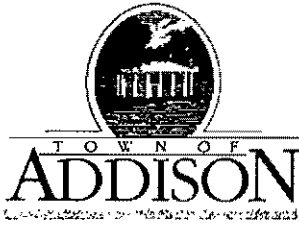


ADDISON - EXCEL INTERSECTION
BASEMENT ARRIVAL AT BENT TREE

Steve -
If you can
verify we have
this Row this
could be tossed



PUBLIC WORKS DEPARTMENT

Post Office Box 144 Addison, Texas 75001

(972) 450-2871

16801 Westgrove

April 28, 1997

Mr. Ken Dippel
Cowles & Thompson, P.C.
901 Main Street, Suite 4000
Dallas, Texas 75202

Re: Addison Road / Excel Parkway Intersection Improvements
Right-of-Way Acquisition
16775 Addison Road

Dear Mr. Dippel:

The Town of Addison is planning to widen and place a traffic signal at the intersection of Addison Road and Excel Parkway. In order to do these improvements, it is necessary to acquire additional right-of-way from 16775 Addison Road, located at the northwest corner of the Addison Road / Excel Parkway Intersection. The total right-of-way required to complete the project is 1,090 square feet. Attached is the metes and bounds description and exhibit for the right-of-way purchase.

Negotiations with the owner, Brookdale Investors Limited Partnership, have been conducted and a purchase price has been agreed upon of \$7.25 per square foot. Based on a land value of \$7.25 per square foot, the total purchase price is \$7,903. The Town of Addison Council approved the purchase of the right-of way on January 14, 1997, for the total price of \$7,903.

Please proceed with a draft deed for the acquisition of the right-of-way from Brookdale Investors Limited Partnership. Also send the property manager, Mr. Richard Elam of Fults Realty Corporation a copy of the draft deed for his review. The address for Fults Realty Corporation is 6060 N. Central Expressway, Suite 700, Dallas, Texas 75206.

If you have any additional questions please feel free to call me at (972) 450-2860.

Sincerely,

Jeff Markiewicz
Project Manager

Date:10/28/96

**FIELD NOTE DESCRIPTION
FOR
RIGHT-OF-WAY
ACROSS THE PROPERTY OF

THE ATRIUM**

Being a parcel of land for right-of-way located in the Town of Addison, Texas and in the William Lomax Survey, Abstract No. 792, Dallas County, Texas and being over, under and across a remaining 4.179 acre tract of land, after a 30 foot dedication for paving, conveyed to The Atrium by deed now of record in Volume 82006, Page 0361 of the Deed Records of Dallas County, Texas, said right-of-way being more particularly described as follows:

BEGINNING at a point for a corner, said point being S 0°14'16" E, 133.62 feet from the northwest corner of said remaining 4.179 acre tract, said northwest corner being evidenced by a 3/8 inch iron rod, said point also being in the west right-of-way of Addison Road, (60 foot right-of-way), said point also being N 0°14'16" W, 174.13 feet from the intersection of the west right-of-line of said Addison Road and the north right-of-way line of Excel Way, (80 foot right-of-way);

THENCE S 0°14'16" E along the east line of said remaining 4.179 tract and along the west right-of-way line of said Addison Road, for a distance of 174.13 feet to a point for a corner, said point being where the west right-of-way of said Addison Road intersects with the north right-of-way line of said Excel Way;

THENCE N 89°50'15" W along the north right-of-way line of said Excel Way, a distance of 27.62 feet to a point for a corner;

THENCE N 0°05'00" W, a distance of 0.54 feet to a point for a corner, said point being in a curve to the left, said curve to the left having a central angle of 90°19'16", a radius of 20.00 feet and a chord bearing-distance of N 44°55'22" E, 28.36 feet;

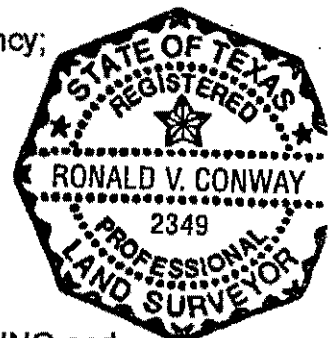
THENCE along said curve, a distance of 31.53 feet to the point of tangency;

THENCE N 0°14'16" W, a distance of 42.19 feet to a point for a corner;

THENCE N 2°40'17" E, a distance of 108.36 feet to a point for a corner;

THENCE N 0°14'16" W, a distance of 2.99 feet to a point for a corner;

THENCE N 89°45'44" E, a distance of 2.00 feet to the POINT OF BEGINNING and containing 1089.77 square feet of land.



Ronald V. Conway
10/28/96

80' R.O.W.

SCALE: 1=30'

THE ATRIUM VOL. 82006, PG. 0361

WILLIAM LOMAX SURVEY, ABST. NO. 792
DALLAS COUNTY, TEXAS

EXCEL WAY

30'
PAVING
DEDICATION

$\Delta = 90^{\circ}19'16''$
 $R = 20.00'$
 $T = 20.11'$
 $L = 31.53'$
 $CB = N 44^{\circ}55'22'' E$
 $CD = 28.36'$

N $0^{\circ}05'00''$ E
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N $89^{\circ}50'15''$ W
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42.19'

N $2^{\circ}40'17''$ E - 108.36'

N $0^{\circ}14'16''$ W
2.99'

N $89^{\circ}45'44''$ E
2.00'

EXIST. UTILITY
EASEMENT

15'

S $0^{\circ}14'16''$ E - 133.62'

Area = 1089.77 SQ. FT.

