Egress. The NTTA, its employees, agents, representatives, and contractors shall have such rights of ingress and egress of vehicles, equipment, and

personnel over and across the Valwood Property as is necessary or useful to allow the NTTA to conduct activities in the Mitigation Reserve Areas.

The easement rights granted to the NTTA in this instrument are and shall be free and clear of any restrictions, liens, options, and other interests, and Valwood hereby binds itself and its successors and assigns to warrant and defend, subject to the term limitation set forth in Section 3, all right, title, and interest in and to such easement rights hereby granted to the NTTA and its successors and assigns, against every person whomsoever lawfully claiming or to claim the same or any part thereof by, through or under Valwood, but not otherwise.

3. **Term of Agreement.** The NTTA's rights to the Mitigation Reserve Areas shall expire on the Fifteenth (15th) Anniversary of the Execution Date for any portion of the area not "dedicated for use" by the Authority or a third party. For purposes of this instrument, "dedicated for use" shall mean all or any portion of the Mitigation Reserve Areas offered to, restricted in favor of, or otherwise committed to the U. S. Army Corps of Engineers for mitigation purposes to support the permitting of a NTTA project.

4. **Successor and Assigns.** This instrument shall be binding upon and inure to the benefit of the respective legal representatives, successors, assigns, and devisees of the parties. Without limiting the generality of the foregoing, the NTTA may convey all or any portion of the Mitigation Reserve Areas to one or more third parties and any and all such grantees shall have the same easement rights and rights to enforce the covenants and agreements of Valwood under this instrument as are available to the NTTA.

5. **Interlocal Agreement; Merger.** This instrument is entered into pursuant to, and as part of the agreements and transactions set forth in, the ILA and the other instruments referenced in the ILA, and it shall be interpreted and enforced to be consistent with the ILA and such other instruments referenced in the ILA. Otherwise, this instrument contains the whole agreement between Valwood and the NTTA relating to the matters that are the subject of this instrument and supersedes all previous understandings and agreements between Valwood and the NTTA relating to such matters.

6. **General Provisions**

a. Valwood agrees that any conveyance hereafter made of all or any portion of the Mitigation Reserve Areas will refer to and incorporate this instrument by reference.

b. In the event any provision of this instrument is determined by an appropriate court to be void and unenforceable, the remaining provisions shall remain valid and binding.

c. This instrument shall run with the Mitigation Reserve Areas and shall be enforceable against Valwood and all future owners of the Mitigation Reserve Areas in perpetuity.

d. This instrument cannot be revoked or modified without written approval from the NTTA.

**VALWOOD IMPROVEMENT AUTHORITY
OF DALLAS COUNTY, TEXAS,**
a flood control district of Dallas County, Texas

By: _____
Pat Canuteson, Executive Director

STATE OF TEXAS §
 §
COUNTY OF DALLAS §

This instrument was acknowledged before me on _____, 2008, by Pat Canuteson, Executive Director of the **VALWOOD IMPROVEMENT AUTHORITY OF DALLAS COUNTY, TEXAS**, a flood control district, on behalf of said flood control district.

Notary Public in and for
the State of Texas

After Recording, Return To:
Mr. Frank E. Stevenson
Locke Lord Bissell & Liddell LLP
2200 Ross Avenue, Suite 2200
Dallas, Texas 75201

EXHIBIT A

[Attach Legal Description for Mitigation Reserve Areas]

EXHIBIT J
INTERLOCAL AGREEMENT BETWEEN
THE NORTH TEXAS TOLLWAY AUTHORITY
AND VALWOOD IMPROVEMENT AUTHORITY
OF DALLAS COUNTY, TEXAS
FOR THE DESIGN, CONSTRUCTION
AND MAINTENANCE OF SEGMENT IV
OF THE PRESIDENT GEORGE BUSH TURNPIKE

FORM OF RESTRICTION DOCUMENT (HYDRAULIC MITIGATION AREA)
[subsecs. II.F.(2) and II.G.]

[see following pages]

**DECLARATION OF RESTRICTIVE COVENANTS
(Hydraulic Mitigation Area)**

STATE OF TEXAS §
 §
COUNTY OF DALLAS §

THIS DECLARATION OF RESTRICTIVE COVENANTS (this "instrument"), is executed the ____ day of _____, 2008 (the "Execution Date") to be effective as of the 7th day of October, 2002 (the "Effective Date") by the **VALWOOD IMPROVEMENT AUTHORITY OF DALLAS COUNTY, TEXAS, F/K/A FARMERS BRANCH-CARROLLTON FLOOD CONTROL DISTRICT OF DALLAS COUNTY, TEXAS**, a flood control district, acting by and through its Board of Directors (hereinafter identified as "Valwood"), for the benefit of the **NORTH TEXAS TOLLWAY AUTHORITY**, a regional tollway authority and a political subdivision of the State of Texas (hereinafter identified as the "NTTA").

