



AFTER RECORDING RETURN TO:

①
Robert D. Burton, Esq.
Armbrust & Brown, L.L.P.
100 Congress Ave., Suite 1300
Austin, Texas 78701

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

A Residential Condominium, Located in Williamson County, Texas

ADDING UNITS 55, 56, 57, 58, 59, 60, 61, 62, 94, 95, 96, 97, 106, 107, 108 AND 109

Cross Reference to Declaration of Condominium Regime for Paradiso Villas recorded as Document No. 200609882 in the Official Public Records of Williamson County, Texas, as amended by that certain First Amendment Declaration of Condominium Regime for Paradiso Villas recorded as Document No. 2007023480 in the Official Public Records of Williamson County, Texas, as amended by that certain Second Amendment Declaration of Condominium Regime for Paradiso Villas recorded as Document No. 2007063486 in the Official Public Records of Williamson County, Texas, as amended by that certain Third Amendment Declaration of Condominium Regime for Paradiso Villas recorded as Document No. 2007104795 in the Official Public Records of Williamson County, Texas and further amended by that certain Fourth Amendment Declaration of Condominium Regime for Paradiso Villas recorded as Document No. 2008011334 in the Official Public Records of Williamson County, Texas

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

This Fifth 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, as amended by that certain First Amendment Declaration of Condominium Regime for Paradiso Villas recorded as Document No. 2007023480 in the Official Public Records of Williamson County, Texas, as amended by that certain Second Amendment Declaration of Condominium Regime for Paradiso Villas recorded as Document No. 2007063486 in the Official Public Records of Williamson County, Texas, as amended by that certain Third Amendment Declaration of Condominium Regime for Paradiso Villas recorded as Document No. 2007104795 in the Official Public Records of Williamson County, Texas and further amended by that certain Fourth Amendment Declaration of Condominium Regime for Paradiso Villas recorded as Document No. 2008011334 in the Official Public Records of Williamson County, Texas (collectively, the "Declaration").

B. Pursuant to *Provision A.3.11* of Appendix "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 Appendix "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 sixteen (16) additional Units within the Regime. The total number of Units within the Regime after giving effect to this Amendment is equal to sixty-seven (67), and the total number of Units which Declarant has reserved the right to create by amendment is equal to seventy (70).

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 Appendix "A" to the Declaration, Declarant hereby creates sixteen (16) Units, which are designated as Unit Nos. 55, 56, 57, 58, 59, 60, 61, 62, 94, 95, 96, 97, 106, 107, 108 and 109 (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 supersede 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 23 day of May, 2008.

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

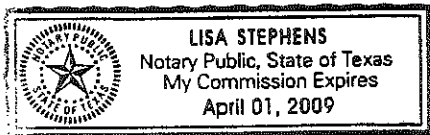
THE STATE OF TEXAS §

COUNTY OF TRAVIS §

This instrument was acknowledged before me this 23 day of May, 2008 by Richard Topfer, manager 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

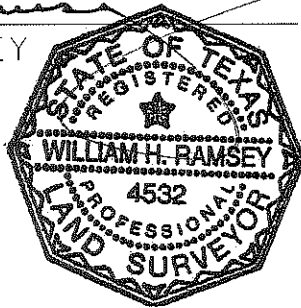
PARADISO CONDOMINIUMS A CONDOMINIUM COMMUNITY

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



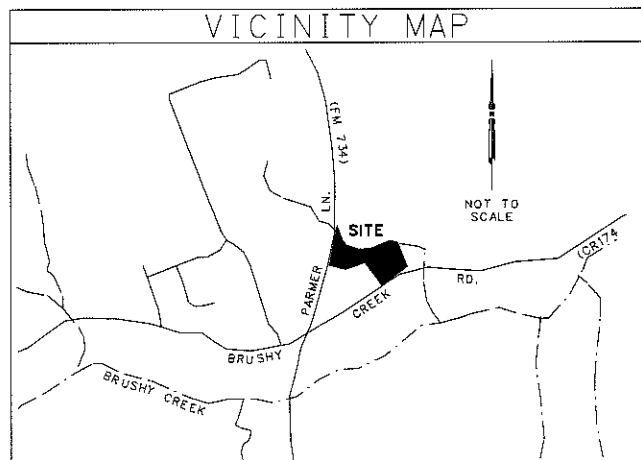
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DATE

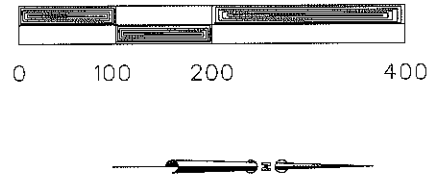
RAMSEY LAND SURVEYING, L.L.C.

