

**Denton County
Juli Luke
County Clerk**

Instrument Number: 53080

ERecordings-RP

DECLARATION

Recorded On: May 09, 2019 08:55 AM

Number of Pages: 7

" Examined and Charged as Follows: "

Total Recording: \$50.00

******* THIS PAGE IS PART OF THE INSTRUMENT *******

Any provision herein which restricts the Sale, Rental or use of the described REAL PROPERTY
because of color or race is invalid and unenforceable under federal law.

File Information:

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Recorded Date/Time: May 09, 2019 08:55 AM
User: Chris P
Station: Station 42

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STATE OF TEXAS
COUNTY OF DENTON

I hereby certify that this Instrument was FILED In the File Number sequence on the date/time
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Juli Luke
County Clerk
Denton County, TX

**CONSOLIDATED AND AMENDED
DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS
FOR
THE VILLAGES OF CARMEL**

THE STATE OF TEXAS §
 §
COUNTY OF DENTON §

KNOW ALL MEN BY THESE PRESENTS:

THIS CONSOLIDATED AND AMENDED DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS FOR THE VILLAGES OF CARMEL (this "Declaration") is made and entered into this 8 day of May, 2019, by ASTRA CARMEL, LLC ("Master Declarant") as the successor "Declarant" to HOLIGAN LAND DEVELOPMENT, LTD., a Texas limited partnership ("Holigan") and HMH LIFESTYLES, L.P., a Texas limited partnership ("Phase 5 Declarant") as the successor "Declarant" to DW CARMEL, LLC, a Texas limited liability company.

WITNESSETH:

WHEREAS, Holigan filed for record that certain Master Declaration of Covenants, Conditions and Restrictions for The Villages of Carmel, recorded as Instrument Number 2006-101525 in the Official Records of Denton County, Texas (the "Initial Master Declaration"), as amended and/or supplemented by that certain First Supplemental Declaration of Covenants, Conditions and Restrictions for The Villages of Carmel (The Villages of Carmel Phase III), recorded as Instrument Number 2006-150332 in the Official Records of Denton County, Texas (the "First Supplemental Master Declaration"), as amended by that certain Amendment to the First Supplemental Declaration of Covenants, Conditions, and Restrictions for The Villages of Carmel, recorded as Instrument Number 2007-95154 in the Official Records of Denton County, Texas (the "First Amendment to First Supplemental Master Declaration"); that certain Second Supplemental Declaration of Covenants, Conditions and Restrictions for The Villages of Carmel, recorded as Instrument Number 2007-54404 in the Official Records of Denton County, Texas (the "Second Supplemental Master Declaration"); that certain Third Supplemental Declaration of Covenants, Conditions and Restrictions for The Villages of Carmel, recorded as Instrument Number 2012-138510 in the Official Records of Denton County, Texas (the "Third Supplemental Master Declaration"); that certain Fourth Supplemental Declaration of Covenants, Conditions and Restrictions for The Villages of Carmel, recorded as Instrument Number 2014-56338 in the Official Records of Denton County, Texas (the "Fourth Supplemental Master Declaration"); that certain Fifth Supplemental Declaration of Covenants, Conditions and Restrictions for The Villages of Carmel, recorded as Instrument Number 2014-120547 in the Official Records of Denton County, Texas (the "Fifth Supplemental Master Declaration"); that certain Sixth Supplemental Declaration of Covenants, Conditions, and Restrictions for The Villages of Carmel, recorded as Instrument Number 2018-116663 in the Official Records of Denton County, Texas

(the "Sixth Supplemental Master Declaration"); that certain Seventh Supplemental Declaration of Covenants, Conditions, and Restrictions for The Villages of Carmel, recorded as Instrument Number 2019-0426000680 in the Official Records of Denton County, Texas (the "Seventh Supplemental Master Declaration"); the Initial Master Declaration, First Supplemental Master Declaration, First Amendment to First Supplemental Master Declaration, Second Supplemental Master Declaration, Third Supplemental Master Declaration, Fourth Supplemental Master Declaration, Fifth Supplemental Master Declaration, Sixth Supplemental Master Declaration and Seventh Supplemental Master Declaration are hereinafter collectively referred to as the "Master Declaration").