Recitals

WHEREAS, Valwood, owns certain property in Dallas County, Texas, that Valwood uses for maintaining flood-control facilities, levees and similar structures, drainage facilities, access roads and other facilities (the "Valwood Property"); and

WHEREAS, the NTTA is constructing and operating a controlled access toll turnpike project (the "Project") as defined in, permitted by, and in accordance with the provisions of Chapter 366, Texas Transportation Code (known as the "Regional Tollway Authority Act"), to all terms of which Chapter and Act reference is hereby made, such Project being known as Segment IV of the President George Bush Turnpike; and

WHEREAS, it is necessary and desirable for the NTTA to require certain restrictions on the use of the Valwood Property in order to construct and operate the Project; and

WHEREAS, on even date herewith, Valwood and the NTTA have entered into (1) a Joint Use Agreement, and (2) an Interlocal Agreement for the Design, Construction and Maintenance of Segment IV of the President George Bush Turnpike ("ILA") setting forth their respective rights, obligations, and agreements concerning the Valwood Property and the Project; and

WHEREAS, the Valwood Property includes 66.774 acres of land identified in the ILA as the Hydraulic Mitigation Area, which are described in Exhibit A attached hereto and made a part hereof; and

WHEREAS, the NTTA and Valwood have agreed in the ILA that Valwood shall conduct certain activities in and restrict its use of the Hydraulic Mitigation Area as more fully described herein below; and

WHEREAS, the NTTA and Valwood desire to execute this Declaration of Restrictive Covenants to evidence Valwood's obligations and restrictions on the use of the Hydraulic Mitigation Area;

NOW THEREFORE, for good and valuable consideration, receipt and sufficiency of which are hereby acknowledged, the NTTA and Valwood hereby agree as follows:

1. Valwood's Covenants. For and in consideration of these premises and the mutual covenants and agreements of the parties in the ILA, the receipt and sufficiency of which Valwood hereby acknowledges, Valwood hereby covenants and agrees as follows:

a. Maintenance. Valwood shall maintain the Hydraulic Mitigation Area through its usual maintenance activities which include, but are not limited to, mowing, fertilization, and herbicide use in order to suppress the intrusion of trees and shrubs in the area.

b. Valley Storage and Wetland Mitigation. Any flood water retention ("Valley Storage") and wetland mitigation areas resulting from the removal of fill material within the Hydraulic Mitigation Area by Valwood shall remain under the control of Valwood. In the event that Valwood elects to use a portion of the bottom of the Hydraulic Mitigation Area for Valley Storage and wetland mitigation, Valwood agrees that such use shall not negatively impact the NTTA's USACE Permit No. 199700020.

c. Use by Third Parties. Valwood will not consent to any third party not affiliated with Valwood taking any action on or about the Hydraulic Mitigation Area that is inconsistent with the restrictions placed in subsection a. and b. above.

d. Removal of Improvements. Valwood shall not place on or in the Hydraulic Mitigation Area any building, fence, structure, or other improvement which, in the sole judgment of the NTTA, is inconsistent with the intended function of this mitigation area.

2. Successor and Assigns. This instrument shall be binding upon and inure to the benefit of the respective legal representatives, successors, assigns, and devisees of the parties. Without limiting the generality of the foregoing, Valwood shall have the right to transfer any Valley Storage and/or mitigation rights to a third party; provided, however, that any such rights transferred to a third party shall be subject to the restrictions set forth in this instrument.

3. Interlocal Agreement; Merger. This instrument is entered into pursuant to, and as part of the agreements and transactions set forth in, the ILA and the other instruments referenced in the ILA, and it shall be interpreted and enforced to be consistent with the ILA and such other instruments referenced in the ILA. Otherwise, this instrument contains the whole agreement between Valwood and the NTTA relating to the matters that are the subject of this instrument and supersedes all previous understandings and agreements between Valwood and the NTTA relating to such matters.

4. General Provisions

a. Valwood agrees that any conveyance hereafter made by Valwood or any future owner of all or any portion of the Hydraulic Mitigation Area will refer to and incorporate this instrument by reference.

b. In the event any provision of this instrument is determined by an appropriate court to be void and unenforceable, the remaining provisions shall remain valid and binding.

c. This instrument shall run with the Hydraulic Mitigation Area and shall be enforceable against Valwood and all future owners of this property in perpetuity.

d. These restrictive covenants cannot be revoked or modified without written consent from the NTTA.

**VALWOOD IMPROVEMENT AUTHORITY
OF DALLAS COUNTY, TEXAS,
a flood control district of Dallas County, Texas**

By: _____
Pat Canuteson, Executive Director

STATE OF TEXAS §
 §
COUNTY OF DALLAS §

This instrument was acknowledged before me on _____, 2008, by Pat Canuteson, Executive Director of the **VALWOOD IMPROVEMENT AUTHORITY OF DALLAS COUNTY, TEXAS**, a flood control district, on behalf of said flood control district.

Notary Public in and for
the State of Texas

ADDRESS OF GRANTEE:

North Texas Tollway Authority
P.O. Box 260729
Plano, Texas 75026

After Recording, Return to:

Mr. Frank E. Stevenson, II
Locke Lord Bissell & Liddell LLP
2200 Ross Avenue, Suite 2200
Dallas, Texas 75201

EXHIBIT A

Legal description of Hydraulic Mitigation Area

EXHIBIT K
INTERLOCAL AGREEMENT BETWEEN
THE NORTH TEXAS TOLLWAY AUTHORITY
AND VALWOOD IMPROVEMENT AUTHORITY
OF DALLAS COUNTY, TEXAS
FOR THE DESIGN, CONSTRUCTION
AND MAINTENANCE OF SEGMENT IV
OF THE PRESIDENT GEORGE BUSH TURNPIKE

DESCRIPTION OF AUTHORITY-CONVEYED PROPERTY
[subsec. II.H.(1)]

[see following pages]

Parcel NTTA25-2

BEING 214,932 square feet, or 4.934 acres of land, more or less for a replacement lake easement, situated in the James Armstrong Survey, Abstract Number 30 and the William Pulliam Survey, Abstract Number 1171, in the City of Carrollton, Dallas County, Texas, also being a part of that certain called 14.502 acre tract of land conveyed to Luna Investors, Inc., by deed recorded in Volume 86250, Page 2859, of the Deed Records of Dallas County, Texas. Said 4.934 acres of land being more particularly described by metes and bounds as follows:

