

Exhibit “N” to Master Agreement

Form of Roanoke Zoning Ordinance

[following pages]

ORDINANCE No. 2007-119

AN ORDINANCE AMENDING THE BASIC ZONING ORDINANCE OF THE CITY OF ROANOKE, TEXAS, BY ZONING THE FOLLOWING PROPERTY, TO WIT: APPROXIMATELY 18.1 ACRE TRACT OF LAND, AS MORE PARTICULARLY DESCRIBED ON EXHIBIT A, ATTACHED HERETO AND INCORPORATED HEREIN BY REFERENCE FOR ALL PURPOSES, AND LOCATED IN THE CITY OF ROANOKE, DENTON COUNTY, TEXAS, AS "PLANNED DEVELOPMENT DISTRICT"; PRESCRIBING THE PERMISSIBLE USES THEREOF; PROVIDING A PENALTY CLAUSE; PROVIDING A SEVERABILITY CLAUSE; AND PROVIDING FOR AN EFFECTIVE DATE.

WHEREAS, a public hearing was held before the Planning & Zoning Commission and the City Council of the City of Roanoke, Texas, after due notice thereof was had in accordance with the Zoning Ordinance of the City of Roanoke, Texas; and

WHEREAS, at such public hearings all persons having any interest in doing so were afforded an opportunity to be heard concerning the rezoning of the property hereinafter described as requested by the applicant.

NOW, THEREFORE, BE IT ORDAINED BY THE CITY COUNCIL OF THE CITY OF ROANOKE, TEXAS:

Section 1.

That the Comprehensive Zoning Ordinance and Map of the City of Roanoke, Texas, be and the same are hereby amended insofar as the property consisting of approximately 18.1 acre tract of land located at the corner of Business 114 and State Highway 170, City of Roanoke, Denton County, Texas, and being more particularly described in **Exhibit A** attached hereto and incorporated herein as though fully set out, shall be classified and placed into the use district and shall be zoned "Planned Development District".

Section 2.

That the development standards for this Planned Development District are attached hereto as **Exhibit B**, and the same are hereby approved for said Planned Development District as required by the Comprehensive Zoning Ordinance of the City of Roanoke, Texas.

Section 3.

The City Secretary is directed to engross and enroll this ordinance in the Code of Ordinances of the City of Roanoke and to reflect this change of zoning on the official zoning map of the City of Roanoke, Texas.

Section 4. PENALTY CLAUSE

Any person, firm, or corporation violating any of the provisions or terms of this Ordinance shall be guilty of a misdemeanor and upon conviction, shall be fined a sum not to exceed \$2,000.00 for each offense, and each and every violation or day such violation shall continue or exist, shall be deemed a separate offense.

Section 5. SEVERABILITY CLAUSE

It is hereby declared to be the intention of the City Council that the phrases, clauses, sentences, paragraphs and sections of this ordinance are severable, and if any phrase, clause, sentence, paragraph or section of this ordinance shall be declared unconstitutional by the valid judgment or decree of any court of competent jurisdiction, such unconstitutionality shall not affect any of

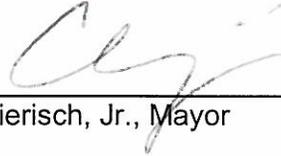
the remaining phrases, clauses, sentences, paragraphs and sections of this ordinance, since the same would have been enacted by the City Council without the incorporation of this ordinance of any such unconstitutional phrase, clause, sentence, paragraph or section.

Section 6.

This Ordinance contemplates the full and final satisfaction of those certain "Conditions", as defined in Section 10.a. of that certain Master Agreement Regarding Boundary Adjustment and Other Matters (the "Master Agreement") by and among the Town of Westlake, Texas, the City of Roanoke, Texas, 170 Retail Associates, Ltd., HCA Health Services of Texas, Inc., and AIL Investment, L.P. Notwithstanding anything to the contrary, if such "Conditions" set forth in Section 10.a. of the Master Agreement have not been fully and finally satisfied by the "Termination Date", as defined in Section 10.b. of the Master Agreement, then this Ordinance shall automatically be deemed null and void from and after the Termination Date for all purposes.

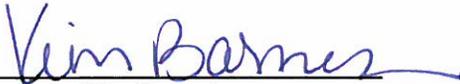
PASSED, APPROVED AND ADOPTED by the City Council of the City of Roanoke, Texas, on this the 25th day of September, 2007.