WHEREAS, The Villages of Carmel Homeowners' Association, Inc., a Texas nonprofit corporation (the "Master Association") is a Texas nonprofit corporation formed to serve as the homeowners association for the planned unit development known as The Villages of Carmel (the "Villages of Carmel Master Subdivision") as established by the Initial Master Declaration; and

WHEREAS, the DW Carmel, LLC filed for record that certain Declaration of Covenants, Conditions & Restrictions for Villages of Carmel Phase 5 on or about November 1, 2017, as Instrument No. 20171101000439 of the Real Property Records of Denton County, Texas (the "Phase 5 Declaration"), as amended and/or supplemented from time to time; and

WHEREAS, the 2017 Villages of Carmel Homeowners Association, Inc., a Texas nonprofit corporation (the "Phase 5 Association") was a Texas nonprofit corporation formed to serve as the homeowners association for the planned unit development known as Villages of Carmel Phase 5 (the "Phase 5 Subdivision") as established by the Phase 5 Declaration; and

WHEREAS, Section 10.001(a) of the Texas Business Organizations Code authorizes a domestic entity to effect a merger by complying with the applicable provisions of the Texas Business Organizations Code; and

WHEREAS, the members of the Master Association and the Phase 5 Association have each adopted the Plan of Merger and approved the merger (the "Merger") of the two associations in accordance with the Texas Business Organizations Code, with the Master Association being the surviving corporation; and

WHEREAS, in accordance the Plan of Merger, the Master Declaration and the Phase 5 Declaration are to be amended and consolidated into one instrument which will be recorded against the Villages of Carmel Master Subdivision and the Phase 5 Subdivision; and

WHEREAS, pursuant to Section 12.2 of the Master Declaration, the Master Declarant, in its sole discretion and without a vote or the consent of any Owners or other parties, has the right to amend the Master Declaration for any purpose; and

WHEREAS, pursuant to Section 16.2 of the Phase 5 Declaration, the Phase 5 Declarant, so long as the Phase 5 Declarant owns at least one (1) Lot (as defined therein), may unilaterally amend, supplement, restate or revoke the Phase 5 Declaration; and

WHEREAS, the Master Declarant and the Phase 5 Declarant desire to amend their respective Declarations and consolidate them under the same set of covenants, conditions, restrictions, easements, liens and charges.

NOW, THEREFORE, this Declaration does hereby amend, replace and supersede the Master Declaration and the Phase 5 Declaration except as provided herein, and from and after the date of the recording of this Declaration in the Deed Records of Denton County, Texas (the "Effective Date"), all of the Property set forth on Exhibit "A" attached hereto and incorporated herein by reference, shall be owned, held, transferred, leased, sold, conveyed and occupied subject to the covenants, conditions, restrictions, easements, liens and charges hereinafter set forth.

ARTICLE I – MASTER DECLARATION

1.1 The Master Declaration, including all Exhibits, supplements and amendments thereto, is hereby incorporated herein as if set forth in its entirety. The terms and provisions of this Declaration (after incorporating the terms and provisions of the Master Declaration and all Exhibits, supplements and amendments thereto) shall be binding on and covenants running with all property in the Villages of Carmel Master Subdivision and Phase 5 Subdivision.

ARTICLE II – PHASE 5 DECLARATION

2.1 The Phase 5 Declaration, including any and all Exhibits, supplements and amendments thereto, is hereby amended by deleting the Phase 5 Declaration in its entirety and replacing it with this Declaration except as follows:

- (a) Section 3.2 of the Phase 5 Declaration entitled "EASEMENT FOR PERIMETER SCREENING FENCE" shall be incorporated herein as if set forth in its entirety.
- (b) Section 7.3 of the Phase 5 Declaration entitled "LEASE RESTRICTIONS" shall be incorporated herein as if set forth in its entirety.

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IN WITNESS WHEREOF, a duly authorized agent of the Master Declarant and the Phase 5 Declarant has caused this instrument to be executed upon the date first written above.