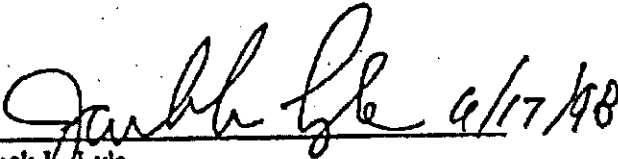
BEGINNING at a 1/2 inch iron rod with plastic cap marked Half found in place at the northwest corner of said Luna Investors tract and the southwest corner of Lot 3, Block 1 of the Luna Road Distribution Center Phase II;

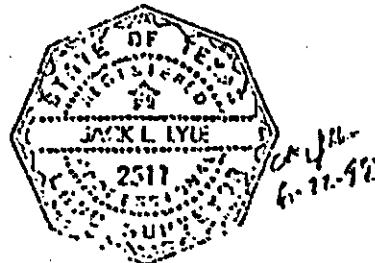
- (1) THENCE, along the north line of the Luna Investors tract and the south line of said Lot 3, South 89 degrees 34 minutes 26 seconds East, a distance of 482.74 feet to a 1/2 inch iron rod with plastic cap marked AB&A set for the northeast corner of the herein described replacement lake easement;
- (2) THENCE South 00 degrees 35 minutes 25 seconds West, a distance of 446.49 feet to a 1/2 inch iron rod with plastic cap marked AB&A set in the south line of the Luna Investors tract;
- (3) THENCE, along the south line of said tract, North 89 degrees 15 minutes 29 seconds West, a distance of 482.91 feet to 1/2 inch iron rod with plastic cap marked AB&A set at the southwest corner of Luna Investors tract;
- (4) THENCE, along the west line of said tract, North 00 degrees 36 minutes 46 seconds East, a distance of 443.83 feet to the POINT OF BEGINNING and containing 214,932 square feet or 4.934 acres of land, more or less.

The foregoing field notes correctly set out the boundaries of the tract of land herein described.

This description accompanies easement parcel map of even date herewith.

All bearings are based on the Texas State Plane Coordinate System, North Central Zone, (NAD27)


Jack L. Lyle
Registered Professional Land Surveyor



ARREDONDO, BRUNZ & ASSOCIATES, INC.
May 22, 1998
North Texas Tollway Authority Parcel NTTA25-1RLE Replacement Lake Easement
Luna Investors, Inc., Owners of Record
Volume 86250, Page 2859
Deed Records of Dallas County, Texas

DATUM OF SURVEY: THE 1983
STATE PLANE COORDINATE SYSTEM,
NORTH CENTRAL ZONE, (NAD 27).

JAMES ARMSTRONG SURVEY - ABSTRACT 30

PROPOSED PRESIDENT GEORGE BUSH TURNPIKE

LUNA ROAD

LUNA ROAD DISTRIBUTION CENTER PHASE II
Volume 88102, Page 0088
(D.R.D.C.T.)

BLOCK I

POINT OF BEGINNING
1/4-18
1/4-18
CAP 110

LOT 3

LOT 1

58° 34' 28" E - 462.74'

LUNA INVESTORS, INC.
VOL. 86250 PG. 2859
(D.R.D.C.T.)

JAS. ARMSTRONG SURVEY - A-30

WM. PULLIAM SURVEY - A-1171

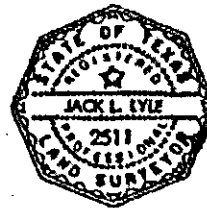
NT1425-2
2M 932 S.1
4.634 Ac.

N89° 15' 29" W - 462.97'

VALWOOD IMPROVEMENT
AUTHORITY
RESOLUTION #88-201
D.R.D.C.T.

BATHURST PROPERTIES VENTURE
VOL. 85003 PG. 4013
(D.R.D.C.T.)

WM. PULLIAM SURVEY - ABSTRACT 1171



I certify that this plat correctly delineates the boundaries and corners
as the same are returned by the surveyor and as they are on the ground.

Jack L. Lyle Date *6/17/78*
Surveyor

Wendell Tucker Date *6/18/78*
County Clerk

James W. Shaffer Date *Apr 22 1994*
County Clerk



ARREDONDO, DRUNZ & ASSOC., INC.
11355 MCCREY ROAD
DALLAS, TEXAS 75238 (214) 341-9900

OWNER: LUNA INVESTORS, INC.
JAMES ARMSTRONG SURVEY, A-30
& WM. PULLIAM SURVEY, A-1171
DALLAS COUNTY, TEXAS
NORTH TEXAS TOLLWAY AUTHORITY
President George Bush Turnpike
RIGHT OF WAY PLAT

BEING 590,969 square feet, or 13.567 acres of land, more or less for a replacement lake easement, situated in the James Armstrong Survey, Abstract Number 30, in the City of Carrollton, Dallas County, Texas, out of and part of Lot 3, Block 1 of the Luna Road Distribution Center, Phase II, an Addition to the City of Carrollton, Dallas County, Texas by plat recorded in Volume 98102, Page 0088, Deed Records of Dallas County, Texas (D.R.D.C.T.), said Lot 3 being owned jointly by Henry Billingsley, (Volume 98003, Page 3280 D.R.D.C.T.), Crow-Billingsley Hutton Branch #1, LTD. (Volume 82120, Page 1471 and Volume 91028, Page 1415 D.R.D.C.T.) and Crow-Billingsley #15, LTD. (Volume 80075, Page 2663 D.R.D.C.T.). Said 13.567 acres of land being more particularly described by metes and bounds as follows:

BEGINNING at a 1/2 inch iron rod with plastic cap marked Half found in place at the southwest corner of Lot 3, Block 1 of the Luna Road Distribution Center Phase II;

