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DECLARATION OF RESTRICTIONS

This Declaration of Restrictions (this "Corporate Office Park Declaration") is made effective as of the 26th day of November, 2012 by VCIM Partners, LP, a Texas limited partnership ("Declarant").

WITNESSETH:

WHEREAS, Declarant is the owner of real property in Collin County, Texas, described by metes and bounds on Exhibit "A" and depicted on Exhibit "A-1", both attached hereto (the "Property"), which Property is part of Declarant's development known as "Craig Ranch" located in McKinney, Texas, the general development plan of which is attached hereto as Exhibit "B"; and

WHEREAS, the Property is subject to the Community Charter of Craig Ranch, recorded on March 12, 2004, as Document No. 2004-0034616, in Volume 5625, Page 01378 of the Land Records of Collin County, Texas (the "Community Charter"), as amended and supplemented, which created the Craig Ranch Community Association (the "Association"); and

WHEREAS, Declarant desires to subject the Property to the restrictions hereinafter set forth in order to effect the development of the Property as a corporate office park; and

WHEREAS, the Declarant and the City of McKinney, Texas ("City") have entered into that one certain Chapter 380 Economic Development Agreement requiring that the City approve in advance the provisions of the restrictions created hereby.

NOW, THEREFORE, Declarant herein declares that the Property and all portions thereof is and shall be held, transferred, sold, conveyed and occupied subject to the restrictions hereinafter set forth.

ARTICLE I – GENERAL

1.1 Purpose of Corporate Office Park Declaration. The purpose of this Corporate Office Park Declaration is to promote the proper development and use of the Property as a corporate office park; to restrict certain uses of the Property; to provide minimum standards for structures built on the Property; to provide the City certain rights as beneficiary hereunder; and to provide for the enforcement of this Corporate Office Park Declaration.

1.2 Property Subject to the Corporate Office Park Declaration. The Property covered by this Corporate Office Park Declaration is described in the attached Exhibit "A" and depicted on the attached Exhibit "A-1". Any right, title and interest therein owned or held shall be subject to this Corporate Office Park Declaration and the restrictions set forth herein, as the same may be amended or deleted in accordance with the provisions of this Corporate Office Park Declaration.
NO OTHER PARCEL OF LAND IS SUBJECT TO OR COVERED BY THIS

CORPORATE OFFICE PARK DECLARATION. THE INCLUSION OF THE EXHIBIT "B" GENERAL DEVELOPMENT PLAN FOR CRAIG RANCH AS A PART OF THIS CORPORATE OFFICE PARK DECLARATION IS FOR REFERENCE PURPOSES ONLY. IT IS NOT INTENDED THAT THIS CORPORATE OFFICE PARK DECLARATION, AND THE CORPORATE OFFICE PARK DECLARATION DOES NOT, ENCUMBER OR AFFECT THE TITLE TO ANY TRACT OTHER THAN THE PROPERTY DESCRIBED ON THE ATTACHED EXHIBIT "A".

ARTICLE II – PROHIBITED USES

2.1 Prohibited Uses. The following uses are prohibited on the Property:

- (i) automotive and automotive-related sales or services;
- (ii) medium or heavy manufacturing or fabrication;
- (iii) retail sales designed primarily for other than the occupants of an office Building, including any free-standing retail building;
- (iv) residential;
- (v) amusement or recreational;
- (vi) gas station;
- (vii) mini-warehouse and free-standing buildings primarily used as a Warehouse or distribution facility;
- (viii) retail services designed primarily for other than the occupants of an office building, including free-standing restaurants and free-standing retail buildings; and
- (ix) not for profit educational.

2.2 Additional Prohibited Uses. Any use which produces excessive smoke, noise, light, gas, fumes, dust, odor, vibration or danger of fire, explosion or radiation that is objectionable or constitutes a nuisance is also prohibited on the Property.

ARTICLE III – MINIMUM STANDARDS FOR STRUCTURES

3.1 Inhabitable Structures. All inhabitable structures constructed on the Property shall be a minimum of 60,000 square feet.

