

Exhibit "A"
(Description of 285 acres that is Raveneaux Country Club)

EXHIBIT A

Description of Property

Fieldnotes for 284.8470 acres of land out of the Benjamin Page Survey, Abstract No. 618 in Harris County, Texas being the residue of a called 28.887 acre tract, a called 244.719 acre tract, and a called 20.158 acre tract of land as described in deed to Woodman Limited recorded under County Clerks File No. F788354 of the said Real Property Records, all of that certain called 11.6791 acre tract of land conveyed to Raveneaux, Limited as described in deed recorded under C.C.F No. T562671 of the said Real Property Records, all of that 1.4409 acre tract of land as described in deed recorded under County Clerk's File No. W283950 of the said Real Property Records, all of that certain 2.7887 acre residue tract and that certain 7,596 acre residue tract of a 23.782 acre tract of land and described respectively in instruments recorded under County Clerk's File Nos. F616426 and J848303 of the said Real Property Records, said 284.8470 acres of land being more particularly described by metes and bounds in four tracts as follows:

Tract 1 28.5202 Acres

Fieldnotes for 28.5202 acres of land out of the Benjamin Page Survey, Abstract No. 618, in Harris County, Texas and being the residue of that certain called 28.887 acre tract of land as described in deed recorded under County Clerks File No. F788354 of the Real Property Records of Harris County, said 28.5202 acres of land being more particularly described by metes and bounds as follows:

BEGINNING at a 5/8 inch steel rod found in the Northwesterly line of Cypresswood Drive, based on a 100.00 foot right-of-way at this point, marking the most Southerly or Southwesterly corner of Lot 18, Block 4 of Champion Forest, Section 6, the map or plat of same being recorded in Volume 291, Page 47 of the Map Records of Harris County, said point also being at an angle point in the Northerly line of said Cypresswood Drive;

Thence, South 77°44'52" West, 148.35 feet with the Northwesterly line of said Cypresswood Drive to a 5/8 inch steel rod found at an angle point;

Thence, continuing with the Northwesterly line of said Cypresswood Drive, South 75°03'33" West, 204.52 feet to a second angle point, from which a found 5/8 inch steel rod bears North 10°46' East, 0.3 feet;

Thence, continuing with the Northwesterly line of said Cypresswood Drive, South 67°47'41" West, 360.97 feet to a third angle point, from which a found 5/8 inch steel rod bears North 01°23' East, 0.5 feet;

Thence, continuing with the Northwesterly line of said Cypresswood Drive, South 60°04'33" West, 131.94 feet to a 5/8 inch steel rod set at an inside ell corner at a cut-back;

Thence, South 24°32'45" East, 60.41 feet with the said cut-back line to a 5/8 inch steel rod set at an outside ell corner in the Northwesterly line of said Cypresswood Drive, based on a 100.00

foot right-of-way at this point, said point being in a non-tangent curve to the left having a radius of 3050.00 feet and a central angle of 02°33'40";

Thence, in a Southwesterly direction with the Northwesterly line of said Cypresswood Drive and with the said curve to the left having a radius of 3050.00 feet (chord bearing South 57°26'57" West, 136.33 feet), an arc length of 136.34 feet to a point in the center of Cypress Creek for the most Southerly or Southwesterly corner of the herein described tract;

Thence, North 24°32'45" West, 230.15 feet with the center of said Cypress Creek to an angle point;

Thence, continuing with the center of said Cypress Creek, North 86°14'43" West, 251.99 feet to a point in the Easterly line of that certain 140.00 feet Harris County Flood Control Fee Strip as set forth in Volume 266, Page 139 of the said Map Records;

Thence, North 32°17'22" East, 698.66 feet with the Easterly line of the said 140.00 foot fee strip to a 5/8 inch steel rod set at an angle point;

Thence, continuing with the Easterly line of the said 140.00 foot fee strip, North 18°04'48" East 393.69 feet to a 5/8 inch steel rod set at a second angle point;

Thence, continuing with the Easterly line of the said 140.00 foot fee strip, North 14°06'29" West, 307.36 feet to a 5/8 inch steel rod set for the most Westerly corner of the herein described tract, said point being the most Southerly corner of Lot 5, Block 4 of aforesaid Champion Forest, Section 6;

Thence, North 49°03'45" East, 56.56 feet with the Southeasterly line of said Lot 5 to a 5/8 inch steel rod found marking the most Northerly corner of the herein described tract, said point also being the most Westerly corner of Lot 6, Block 4 of said Champion Forest, Section 6;