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P.O. BOX 92768
AUSTIN, TEXAS 78709-2768
PHONE (512) 301-9398
FAX (512) 301-9395
r1survey@flash.net

RECORDERS MEMORANDUM
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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	S11°37'35"W	772.81
C2	24.33	92°56'35"	15.00	S60°09'15"W	21.75
C3	13.50	100°43'48"	7.68	S29°10'48"E	11.82
C5	34.05	12°25'36"	157.00	N81°54'43"W	33.98
C6	44.39	09°41'32"	262.41	S83°36'15"W	44.34
C7	86.71	22°47'26"	218.00	N87°37'59"W	86.14
C8	11.23	03°32'10"	182.00	S87°41'19"W	11.23
C9	78.28	20°33'36"	218.10	N84°05'14"W	77.84
C10	94.03	10°24'01"	518.00	S84°32'17"W	93.90
C11	38.84	04°17'45"	518.00	S75°18'40"W	38.83
C16	94.71	08°35'01"	632.00	N67°05'04"E	94.62



LINE	DIRECTION	DISTANCE
L1	S36°51'21"E	78.48
L2	S07°51'22"E	18.53
L3	S13°40'14"W	108.89
L4	S13°40'53"W	13.75
L5	N76°21'10"W	22.90
L6	S13°41'01"W	35.83
L11	S89°42'03"W	47.19
L12	S85°08'38"W	38.97
L14	S86°07'50"W	39.65
L15	S17°22'46"W	18.55
L16	N72°37'14"W	36.00
L17	N17°22'45"E	18.27
L18	S02°49'18"E	17.90
L19	N08°15'54"W	18.48
L20	S80°49'11"W	10.10
L21	N76°15'01"W	9.03
L22	N73°22'31"W	32.79
L23	S16°33'27"W	18.13
L24	N73°26'33"W	18.06
L25	N16°33'27"E	18.16
L26	N73°22'14"W	42.46
L27	N10°55'07"W	18.76
L28	S79°04'53"W	16.00
L29	S10°55'06"E	18.96
L30	S73°09'48"W	16.35
L40	N54°05'24"E	73.78
L41	N35°54'38"W	20.36
L42	N54°05'22"E	96.50
L44	S18°20'36"E	18.57
L45	S38°06'21"E	21.69
L46	N53°53'39"E	71.78
L47	N36°06'21"W	36.80



- LEGEND**
- = 1/2" IRON ROD FOUND WITH PLASTIC CAP MARKED "3DS LAND SURVEYORS" FOUND
 - = 1/2" IRON ROD FOUND
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 - ▲ = COTTON GIN SPINDLE FOUND
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 - () = RECORD INFORMATION CAB, BB, SLIDE 104
 - PUE = PUBLIC UTILITY EASEMENT
 - WCPR = WILLIAMSON COUNTY PLAT RECORDS
 - DPRWC = OFFICIAL PUBLIC RECORDS WILLIAMSON COUNTY

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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. G-43