APPROVED:



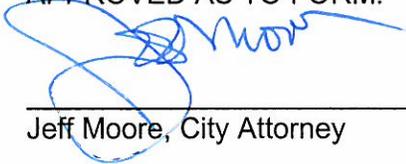
Carl E. Gierisch, Jr., Mayor

ATTEST:



Kim Barnes, City Secretary

APPROVED AS TO FORM:



Jeff Moore, City Attorney



**EXHIBIT A
to Roanoke Zoning Ordinance**

Legal Description of Property

18.103 Acre Tract

BEING a tract of land situated in the Richard Eads Survey Abstract Number 393, and being a portion of Tract 2 of that tract of land described by deed to AIL/Willow Bend, LTD, a Texas Limited Partnership in clerk's filing number 93-R0075228, County Records, Denton County, Texas, and being more particularly described by metes and bounds as follows:

BEGINNING at the northwest corner of said tract, said point being in Dallas Drive;

THENCE N 89 degrees 53 minutes 16 seconds E, 608.94 feet (previously recorded as N 89 degrees 52 minutes 37 seconds E, 609.14 feet) to a 5/8 inch iron rod with yellow plastic cap stamped "CARTER & BURGESS" set in the west right-of-way line State Highway 114, said point also being the beginning of a curve to the left;

THENCE 762.45 feet along the arc of said curve to the left and along said right-of-way, through a central angle of 15 degrees 08 minutes 36 seconds, and having a radius of 2,884.80 feet, the long chord bears S 44 degrees 08 minutes 38 seconds E, 760.24 feet to a State Highway Department monument found;

THENCE S 08 degrees 35 minutes 29 seconds W, 69.38 feet (previously recorded as S 08 degrees 35 minutes 39 seconds W, 69.39 feet) to a State Highway Department monument found in the north right-of-way line of State Highway 170, said point being the beginning of a curve to the left;

THENCE 466.45 feet along the arc of said curve to the left, and along said right-of-way, through a central angle of 11 degrees 33 minutes 37 seconds, and having a radius of 2311.83 feet, and a long chord bears S 63 degrees 05 minutes 43 seconds W, 465.66 feet to a State Highway Department monument found; said point also the beginning of a curve to the left;

THENCE 418.37 feet along the arc of said curve to the left, and continuing along said right-of-way, through a central angle of 6 degrees 14 minutes 34 seconds, having a radius of 3839.72 feet, and a long chord that bears S 54 degrees 11 minutes 37 seconds W, 418.16 feet to a 5/8 inch iron rod with yellow cap stamped "CARTER & BURGESS" set;

THENCE N 90 degrees 00 minutes 00 seconds W, 372.81 feet to a 5/8 inch iron rod with yellow cap stamped "CARTER & BURGESS" set in the west line of Tract 2;

THENCE N 00 degrees 00 minutes 28 seconds E (previously recorded as N 0 degrees 15 minutes 46 seconds W), 832.73 feet with the west line of Tract 2 to a 1/2 inch iron rod found;

THENCE S 86 degrees 18 minutes 21 seconds E (previously recorded as S 86 degrees 27 minutes 17 seconds E), 145.97 feet Co a 1/2 inch iron rod found;

THENCE N 03 degrees 14 minutes 15 seconds E, 57.15 feet (previously recorded as N 03 degrees 52 minutes 08 seconds E, 57.06 feet) to a 5/8 inch iron rod with yellow cap stamped "CARTER & BURGESS" set;

THENCE N 83 degrees 34 minutes 34 seconds E, 168.59 feet (previously recorded as N 83 degrees 15 minutes 05 seconds E, 168.19 feet) to 5/8 inch iron rod found;

THENCE N 00 degrees 06 minutes 42 seconds W (previously recorded as N 00 degrees 06 minutes 55 seconds W), 144.37 feet to a 1/2 inch iron rod with red cap stamped "RPLS #2912" found;

THENCE S 89 degrees 53 minutes 18 seconds W, 317.25 feet (previously recorded as S 89 degrees 39 minutes 31 seconds W, 317.37 feet) to a 1/2 inch iron rod with red cap stamped "RPLS #2912" found;

THENCE N 00 degrees 18 minutes 40 seconds E, 25.32 feet (previously recorded as N 00 degrees 20 minutes 29 seconds W, 25.00 feet) to a found railroad spike and the POINT OF

BEGINNING and containing 804,223 square feet or 18.462 acres of land, less 15,659 square feet in Dallas Drive leaving a net of 788,564 square feet or 18.103 acres of land, more or less.