Thence, South 44°56'45" East, 204.81 feet with the Southwesterly line of said Lot 6 to a 5/8 inch steel rod found at an angle point marking the most Southerly corner of said Lot 6 and the most Westerly corner of Lot 7, Block 4;

Thence, South 52°57'45" East, 204.81 feet with the Southwesterly line of said Lot 7 to a 5/8 inch steel rod set at a second angle point, said point being the most Southerly corner of said Lot 7 and the most Westerly corner of Lot 8, Block 4;

Thence, South 60°58'45" East, 204.81 feet with the southwesterly line of said Lot 8 to a 5/8 inch steel rod set at a third angle point, said point being the most Southerly corner of said Lot 8 and the most Westerly corner of Lot 9, Block 4;

Thence, South 68°59'45" East, 204.81 feet with the Southwesterly line of said Lot 9 to a fourth angle point from which a found 5/8 inch steel rod bears North 60°34' East 1.0 feet, said point being the most Southerly corner of said Lot 9 and the most Westerly corner of Lot 10, Block 4;

Thence, South 77°00'45" East, 204.81 feet with the Southerly line of said Lot 10 to a fifth angle point from which a found 5/8 inch steel rod bears North 55°18' East 0.7 feet, said point being the Southeast corner of said Lot 10 and the Southwest corner of Lot 11, Block 4;

Thence, South 85°01'46" East, 204.81 feet with the South line of said Lot 11 to a sixth angle point from which a 5/8 inch steel rod bears North 66°46' East 0.6 feet, said point being the Southeast corner of said Lot 11 and the Southwest corner of Lot 12, Block 4;

Thence, North 86°57'16" East, 204.81 feet with the South line of said Lot 12 to a point in the West line of Lot 15, Block 4 for the Northeast corner of the herein described tract, from which a found 5/8 inch steel rod bears North 67°22' East 0.5 feet, said point also being the Southeast corner of said Lot 12;

Thence, South 20°00'00" East, 656.75 feet with the West line of said Block 4 to the PLACE OF BEGINNING and containing 28.5202 acres of 1,242,341 square feet of land, more or less.

Tract 2
223.6654 Acres

Fieldnotes for 223.6654 acres of land out of the Benjamin Page Survey, Abstract No. 618, in Harris County, Texas and being the residue of that certain 244.719 acre tract of land as described in deed recorded under County Clerk's File No. F788354, and all of that certain 1.4409 acre tract of land as described in deed recorded under County Clerk's File No. W283950, all of the Real Property Records of Harris County, said 1.4409 acres being out of and apart of Restricted Reserve "A" of Houston Texas Temple, the map or plat of same being recorded under Film Code No. 415131 of the Map Records of Harris County, said 223.6654 acres of land being more particularly described by metes and bounds as follows:

BEGINNING at a 5/8 inch steel rod set in the Southwesterly line of Champion Forest Drive, based on a 100.00 foot right-of-way, South 29°30'27" East, 810.59 feet from a cut-back line for Cypresswood Drive, based on a 100.00 foot right-of-way, said point also being the most Northerly corner of the said 1.4409 acre tract;

Thence, South 29°30'27" East, with the West line of said Champion Forest Drive, at 271.42 feet passing the Southeast corner of said Restricted Reserve "A" and continuing in all a total distance of 430.22 feet to a point in the center of Cypress Creek for the most Easterly corner of the herein described tract;

Thence, in a Westerly and Northwesterly direction with the meanders of the center of Cypress the following bearings and distances:

South 73°03'21" West, 40.60 feet;
South 53°35'26" West, 102.18 feet;
South 38°17'49" West, 100.18 feet
South 06°29'51" West, 150.48 feet;
South 25°54'49" West, 53.13 feet;
South 89°04'19" West, 109.71 feet;
North 80°52'26" West, 158.19 feet;