REV. 05-21-08 AM
 REV. 10-18-07 CAR
 REV. 07-23-07 MCO
 REV. 01-10-07 MCO
 REV. 01-01-06 MCO
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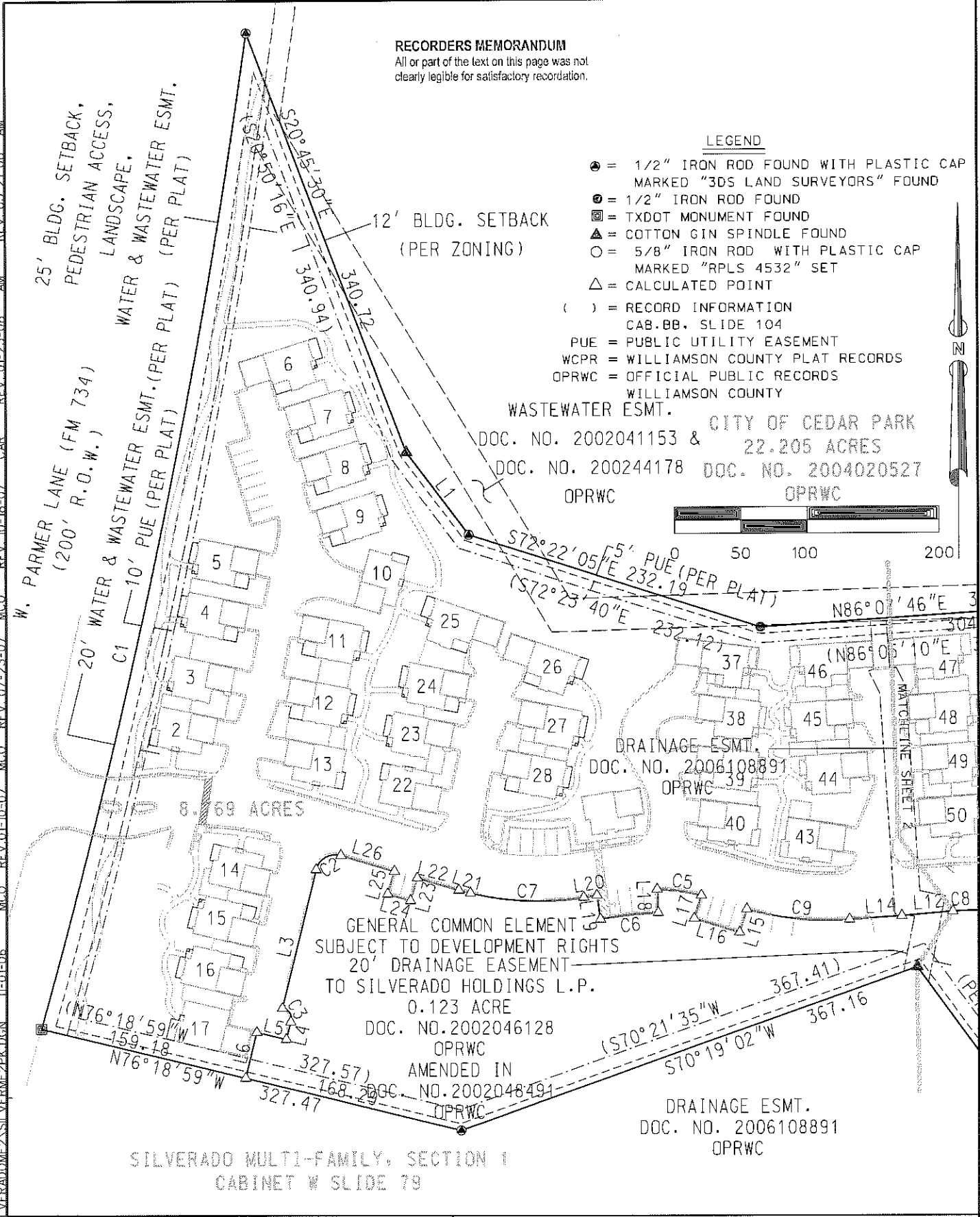
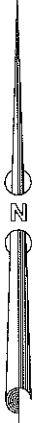
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WASTEWATER ESMT. CITY OF CEDAR PARK
 DOC. NO. 2002041153 & 22.205 ACRES
 DOC. NO. 200244178 DOC. NO. 2004020527
 OPRWC OPRWC



GENERAL COMMON ELEMENT
 SUBJECT TO DEVELOPMENT RIGHTS
 20' DRAINAGE EASEMENT
 TO SILVERADO HOLDINGS L.P.
 0.123 ACRE
 DOC. NO. 2002046128
 OPRWC
 AMENDED IN
 DOC. NO. 2002048491
 OPRWC