- (1) THENCE, along the west line of said Lot 3, North 00 degrees 34 minutes 37 seconds East, a distance of 750.91 feet to a 1/2 inch iron rod with plastic cap marked Half found in place marking the southern most northwest corner of Lot 3;
- (2) THENCE South 89 degrees 34 minutes 26 seconds East, a distance of 73.74 feet to a 1/2 inch iron rod with plastic cap marked Half found in place marking an inside corner of Lot 3;
- (3) THENCE, along the west line of said Lot 3, North 00 degrees 53 minutes 33 seconds East, a distance of 561.16 feet to a 1/2 inch iron rod found in place at the northern most northwest corner of Lot 3;
- (4) THENCE, along the north line of Lot 3, South 89 degrees 06 minutes 22 seconds East, a distance of 352.56 feet to a 1/2 inch iron rod with plastic cap marked Half found in place at an angle point in the north line of Lot 3;
- (5) THENCE North 78 degrees 48 minutes 40 seconds East, a distance of 54.81 feet to a 1/2 inch iron rod with plastic cap marked AB&A set for the northeast corner of the herein described Replacement Lake Easement;
- (6) THENCE, South 00 degrees 35 minutes 25 seconds West, a distance of 1,320.22 feet to a 1/2 inch iron rod with plastic cap marked AB&A set in the south line of said Lot 3;


Parcel NTTA25-4

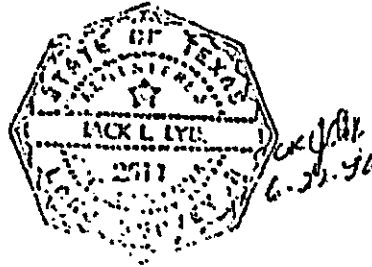
- (7) THENCE, along the south line of Lot 3, North 89 degrees 34 minutes 26 seconds West, a distance of 482.74 feet to the POINT OF BEGINNING and containing 590,969 square feet or 13.567 acres of land, more or less.

The foregoing field notes correctly set out the boundaries of the tract of land herein described.

This description accompanies easement parcel map of even date herewith.

All bearings are based on the Texas State Plane Coordinate System, North Central Zone, (NAD27)


Jack L. Kyle
Registered Professional Land Surveyor



ARREDONDO, BRUNZ & ASSOCIATES, INC.

May 22, 1998

North Texas Tollway Authority Parcel NTTA25-2RLE Replacement Lake Easement

Owners of Record:

Henry Billingsley Volume 98003, Page 3280

Crow-Billingsley Hutton Branch #1, LTD., Volume 82120, Page 1471
and Volume 91028, Page 1415