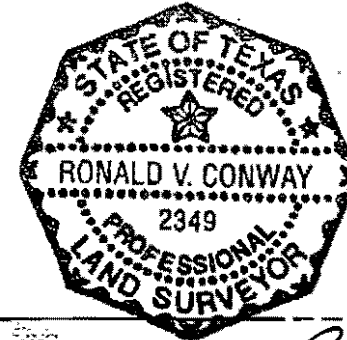
7.5'

I.R.
N 1000.1418
E 950.0002

I.R.
N 1000.0000
E 1000.0000

POINT OF
BEGINNING

ADDISON ROAD



Ronald V. Conway 10/28/96

BENT TREE TOWER NO.2
VOL. 86112, PG. 0161

TRIANGLE PACIFIC ADDITION
VOL. 79129, PG. 0012

TOWN OF ADDISON, TEXAS

THE ATRIUM RIGHT-OF-WAY PLAT

SHIMEK, JACOBS & FINKLEA, LLP.
CONSULTING ENGINEERS

OCT., 1996

TOWN OF
ADDISON

PUBLIC WORKS

To: Ken Dippel

From: Jeff Markiewicz

Company: Cowles + Thompson

Phone: 972/450-2860

FAX: 972/450-2837

FAX #: (214) 672-2020

Date: 4/30/97

16801 Westgrove

P.O. Box 144

Addison, TX 75001

of pages (including cover): 4

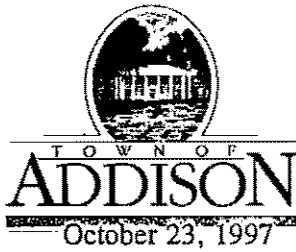
Original in mail

Per your request

FYI

Call me

Comments:



PUBLIC WORKS DEPARTMENT

Post Office Box 144 Addison, Texas 75001

(972) 450-2871

16801 Westgrove

Mr. Richard Elam
Fulps Realty Corporation
6060 N. Central Expressway, Suite 700
Dallas, Texas 75206

Re: Right-of-Way Acquisition & Landscape Restoration

Dear Mr. Elam:

As we have previously discussed, the Town of Addison is planning to widen and place a traffic signal at the intersection of Addison Road and Excel Parkway. In order to do these improvements, it is necessary to acquire additional right-of-way from 16775 Addison Road, located at the northwest corner of the Addison Road / Excel Parkway Intersection. The total right-of-way required to complete the project is 1,090 square feet. I have already provided you with the legal description of the tract of land and the construction plans for the intersection improvements.

Through previous meetings and correspondence we feel the details of the agreement have been determined. The Town of Addison would like to formally propose an offer to purchase the right-of-way from Brookdale Investors Limited Partnership. The conditions of the offer are outlined below.

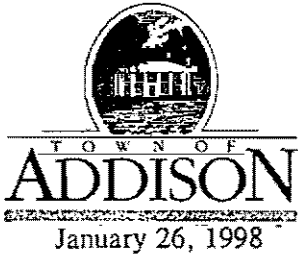
1. The Town of Addison will pay Brookdale Investors Limited Partnership \$7.25 per square foot for the right-of-way. The total purchase price for 1,090 square feet is \$7,903.00.
2. The Town of Addison agreed to retain the professional landscape architecture services of Mesa Design in order to work with Fulps Realty Corporation (the property manager) to prepare the landscape restoration plans. These plans have been completed and provided to you at a previous meeting. The Town will pay for the landscape improvements in the construction area that is designated on the intersection improvement plans. Any additional landscaping outside the construction area of the intersection improvements will be paid for by the Town and then reimbursed by Brookdale Investors Limited Partnership. The landscape plan accepted by Richard Elam of Fulps Realty Corporation shows that there will be one live oak planted outside the intersection construction area. The landscape architect estimates the cost of this tree to be \$450.00.

Please review the conditions of this offer and the right-of-way deed. If these conditions and the right-of-way deed are acceptable, our attorney will submit the final deed for signature and payment will be made in the sum of \$7,903.00. If you have any questions, please feel free to call me at (972) 450-2871.

Sincerely,

Jeff Markiewicz
Project Manager

FILE COPY
ADDISON & EXCEL
INTERSECTION IMP.



PUBLIC WORKS DEPARTMENT

Post Office Box 144 Addison, Texas 75001

(972) 450-2871

16801 Westgrove

Mr. Richard Elam
Fults Realty Corporation
6060 N. Central Expressway, Suite 700
Dallas, Texas 75206

Re: Right-of-Way Acquisition (16775 Addison Road)

Dear Mr. Elam:

The Town of Addison is prepared to start construction of the intersection improvements following the acquisition of right-of-way from your property. We have finally received the revised deed documents and construction plans that reflect your concerns stated in your letter dated November 11, 1997. The following items have been provided to address your concerns.

1. Copy of original site plan indicating parking requirements. Our plans have been modified to include re-striping the east line of parking spaces. This will provide the number of parking spaces required by the Town on the site plan. Therefore parking will again meet the Town codes for quantity and size.
2. Deed documents including the legal survey and exhibit for the right-of-way acquisition. I have also included a copy of the plat for this property so that the two documents can be compared.
3. The wording in the Deed document has been modified to reflect the actual consideration of \$7,903.00.

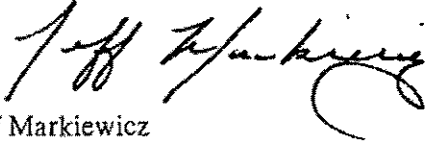
In addition to the right-of-way deed, I have included the following documents that need execution:

- a. Partial Release of Lien (Nations Bank, N.A. (South))
- b. Partial Release of Lien (Texas Commerce Bank National Association)
- c. Information Required for Form 1099 B
- d. Certification That Seller Is Not A Foreign Person
- e. Affidavit As To Debts And Liens, Parties In Possession And Visible And Apparent Easements
- f. Certificate of Corporate Officers
- g. Seller's Statement

In addition to the execution of items a-g, by Brookdale Investors, L.P., we also need to provide a copy of the Limited Partnership Agreement and Certificate of Limited Partnership issued by the Delaware Secretary of State.

Once these documents have been executed by Brookdale Investors, please notify me and I will provide you the check for \$7,903.00 in return for the executed documents. I appreciate your patience and assistance throughout the acquisition process. If you have any questions, please feel free to call me at (972) 450-2871.

Sincerely,

A handwritten signature in black ink, appearing to read "Jeff Markiewicz". The signature is written in a cursive style with a large, looping flourish at the end.