North 68°39'38" West, 142.39 feet
South 54°43'26" West, 67.69 feet;
South 17°44'00" West, 132.65 feet;
South 21°31'06" East, 383.77 feet;
South 34°37'22" East, 304.30 feet;
South 16°49'45" East, 127.51 feet;
South 24°23'53" West, 118.60 feet;
South 76°44'41" West, 112.05 feet;
North 88°02'37" West, 216.79 feet;
North 80°34'37" West, 301.40 feet;
South 51°19'33" West, 129.86 feet;
South 33°56'41" West, 100.40 feet;
South 15°50'58" West, 102.61 feet;
South 33°28'03" West, 429.00 feet;
North 85°51'41" West, 347.50 feet;
South 69°31'33" West, 129.38 feet;
South 41°11'23" West, 100.32 feet;
South 23°23'28" West, 205.45 feet;
South 47°03'56" West, 506.15 feet;
South 74°40'43" West, 151.38 feet;
North 73°36'05" West, 211.23 feet;
South 46°34'52" West, 432.64 feet;
South 26°22'14" West, 398.76 feet;
South 82°27'02" West, 418.63 feet;
South 48°59'14" West, 528.78 feet;
South 66°17'54" West, 359.02 feet;
South 58°58'51" West, 84.78 feet;
South 65°20'13" West, 106.41 feet;
South 43°50'33" West, 134.61 feet;
North 87°56'33" West, 115.93 feet;
North 39°28'03" West, 127.48 feet;
North 85°41'06" East, 84.40 feet;
North 11°36'07" East, 89.25 feet;
North 41°30'40" West, 107.31 feet;
North 70°45'02" West, 102.50 feet;
South 75°01'59" West, 175.70 feet;
North 80°01'23" West, 146.47 feet;
North 35°43'39" West, 280.86 feet;
North 08°36'16" East, 153.73 feet;
North 33°57'06" West, 135.04 feet;
North 59°46'37" West, 118.73 feet;
North 30°36'41" West, 120.37 feet;
North 23°17'02" East, 79.01 feet;
North 62°57'42" East, 217.89 feet;
North 04°29'50" West, 267.83 feet;
North 44°36'17" West, 207.96 feet;

South 71°26'32" West, 243.58 feet;
North 71°15'28" West, 89.25 feet;
North 14°00'50" West, 114.55 feet;
North 28°37'43" East, 115.70 feet; and
North 01°44'47" West, 143.01 feet to a point in the Southeasterly line of aforesaid Cypresswood Drive based on a 100.00 foot right-of-way at this point, said point being the most Westerly corner of the herein described tract, said point also being in a non-tangent curve to the right having a radius of 2950.00 feet and a central angle of 5°54'24";

Thence, in a Northeasterly direction with the Southeasterly line of said Cypresswood Drive and with the said curve to the right having a radius of 2950.00 (chord bearing North 58°20'17" East, 303.98 feet), an arc distance of 304.11 feet to a 5/8 inch steel rod set at a cut-back line;

Thence, South 28°42'32" East, 15.00 feet with the said cut-back line to a 5/8 inch steel rod set in the Southeasterly line of said Cypresswood Drive;

Thence, North 68°49'30" East, 340.70 feet with the Southeasterly line of said Cypresswood Drive to a 5/8 inch steel rod set at an angle point;

Thence, continuing with the Southeasterly line of said Cypresswood Drive, North 63°40'49" East, 198.51 feet to a 5/8 inch steel rod set at a second angle point;

Thence, continuing with the Southeasterly line of said Cypresswood Drive, North 62°15'08" East, 148.35" feet to a third angle point, right-of-way being 100.00 feet wide at this point;

Thence, continuing with the Southeasterly line of said Cypresswood Drive, North 70°00'00" East, 1364.72 feet to a 5/8 inch steel rod set at a point of curve to the left having a radius of 6400.00 feet and a central angle of 3°32'02";

Thence, continuing with the Southeasterly line of said Cypresswood Drive and with the said curve to the left having a radius of 6400.00 feet (chord bearing North 68°13'59" East, 394.69 feet), an arc distance of 394.75 feet to a 5/8 inch steel rod set at an outside ell corner; said point also being the most Westerly corner of a 40.00 foot wide tract containing 0.8195 acre as described in deeds to the Cypress Forest Public Utility District and Harris County, Texas recorded under County Clerk's File No's K190371 and K190372 respectively of the said Real Property Records;

Thence, South 23°58'54" East 0.20 feet with the Southwesterly line of the said 0.8195 acre tract to a point of curve to the left having a radius of 2358.50 feet and a central angle of 08°22'58";

Thence, in a Southeasterly direction with the Southwesterly line of the said 0.8195 acre tract and with the said curve to the left having a radius of 2358.50 feet (chord bearing South 28°10'23" East, 344.76 feet), an arc distance of 345.07 feet to a 5/8 inch steel rod set at an angle point at a point of tangency;