EXHIBIT B
to Roanoke Zoning Ordinance

Planned Development Conditions

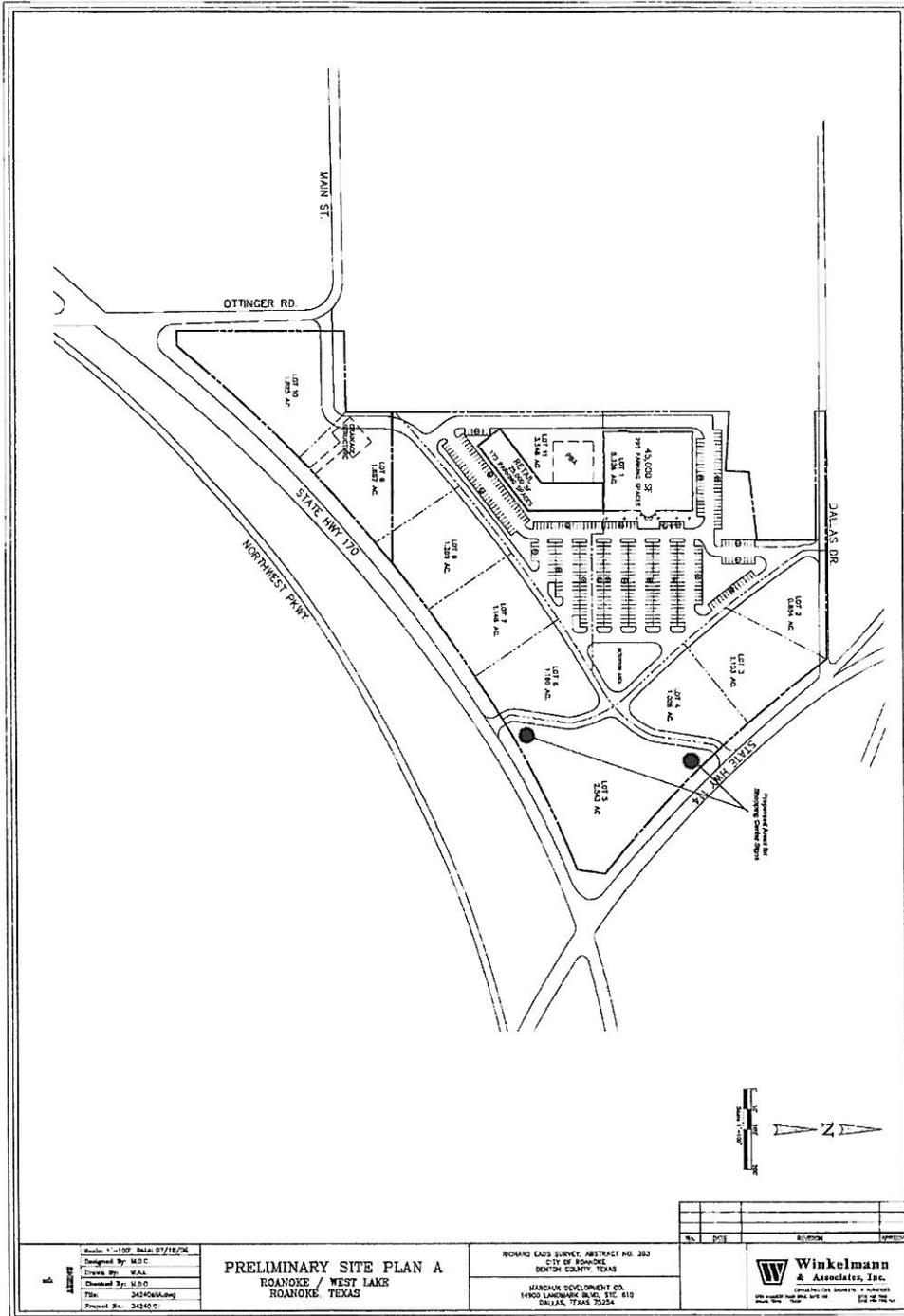
- I. **Statement of Purpose:** The purpose and intent of this Planned Development District is to permit the development of local business and retail uses, and to amend certain development conditions.

- II. **General Regulations:** All regulations of the B-2 (“Local Business and Retail District”) Zoning District set forth in Chapter 12, Exhibit A, Section 11(C)(2) of the Comprehensive Zoning Ordinance (Ordinance No. 85-116), in effect on the effective date of this Ordinance, are included by reference, except as otherwise specified by this ordinance.

- III. **Specific Regulations:** Allow two monument signs thirty-two (32) feet in height by fifteen (15) feet in width, containing project identification which includes the name “Roanoke”, and 150 square feet of tenant/occupant advertising signage area, located approximately as shown on **Exhibit C** of this Ordinance.

EXHIBIT C to Roanoke Zoning Ordinance

G:\M2\40\Preliminary\34240\site.dwg, 7/16/2006 12:52:38 PM, dwt



Scale: 1"=100' Date: 07/16/06
 Designed By: M.C.
 Drawn By: W.A.
 Checked By: S.D.
 Title: 34240\Site.dwg
 Project No.: 34240.0

PRELIMINARY SITE PLAN A ROANOKE / WEST LAKE ROANOKE, TEXAS

ROANOKE LAND SURVEY, ABSTRACT NO. 383
 CITY OF ROANOKE
 DENTON COUNTY, TEXAS
 MARGARIT DEVELOPMENT CO.
 1900 LAMARQUE BLVD, STE 410
 DALLAS, TEXAS 75254

NO.	DATE	REVISION

Winkelmann & Associates, Inc.
 CIVIL AND SURVEY ENGINEERS
 1900 LAMARQUE BLVD, STE 410
 DALLAS, TEXAS 75254