Jeff Markiewicz
Project Manager

COWLES & THOMPSON

A PROFESSIONAL CORPORATION

ATTORNEYS AT LAW

901 MAIN STREET, SUITE 4000
DALLAS, TEXAS 75202-3793

TELEPHONE (214) 672-2000

METRO (972) 263-0005

FAX (214) 672-2020

CHARLES SORRELLS
(1925-1982)

114 E. LOUISIANA ST., SUITE 200
McKINNEY, TEXAS 75069-4463
TELEPHONE (972) 642-5000

100 W. ADAMS AVE., SUITE 321
P.O. BOX 785
TEMPLE, TEXAS 76503-0785
TELEPHONE (254) 771-2800

ONE AMERICAN CENTER, SUITE 777
909 E.S.E. LODP 323
TYLER, TEXAS 75701-9684
TELEPHONE (903) 581-5588

ROBERT G. BUCHAMAN, JR.
(214) 672-2139

January 22, 1998

Mr. Jeff Markiewicz
Town of Addison
P. O. Box 144
Addison, TX 75001

Re: Brookdale Investors, L.P.

Dear Jeff:

Enclosed please find the following documents in connection with the right-of-way acquisition:

1. Right-Of-Way Deed;
2. Partial Release of Lien (NationsBank, N.A. (South));
3. Partial Release of Lien (Texas Commerce Bank National Association);
4. Information Required for Form 1099 B;
5. Certification That Seller Is Not A Foreign Person;
6. Affidavit As To Debts And Liens, Parties In Possession And Visible And Apparent Easements;
7. Certificate of Corporate Officers;
8. Seller's Statement; and
9. Buyer's Statement.

In addition to the execution of Items 1-8, by Brookdale Investors, L.P., we also need a copy of the Limited Partnership Agreement and the Certificate of Limited Partnership issued by

Mr. Jeff Markiewicz
January 22, 1998
Page 2

the Delaware Secretary of State. Counsel for Brookdale Investors should be able to supply these documents.

Once the documents have been executed by Brookdale Investors, please return the same to this office, along with: (1) a copy of the \$7,903.00 check payable to Brookdale Investors; (2) the Town's check payable to Hexter-Fair Title Company in the amount of \$492.75; and (3) the Buyer's Statement signed by Mr. Ron Whitehead.

Please call should you have any questions.

Sincerely,



Robert G. Buchanan, Jr.

RGB:wn
Enclosures

After Recording Return To:
Robert G. Buchanan, Jr.
Cowles & Thompson
901 Main Street, Suite 4000
Dallas, Texas 75202

State of Texas §
 §
County of Dallas §

RIGHT-OF-WAY DEED

Date: _____, 1998

Grantor:

Brookdale Investors, L.P., a Delaware limited partnership

Grantee:

Town of Addison, Texas
P.O. Box 144
Addison, TX 75001

Consideration:

- (1) The sum of Seven Thousand Nine Hundred Three Dollars (\$7,903.00) in hand paid by Grantee, the receipt and sufficiency of which is acknowledged by Grantor.
- (2) Benefits to be derived by Grantor and its remaining property as a result of the proposed public improvements.

Property Description:

See Exhibit "A" attached hereto and by reference made a part hereof.

Conveyance:

Grantor grants, sells and conveys to Grantee in fee simple the Property described herein, TO HAVE AND TO HOLD, unto Grantee, its successors and assigns.

Grantor, together with Grantor's heirs, executors, administrators or successors, shall WARRANT AND FOREVER DEFEND all and singular the said Property unto Grantee, its successors and assigns, against every person whomsoever lawfully claiming, or to claim the same or any part thereof, except the Exceptions to Conveyance, by through or under Grantor, but not otherwise.

Exceptions to Conveyance:

All presently valid and effective easements, rights-of-way, and prescriptive rights, whether of record or not; all presently recorded and validly existing restrictions, reservations, covenants, conditions, oil and gas leases, mineral severances, and other instruments, other than liens and conveyances, that affect the Property.

Miscellaneous:

(a) Nothing in this instrument shall be construed as a waiver by Grantee of any utility connection charge or other charges imposed by ordinance or Charter of the Town of Addison.

(b) The Property hereby conveyed may be used as a public right-of-way for the passage of vehicular and pedestrian traffic, including (without limitation) streets, roads, sidewalks, utilities, drainage, and other customary uses of public right-of-way. Improvements may be on such grade and according to such plans and specifications as will, in the opinion of Grantee, best serve the public purpose.

(c) The consideration described above shall be deemed full compensation for the conveyance of the Property, and for any diminution in value that may result to the remaining property of Grantor by virtue of Grantee's use of the Property.

(d) When the context requires it, singular nouns and pronouns include the plural.

EXECUTED effective as of the day first written above.

Brookdale Investors, L.P., a Delaware limited partnership

By: _____
Print Name: _____
Print Title: _____

State of _____ §
County of _____ §

Before Me, this instrument was acknowledged on this _____ day of _____, 199__ by _____, the _____ of Brookdale Investors, L.P., a Delaware limited partnership, on behalf of such entity.

My Commission Expires:

Notary Public, State of Texas
Printname: _____

Date:10/28/96

**FIELD NOTE DESCRIPTION
FOR
RIGHT-OF-WAY
ACROSS THE PROPERTY OF

THE ATRIUM**

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BEGINNING at a point for a corner, said point being S 0°14'16" E, 133.62 feet from the northwest corner of said remaining 4.179 acre tract, said northwest corner being evidenced by a 3/8 inch iron rod, said point also being in the west right-of-way of Addison Road, (60 foot right-of-way), said point also being N 0°14'16" W, 174.13 feet from the intersection of the west right-of-line of said Addison Road and the north right-of-way line of Excel Way, (80 foot right-of-way);

THENCE S 0°14'16" E along the east line of said remaining 4.179 tract and along the west right-of-way line of said Addison Road, for a distance of 174.13 feet to a point for a corner, said point being where the west right-of-way of said Addison Road intersects with the north right-of-way line of said Excel Way;

THENCE N 89°50'15" W along the north right-of-way line of said Excel Way, a distance of 27.62 feet to a point for a corner;

THENCE N 0°05'00" W, a distance of 0.54 feet to a point for a corner, said point being in a curve to the left, said curve to the left having a central angle of 90°19'16", a radius of 20.00 feet and a chord bearing-distance of N 44°55'22" E, 28.36 feet;

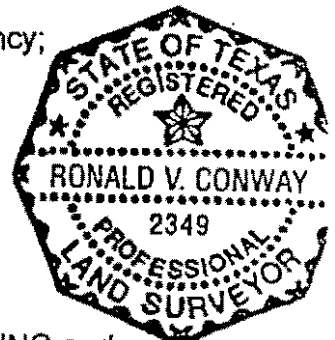
THENCE along said curve, a distance of 31.53 feet to the point of tangency;

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THENCE N 2°40'17" E, a distance of 108.36 feet to a point for a corner;

THENCE N 0°14'16" W, a distance of 2.99 feet to a point for a corner;

THENCE N 89°45'44" E, a distance of 2.00 feet to the POINT OF BEGINNING and containing 1089.77 square feet of land.