Thence, continuing with the Southwesterly line of the said 0.8195 acre tract, South 32°21'52" East, 550.27 feet to a 5/8 inch steel rod set at an outside ell corner in the Northwesterly line of a

1.1289 acre water plant site as described in deed to the said Cypress Forest Public Utility District recorded under County Clerks File No. K361577 of the said Real Property Records;

Thence, South 57°38'08" West, 150.00 feet with the Northwesternly line of the said 1.1289 acre tract to a 5/8 inch steel rod set at an inside ell corner, said point being the most Westerly corner of the said 1.1289 acre tract;

Thence, South 32°21'52" East, 170.40 feet with a Southwesterly line of the said 1.1289 acre tract to a 5/8 inch steel rod set at an angle point;

Thence, South 72°10'12" East, 156.21 feet with the Southerly line of the said 1.1289 acre tract to a 5/8 inch steel rod set at a second angle point;

Thence, North 57°38'08" East, 90.00 feet with the Southeasterly line of the said 1.1289 acre tract to a 5/8 inch steel rod set at an inside ell corner, said point being the most Easterly corner of the said 1.1289 acre tract;

Thence, North 32°21'52" West, with the Northeasterly line of the said 1.1289 acre tract, at 290.40 feet passing the most Northerly corner of the said 1.1289 acre tract and the most Easterly corner of the aforesaid 0.8195 acre tract and continuing with the Northeasterly line of the said 0.8195 acre tract in all, a total distance of 840.67 feet to a 5/8 inch steel rod set at a curve to the right having a radius of 2318.50 feet and a central angle of 08°22'58";

Thence, continuing with the Northeasterly line of the said 0.8195 acre tract and in a Northwesternly direction with the said curve to the right having a radius of 2318.50 feet (chord bearing North 28°10'23" West, 338.91 feet), an arc distance 339.21 feet to a 5/8 inch steel rod set in the South easterly line of aforesaid Cypresswood Drive at an outside ell corner, said point being the most Northerly corner of the said 0.8195 acre tract, said point also being in a non-tangent curve to the left having a radius of 6400.00 feet and a central angle of 18°04'46";

Thence, in a Northeasterly direction with the Southeasterly line of said Cypresswood Drive and with the curve to the left having a radius of 6400.00 feet (chord bearing North 57°04'06" East, 2011.11 feet), an arc distance of 2019.47 feet to a 5/8 inch steel rod set at an outside ell corner, said point also being the most Westerly corner of Restricted Reserve "B" of aforesaid Houston Texas Temple;

Thence, South 51°16'58" East, 559.37 feet with the Southwesterly line of said Restricted Reserve "B" to a 5/8 inch steel rod set at an angle point;

Thence, North 74°30'38" East, 41.84 feet with the Southerly line of said Restricted Reserve "B" to a 5/8 inch steel rod set at a second angle point;

Thence, North 28°08'49" East, 336.21 feet with the Southeasterly line of said Restricted Reserve "B" to a 5/8 inch steel rod set at a third angle point;

Thence, continuing with the Southeasterly line of said Restricted Reserve "B", North 56°12'54" West, 119.21 feet to a 5/8 inch steel rod set at a fourth angle point;

Thence, South 89°05'59" East, with the South line of said Restricted Reserve "B". at 108.56 feet passing the most Easterly corner of said Restricted Reserve "B" and the common most Southerly corner of aforesaid Restricted Reserve "A" and continuing with the South line of said Restricted Reserve "A" in all, a total distance of 268.01 feet to a 5/8 inch steel rod set at a fifth angle point, said point being the Southwest corner of the aforesaid 1.4409 acre tract;

Thence, North 60°29'35" East, 462.49 feet with the Northwesternly line of the said 1.4409 acre tract to the PLACE OF BEGINNING and containing 223.6654 acres of land or 9,742,864 square feet of land, more or less.

