

**AMENDMENT TO DECLARATION OF COVENANTS, CONDITIONS, AND RESTRICTIONS
FOR
BENTSEN PALM DEVELOPMENT**

This Amendment to Declaration of Covenants, Conditions, and Restrictions for Bentsen Palm Development (this "Amendment") is made this 17th day of March, 2020, by RHODES DEVELOPMENT, INC., a Texas corporation (formerly RHODES ENTERPRISES, INC.) (the "Declarant") to amend the covenants, conditions and restrictions affecting land located in the Bentsen Palm Development (the "Development"), legally described on Exhibit "A" attached hereto and incorporated herein.

Recitals

WHEREAS, the Development is subject to the Declaration of Covenants, Conditions, and Restrictions for Bentsen Palm Development, recorded under Document No. 1674119 in the Official Records, Hidalgo County, Texas (the "BPD Declaration");

WHEREAS, Article XVIII of the BPD Declaration allows the Declarant to unilaterally amend the BPD Declaration until the termination of the Class "B" Control Period;

WHEREAS, the Class "B" Control Period expires upon the first to occur of the following: (a) both (i) the Closing Supplemental Declaration has been Recorded and (ii) 90% of the Lots approved for development under the Master Plan have certificates of occupancy issued thereon and have been conveyed to Class "A" Members other than Builders or Declarant; (b) December 31, 2026; or (c) when, in its discretion, the Class "B" Member so determines;

WHEREAS, the Class "B" Control Period has not expired because the Closing Supplemental Declaration has not been recorded, and the Class "B" Member has made no such determination;

WHEREAS, Section 209.0041(h) of the Texas Property Code (the "Code"), which requires a vote of the property owners to amend a declaration such as the BPD Declaration, does not apply during a development period;

WHEREAS, Section 209.002(4-a) of the Code defines a development period as a period stated in a declaration during which a declarant reserves the right to facilitate the development of the subdivision;

WHEREAS, Section 9.1 of the BPD Declaration reserves Declarant's right to expand the Development for 20 years after the date of recording of the BPD Declaration;

WHEREAS, 20 years have not expired since the BPD Declaration was recorded on October 12, 2006;

WHEREAS, the Development remains within the declaration period as defined by the Code; and

WHEREAS, the Declarant desires to amend the BPD Declaration.

NOW, THEREFORE, the BPD Declaration is hereby amended as follows:

Exhibit "A"

A 2,556.824 acre tract out of the South end of Porciones 48, 49, 50, 51 and 52 detailed by annexation into the City of Mission as Bentsen Palm Development but excluding the following three tracts of land:

Excluded Tract I:

Del Oro Subdivision, Unit No. 1 as recorded in Vol. 37, Page 147, Map Records of Hidalgo County, Texas.

Excluded Tract II:

Del Oro Subdivision, Unit No. 2, as recorded in Volume 47, Page 58, Map Records of Hidalgo County, Texas.

Excluded Tract III:

A tract of land containing 93.265 acres, more or less, out of PORCION 52, Hidalgo County, Texas, said 93.265 acres being a part or portion of a certain 2556.824 acre tract out of the South end of Porciones 48, 49, 50, 51 and 52, which said 2556.824 acre tract was conveyed to Bentsen Palm, Ltd. by virtue of a Warranty Deed from Mayfair Farms, Inc., recorded under Document No. 715282, Official Records, Hidalgo County, Texas, said 93.265 acres also being more particularly described by metes and bounds of record.