Ronald V. Conway
10/28/96

80' R.O.W.

EXCEL WAY

30'
PAVING
DEDICATION

SCALE: 1"=30'

THE ATRIUM VOL. 82006, PG. 0361

WILLIAM LOMAX SURVEY, ABST. NO. 792
DALLAS COUNTY, TEXAS

$\Delta = 90^{\circ}19'16''$
 $R = 20.00'$
 $T = 20.11'$
 $L = 31.53'$
 $CB = N 44^{\circ}55'22'' E$
 $CD = 28.36'$

N 0°05'00" E
0.54'

N 89°50'15" W
27.62'

N 0°14'16" W
42.19'

N 2°40'17" E - 108.36'

N 0°14'16" W
2.99'

N 89°45'44" E
2.00'

EXIST. UTILITY
EASEMENT

I.R.
N 1000.1418
E 950.0002

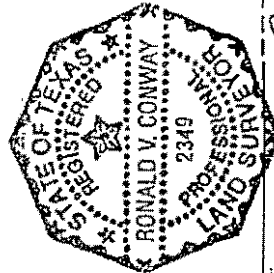
S 0°14'16" E - 133.62'

I.R.
N 1000.0000
E 1000.0000

60' R.O.W.

POINT OF
BEGINNING

ADDISON ROAD



Ared = 1089.77 SQ. FT.

10/25/96

Ronald V. Conway 10/25/96

BENT TREE TOWER NO.2
VOL. 86112, PG. 0161

TRIANGLE PACIFIC ADDITION
VOL. 79129, PG. 0012

TOWN OF ADDISON, TEXAS

THE ATRIUM
RIGHT-OF-WAY PLAT

SHIMEK, JACOBS & FINKLEA, L.L.P.
CONSULTING ENGINEERS

OCT., 1996

PARTIAL RELEASE OF LIEN

STATE OF TEXAS §
 § **KNOW ALL MEN BY THESE PRESENTS:**
COUNTY OF DALLAS §

THAT, NATIONSBANK, N.A. (SOUTH) ("Lender"), being the owner and holder of that certain promissory note (the "Notes") dated August 15, 1996, in the original principal sum of \$37,224,900.00, executed by BROOKDALE INVESTORS, L.P., payable to the order of NationsBank, N.A. (South), for and in consideration of the sum of \$10.00 and other good and valuable consideration to it paid, does hereby RELEASE, RELINQUISH, QUITCLAIM AND DISCHARGE the property described on Exhibit A hereto (the "Release Tract") from all rights, titles, liens, or interests securing the payment of the Note, including without limitation the lien, security interest or other rights created by that certain Deed of Trust dated August 15, 1996, recorded in Volume 96161, Page 4522, that certain Assignment of Rents and Leases of dated August 15, 1996, recorded in Volume 96161, Page 4561, that certain Assignment of Permits, Licenses and Agreements dated August 15, 1996, recorded in Volume 96161, Page 4575, and that certain Financing Statement dated August 15, 1996, recorded in Volume 96161, Page 4588 of the Real Estate Records of Dallas County, Texas.

This is a Partial Release only, and this Partial Release covers and relates only to the Release Tract and shall not in any way or manner affect any other property described in or covered by such Deed of Trust or any other instruments securing payment of the Note, and all rights, titles, liens and interests securing payment of the Note, to the extent that they relate to property other than the Release Tract, shall remain in full force and effect.

EXECUTED AND EFFECTIVE as of the _____ day of _____, 1998.

NationsBank, N.A. (South)

Authorized Representative

STATE OF TEXAS §
 §
COUNTY OF DALLAS §

BEFORE ME, this instrument was acknowledged on this ___ day of _____, 1998 by _____, the _____ of NationsBank, N.A. (South), a national banking association, on behalf of said entity.

My Commission Expires:

Notary Public, State of Texas
Print name: _____

Date:10/28/96

**FIELD NOTE DESCRIPTION
FOR
RIGHT-OF-WAY
ACROSS THE PROPERTY OF

THE ATRIUM**

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THENCE S 0°14'16" E along the east line of said remaining 4.179 tract and along the west right-of-way line of said Addison Road, for a distance of 174.13 feet to a point for a corner, said point being where the west right-of-way of said Addison Road intersects with the north right-of-way line of said Excel Way;

THENCE N 89°50'15" W along the north right-of-way line of said Excel Way, a distance of 27.62 feet to a point for a corner;

THENCE N 0°05'00" W, a distance of 0.54 feet to a point for a corner, said point being in a curve to the left, said curve to the left having a central angle of 90°19'16", a radius of 20.00 feet and a chord bearing-distance of N 44°55'22" E, 28.36 feet;

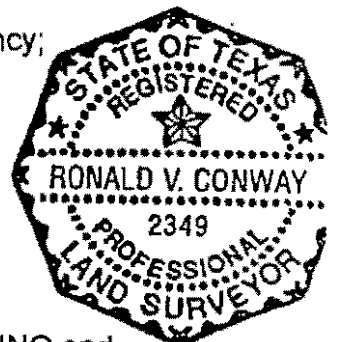
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Ronald V. Conway
10/28/96

80' R.O.W.

EXCEL WAY

30'
PAVING
DEDICATION

N 89°50'15" W
27.62'

$\Delta = 90^{\circ}19'16"$
 $R = 20.00'$
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 $CB=N 44^{\circ}55'22" E$
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N 0°05'00" E
0.54'

N 0°14'16" W
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N 0°14'16" W
2.99'

N 89°45'44" E
2.00'

S 0°14'16" E - 174.13'

L 7.5'

Area = 1089.77 SQ. FT.

S 0°14'16" E - 133.62'

60' R.O.W.