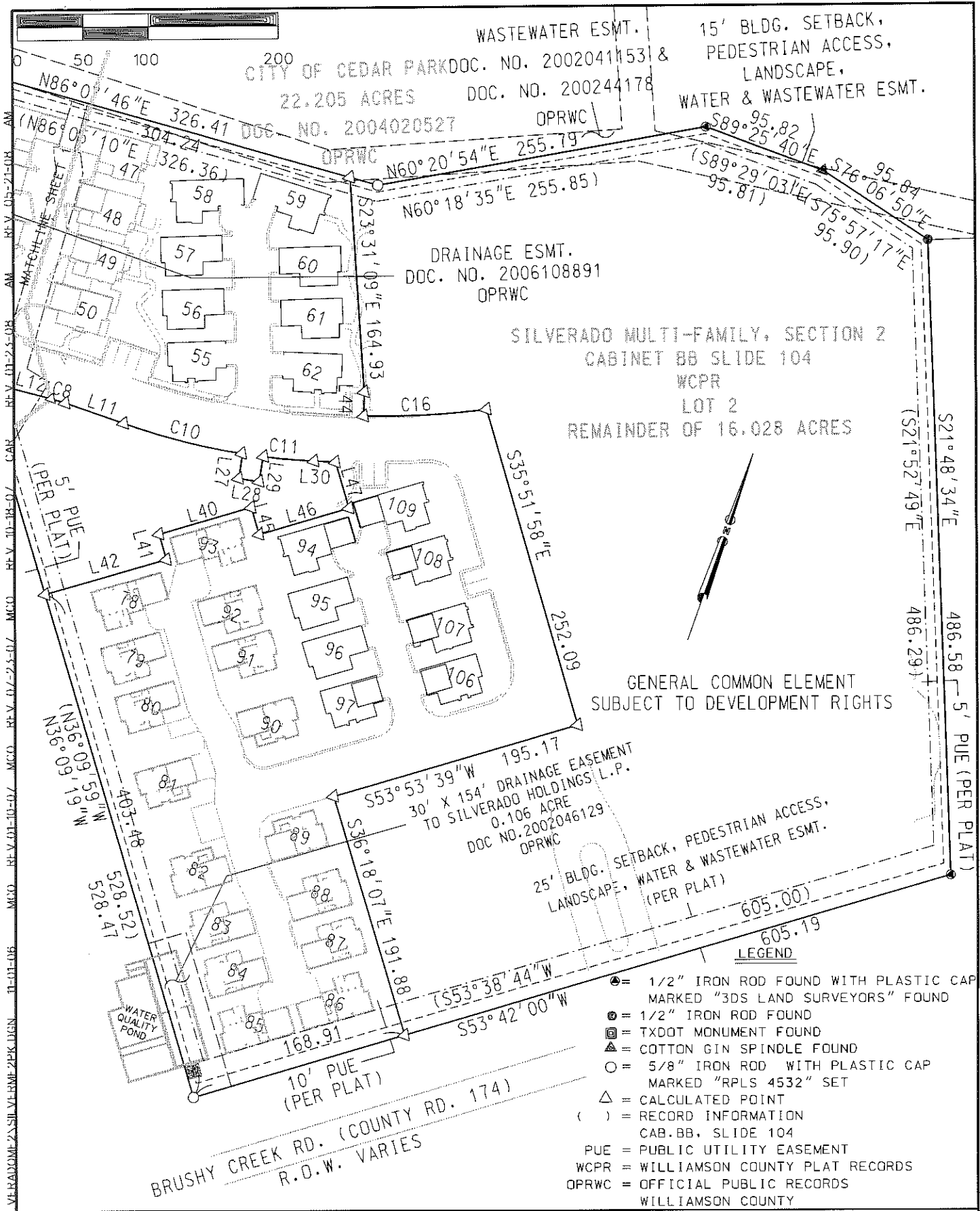
DRAINAGE ESMT.
 DOC. NO. 2006108891
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SILVERADO MULTI-FAMILY, SECTION 1
 CABINET W SLIDE 79

