



AFTER RECORDING RETURN TO:

Robert D. Burton, Esq.
Armbrust & Brown, L.L.P.
100 Congress Ave., Suite 1300
Austin, Texas 78701

**FIRST AMENDMENT TO
DECLARATION OF CONDOMINIUM REGIME
FOR PARADISO VILLAS**

A Residential Condominium, Located in Williamson County, Texas

ADDING UNITS 22, 23, 24, 25, 26, 27, AND 28

Cross Reference to Declaration of Condominium Regime for Paradiso Villas recorded as Document No. 200609882 in the Official Public Records of Williamson County, Texas

**FIRST AMENDMENT TO DECLARATION OF CONDOMINIUM REGIME
FOR PARADISO VILLAS**

This First Amendment to Declaration of Condominium Regime for Paradiso Villas (the "Amendment") is made CASTLETOP CAPITAL ENERGY, L.P., a Texas limited partnership ("Declarant"), and is as follows:

RECITALS:

A. The Paradiso Villas, a condominium regime (the "Regime"), located in Williamson County, Texas, was established pursuant to that certain Declaration of Condominium Regime for Paradiso Villas recorded as Document No. 200609882 in the Official Public Records of Williamson County, Texas (the "Declaration").

B. Pursuant to *Provision A.3.11* of Exhibit "A" to the Declaration, Declarant may amend the Declaration unilaterally and without the consent of other Owners or any mortgagee to create Units, General Common Elements and Limited Common Elements within the Property.

C. In accordance with *Provision A.3.9* of Exhibit "A" to the Declaration, Declarant has reserved the right, during the Development Period, to create Units, General Common Elements, and Limited Common Elements within the Property. The "Development Period" as such term is defined in the Declaration, is a seven (7) year period commencing on the date the Declaration was recorded in the Official Public Records of Williamson County, Texas. The Declaration was recorded in the Official Public Records of Williamson County, Texas, on November 13, 2006.

D. Declarant desires to amend the Declaration for the purpose of creating seven (7) additional Units within the Regime. The total number of Units within the Regime after giving effect to this Amendment is equal to twenty-three (23), and the total number of Units which Declarant has reserved the right to create by amendment is equal to one-hundred and fourteen (114).

NOW THEREFORE, the Declaration is hereby amended as follows:

1. **Creation of Units.** In accordance with the rights reserved by the Declarant pursuant to *Section 5.1* of the Declaration and *Provisions A.3.9 and A.3.11* of Exhibit "A" to the Declaration, Declarant hereby creates seven (7) Units, which are designated as Unit Nos. 22, 23, 24, 25, 26, 27 and 28 (collectively, the "New Units"). The New Units are hereby classified as Units which **MUST BE BUILT**.

2. **Replacement of Attachment 2.** Attachment 2 to the Declaration is hereby deleted in its entirety and the Plats and Plans attached hereto as Attachment 1 (the "New Plats

and Plans") are substituted in their place. The New Plats and Plans: (i) assign an identifying number to all Units; (ii) describe the portion of the limited common elements created or assigned to all Units; and (iii) include the information required by Section 82.059 of the Texas Uniform Condominium Act.

3. **Replacement of Attachment 3.** The Percentage Interests allocated to all Units within the Regime, after the addition of the New Units, is set forth on Attachment 2, attached hereto. Attachment 2, attached hereto, will supercede and replace Attachment 3 attached to the Declaration.

4. **Miscellaneous.** Any capitalized terms used and not otherwise defined herein shall have the meanings set forth in the Declaration. Unless expressly amended by this Amendment, all other terms and provisions of the Declaration remain in full force and effect as written, and are hereby ratified and confirmed.

[SIGNATURE PAGE FOLLOWS]

EXECUTED to be effective as of the 22nd day of March, 2007.