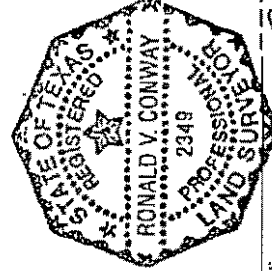
N 1000.0000' I.R.
E 1000.0000'

WILLIAM LOMAX SURVEY, ABST. NO. 792
DALLAS COUNTY, TEXAS

THE ATRIUM
VOL. 82006, PG. 0361

SCALE: 1"=30'

EXIST. UTILITY
EASEMENT



POINT OF
BEGINNING

ADDISON ROAD

Ronald V. Conway 10/25/96

BENT TREE TOWER NO.2
VOL. 86112, PG. 0161

TRIANGLE PACIFIC ADDITION
VOL. 79129, PG. 0012

TOWN OF ADDISON, TEXAS

THE ATRIUM
RIGHT-OF-WAY PLAT

SHIMEK, JACOBS & FINKLEA, L.L.P.
CONSULTING ENGINEERS
OCT., 1996

Date:10/28/96

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RIGHT-OF-WAY
ACROSS THE PROPERTY OF

THE ATRIUM**

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BEGINNING at a point for a corner, said point being S 0°14'16" E, 133.62 feet from the northwest corner of said remaining 4.179 acre tract, said northwest corner being evidenced by a 3/8 inch iron rod, said point also being in the west right-of-way of Addison Road, (60 foot right-of-way), said point also being N 0°14'16" W, 174.13 feet from the intersection of the west right-of-line of said Addison Road and the north right-of-way line of Excel Way, (80 foot right-of-way);

THENCE S 0°14'16" E along the east line of said remaining 4.179 tract and along the west right-of-way line of said Addison Road, for a distance of 174.13 feet to a point for a corner, said point being where the west right-of-way of said Addison Road intersects with the north right-of-way line of said Excel Way;

THENCE N 89°50'15" W along the north right-of-way line of said Excel Way, a distance of 27.62 feet to a point for a corner;

THENCE N 0°05'00" W, a distance of 0.54 feet to a point for a corner, said point being in a curve to the left, said curve to the left having a central angle of 90°19'16", a radius of 20.00 feet and a chord bearing-distance of N 44°55'22" E, 28.36 feet;

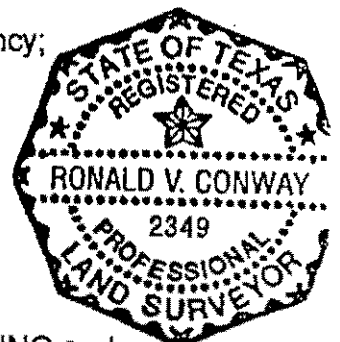
THENCE along said curve, a distance of 31.53 feet to the point of tangency;

THENCE N 0°14'16" W, a distance of 42.19 feet to a point for a corner;

THENCE N 2°40'17" E, a distance of 108.36 feet to a point for a corner;

THENCE N 0°14'16" W, a distance of 2.99 feet to a point for a corner;

THENCE N 89°45'44" E, a distance of 2.00 feet to the POINT OF BEGINNING and containing 1089.77 square feet of land.



Ronald V. Conway
10/28/96

80' R.O.W.

EXCEL WAY

30'
PAVING
DEDICATION

SCALE: 1"=30'

THE ATRIUM VOL. 82006, PG. 0361

WILLIAM LOMAX SURVEY, ABST. NO. 792
DALLAS COUNTY, TEXAS

$\Delta = 90^{\circ}19'16"$
 $R = 20.00'$
 $T = 20.11'$
 $CB = N 44^{\circ}55'22" E$
 $CD = 26.36'$

$N 0^{\circ}05'00" E$
 $0.54'$

$N 89^{\circ}50'15" W$
 $27.62'$

$N 0^{\circ}14'16" W$
 $42.19'$

$N 2^{\circ}40'17" E - 108.36'$

$N 0^{\circ}14'16" W$
 $2.99'$

$N 89^{\circ}45'44" E$
 $2.00'$

EXIST. UTILITY
EASEMENT

Area = 1089.77 SQ. FT.

L-7.5

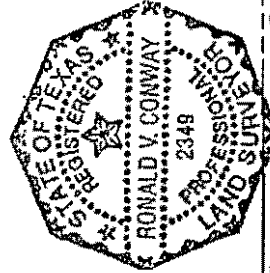
$S 0^{\circ}14'16" E - 174.13'$

$S 0^{\circ}14'16" E - 133.62'$

60' R.O.W.

N 1000.0000' I.R.
E 1000.0000'

I.R.
N 1000.1418
E 950.0002



POINT OF
BEGINNING

ADDISON ROAD

SHEET:

Ronald V. Conway 10/28/96

BENT TREE TOWER NO.2
VOL. 86112, PG. 0161

TRIANGLE PACIFIC ADDITION
VOL. 79129, PG. 0012

TOWN OF ADDISON, TEXAS

THE ATRIUM
RIGHT-OF-WAY PLAT

SHIMEK, JACOBS & FINKLEA, L.L.P.
CONSULTING ENGINEERS
OCT., 1996

HEXTER-FAIR TITLE COMPANY
Information Required for Form 1099 S
(Solicitation and Certification)

File No.: PC97104838 (ACE)

SELLER'S NAME AND FORWARDING ADDRESS:

Seller's Name: Brookdale Investors, L.P. , a Delaware limited partnership

Forwarding Address: _____

City, State, Zip: _____

Tax Identification No.: _____

PROPERTY: See Exhibit "A" attached hereto.

Seller is required by law to provide the correct taxpayer identification number. If the correct taxpayer identification number is not provided, then he/she may be subject to civil or criminal penalties imposed by law.

UNDER PENALTIES OF PERJURY, I CERTIFY THAT THE TAXPAYER IDENTIFICATION NUMBER SHOWN ON THIS STATEMENT IS MY CORRECT TAXPAYER IDENTIFICATION NUMBER.

DATED: _____

SELLER'S SIGNATURE: BROOKDALE
INVESTORS, L.P.,
a Delaware limited partnership

By: _____

Its: _____

By: _____

Name: _____

(This document must be retained for at least four (4) years.)