Crow-Billingsley #15, LTD., Volume 80075, Page 2663

Deed Records of Dallas County, Texas

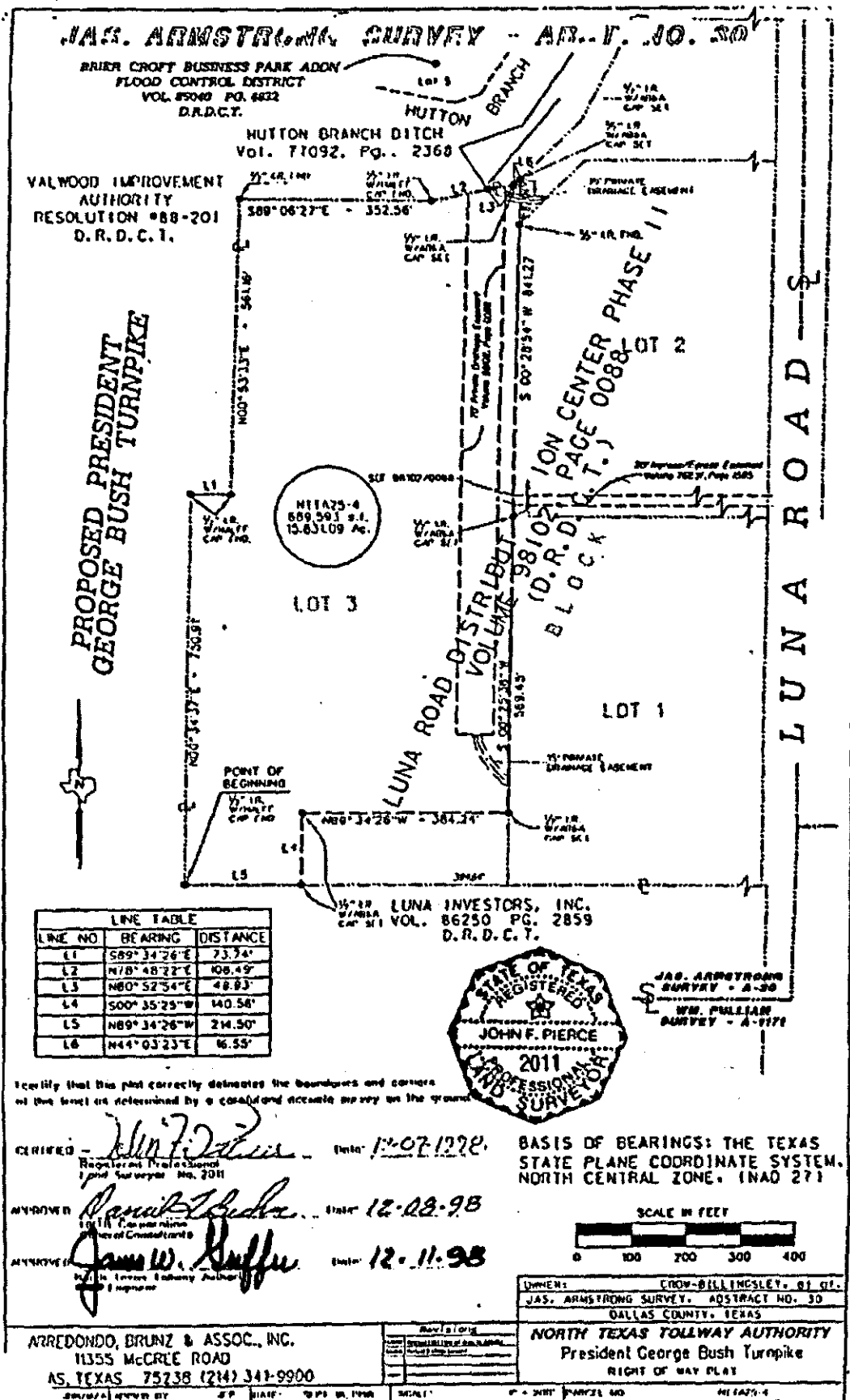


EXHIBIT L
**INTERLOCAL AGREEMENT BETWEEN
THE NORTH TEXAS TOLLWAY AUTHORITY
AND VALWOOD IMPROVEMENT AUTHORITY
OF DALLAS COUNTY, TEXAS
FOR THE DESIGN, CONSTRUCTION
AND MAINTENANCE OF SEGMENT IV
OF THE PRESIDENT GEORGE BUSH TURNPIKE**

FORM OF DEED AND DECLARATION OF RESTRICTIVE COVENANTS
(AUTHORITY-CONVEYED PROPERTY)
[subsecs. II.H.(1) and (2)]

[see following pages]

When recorded, return to:

Locke Lord Bissell & Liddell LLP
2200 Ross Avenue, Suite 2200
Dallas, Texas 75201-6776
Attn: Frank E. Stevenson, II

**DALLAS NORTH TOLLWAY SYSTEM
PRESIDENT GEORGE BUSH TURNPIKE
SPECIAL WARRANTY DEED
(SEGMENT IV)**

THE STATE OF TEXAS §
 §
COUNTY OF DALLAS §

That **NORTH TEXAS TOLLWAY AUTHORITY**, a regional tollway authority and a political subdivision of the State of Texas (hereinafter called "Grantor"), for and in consideration of the sum of TEN AND NO/100 DOLLARS (\$10.00) and other good and valuable consideration to Grantor in hand paid by **VALWOOD IMPROVEMENT AUTHORITY OF DALLAS COUNTY, TEXAS F/K/A FARMERS BRANCH-CARROLLTON FLOOD CONTROL DISTRICT OF DALLAS COUNTY, TEXAS**, a flood control district (hereinafter called "Grantee"), the receipt and sufficiency of which is hereby acknowledged and confessed, and for which no lien is retained, either express or implied, has GRANTED, SOLD AND CONVEYED, and by these presents does GRANT, SELL AND CONVEY unto Grantee, subject to the exception and reservation by Grantor of all of the oil, gas and other minerals and to the other terms and provisions hereinafter contained, all of the surface estate of those certain parcels of land situated in Dallas County, Texas, together with all improvements situated thereon and all rights, privileges and appurtenances thereto belonging (the "Property"), said parcels of land being more particularly described in Exhibit A attached hereto and made a part hereof for all purposes, said Property being all of the Grantor's Parcels No. 25-2 and 25-4; **SAVE AND EXCEPT**, however, and there is expressly reserved to Grantor herein, its successors and assigns forever, all oil, gas, coal, sulphur and other minerals of every kind or character (whether similar or dissimilar) in, on, under or that may be produced from said land hereinabove described and every part thereof, together with a reasonable right of ingress and egress over, upon and across said land.

The consideration exchanged between the parties hereto for the property interests acquired hereunder by Grantee shall be considered full compensation for such interests and for any severance damages, or any damages to, or diminution in the value of, other lands belonging to Grantor, that may be claimed or asserted by virtue of such acquisition and use of the Property by Grantee.

This conveyance is made and accepted subject to the Declaration of Restrictive Covenants attached hereto as Exhibit B and made a part hereof for all purposes and all matters of title, to the extent the same are valid and subsisting.

TO HAVE AND TO HOLD the Property, together with all and singular the rights, privileges, and appurtenances thereto in anywise belonging, unto Grantee, its successors and assigns, forever, but subject to the exceptions and reservations specified, and the other provisions

of this instrument; and Grantor does hereby bind itself, its successors and assigns, to WARRANT AND FOREVER DEFEND all and singular the Property unto Grantee, its successors and assigns, against every person whomsoever lawfully claiming or to claim the same or any part thereof by, through, or under Grantor, but not otherwise.

EXECUTED this _____ day of _____, 2008.

ATTEST:

NORTH TEXAS TOLLWAY AUTHORITY,
a regional tollway authority

Debra L. Smith
Secretary

By: _____
Jorge Figueredo
Executive Director

Date: _____

APPROVED AS TO FORM:
Locke Lord Bissell & Liddell LLP
General Counsel

By: _____
Frank E. Stevenson, II

STATE OF TEXAS §
 §
COUNTY OF DALLAS §

This instrument was acknowledged before me on _____, 2008, by Jorge Figueredo, Executive Director of the **NORTH TEXAS TOLLWAY AUTHORITY**, a regional tollway authority, on behalf of said authority.