DECLARANT:

CASTLETOP CAPITAL ENERGY, L.P., a Texas limited partnership

By: Castletop Capital Management, L.P., a Texas limited partnership, its General Partner

By: Castletop Capital GP, LLC, a Texas limited liability company, its general partner

By: [Signature]
Printed Name: Richard Topfer
Title: Managing Director

THE STATE OF TEXAS §

COUNTY OF Travis §

This instrument was acknowledged before me this 22nd day of March, 2007 by Richard Topfer, Managing Director of Castletop Capital GP, LLC, a Texas limited liability company, general partner of Castletop Capital Management, L.P., a Texas limited partnership, general partner of Castletop Capital Energy, L.P., a Texas limited partnership, on behalf of said limited liability company and limited partnership.

(SEAL)

[Signature]
Notary Public Signature



ATTACHMENT 1

**ATTACHMENT 2 TO THE DECLARATION OF CONDOMINIUM REGIME FOR
PARADISO VILLAS**

SEE EXHIBIT NEXT PAGE ORIGINAL CERTIFICATION

EXHIBIT _____

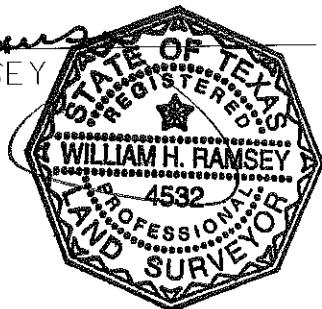
PARADISO CONDOMINIUMS
A CONDOMINIUM COMMUNITY
PHASE ONE

KNOW ALL MEN BY THESE PRESENTS:

THAT I, WILLIAM H. RAMSEY, DO HEREBY CERTIFY THAT
THIS SURVEY CONTAINS ALL THE INFORMATION REQUIRED
OF PLATS AND PLANS UNDER SECTION 82.059 OF THE TEXAS
UNIFORM CONDOMINIUM ACT, CHAPTER 82, TEXAS PROPERTY CODE.



WILLIAM H. RAMSEY
R.P.L.S. #4532



1-10-07
DATE

RAMSEY LAND SURVEYING, L.L.C.