Tract 3
20.9907 Acres

Fieldnotes for 20.9907 acres of land out of the Benjamin Page Survey, Abstract No. 618, in Harris County, Texas and being the residue of that certain 20.158 acre tract of land as described in deed recorded under County Clerk's File No. F788354, all of that certain 2.887 acre residue tract of a 23.782 acre tract of land as described in deed recorded under County Clerk's File No. F616426 and all of that certain 7596 square feet tract of land as described in quitclaim deed recorded under County Clerk's File No. J848303, all of the Real Property Records of Harris County, said 20.9907 acres of land being more particularly described by metes and bounds as follows:

BEGINNING at a 5/8 inch steel set in the Northeasterly line of Champion Forest Drive, based on a 100.00 foot right-of-way marking the most Southerly corner of TA/Champion Properties L.L.C. subdivision, the map or plat of same being recorded under Film Code No. 381041 of the Map Records of Harris County, said point also being the most Westerly corner of the herein described tract, said point also being South 29°30'27" East, 445.82 feet from a 5/8 inch steel rod found at the South end of a cut-back line for Cypresswood Drive, based on a 100.00 foot right-of-way;

Thence, North 60°51'06" East, 603.91 feet with the Southeasterly line of said TA/Champion Properties L.L.C. Subdivision plat to a 5/8 inch steel rod found at an angle point;

Thence, continuing with Southeasterly line of said TA/Champion Properties L.L.C. plat, North 63°33'13" East, at 205.46 feet passing a 5/8 inch steel rod found marking the most Easterly corner of the said TA/Champion Properties L.L.C. plat and the most Southerly corner of Champion Forest Section 15 Replat, the map or plat of same being recorded under Film Code No. 383047 of the said map records, and continuing with the Southeasterly line of said Champion Forest, Section 15 Replat in all, a total distance of 601.26 feet to a 5/8 inch steel rod found marking the most Northerly corner of the herein described tract, said point also being the most Easterly corner of said Champion Forest Section 15 Replat, said point also being in the Southwesterly line of Dry Gully, a Harris County Flood Control District fee strip as described in instrument recorded under County Clerk's File No. F647241 of the said Real Property Records;

Thence, South 32°07'13" East, 556.68 feet with the West line of said Dry Gully to a point in the center of Cypress Creek for the most Easterly or Southeasterly corner of the herein described tract said point also being in the North line of the aforesaid 23.782 acre tract;

Thence, North 81°43'15" West, 177.06 feet with the North line of the said 23.782 acre tract and with the center of Cypress Creek to an angle point, said point also being a point of non-tangent curve to the left having a radius of 1200.00 feet and a central angle of 23°49'20", said point also being the most Easterly corner of the said 2.887 acre tract;

Thence, in a Southwesterly direction with the Southerly line of the said 2.887 acre tract and the said 7569 square feet tract and with the said curve to the left having a radius of 1200.00 feet (chord bearing South 35°22'09" West, 495.34 feet), an arc distance of 498.93 feet to a point of reverse curve to the right having a radius of 400.00 feet and a central angle of 15°01'59";

Thence, continuing in a Southwesterly direction with the center of Cypress Creek and with the said curve to the right having a radius of 400.00 feet (chord bearing South 30°58'29" West 104.65 feet), an arc distance of 104.95 feet to a point in the center of said Cypress Creek, said point also being in the Northerly line of the said 23.782 acre tract;

Thence, in a general Westerly or Southwesterly direction with the Northerly line of the said 23.782 acre tract and with the center of the meanderings of said Cypress Creek the following bearing and distances:

South 19°23'40" East, 273.92 feet;
South 05°19'57" West, 108.30 feet;
South 70°47'09" West, 96.69 feet;
North 74°23'25" West, 209.96 feet;
South 84°12'18" West, 130.08 feet; and
South 73°03'21" West 79.75 feet to a point in the Northeasterly line of aforesaid Champion Forest Drive for the most Southerly corner of the herein described tract said point also being the most Westerly corner of the said 23.782 acre tract;

Thence, North 29°30'27" West, 868.23 feet with the Northeasterly line of said Champion Forest Drive to the PLACE OF BEGINNING and containing 20.9907 acres or 914,357 square feet of land more or less.