Notary Public in and for
the State of Texas

Address of Grantee:

Executive Director
Valwood Improvement Authority
1430 Valwood Parkway
Suite 160
Carrollton, Texas 75006

EXHIBIT A

to
Special Warranty Deed
Property Description

(See following pages)

EXHIBIT B

to
Special Warranty Deed
Declaration of Restrictive Covenants
(See following pages)

**DECLARATION OF RESTRICTIVE COVENANTS
(Authority-Conveyed Property)**

THE STATE OF TEXAS §
 §
COUNTY OF DALLAS §

THIS DECLARATION OF RESTRICTIVE COVENANTS (this "instrument"), is executed the ____ day of _____, 2008 (the "Execution Date") to be effective as of the 7th day of October, 2002 (the "Effective Date") by the **NORTH TEXAS TOLLWAY AUTHORITY**, a regional tollway authority and a political subdivision of the State of Texas (hereinafter identified as the "NTTA").

Recitals

WHEREAS, the NTTA owns approximately 18.5 acres of land in Dallas County, Texas, more fully described in Exhibit A attached hereto and made a part hereof, for use in the construction of the turnpike project described below (the "Authority-Conveyed Property");

WHEREAS, the NTTA is constructing and operating a controlled access toll turnpike project (the "Project") as defined in, permitted by, and in accordance with the provisions of Chapter 366, Texas Transportation Code (known as the "Regional Tollway Authority Act"), to all terms of which Chapter and Act reference is hereby made, such Project being known as Segment IV of the President George Bush Turnpike; and

WHEREAS, on even date herewith, the NTTA and Valwood Improvement Authority of Dallas County, Texas, f/k/a Farmers Branch-Carrollton Flood Control District of Dallas County, Texas ("Valwood") have entered into (1) a Joint Use Agreement, and (2) an Interlocal Agreement for the Design, Construction and Maintenance of Segment IV of the President George Bush Turnpike ("ILA") setting forth their respective rights, obligations, and agreements concerning the Authority-Conveyed Property and the Project; and

WHEREAS, it is necessary and desirable for the NTTA to impose certain restrictions on the Authority-Conveyed Property in order to meet the requirements of Permit No. 199700020 issued by the U. S. Army Corps of Engineers ("USACE") which authorizes the NTTA to discharge dredged or fill material into waters of the United States (as set forth in 33 U.S.C. §1344); and

NOW THEREFORE, for good and valuable consideration, receipt and sufficiency of which are hereby acknowledged, the NTTA agrees as follows:

1. **NTTA's Covenants.** For and in consideration of these premises and the mutual covenants and agreements contained in the ILA, the receipt and sufficiency of which the NTTA hereby acknowledges, the NTTA hereby covenants and agrees as follows:

a. **Restricted Use.** The Authority-Conveyed Property is reserved for use as a flood water retention and recharge area for the surrounding Elm Fork of the Trinity River floodplain. The NTTA shall not take, nor permit any officer, director, employee, agent, contractor, or other person affiliated with the NTTA or under the NTTA's authority to take, any

action which allows for a use or activity that is inconsistent with this restriction; provided, however, that the NTTA, and any future owner of the property, reserve the right to enter the Authority-Conveyed Property to enlarge, deepen, or maintain the property, as necessary, to meet the terms and conditions of Permit No. 199700020 or as required by the USACE.

b. Use by Third Parties. The NTTA will not consent to any third party not affiliated with the NTTA taking any action on or about the Authority-Conveyed Property that is inconsistent with the restrictions placed in subsection a. above.

c. Removal of Improvements. The NTTA shall not place on or in the Authority-Conveyed Property any building, fence, structure, or other improvement which is inconsistent with the intended function of this mitigation area.

2. Successor and Assigns. This instrument shall be binding upon and inure to the benefit of the respective legal representatives, successors, assigns, and devisees of the NTTA.

3. Interlocal Agreement; Merger. This instrument is entered into pursuant to, and as part of, the agreements and transactions set forth in the ILA and the other instruments referenced in the ILA, and it shall be interpreted and enforced to be consistent with the ILA and such other instruments referenced in the ILA. Otherwise, this instrument contains the whole agreement between Valwood and the NTTA relating to the matters that are the subject of this instrument and supersedes all previous understandings and agreements between Valwood and the NTTA relating to such matters.

4. General Provisions

a. The NTTA agrees that any conveyance hereafter made by the NTTA of all or any portion of the Authority-Conveyed Property will refer to and incorporate this instrument by reference.

b. In the event any provision of this instrument is determined by an appropriate court to be void and unenforceable, the remaining provisions shall remain valid and binding.

c. This instrument shall run with the Authority-Conveyed Property and shall be enforceable against the NTTA and all future owners of the Authority-Conveyed Property in perpetuity.

d. This instrument cannot be revoked or modified without written approval from the USACE.

NORTH TEXAS TOLLWAY AUTHORITY,
a regional tollway authority

By: _____
Jorge Figueredo, Executive Director

STATE OF TEXAS §

COUNTY OF DALLAS §

This instrument was acknowledged before me on _____, 2008, by Jorge Figueredo, Executive Director of the **NORTH TEXAS TOLLWAY AUTHORITY**, a regional tollway authority.