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r|survey@flash.net

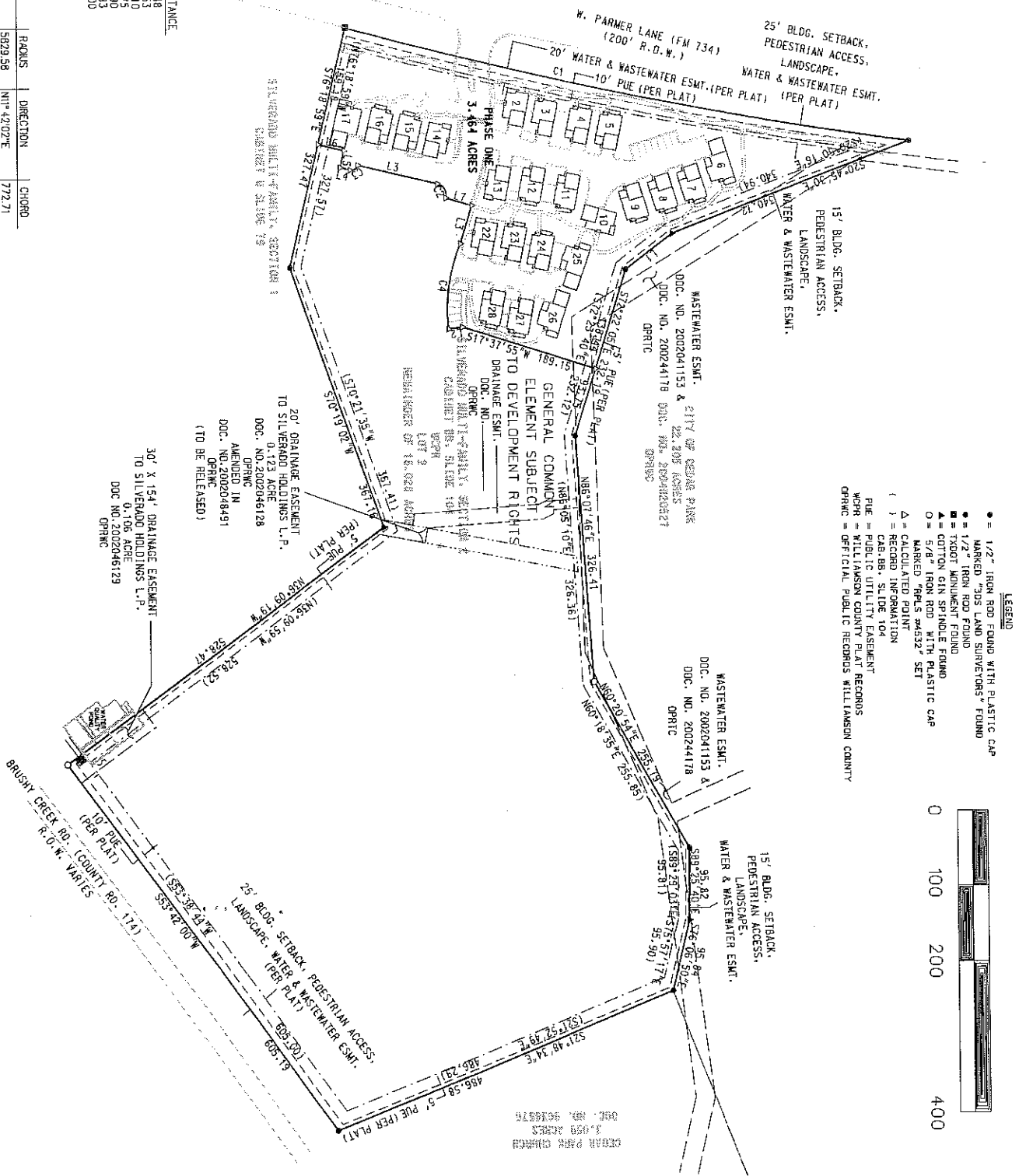
RECORDERS MEMORANDUM

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CURVE	LENGTH	DELTA	RADIUS	DIRECTION	CHORD
C1	1773.28	07° 36'09"	5829.58	N17° 42'02"E	772.71
C2	1773.28	07° 36'09"	5829.58	N17° 42'02"E	772.71
C3	1773.28	07° 36'09"	5829.58	N17° 42'02"E	772.71
C4	1773.28	07° 36'09"	5829.58	N17° 42'02"E	772.71
C5	1773.28	07° 36'09"	5829.58	N17° 42'02"E	772.71
C6	1773.28	07° 36'09"	5829.58	N17° 42'02"E	772.71
C7	1773.28	07° 36'09"	5829.58	N17° 42'02"E	772.71

LINE	DIRECTION	DISTANCE
L1	S36° 51' 21" E	78.48
L2	S07° 57' 22" E	18.53
L3	N73° 21' 56" W	53.10
L4	S13° 40' 53" W	13.75
L5	N18° 21' 10" W	22.90
L6	S13° 41' 01" W	32.85
L7	S13° 38' 04" W	32.85



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**PARADISO CONDOMINIUMS
 CONDOMINIUM MAP EXHIBIT**
**SILVERADO MULTI-FAMILY, SECTION 2
 CABINET BB, SLIDE 104**
 WCPR
 JOB NO. 930-21
 C.O.A. GRID NO. 6-43