Tract 4
11.6707 Acres

Fieldnotes for an 11.6707 acre tract of land out of the Benjamin Page Survey, abstract No. 618 in Harris County, Texas, being out of and a part of that certain called 49.52 acre tract of land as described in deed recorded in Volume 5175 Page 152 of the Deed Records of Harris County, and being that same called 11.6791 acre tract of land conveyed to Raveneaux, Limited as described in deed recorded under County Clerks File No. T562671 of the Real Property Records of Harris County, said 11.6707 acres of land being more particularly described by metes and bounds as follows:

Commencing a 1-inch steel pipe with cap found in the South line of Cypresswood Drive, based on a 100.00 foot right-of-way, marking the most Westerly corner of Cypresswood Professional Center, the map or plat of same being recorded under Film Code No. 392089 of the Map Records of Harris County, said point being in a curve to the left having a radius of 6409.09 feet and a central angle of 00°32'11", said point also being in the Southwesterly line of a called 171.7276

acre tract of land as described in deed recorded under County Clerk's File No. F647243 of the said Real Property Records, said point also being the most Northeasterly corner of that certain 3.2188 acre tract of land conveyed to A.A. Hughes as described in deed recorded under County Clerks File No. W791288 of the said Real Property Records

Thence, in a Southwesterly direction with the Southwesterly line of said Cypresswood Drive and with the said curve to the left having a radius of 6409.09 feet (chord bearing South 57°38'48" West 60.00 feet), an arc distance of 60.00 feet to the most Westerly corner of the said 3.2188 acre tract, said point also being in the Northwesterly line of Dry Gully, a Harris County Flood Control District fee strip as described in deed recorded under County Clerks File No. F647241 of the said Real Property Records;

Thence, South 32°07'13" East 399.39 ft. with the Northeasterly line of said Dry Gully and with the Southwesterly line of the said 3.2188 acre tract to a 5/8 inch steel rod set for the most Westerly corner and PLACE OF BEGINNING for the herein described tract, said point also being the most Southerly corner of the said 3.2188 acre tract;

Thence, North 57°52'47" East 210.00 ft with the Southeasterly line of the said 3.2188 acre tract to a 5/8 inch steel rod set at an outside ell corner;

Thence, South 32°07'13" East 124.47 feet with a Westerly line of the said 3.2188 acre tract to a 5/8 inch steel rod set at an inside ell corner;

Thence, North 58°26'17" East 453.39 feet with the Southwesterly line of the said 3.2188 acre tract to a 5/8 inch steel rod set for the most Northerly corner of the herein described tract, said point also being in the Southwesterly line of a 15.4000 acre tract presently owned by Kleinwood Joint Powers Board (no instrument found), said point also being in the Southwesterly line of a called 162.55 acre tract as described in deed recorded in volume 4642 Page 130 of the said Deed Records;

Thence, South 31°46'12" East 651.59 feet with the Southwesterly line of the said 15.4000 acre tract and the said 162.55 acre tract to a point in the Southeasterly line of a 150 foot easement in favor of said Harris County Flood Control District as described in instrument recorded in Volume 2207 Page 572 of the said Deed Records, said point also being in the center of Cypress Creek and the most Easterly corner of the herein described tract;

Thence, in a Southwesterly direction with the Southeasterly line of the said 150 foot easement and with the meanders of the center of Cypress Creek the following bearings and distances:

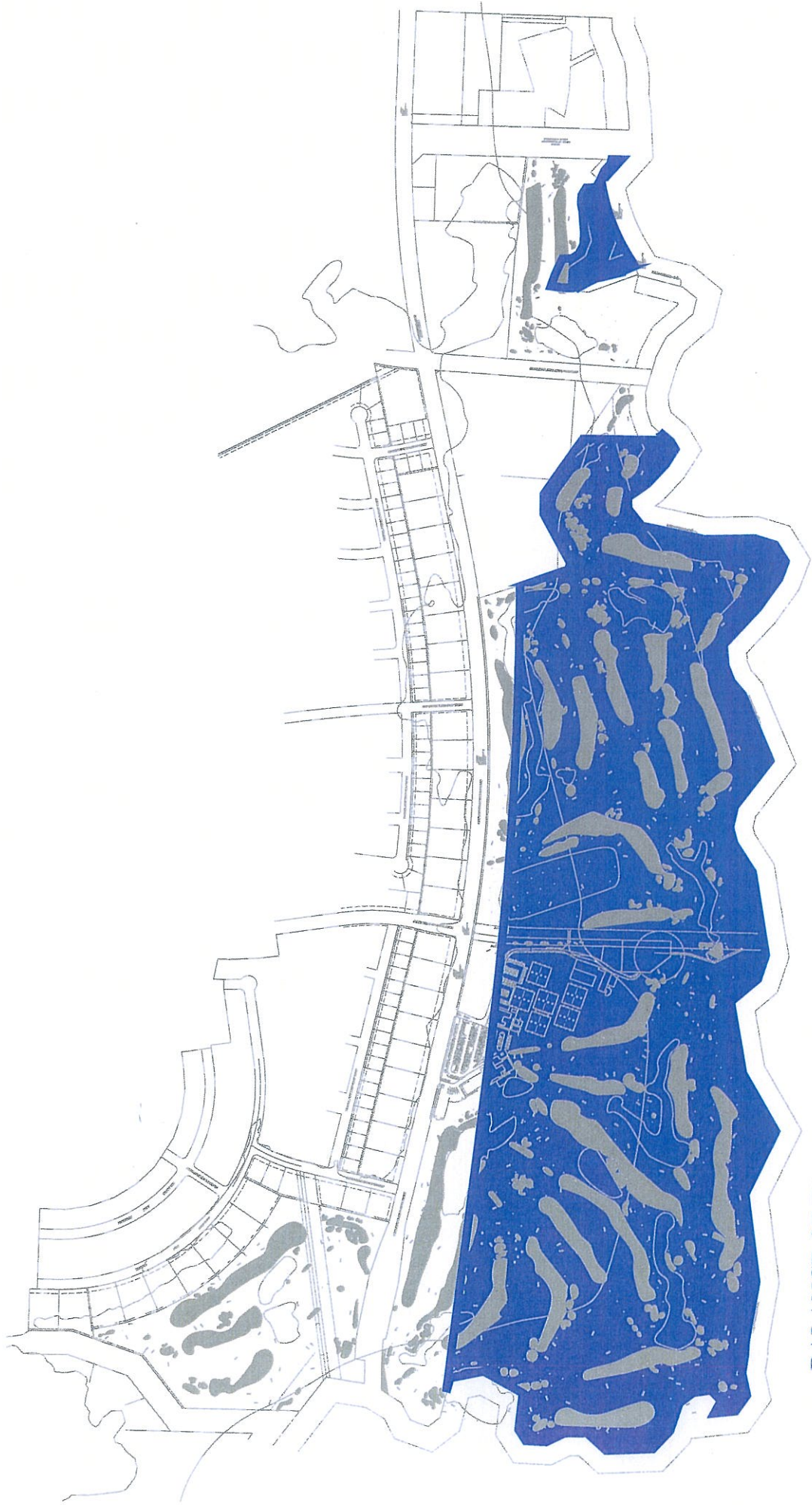
South 55°23'57" West 71.64 feet;
South 34°55'12" West 203.17 feet;
South 49°00'20" West 100.23 feet;
South 57°46'23" West 102.51 feet;
South 48°37'12" West 100.20 feet; and
South 53°40'09" West 100.57 feet to a point in the Northeasterly line of aforesaid Dry Gully for the most Southerly corner of the herein described tract;

Thence, North 32°07'13" West 901.98 feet with the Northwesterly line of the said fee strip to the PLACE OF BEGINNING and containing 11.6707 acres or 508,376 square feet of land, together Tracts 1, 2, 3 and 4 totaling 284.8470 acres of land more or less.

This description is based on the Land Title Survey and Plat (Job No. 05-14920) made under the direction of John G. Thomas, Registered Professional Land Surveyor, on September 6, 2005.

Exhibit "B"
(Map of Annexation Tract)

EXHIBIT "B"



BALANCE OF THE RAVENEAUX GOLF CLUB PROPERTY
TO BE ANNEXED INTO CYPRESS FOREST PUD
(APPROX. 195.76 ACRES)

Exhibit "C"
(Annexation Petition)

PETITION FOR ADDITION OF CERTAIN LAND TO
CYPRESS FOREST PUBLIC UTILITY DISTRICT

THE STATE OF TEXAS §
 §
COUNTY OF HARRIS §

TO: THE BOARD OF DIRECTORS OF CYPRESS FOREST PUBLIC UTILITY
DISTRICT:

JP/Raveneaux Partners, L.P., a Texas limited partnership, and Kera Development, L.P., a Texas limited partnership (the "Petitioner"), acting pursuant to the provisions of Chapter 49, Texas Water Code, particularly Section 49.301, petitions this Honorable Board to add the 195.76 acres of land described by metes and bounds in **Exhibit A**, attached hereto and incorporated herein for all purposes, to Cypress Forest Public Utility District (the "District"), and in support of this petition the Petitioner represents, covenants, and agrees as follows:

Section 1: The land sought to be added to the District lies entirely within Harris County, Texas, and is accurately described by metes and bounds in **Exhibit A** (the "Land").