3.2 Accessory Structures. Inhabitable structures meeting the requirement of 3.1 above may have accessory structures in which employees are located to provide traffic control, maintenance and other services directly related to the maintenance or operation of the primary structure.

ARTICLE IV – MISCELLANEOUS

4.1 Binding Effect and Duration. The restrictions of this Corporate Office Park Declaration shall run with and bind the Property and shall inure to the benefit of and be enforceable by Declarant, the City or the Association and their respective legal representatives, heirs, successors and assigns for a term of 50 years from the date that this Corporate Office Park Declaration is recorded in the Real Property Records of Collin County, Texas.

4.2 Amendment. This Corporate Office Park Declaration may be amended only pursuant to a written amendment executed by the Association and the City that is recorded in the Real Property Records of Collin County, Texas; provided, however, that no such amendment prior to January 1, 2027 shall be effective without the joinder of the Declarant.

4.3 Enforcement. Declarant, the City or the Association shall have the right (but not the duty) to enforce the restrictions set forth in this Corporate Office Park Declaration. Enforcement shall be by any proceeding at law or in equity against any person or persons violating or attempting to violate any part of this Corporate Office Park Declaration, either to restrain violation or recover damages; and failure by Declarant, the City or the Association to enforce any such provision shall in no event be deemed a waiver of the right to do so thereafter. With respect to any litigation hereunder, the prevailing party shall be entitled to recover reasonable attorneys' fees and costs from the nonprevailing party.


4.4 Validity and Severability. Violation or failure to comply with the restrictions shall not affect the validity of any mortgage, bona fide lien or other similar security instrument which may then be existing as an encumbrance of any part of the Property. Invalidation of any one or more of the restrictions, or any portion thereof, by a judgment or court order shall not affect any of the other restrictions or provisions contained herein, which shall remain in full force and effect.

4.5 Interpretation. The provisions of this Corporate Office Park Declaration shall be given full force and effect notwithstanding the existence of any zoning ordinance which is less restrictive. This Corporate Office Park Declaration shall be construed under and in accordance with the laws of the State of Texas. The exhibits attached hereto are incorporated herein by reference for all purposes.

IN WITNESS WHEREOF, VCIM PARTNERS, LP, being the Declarant herein, has caused this instrument to be executed to be effective as of the date first written above.

VCIM PARTNERS, LP, a Texas limited Partnership

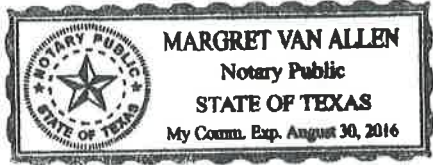
By: VCIM GP, LLC, a Texas limited Liability company

By: 
David H. Craig, Manager

By: 
Robert J. Holcomb, Manager

STATE OF TEXAS §
 §
COUNTY OF COLLIN §

This instrument was acknowledged before me on the 19th day of December, 2012, by David H. Craig, the manager of VCIM, L.L.C., a Texas limited liability company, the general partner of VCIM Partners, Ltd., a Texas limited partnership, on behalf of said limited liability company and limited partnership.



Margaret Van Allen
NOTARY PUBLIC - STATE OF TEXAS

STATE OF KANSAS §
 §
COUNTY OF JOHNSON §

This instrument was acknowledged before me on the 19th day of December, 2012, by Robert J. Holcomb, the manager of VCIM, L.L.C., a Texas limited liability company, the general partner of VCIM Partners, Ltd., a Texas limited partnership, on behalf of said limited liability company and limited partnership.