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**PARADISO CONDOMINIUMS
 CONDOMINIUM MAP EXHIBIT**



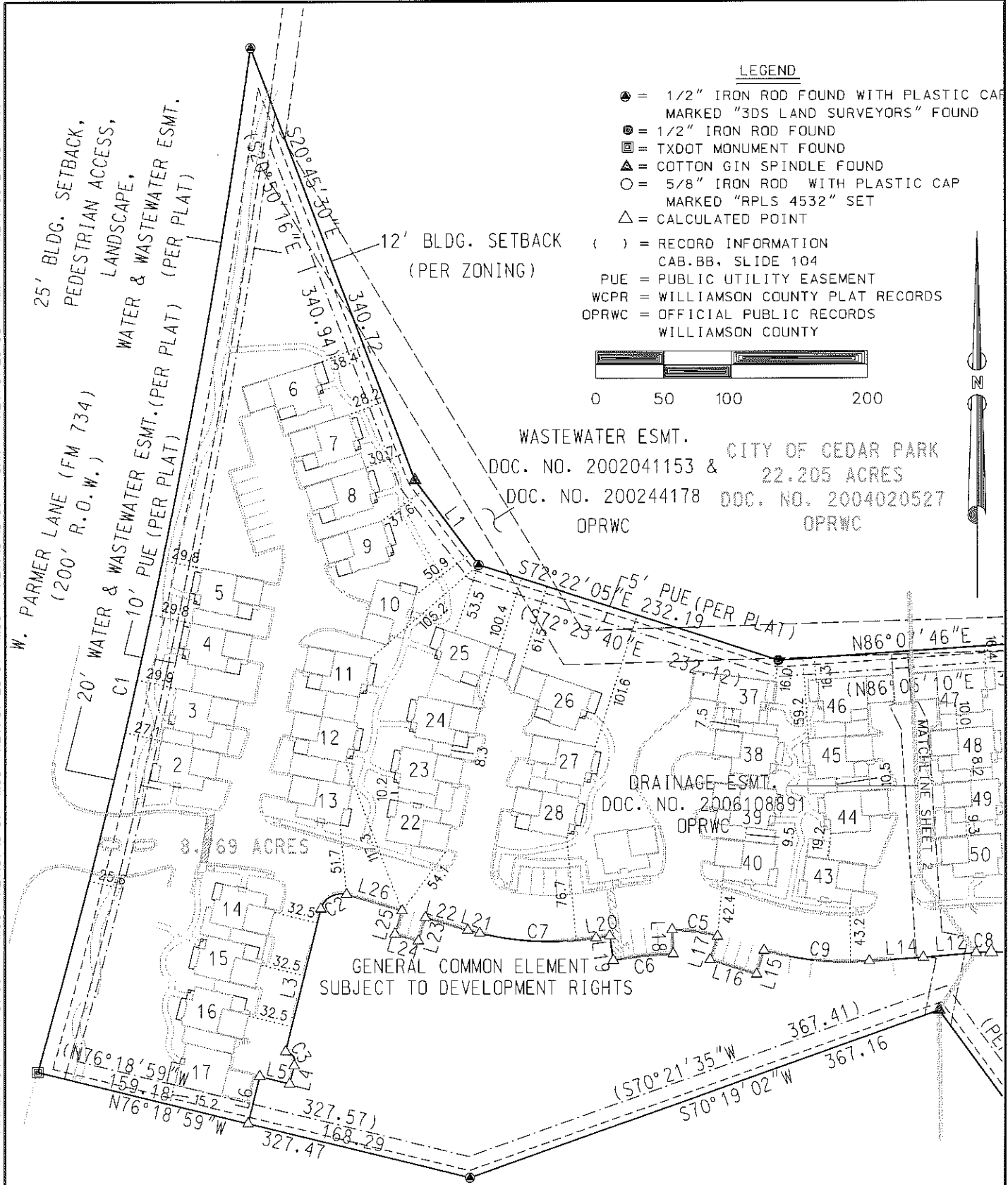
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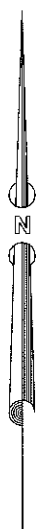
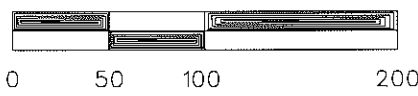
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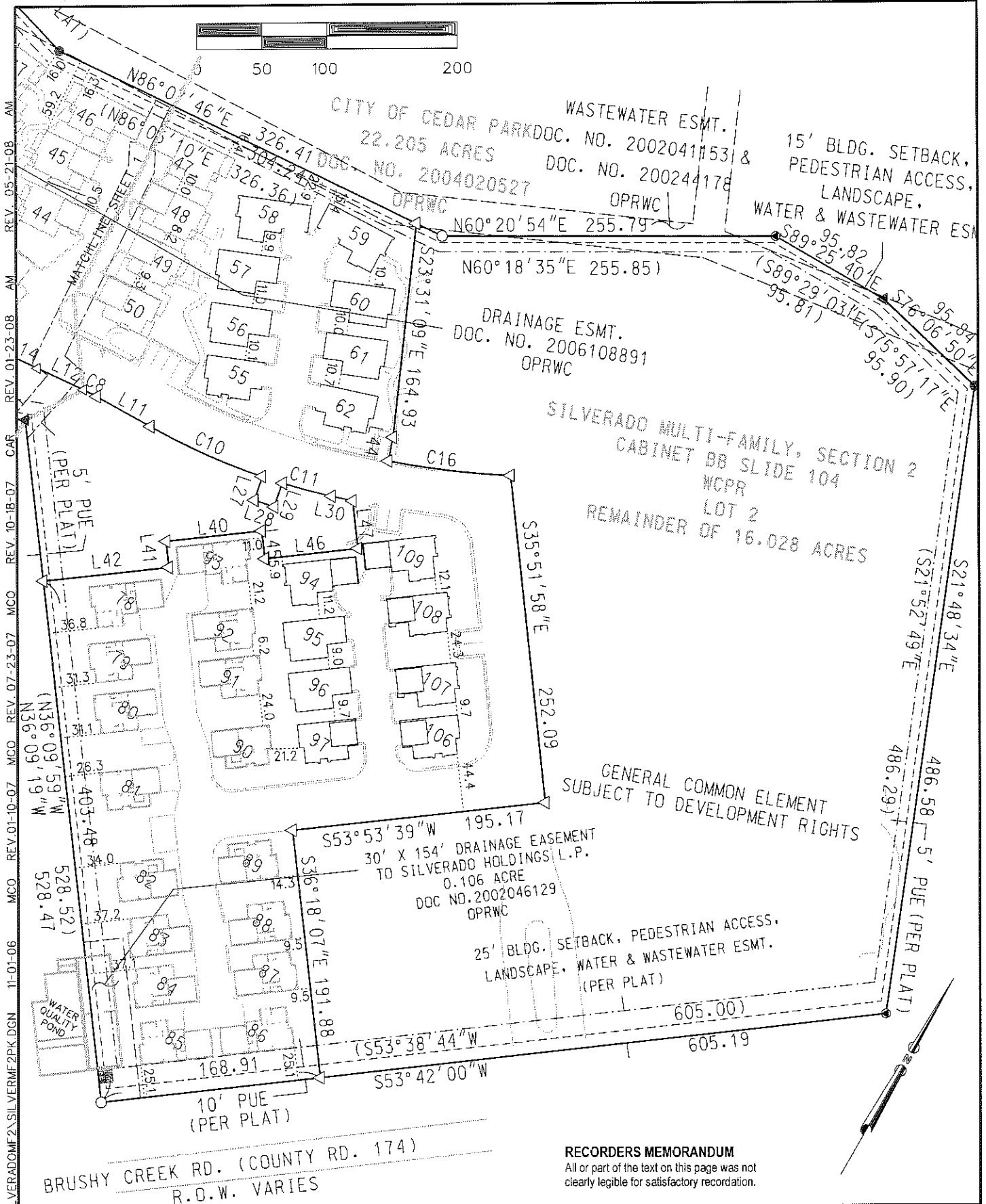
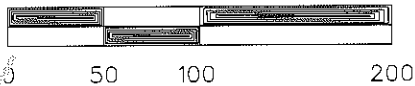
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**PARADISO CONDOMINIUMS
 DIMENSIONAL CONTROL**