Section 2: The Petitioner holds fee simple title to and full ownership of all the Land, as shown on the appraisal rolls of Harris County, Texas.

Section 3: All of the Land is within the exclusive extraterritorial jurisdiction (as such term is defined in Chapter 42, Texas Local Government Code, as amended) of the City of Houston, Texas. No part of the Land is within the limits of any incorporated city, town, or village.

Section 4: The addition of the Land to the District is feasible and practical and will be to the advantage of and a benefit to the District and the water supply, sanitary sewer, and drainage systems and other improvements of the District are sufficient or will be sufficient to supply the added Land without injuring the land already within the District.

Section 5: The Petitioner acknowledges, consents to, and affirmatively requests the assumption by the Land, and all improvements thereon presently existing or to be constructed hereafter, of a pro rata share of all present and future obligations of the District, and of the taxes levied or hereafter to be levied by the District. Without limiting the generality of the foregoing, the Petitioner hereby agrees that the Land, and all improvements thereon presently existing or to be constructed hereafter, hereby

assumes its share of liability for the payment of any and all bonds or other obligations of the District, (i) that are currently outstanding or hereafter issued; and (ii) that are currently or hereafter voted but unissued. This petition shall further be considered as consent and authorization of the Petitioner, its successors and assigns, for all the Land and all improvements now existing or to be constructed thereon, to be taxed uniformly and equally on an ad valorem basis with all other taxable property within the District for: (1) the payment of principal of and interest on any and all of the District's outstanding unlimited tax bonds and unlimited tax refunding bonds; (2) the payment of principal of and interest on any and all of the District's unissued bonds that have been or may hereafter be authorized by the voters; (3) a maintenance tax not to exceed the amount per \$100 of assessed valuation that has been heretofore authorized by the voters or as may hereafter be authorized by the voters; and (4) all other purposes for which the District may lawfully levy taxes.

Section 6: The Petitioner hereby certifies that there are no qualified voters residing on the Land.

Section 7: The Petitioner hereby certifies that there are no holders of liens on the Land, other than Administrator of the Small Business Administration, Holliday Fenoglio Fowler, L.P., NationsCredit Commercial Corporation, and Sterling Bank.

Section 8: The Petitioner hereby agrees that upon addition of the Land to the District, the Petitioner, its successors and assigns, will not claim any agricultural or open space use valuation, or any other type of exemption or valuation for the Land that would reduce the assessed value of the Land below its market value for purposes of ad valorem taxation by the District.

Section 9: The Petitioner hereby agrees, on behalf of itself and its successors and assigns, that as a condition of the addition of the Land to the District that the Petitioner must comply with the land use restrictions contained in the Raveneaux Redevelopment Agreement (the "Agreement") between the Petitioner and the District and that the District shall not be obligated to provide water or sewer service to any portion of the Land that is developed or utilized in a manner that is inconsistent with the land use restrictions contained in the Agreement.

WHEREFORE, the Petitioner prays that this Petition be granted; that the Land be added to and become a part of the District; and that this Petition, if granted, be filed for record and be recorded in the Official Records of Harris County, Texas, and filed with the Texas Commission on Environmental Quality.

[EXECUTION PAGE FOLLOWS]

RESPECTFULLY SUBMITTED this _____ day of _____, 20__.

JP Raveneaux Partners LP,
a Texas limited partnership

By: Raveneaux Management, Inc., its
general partner

By: _____
Name: _____
Title: _____

Kera Development, L.P.,
a Texas limited partnership

By: Verren II-GP, LLC, its general partner

By: _____
Name: _____
Title: _____

After recording, return to: Cypress Forest Public Utility District, c/o Allen Boone
Humphries Robinson LLP, 3200 Southwest Freeway, Suite 2600, Houston, Texas 77027,
Attn: Greer Pagan.

CERTIFICATE

THE STATE OF TEXAS §
 §
COUNTY OF HARRIS §

I, the undersigned Secretary of the Board of Directors of Cypress Forest Public Utility District, do hereby certify that the attached and foregoing is a true and correct copy of the Petition For Addition Of Certain Land to Cypress Forest Public Utility District that was filed with the Board of Directors of the District on _____, 20__.

WITNESS MY HAND AND SEAL OF SAID DISTRICT this ____ day of _____, 20__.

By: _____
Secretary, Board of Directors

(SEAL)