Angela L. Sylvester
NOTARY PUBLIC - STATE OF KANSAS

EXHIBIT "A"
DESCRIPTION OF THE PROPERTY

FIELD NOTE DESCRIPTION

BEING a 137.199 acre tract of land situated in the Thomas Phillips Survey, Abstract No. 717, the William Holiday Survey, Abstract No. 385 and the John J. Diggins Survey, Abstract No. 274, in the City of McKinney, Collin County, Texas and being more particularly described as follows:

BEGINNING at the intersection of the east line of Weiskopf Avenue (60' wide) with the northwest line of State Highway 121 (Sam Rayburn Tollway)(Variable width);

THENCE along the east line of said Weiskopf, NORTH 23°40'35" WEST a distance of 44.69 feet to the beginning of a curve to the right having a radius of 220.00 feet and a chord bearing of North 12°05'45" West;

THENCE continuing with said east line with said curve to the right through a central angle of 23°09'40" for an arc length of 88.93 feet to a point for corner;

THENCE continuing with said east line, NORTH 00°30'55" WEST a distance of 186.37 feet to a point for corner;

THENCE departing the east line of said Weiskopf, SOUTH 66°24'46" WEST a distance of 473.56 feet to the southeast corner of Lot 1R, Block A of Shea Office Complex according to the plat recorded in Cabinet R, Page 83 of the Plat Records of Collin County Texas;

THENCE NORTH 21°10'55" WEST a distance of 377.42 feet to the northeast corner of said Lot 1R;

THENCE SOUTH 89°10'02" WEST a distance of 427.16 feet to the northwest corner of said Lot 1R and being located in the east line of TPC Drive (61' wide) and being in a curve to the right having a radius 2,849.00 feet and a chord bearing of North 02°17'51" West;

THENCE along the east line of said TPC Drive with said curve to the right through a central angle of 16°15'36" for an arc length of 808.51 feet to a point for corner;

THENCE continuing with said east line, NORTH 05°49'57" EAST a distance of 768.14 feet to a point for corner located in the southeast line of Van Tuyl Parkway;

THENCE along the southeast line of said Van Tuyl Parkway as follows:

NORTH 58°11'15" EAST a distance of 194.05 feet to a point for corner;

SOUTH 31°48'45" EAST a distance of 15.00 feet to a point for corner;

NORTH 58°11'15" EAST a distance of 72.00 feet to a point for corner;

NORTH 13°16'12" EAST a distance of 21.18 feet to a point for corner;

NORTH 58°11'15" EAST a distance of 1460.00 feet to a point for corner;

NORTH 31°48'45" WEST a distance of 150.60 feet to a point for corner;

NORTH 13°11'15" EAST a distance of 98.99 feet to a point for corner;

NORTH 58°11'15" EAST a distance of 601.30 feet to a point for corner;

NORTH 89°29'05" EAST a distance of 121.31 feet to a point for corner;

THENCE departing the south line of said Van Tuyl Parkway, SOUTH 00°30'55" EAST a distance of 98.06 feet to the beginning of a curve to the left having a radius of 630.00 feet and a chord bearing of South 15°33'46" East;

THENCE along said curve to the left through a central angle of 30°05'41" for an arc length of 330.91 feet to a point for corner;

THENCE SOUTH 30°36'36" EAST a distance of 166.40 feet to the beginning of a curve to the right a radius of 563.00 feet and a chord bearing of South 15°47'05" East;

THENCE along said curve to the right through a central angle of 29°39'03" for an arc length of 291.36 feet to a point for corner;

THENCE SOUTH 00°57'33" EAST a distance of 445.75 feet to the beginning of a curve to the left having a radius of 637.15 feet and a chord bearing of South 15°41'03" East

THENCE with said curve to the left through a central angle of 29°26'41" for an arc length of 327.44 feet to a point for corner;

THENCE SOUTH 30°24'23" EAST a distance of 497.51 feet to a point for corner located in the center of a creek draw;

THENCE along the center of said creek draw as follows:

THENCE SOUTH 08°55'30" WEST a distance of 61.86 feet to a point for corner;

THENCE SOUTH 19°27'29" WEST a distance of 273.08 feet to a point for corner;

THENCE SOUTH 78°23'15" WEST a distance of 193.83 feet to a point for corner;