LEGAL DESCRIPTION ATTACHMENT

File Number: PC97104838

EXHIBIT "A"

Being a parcel of land for right-of-way located in the Town of Addison, Texas and in the William Lomax Survey, Abstract No. 792, Dallas County, Texas and being over, under and across a remaining 4.179 acre tract of land, after a 30 foot dedication for paving, conveyed to The Atrium by deed now of record in Volume 82006, Page 0361 of the Deed Records of Dallas County, Texas, said right-of-way being more particularly described as follows:

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THENCE S 0°14'16" E along the east line of said remaining 4.179 tract and along the west right-of-way line of said Addison Road, for a distance of 174.13 feet to a point for a corner, said point being where the west right-of-way of said Addison Road intersects with the north right-of-way line of said Excel Way;

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THENCE N 89°45'44" E, a distance of 2.00 feet to the POINT OF BEGINNING and containing 1089.77 square feet of land, more or less.

CERTIFICATION THAT SELLER IS NOT A FOREIGN PERSON
(Seller not an Individual)

Seller: Brookdale Investors, L.P., a Delaware limited partnership

Purchaser: Town of Addison

Property: The real property located in Dallas County, Texas described in Exhibit "A" attached hereto.

Section 1445 of the Internal Revenue Code provides that a transferee of a U.S. real property interest must withhold tax from its payments to the transferor if the transferor is a foreign person. To inform Purchaser that withholding of tax is not required upon disposition of the Property by Seller, the undersigned hereby certifies the following on behalf of Seller:

1. Seller is not a foreign person, foreign corporation, foreign partnership, foreign trust, or foreign estate (as those terms are defined in the Internal Revenue Code and Income Tax Regulations).

2. Seller's U.S. employer identification number is: _____.

3. Seller's office address is:

4. Seller understands that this certification may be disclosed to the Internal Revenue Service by the Buyer and that any false statement contained herein could be punished by fine, imprisonment or both.

5. Under penalties of perjury, I declare that I have examined this certification and, to the best of my knowledge and belief, it is true, correct and complete. I further declare that I am over the age of 21 and am competent to make this my affidavit, and I have authority to sign this document on behalf of Seller.

Executed on _____, 1998.

BROOKDALE INVESTORS, L.P.,
a Delaware limited partnership

By: _____

Its: _____

By: _____

Name: _____

Title: _____

LEGAL DESCRIPTION ATTACHMENT

File Number: PC97104838

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**AFFIDAVIT AS TO DEBTS AND LIENS, PARTIES
IN POSSESSION AND VISIBLE AND APPARENT EASEMENTS**

BEFORE ME, the undersigned authority, on this day personally appeared the undersigned (whether one or more, "Affiant") and each on their oath, deposes and says, as follows:

1. Affiant is the owner of the following property (the "Property"):

See Exhibit "A" attached hereto.

2. Affiant has requested Hexter-Fair Title Company and its underwriter(s) (collectively, "Title Company") to issue an owner policy of title insurance concerning the title to the Property to Affiant's purchaser and/or to issue mortgagee policy(ies) of title insurance to lender(s) providing loan(s) secured by the Property (whether one or more, the "Policies").

3. In connection with the issuance of any such Policies, each Affiant hereby declares under oath that the following statements are true:

- a. Affiant owes no past due Federal or State taxes, there are no delinquent Federal assessments presently existing against Affiant, and no Federal or State liens have been filed against Affiant.
- b. There are no delinquent State, County, City, School District, Water District or other governmental agency standby fees, taxes or assessments due or owing against the Property and no tax suit has been filed by any State, County, Municipality, School District, Water District or other governmental agency for standby fees, taxes or assessments levied against the Property. Any and all ad valorem tax exemptions claimed with respect to the property for the current and/or any prior years were validly and properly claimed. In the event any such exemptions are subsequently disallowed or removed, resulting in additional taxes, penalties and/or interest being due for the current and/or any prior years, then Affiant agrees to pay such additional taxes, penalties and/or interest (subject to any agreement by Affiant's purchaser to pay a prorata share of taxes for the current year) and to indemnify and hold harmless Title Company from any loss, claim or damage arising or relating thereto.
- c. All sums due or payable, or to become due or payable, for

any labor and/or materials provided or used in construction of improvements, alterations or repairs, if any, on or to the Property have been paid for in full, there are no claims for payment for labor and/or materials for any improvements, alterations or repairs on or to the Property, and there are no mechanic's or materialman's liens (either existing or alleged) against any of the Property. All sums due or payable to any architect, engineer or surveyor for preparation of any plan or plat in connection with the actual or proposed design, construction or repair of improvements on the Property or the location of any boundaries of the Property, or of any lots or tracts within the Property or of which the Property is a part, have been paid in full.

- d. No paving assessment or lien has been filed against the Property, and Affiant owes no paving charges.
- e. There are no judgment liens filed against Affiant, nor are there any suits pending against Affiant in Federal or State Court affecting or concerning the Property.
- f. Affiant knows of no adverse claim to the Property and, so far as Affiant knows, there are no encroachments, protrusions or boundary conflicts.
- g. There are no visible or apparent easements on the Property, and there are not any third parties using or claiming the right to use any of the Property except pursuant to duly recorded easements covering the Property.
- h. Affiant has not heretofore sold, contracted to sell or conveyed any part of the Property or granted any right of first refusal, right of first option or other option to buy the Property, other than in connection with this sale and disclosed to Title Company in writing.
- i. There are not any recorded or unrecorded (i) loans or debts secured by any of the Property, (ii) unpaid debts for electric or plumbing fixtures, water heaters, furnaces, air conditioners, radio or television antennae, carpeting, rugs, lawn sprinkler systems, venetian blinds, window shades, draperies, electric appliances, fences or other fixtures or improvements that are located on the Property, (iii) time payment contracts for the purchase of any such items, or (iv) security interests on any of the Property secured by financing statements, security agreement or otherwise; except the following (if any):

Secured Party

Approximate Amount
of Current Debt

_____ \$ _____
_____ \$ _____

IF THE ABOVE LINES ARE LEFT BLANK, IT WILL MEAN FOR PURPOSES OF THIS AFFIDAVIT THAT THERE ARE NO SUCH MATTERS.