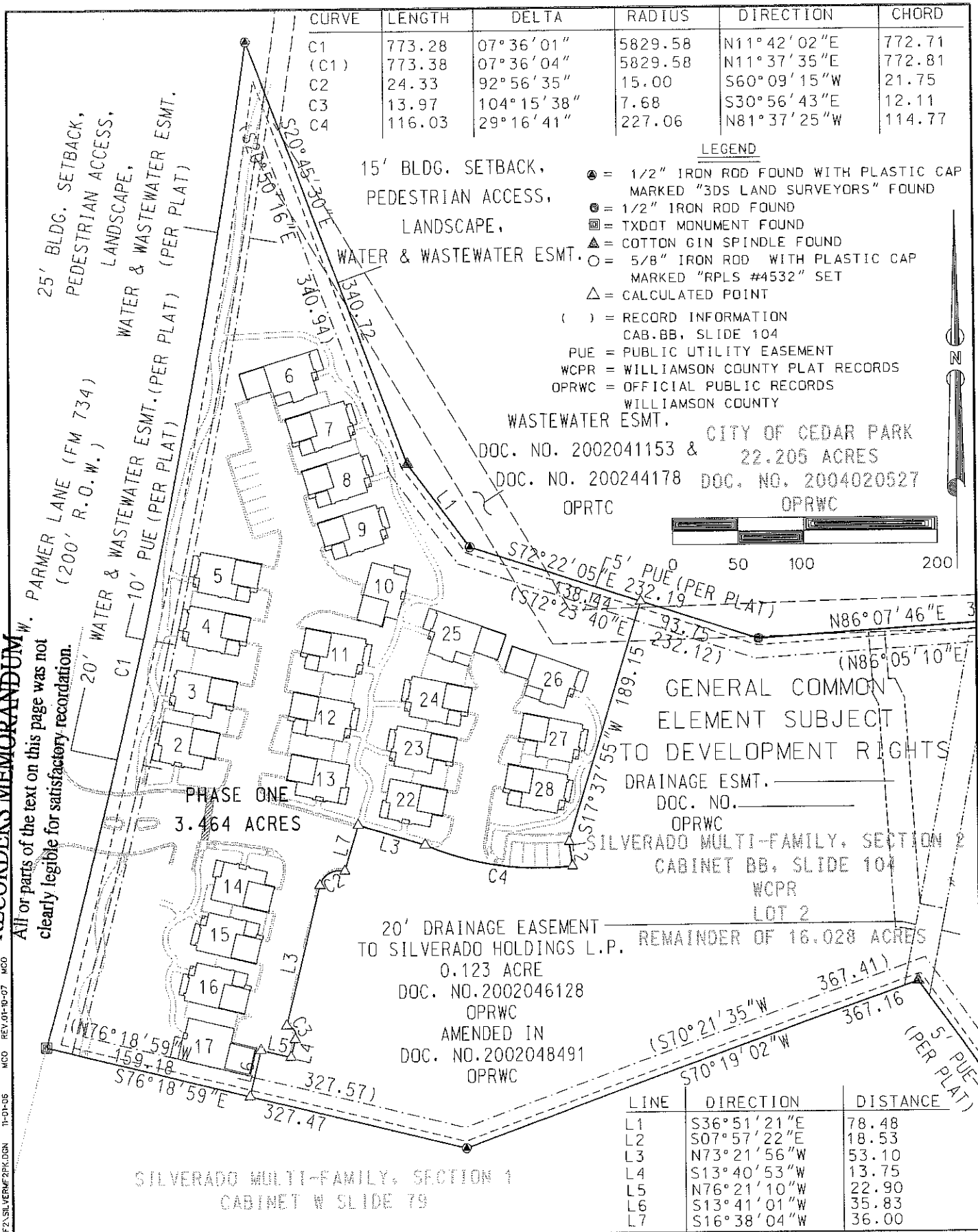
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CURVE	LENGTH	DELTA	RADIUS	DIRECTION	CHORD
C1	773.28	07°36'01"	5829.58	N11°42'02"E	772.71
(C1)	773.38	07°36'04"	5829.58	N11°37'35"E	772.81
C2	24.33	92°56'35"	15.00	S60°09'15"W	21.75
C3	13.97	104°15'38"	7.68	S30°56'43"E	12.11
C4	116.03	29°16'41"	227.06	N81°37'25"W	114.77