Notary Public in and for
the State of Texas

ADDRESS OF GRANTEE:

North Texas Tollway Authority
P. O. Box 260729
Plano, Texas 75026

After Recording, Return To:
Mr. Frank E. Stevenson
Locke Lord Bissell & Liddell LLP
2200 Ross Avenue, Suite 2200
Dallas, Texas 75201

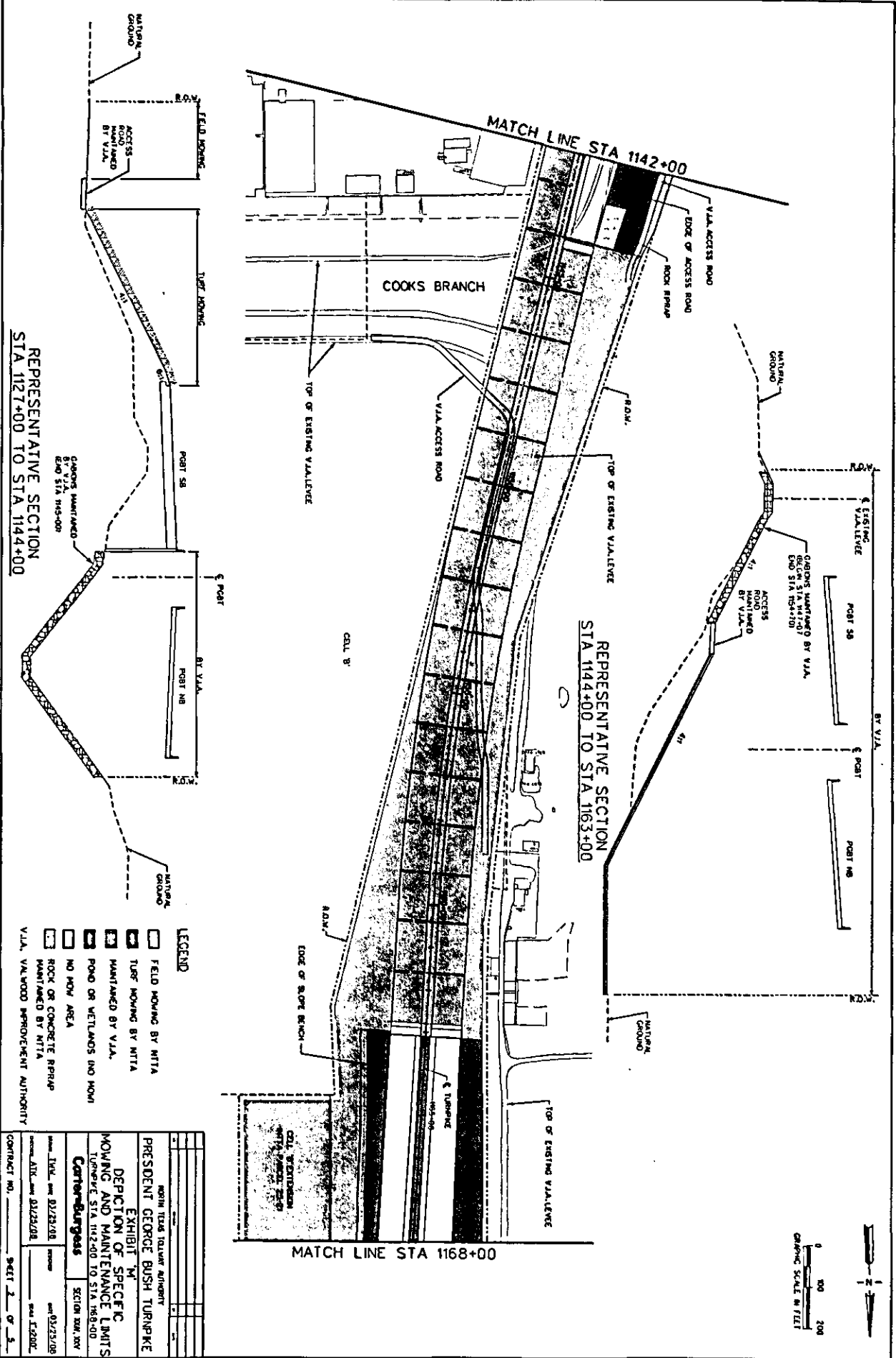
EXHIBIT A

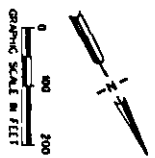
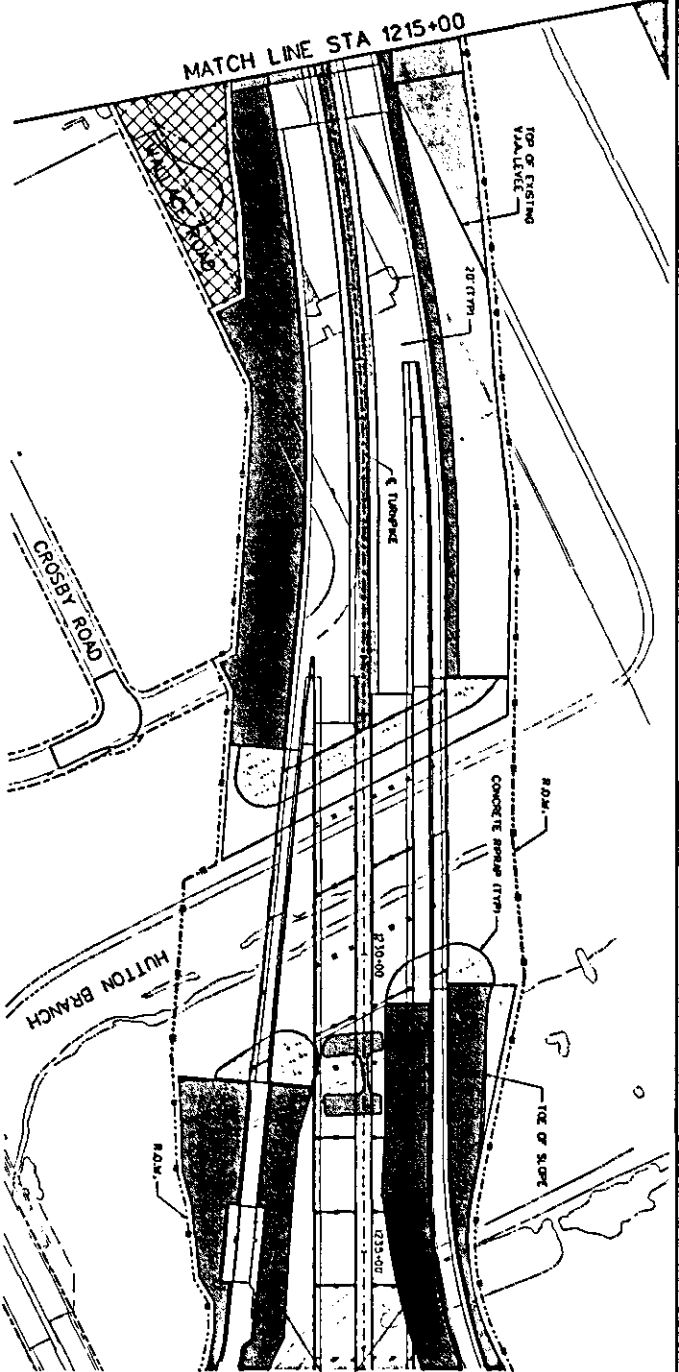
[Attach Legal Description of Authority-Conveyed Property]