IT IS UNDERSTOOD BY AFFIANT THAT ANY AMOUNT SHOWN ABOVE IS BASED UPON STATEMENTS GIVEN BY THE SECURED PARTY, CREDITOR OR OTHER THIRD PARTY TO TITLE COMPANY. SHOULD A SECURED PARTY OR CREDITOR REQUIRE AN ADDITIONAL AMOUNT IN ORDER TO RELEASE ITS LIEN, AFFIANT AGREES TO PAY ANY SUCH ADDITIONAL AMOUNT AND TO HOLD TITLE COMPANY HARMLESS FROM ANY SUCH ADDITIONAL AMOUNT. AFFIANT FURTHER AGREES TO HOLD TITLE COMPANY HARMLESS FROM ANY LIEN OR INDEBTEDNESS NOT SPECIFICALLY ENUMERATED ABOVE.

- j. There are no dues or assessments owing to any property owner's association with respect to the Property or the owner thereof.
- k. Neither Affiant nor any of Affiant's predecessors in title has entered into any oral or written lease, given permission to use, occupy or enter, or otherwise granted any possessory or use rights of any nature whatsoever, with respect to the Property which are presently existing; and there are no parties physically occupying or in possession of, or claiming a right of possession to, any of the Property; except the following (if any):

IF THE ABOVE LINES ARE LEFT BLANK, IT WILL MEAN FOR PURPOSES OF THIS AFFIDAVIT THAT THERE ARE NO SUCH MATTERS.

- l. I am not aware of any claims or allegations made, asserted or threatened by any third party contrary to any statements contained in this Affidavit.

4. Affiant recognizes that but for the making of the hereinabove statements, Title Company would not issue one or more Policies covering the Property and that such statements have been made as a material inducement for the issuance of the Policies. Title Company is entitled to rely on this Affidavit and Affiant shall be responsible to Title Company for, and shall indemnify and hold Title Company harmless against, any liability, loss or cost (including attorneys fees) that may be incurred by Title Company due to any of the statements contained herein not being true. If

there are more than one Affiant, their obligations shall be joint and several.

Executed on _____, 1998.

AFFIANT(S):

BROOKDALE INVESTORS, L.P.,
a Delaware limited partnership

By: _____

Its: _____

By: _____

Name: _____

Title: _____

Affiants' Address:

STATE OF _____ §

§

COUNTY OF _____ §

§

SWORN TO AND SUBSCRIBED BEFORE ME, by _____
_____ of _____, the _____
_____ of Brookdale Investors, L.P., on behalf of
said _____, and in its capacity as _____
_____ of Brookdale Investors, L.P., a Delaware limited
partnership the _____ day of _____, 1998.

My Commission Expires:

Notary Public, State of _____

Notary's Typed/Printed Name

LEGAL DESCRIPTION ATTACHMENT

File Number: PC97104838

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THENCE $N 0^{\circ}05'00'' W$, a distance of 0.54 feet to a point for a corner, said point being in a curve to the left, said curve to the left having a central angle of $90^{\circ}19'16''$, a radius of 20.00 feet and a chord bearing-distance of $N 44^{\circ}55'22'' E$, 28.36 feet;

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THENCE $N 89^{\circ}45'44'' E$, a distance of 2.00 feet to the POINT OF BEGINNING and containing 1089.77 square feet of land, more or less.

CERTIFICATE OF CORPORATE OFFICERS

The undersigned officer of _____, a _____ corporation (the "Corporation"), hereby certifies as follows:

1. Incumbency. The following named individuals are duly elected, qualified and acting officers of the Corporation holding the offices set forth opposite their respective names as of this date.

<u>Name</u>	<u>Title</u>
_____	President
_____	Vice President
_____	Secretary

2. Resolutions. The Corporation is the general partner of Brookdale Investors, L.P., a Delaware limited partnership (the "Limited Partnership"). The Limited Partnership is the owner of a tract of land in Addison, Texas at the corner of Addison Road and Excel Way, a portion of which (described in Exhibit A attached) the Limited Partnership desires to convey (the "Conveyance") to the Town of Addison, Texas for right-of-way purposes. The Conveyance and all documents connected with the Conveyance (the "Conveyance Documents") are hereby approved. The President and the Vice President are each authorized and empowered for and on behalf and in the name of the Limited Partnership to (a) execute and deliver the Conveyance Documents deemed necessary or desirable and in the best interest of the Limited Partnership, and (b) perform all acts and do all things which he may deem necessary or desirable to consummate the Conveyance, his taking of any such action or his execution and delivery of any such agreement, instrument or document to be conclusive evidence that he did so deem the same to be necessary or desirable and in the best interests of the Limited Partnership.

Executed effective as of (but not necessarily on) the _____ day of _____, 1998.

_____, Secretary

This instrument was acknowledged before me on the _____ day of _____, 199____, by _____, _____ of _____, a _____ corporation, on behalf of said corporation.

Commission Expires

Notary Public, State of _____

TITLE CO.: Hexter-Fair Title Company

SETTLEMENT STATEMENT

Date.: January 22, 1998
File #: PC97104838

Property Addison Rd. & Excel Way, Addison, Tx.
4.179 acre tract of land, William Lomax Survey, Dallas County, Texas
Seller Brookdale Investors, L.P., a Delaware Limited Partnership
Buyer Town of Addison
Place of Closing 8333 Douglas Avenue, Suite 130, Dallas, Texas 75225
Hexter-Fair Title Company

SELLER'S STATEMENT

AMOUNT DUE TO SELLER

TOTAL DUE SELLER\$ _____

DEDUCTIONS FROM SELLER

Overnight Delivery to Hexter-Fair Title Company.....\$ _____
Purchase Price to Brookdale Investors, L.P. (POC).....\$ _____ 7,903.00

TOTAL DEDUCTIONS\$ _____

NET AMOUNT DUE SELLER\$ _____

Seller understands the Closing of Escrow Agent has assembled this information representing the transaction from the best information available from other sources and cannot guarantee the accuracy thereof. Any real estate agent or lender involved may be furnished a copy of this Statement.

Seller understands that tax and insurance prortions and reserves were based on figures for the preceding year or supplied by others or estimates for current year, and in the event of any change for current year, all necessary adjustments must be made between Purchaser and Seller direct.