LEGEND

- ⊙ = 1/2" IRON ROD FOUND WITH PLASTIC CAP MARKED "3DS LAND SURVEYORS" FOUND
- ⊙ = 1/2" IRON ROD FOUND
- ⊠ = TXDOT MONUMENT FOUND
- ▲ = COTTON GIN SPINDLE FOUND
- = 5/8" IRON ROD WITH PLASTIC CAP MARKED "RPLS #4532" SET
- △ = CALCULATED POINT
- () = RECORD INFORMATION CAB.BB, SLIDE 104
- PUE = PUBLIC UTILITY EASEMENT
- WCPR = WILLIAMSON COUNTY PLAT RECORDS
- OPRC = OFFICIAL PUBLIC RECORDS WILLIAMSON COUNTY



15' BLDG. SETBACK, PEDESTRIAN ACCESS, LANDSCAPE, WATER & WASTEWATER ESMT.

WASTEWATER ESMT. DOC. NO. 2002041153 & DOC. NO. 200244178 OPRTC

CITY OF CEDAR PARK 22.205 ACRES DOC. NO. 2004020527 OPRWC

50 100 200

GENERAL COMMON ELEMENT SUBJECT TO DEVELOPMENT RIGHTS DRAINAGE ESMT. DOC. NO. OPRWC

SILVERADO MULTI-FAMILY, SECTION 2 CABINET BB, SLIDE 104 LOT 2

20' DRAINAGE EASEMENT TO SILVERADO HOLDINGS L.P. 0.123 ACRE DOC. NO. 2002046128 OPRWC AMENDED IN DOC. NO. 2002048491 OPRWC

