

**THIRD SUPPLEMENTAL DECLARATION OF
COVENANTS, CONDITIONS AND RESTRICTIONS
FOR
WATERSIDE ESTATES
(ANNEXING WATERSIDE VILLAGE SEC. 2)**

THE STATE OF TEXAS §
 §
COUNTY OF FORT BEND§

This Third Supplemental Declaration of Covenants, Conditions and Restrictions for Waterside Estates (Annexing Waterside Village Sec. 2) is made effective the 27th day of August, 2002, by FIGURE FOUR PARTNERS, LTD., a Texas limited partnership, as Declarant ("Declarant").

WHEREAS, Declarant executed and filed that certain Declaration of Covenants, Conditions and Restrictions for Waterside Estates, recorded under Clerk's File No. 2000014166 of the Official Records of Fort Bend County, Texas; and executed and filed that certain First Supplemental Declaration of Covenants, Conditions and Restrictions for Waterside Estates (Annexing Waterside Estates Sections Four, Five and Six), recorded under Clerk's File No. 2001027638 of the Official Records of Fort Bend County, Texas; and executed and filed that certain Second Supplemental Declaration of Covenants, Conditions and Restrictions for Waterside Estates (Annexing Waterside Village Section One), recorded under Clerk's File No. 2001034202 of the Official Records of Fort Bend County, Texas (the "Declaration"); and,

WHEREAS, Declarant desires to annex additional property described in Exhibit "A" attached hereto ("Additional Property"), and to thereby extend the coverage, plan and concept of the Declaration to such real property in accordance with Article XI of the Declaration.

NOW THEREFORE, Declarant does hereby supplement the Declaration as follows:

1. The Additional Property is hereby annexed pursuant to Article XI of the Declaration.
2. The coverage, plan and concept of the Declaration is hereby extended to the Additional Property.
3. The Additional Property has been platted as set forth on the Plat of Waterside Village Sec. 2, which Declarant has filed in the map or plat records of Fort Bend County, Texas.
4. The Additional Property is annexed into the jurisdiction of the Waterside Estates Community Association, Inc.
5. The Additional Property shall hereinafter be a portion of the "Property" as such term is defined in Article I of the Declaration.

6. Except as set forth in this instrument, the Declaration is not otherwise affected and remains in full force and effect.

Executed this 26th day of August, 2002.

DECLARANT:

FIGURE FOUR PARTNERS, LTD.,
A TEXAS LIMITED PARTNERSHIP

BY: PSWA, INC., A TEXAS CORPORATION
AS THE SOLE GENERAL PARTNER

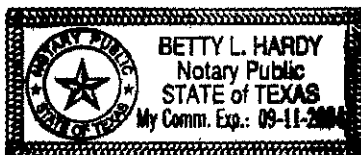
By: Gerald W. Noteboom
Gerald W. Noteboom
Executive Vice President

ACKNOWLEDGMENT

THE STATE OF TEXAS §
§
COUNTY OF HARRIS §

This instrument was acknowledged before me on this the 26th day of August, 2002 by Gerald W. Noteboom, the Executive Vice President of PSWA, Inc., a Texas corporation, as the sole general partner of and on behalf of Figure Four Partners, Ltd., a Texas Limited partnership.

AS PER ORIGINAL



Seal Showing Name and
Commission Expiration

Betty L. Hardy
Notary Public in and for the
State of Texas

AFTER RECORDING RETURN TO:

S. Bradley Todes
Figure Four Partners, LTD
P.O. Box 34306
Houston, Texas 77234

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THIS ANNEXATION HAS BEEN APPROVED BY UNITED STATES
DEPARTMENT OF HOUSING AND URBAN DEVELOPMENT

BY: Mary Walsh

Printed Name: MARY WALSH

Title: Actg. Single Family Supervisor

Date: 9/5/02

Subscribed and sworn before me
this 5th day of Sept., 192002
Carol D. Horton
Notary Public



PROPERTY DESCRIPTION

WATERSIDE VILLAGE, SEC. 2, an addition in Fort Bend County, Texas according to the map or plat thereof, recorded under Slide Number 2304/B of the Plat Records of Fort Bend County, Texas.

EXHIBIT "A"

FILED AND RECORDED
OFFICIAL PUBLIC RECORDS

THIS DOCUMENT WAS
FILED BY AND
RETURNED TO:
CHICAGO TITLE CO

Dianne Wilson

2002 SEP 11 02:35 PM 2002098515
DM \$13.00
DIANNE WILSON, COUNTY CLERK
FORT BEND COUNTY, TEXAS