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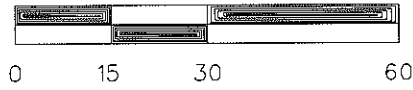
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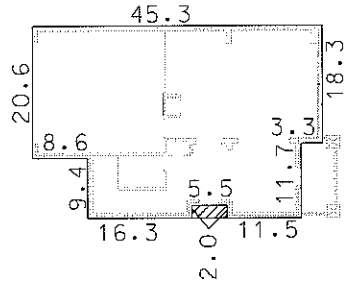
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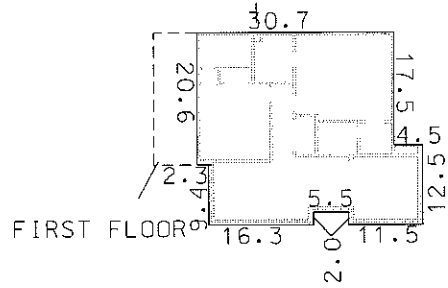
**PARADISO CONDOMINIUMS
CONDOMINIUM COURSES**



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.)

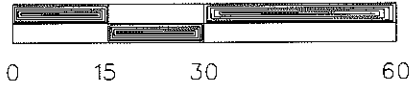
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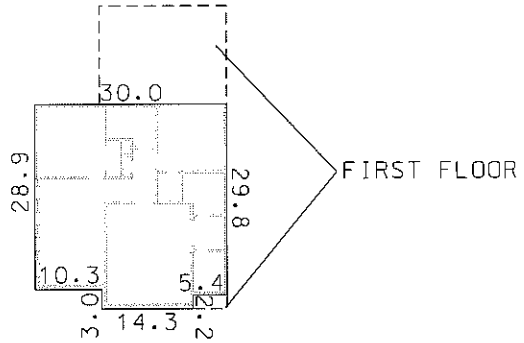
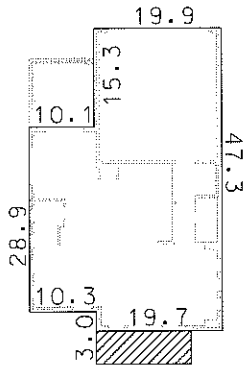
**PARADISO CONDOMINIUMS
A CONDOMINIUM COMMUNITY**