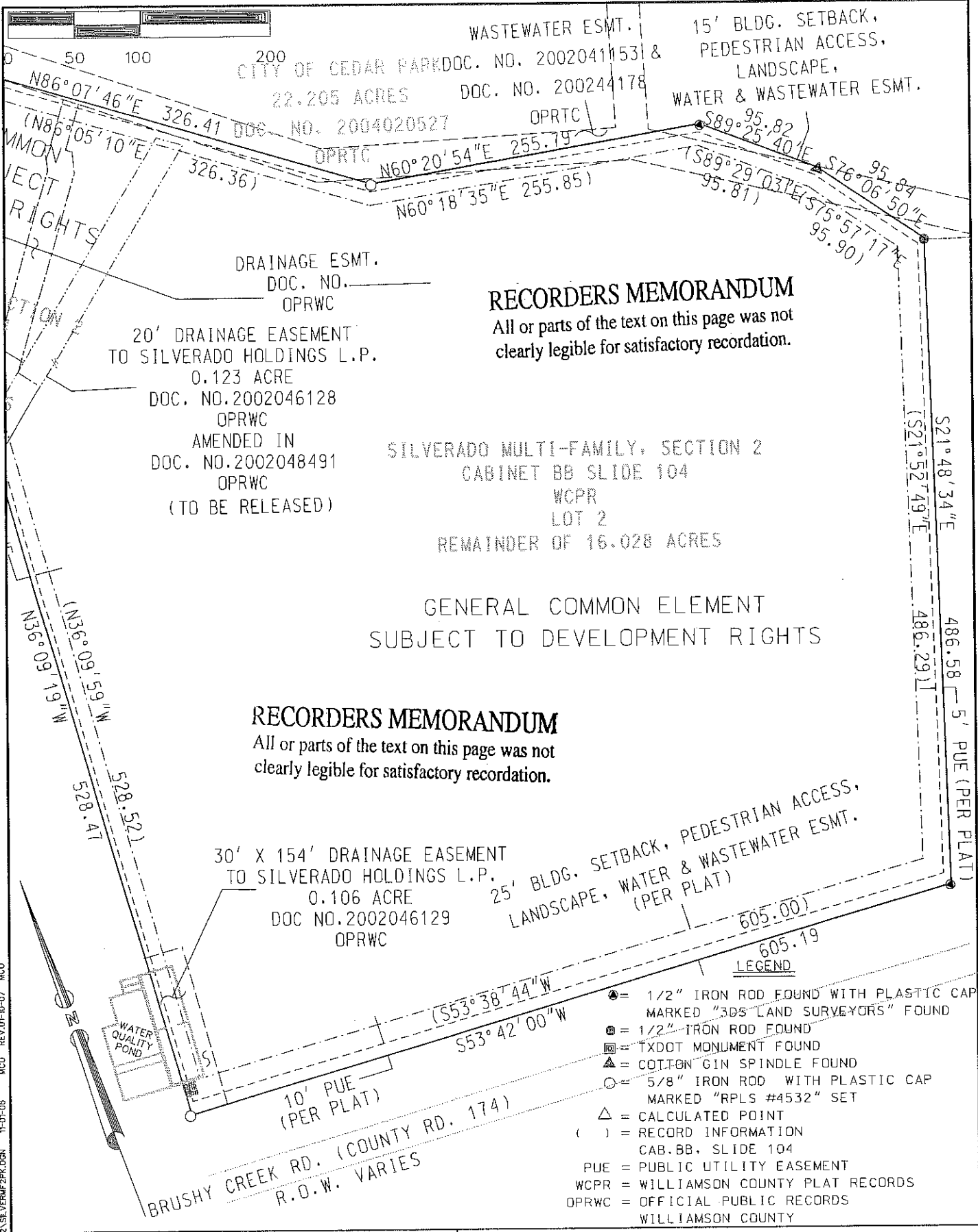
REMAINDER OF 16.028 ACRES

LINE	DIRECTION	DISTANCE
L1	S36°51'21"E	78.48
L2	S07°57'22"E	18.53
L3	N73°21'56"W	53.10
L4	S13°40'53"W	13.75
L5	N76°21'10"W	22.90
L6	S13°41'01"W	35.83
L7	S16°38'04"W	36.00

SILVERADO MULTI-FAMILY, SECTION 1 CABINET W SLIDE 79

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PARADISO CONDOMINIUMS
 PHASE ONE
 CONDOMINIUM MAP EXHIBIT



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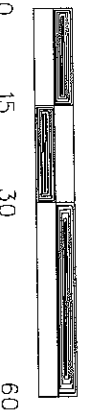
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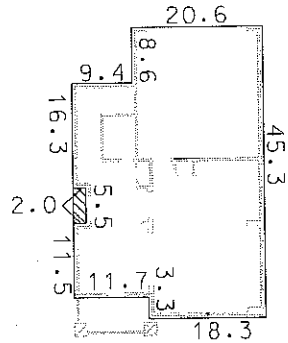
PARADISO CONDOMINIUMS
CONDOMINIUM MAP EXHIBIT

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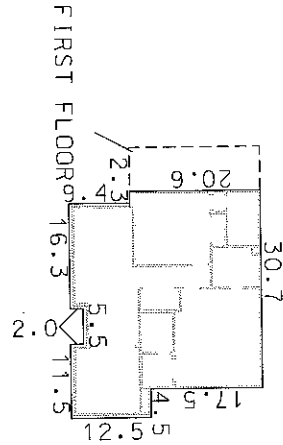
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FIRST FLOOR



SECOND FLOOR




ALL BUILDINGS ARE
TWO STORY BRICK, ROCK AND STUCCO

VERTICAL ELEVATIONS OF UNIT
VERTICAL DISTANCE
ABOVE BUILDING FOUNDATION
(PER ARCHITECTURAL PLAN)

FOUNDATION SECOND FLOOR ATTIC FLOOR
0' 9.0' 19.2'

LEGEND

 L.C.E. = LIMITED COMMON ELEMENT
= CONCRETE PORCH OR PATIO(L.C.E.)