MASTER DECLARANT: ASTRA CARMEL, LLC,
a Texas limited liability company

By: 

Printed Name: JUSTIN BOND

Its: MANAGER

STATE OF TEXAS

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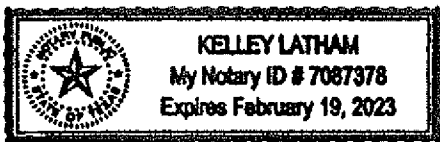
COUNTY OF DENTON

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BEFORE ME, the undersigned Notary Public, on this day personally appeared Justin Bond, Manager of ASTRA CARMEL, LLC, known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that the same was the act of the said company for the purposes and consideration therein expressed.

GIVEN UNDER MY HAND AND SEAL OF OFFICE this 8th day of May, 2019.

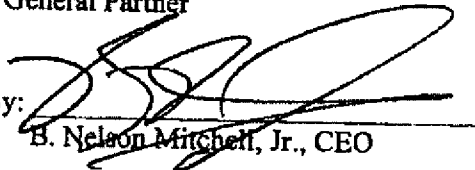


Kelley Latham
Notary Public in and for
The State of Texas

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PHASE 5 DECLARANT: HMH LIFESTYLES, L.P.,
a Texas limited partnership


By: **BNMJR, INC.,** a Texas corporation,
Its General Partner

By: 
B. Nelson Mitchell, Jr., CEO

STATE OF TEXAS §
 §
COUNTY OF DENTON §

BEFORE ME, the undersigned Notary Public, on this day personally appeared B. Nelson Mitchell, Jr., CEO of BNMJR, INC., a Texas corporation, General Partner of HMH LIFESTYLES, L.P., a Texas limited partnership, known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that the same was the act of the said company for the purposes and consideration therein expressed.

GIVEN UNDER MY HAND AND SEAL OF OFFICE this 8 day of May, 2019.


Notary Public in and for
The State of Texas

AFTER RECORDING, RETURN TO:
Riddle & Williams, P.C.
3811 Turtle Creek Boulevard, Suite 500
Dallas, Texas 75219

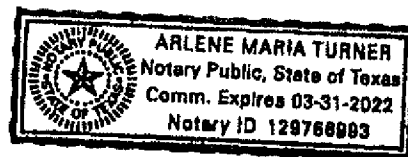


EXHIBIT "A"

Property (All Phases)

Phase I Property: Phase I of the Villages of Carmel, according to the Plat thereof recorded under Document No. 134496 and in Cabinet W, Page 637 of the Plat Records of the City of Denton, Denton County, Texas.

Phase 2A Property: Phase 2A of the Villages of Carmel, according to the Plat thereof recorded under Document No. 2013-365 of the Plat Records of the City of Denton, Denton County, Texas.

Phase 2B Property: Phase 2B of the Villages of Carmel, according to the Plat thereof recorded under Document No. 2014-3 of the Plat Records of the City of Denton, Denton County, Texas.

Phase 2C Property: Phase 2C of the Villages of Carmel, according to the Plat thereof recorded under Document No. 2015-186 of the Plat Records of the City of Denton, Denton County, Texas.

Phase III Property: Phase III of the Villages of Carmel, according to the Plat thereof recorded under Document No. 99438 and in Cabinet X, Page 253 of the Plat Records of the City of Denton, Denton County, Texas.

Phase 4A Property: Phase 4A of the Villages of Carmel, according to the Plat thereof recorded under Document No. 2016-162 of the Plat Records of the City of Denton, Denton County, Texas.

Phase 4B Property: Phase 4B of the Villages of Carmel, according to the Plat thereof recorded under Document No. 2017-426 of the Plat Records of the City of Denton, Denton County, Texas.

Phase 5A Property: Phase 5A of the Villages of Carmel, according to the Plat thereof recorded under Document No. 2017-167 of the Plat Records of the City of Denton, Denton County, Texas.

Phase 5B Property: Phase 5B of the Villages of Carmel, according to the Plat thereof recorded under Document No. 2018-39 of the Plat Records of the City of Denton, Denton County, Texas.