THENCE SOUTH 32°58'26" WEST a distance of 137.79 feet to a point for corner;

THENCE SOUTH 20°36'17" WEST a distance of 218.35 feet to a point for corner;

THENCE SOUTH 15°17'04" WEST a distance of 148.97 feet to a point for corner;

THENCE SOUTH 29°34'52" WEST a distance of 213.44 feet to a point for corner located in the northwest line of said State Highway 121 (Sam Rayburn Tollway);

THENCE along the northwest line of said State Highway 121, SOUTH 66°19'08" WEST a distance of 1175.82 feet to the POINT OF BEGINNING;

CONTAINING 137.199 acres or 5,976,400 square feet of land more or less SAVE & EXCEPT, 2.726 acres (118,729 Sq. Ft.) consisting of the SHIMMER ADDITION and OB-GYN WEST PARK ADDITION.

**McKINNEY CORPORATE CENTER
BOUNDARY EXHIBIT**

WILLIAM H. HOLIDAY SURVEY, ABSTRACT NO. 385
JOHN J. DIGGINS SURVEY, ABSTRACT NO. 274
THOMAS PHILLIPS SURVEY, ABSTRACT NO. 717
SHEA OFFICE COMPLEX, ABSTRACT NO. 83
SHEA OFFICE COMPLEX, ABSTRACT NO. 83