UNIT MAP BUILDINGS 2,10,13,14
55,62,81,82,89,90,97 & 106



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)

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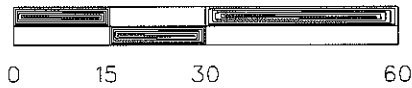
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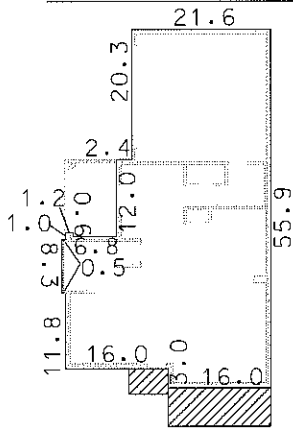
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FAX (512) 301-9395
bramsey@lrsurveying.com

**PARADISO CONDOMINIUMS
A CONDOMINIUM COMMUNITY**

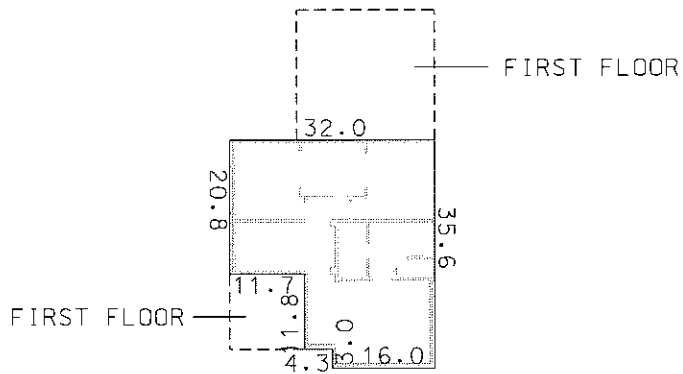
UNIT MAP BUILDINGS 3-5,7-9,11,12,15,16,23,24,27,28,
38,39,44,45,48,49,56,57,60,61,79,80,83,84,
87,88,91,92,95,96,107 & 108



FIRST FLOOR

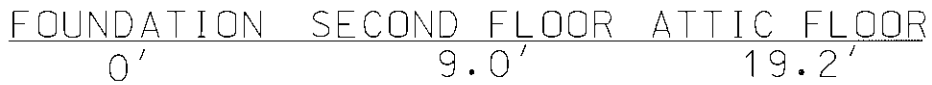


SECOND FLOOR



ALL BUILDINGS ARE
TWO STORY BRICK, ROCK AND STUCCO

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



LEGEND

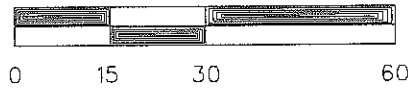
- L.C.E. = LIMITED COMMON ELEMENT
- = CONCRETE PORCH OR PATIO (L.C.E.)

P:\PROJECTS\930\SILVERADOMF2\SILVERMF2PK.DGN 11-01-06 MCO REV. 05-21-08 AM

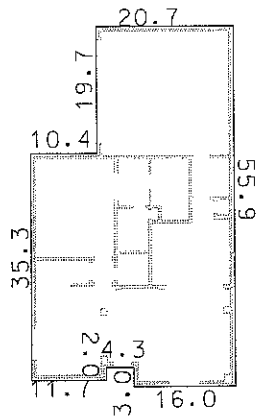
RAMSEY LAND SURVEYING, L.L.C.

8718 SOUTHWEST PARKWAY
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AUSTIN, TEXAS 78709-2768
PHONE (512) 301-9398
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bramseyer@surveying.com

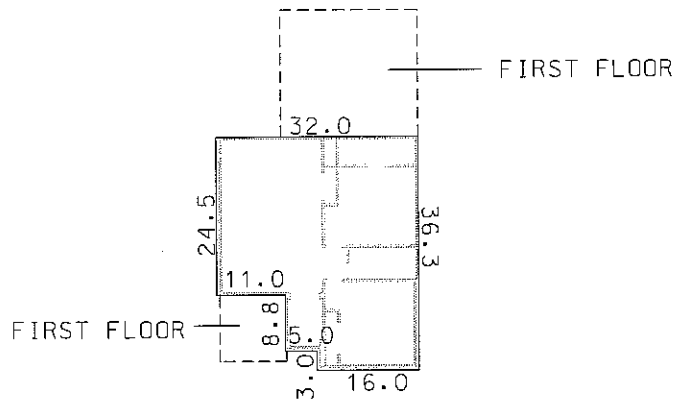
PARADISO CONDOMINIUMS
A CONDOMINIUM COMMUNITY
UNIT MAP BUILDING 6,26,58,59,78,85,86,
93,94 & 109