PARADISO CONDOMINIUMS
A CONDOMINIUM COMMUNITY
UNIT MAP BUILDINGS 2,10,13,14 & 22

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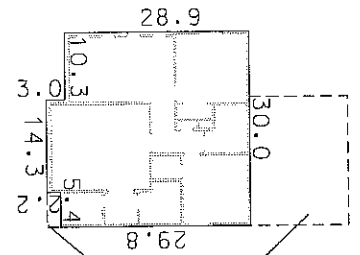
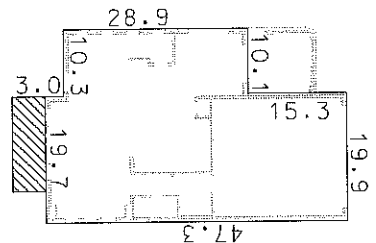
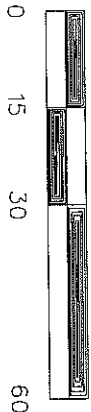
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PARADISO CONDOMINIUMS
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UNIT MAP BUILDINGS 2,10,13,14 & 22

FIRST FLOOR

SECOND FLOOR




FIRST FLOOR

ALL BUILDINGS ARE
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VERTICAL ELEVATIONS OF UNIT
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0' 9.0' 19.2'

LEGEND

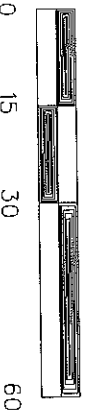
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PARADISO CONDOMINIUMS
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UNIT MAP BUILDINGS 3-5, 7-9, 11, 12, 15, 16, 23, 24, 27 & 28

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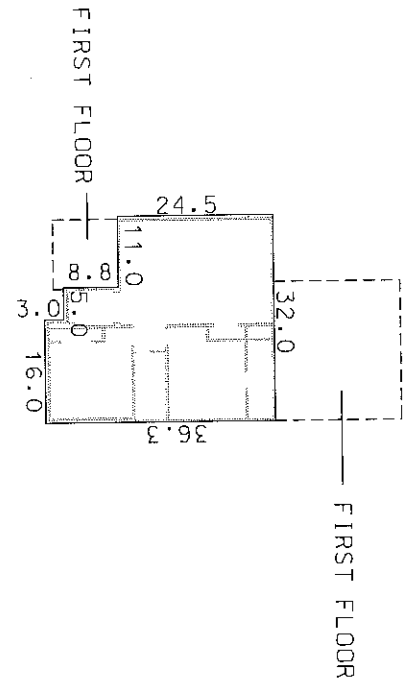
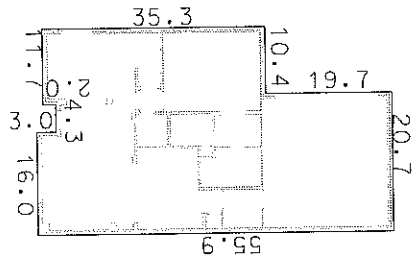
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UNIT MAP BUILDINGS 3-5, 7-9,
11, 12, 15, 16, 23, 24, 27 & 28



FIRST FLOOR

SECOND FLOOR




ALL BUILDINGS ARE
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VERTICAL ELEVATIONS OF UNIT
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PARADISO CONDOMINIUMS
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UNIT MAP BUILDING 17 & 25

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PARADISO CONDOMINIUMS
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UNIT MAP BUILDING 17 & 25

ATTACHMENT 2

**ATTACHMENT 3 TO THE DECLARATION OF CONDOMINIUM REGIME FOR
PARADISO VILLAS CONDOMINIUMS**

ALLOCATED INTERESTS

The Percentage of Common Element Ownership and Share of Common Expenses for each Unit is 1/23. Each Unit is allocated one (1) vote.

THE ALLOCATED INTEREST ASSIGNED TO A PARTICULAR UNIT WILL DECREASE AS ADDITIONAL UNITS ARE CREATED AND ADDED TO THE REGIME BY THE DECLARANT.

FILED AND RECORDED

OFFICIAL PUBLIC RECORDS 2007023480

Nancy E. Rister

03/23/2007 02:49 PM

PHOLTZ \$68.00

NANCY E. RISTER, COUNTY CLERK

WILLIAMSON COUNTY, TEXAS