EXHIBIT M
INTERLOCAL AGREEMENT BETWEEN
THE NORTH TEXAS TOLLWAY AUTHORITY
AND VALWOOD IMPROVEMENT AUTHORITY
OF DALLAS COUNTY, TEXAS
FOR THE DESIGN, CONSTRUCTION
AND MAINTENANCE OF SEGMENT IV
OF THE PRESIDENT GEORGE BUSH TURNPIKE

DEPICTION OF SPECIFIC MOWING LIMITS
[Sec. III.B.]

[see following pages]

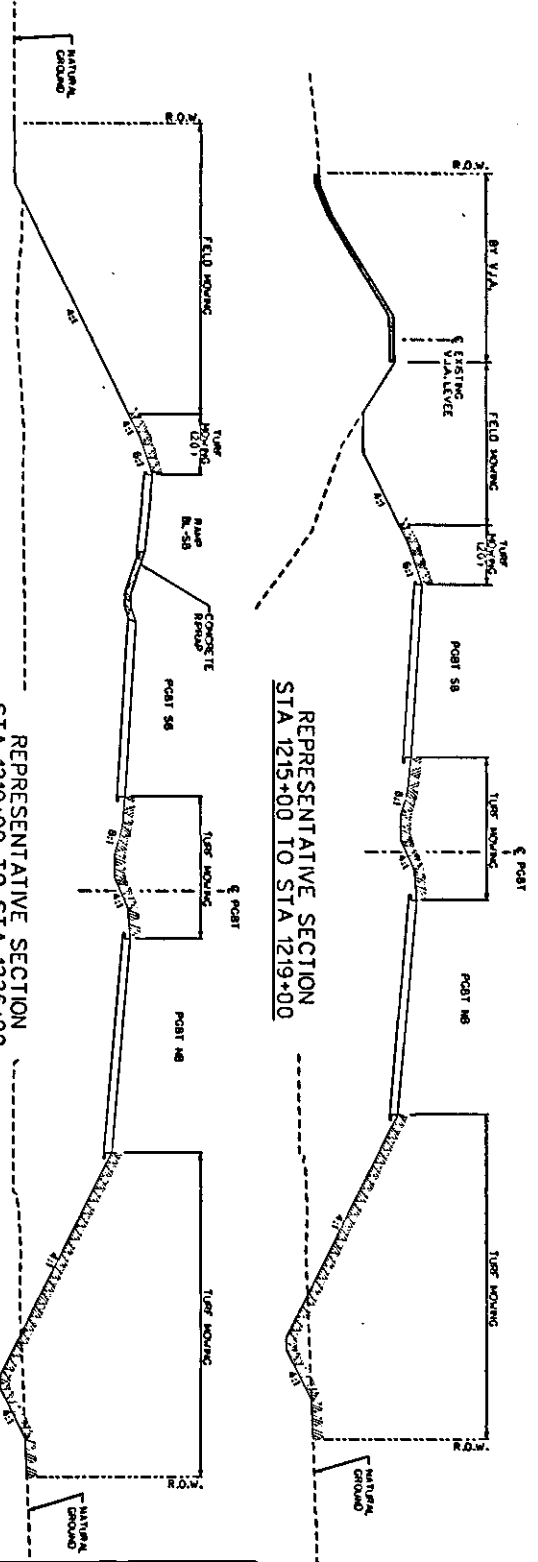




LEGEND

- ☐ FIELD MOVING BY NITA
- ☐ TURF MOVING BY NITA
- ☒ MAINTAINED BY VIA.
- ☒ POND, WETLANDS AND HONI
- ☐ NO HOW AREA
- ☒ SPECIAL AREA MAINTAINED BY NITA
- ☒ ROCK OR CONCRETE RERAP MAINTAINED BY NITA
- ☐ V.I.A. VALUWOOD IMPROVEMENT AUTHORITY

**REPRESENTATIVE SECTION
STA 1215+00 TO STA 1219+00**



**REPRESENTATIVE SECTION
STA 1219+00 TO STA 1226+00**

NORTH TEXAS TURNPIKE AUTHORITY EXHIBIT 'M' DEPICTION OF SPECIFIC MOVING AND MAINTENANCE LIMITS TURNPIKE STA. 1215+00 TO STA. 1226+00	
DATE: JUL. 08 01/23/08 DRAWN: A.M. 01/23/08 CHECKED: J.C. 01/23/08 CONTRACT NO. _____	SECTION XIV, XIV DATE: JUL. 08 01/23/08 DRAWN: A.M. 01/23/08 CHECKED: J.C. 01/23/08 SHEET 3 OF 3