FIRST FLOOR

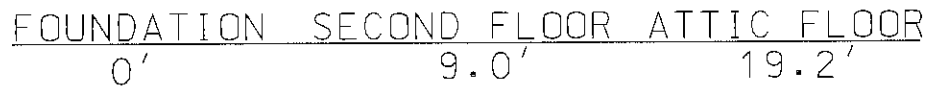


SECOND FLOOR



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



LEGEND

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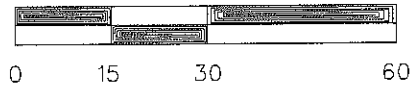
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RAMSEY LAND SURVEYING, L.L.C.

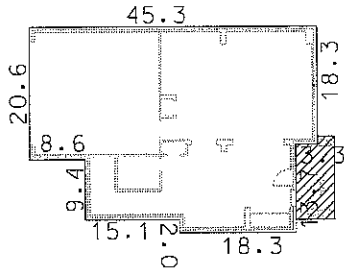
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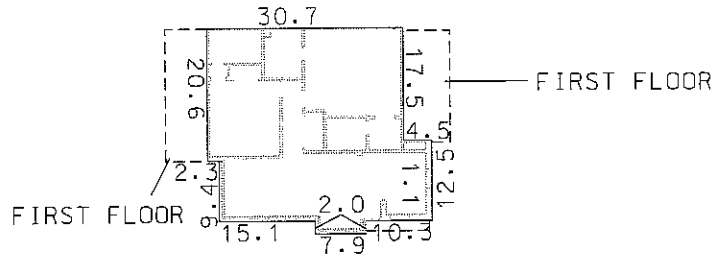
UNIT MAP BUILDING 17.25,
37.46 & 47



FIRST FLOOR

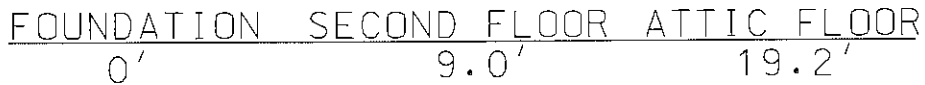


SECOND FLOOR



ALL BUILDINGS ARE
TWO STORY BRICK, ROCK AND STUCCO

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



LEGEND

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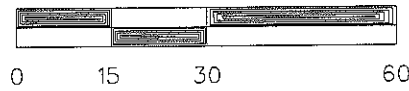
P:\PROJECTS\930\SILVERADOMF2\SILVERMF2PK.DGN 07-23-07 MCO REV. 10-18-07 CAR

RAMSEY LAND SURVEYING, L.L.C.

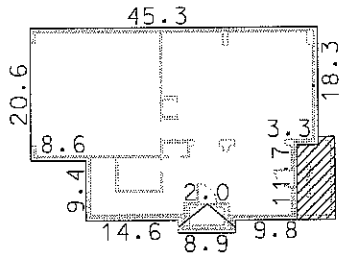
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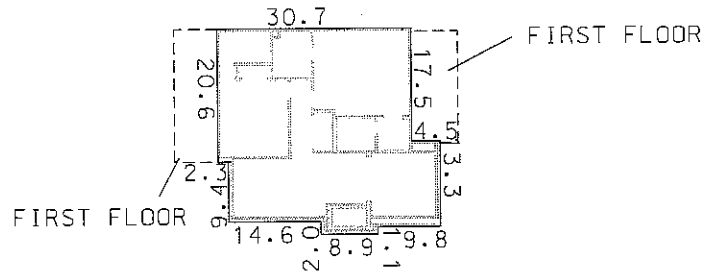
UNIT MAP BUILDING 22



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

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P:\PROJECTS\930\SILVERADOMF2\SILVERMF2PK.DGN 07-23-07 MCC

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PARADISO CONDOMINIUMS
 A CONDOMINIUM COMMUNITY
 UNIT MAP BUILDINGS 40.43 & 50

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 1/67. 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 2008041131

Nancy E. Rister

05/27/2008 12:53 PM

CMCNEELY \$88.00

NANCY E. RISTER, COUNTY CLERK

WILLIAMSON COUNTY, TEXAS