CADD INTERNATIONAL
6400 WEST LOOP SOUTH, SUITE 600
MCKINNEY, TEXAS 75070 972-509-1371

DATE OF SURVEY	DATE OF PLOTTING	DATE OF RECORDING	DATE OF DEED

DRAWN BY: A.L. TAYLOR
CHECKED BY: J. L. TAYLOR
SCALE: AS SHOWN
BY: AS SHOWN
BY: AS SHOWN
BY: AS SHOWN



Sheet 2 of 2

EXHIBIT "A-1"
DEPICTION OF PROPERTY



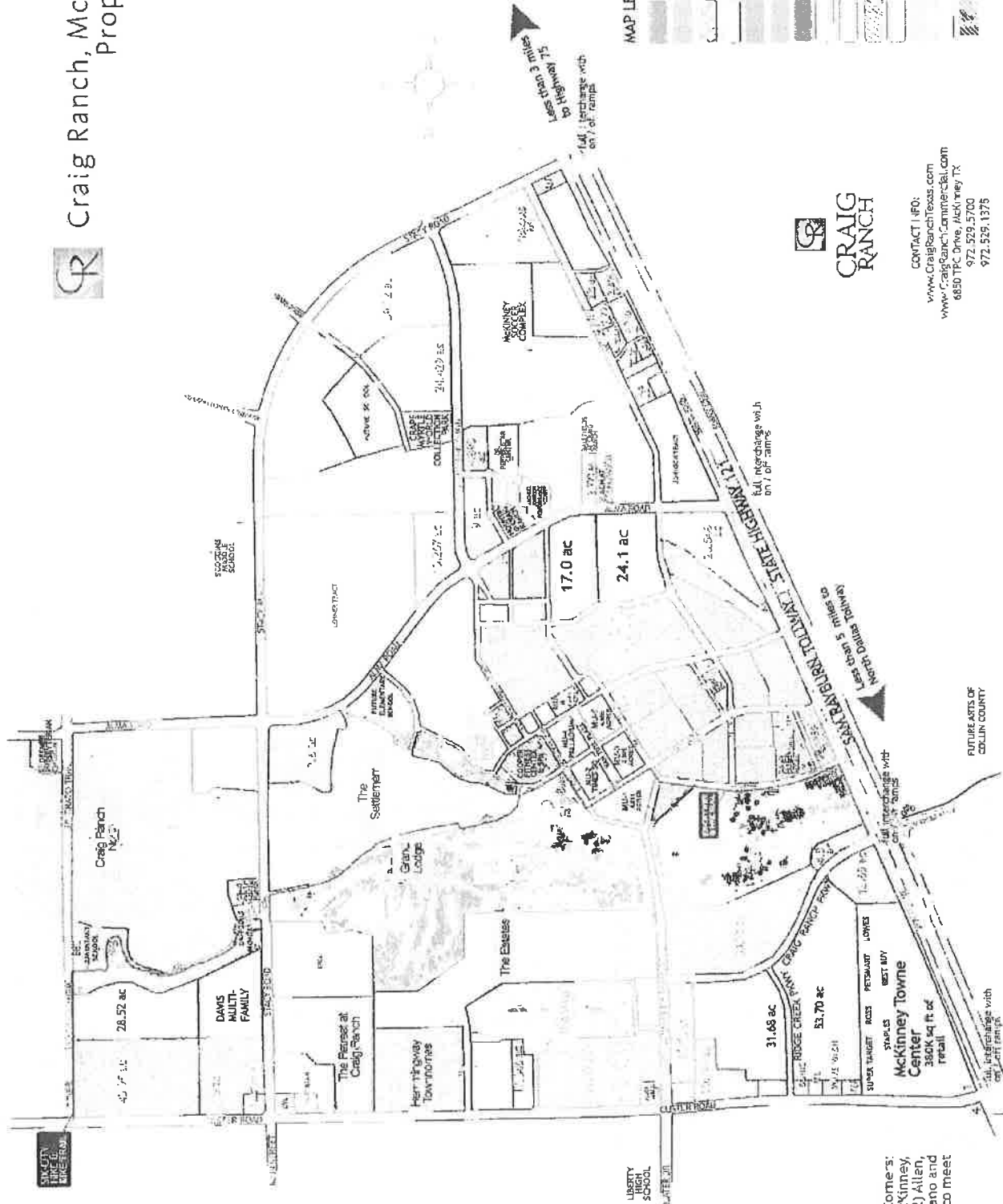
CROSS HATCHED AREA
REPRESENTS MCKINNEY
CORPORATE CENTER

MCKINNEY CORPORATE CENTER BOUNDARY EXHIBIT	
WILLIAM T. HENSON, SENIOR ARCHITECT, FIRM OF THOMAS HULL & BURGESS ARCHITECTS, INC. 212 CITY OF DALLAS, TEXAS 75201, TEXAS	
CHANG INTERNATIONAL ASSOCIATE ENGINEER, SITE 210 MADISON, TEXAS 75201 972.529.1371	
SCALE: 7/16" = 1'-0" DATE: MARCH 1, 2011 DRAWN BY: [REDACTED]	SHEET NO. 1 OF 2 TOTAL SHEETS: 2

EXHIBIT "B"
DEPICTION OF CRAIG RANCH



Craig Ranch, McKinney Texas Property Siteplan



MAP LEGEND

[Symbol]	LED CAL DISTRICT
[Symbol]	CORPORATE CAMPUS
[Symbol]	EMPLOYMENT CENTER / MULTI-FAMILY
[Symbol]	MULTI-FAMILY
[Symbol]	URBAN CORE
[Symbol]	COMMERCIAL / RETAIL
[Symbol]	EMPLOYMENT CENTER DISTRICT
[Symbol]	COMPLETED STREETS
[Symbol]	PARKS / OPEN SPACE
[Symbol]	POTENTIAL FUTURE STREETS (location may vary)
[Symbol]	NOT PART OF CRAIG RANCH
[Symbol]	SCHOOLS
[Symbol]	OWNED BY OTHERS
[Symbol]	DEVE. OPED



CONTACT INFO:
www.CraigRanchTexas.com
www.CraigRanchCommercial.com
 6850 TPC Drive, McKinney TX
 972.529.5700
 972.529.1375

- Four Corners:
 1) McKinney,
 2) Allen,
 3) Plano and
 4) Frisco meet

Filed and Recorded
Official Public Records
Stacey Kemp, County Clerk
Collin County, TEXAS
01/17/2013 03:27:09 PM
\$60.00 DLAIRD
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Stacey Kemp