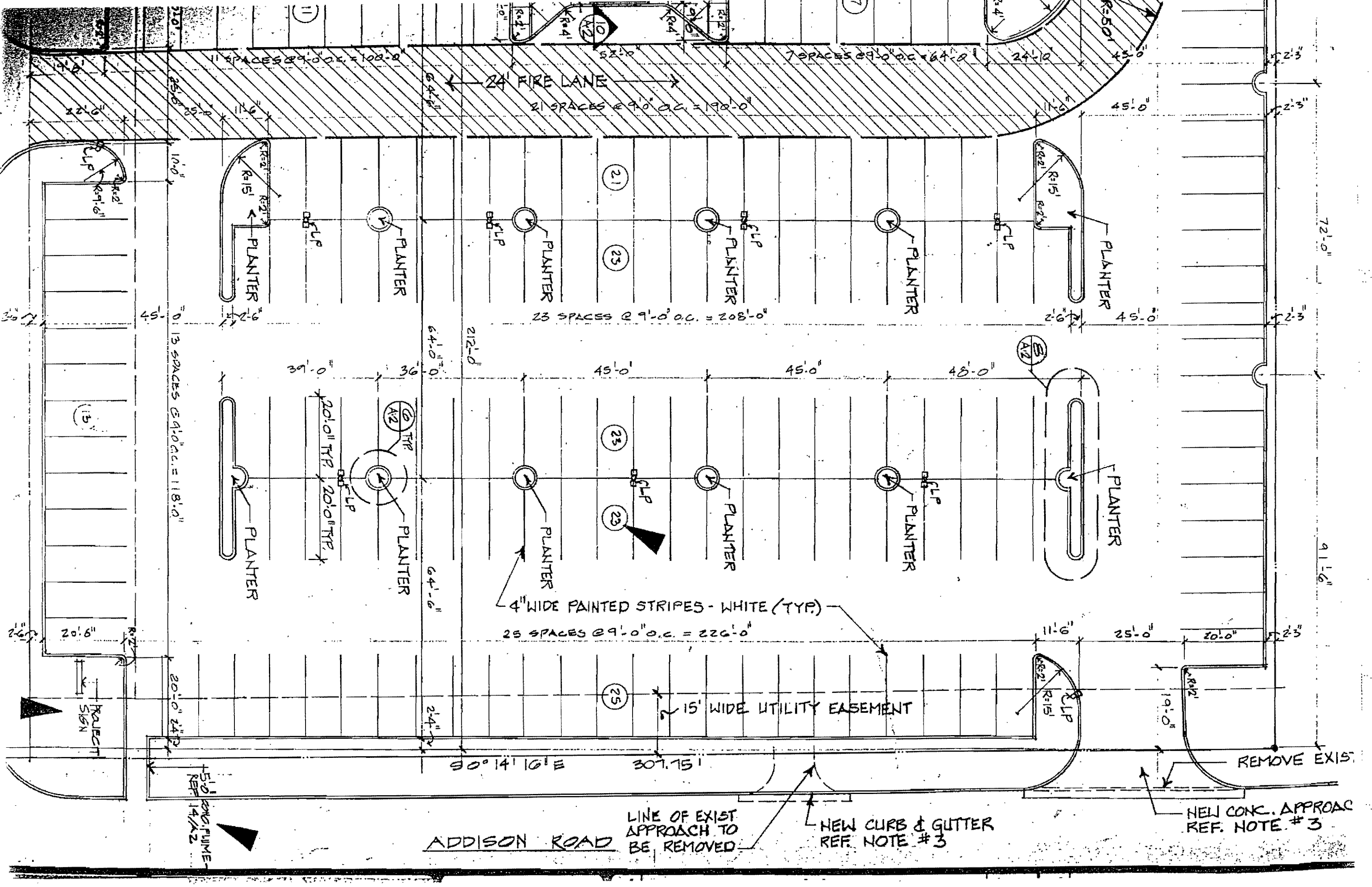
The undersigned hereby authorizes HEXTER-FAIR TITLE COMPANY to make expenditures and disbursements as shown above and approves same for payment. The undersigned also acknowledges receipt of Loan funds, if applicable, in the amount shown above and receipt of a copy of this Statement.

Brookdale Investors, L.P., a Delaware Limited Partnership

SELLER: By: _____

Hexter-Fair Title Company

CLOSING OR ESCROW AGENT



11 SPACES @ 9'-0" O.C. = 108'-0"

24' FIRE LANE

21 SPACES @ 9'-0" O.C. = 190'-0"

7 SPACES @ 9'-0" O.C. = 64'-0"

23 SPACES @ 9'-0" O.C. = 208'-0"

13 SPACES @ 9'-0" O.C. = 118'-0"

4" WIDE PAINTED STRIPES - WHITE (TYP.)

25 SPACES @ 9'-0" O.C. = 226'-0"

15' WIDE UTILITY EASEMENT

ADDISON ROAD

LINE OF EXIST APPROACH TO BE REMOVED

NEW CURB & GUTTER REF. NOTE #3

NEW CONC. APPROACH REF. NOTE #3

15'-0" CONC. PAVEMENT REF. 14/AZ

PROJECT SIGN

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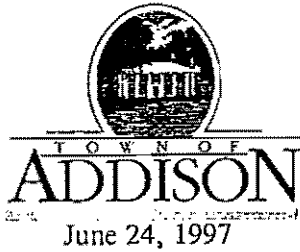
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PUBLIC WORKS DEPARTMENT

Post Office Box 144 Addison, Texas 75001

(972) 450-2871

16801 Westgrove

Mr. Richard Elam
Fults Realty Corporation
6060 N. Central Expressway, Suite 700
Dallas, Texas 75206

Re: Right-of-Way Acquisition & Landscape Restoration
16775 Addison Road

Dear Mr. Elam:

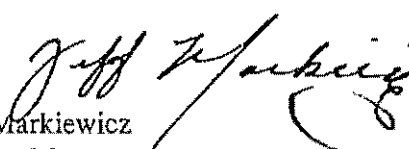
As we have previously discussed, the Town of Addison is planning to widen and place a traffic signal at the intersection of Addison Road and Excel Parkway. In order to do these improvements, it is necessary to acquire additional right-of-way from 16775 Addison Road, located at the northwest corner of the Addison Road / Excel Parkway Intersection. The total right-of-way required to complete the project is 1,090 square feet. A draft copy of the right-of-way deed has been sent to you for review and comment.

Through previous meetings and correspondence we feel the details of the agreement have been determined. The Town of Addison would like to formally propose an offer to purchase the right-of-way from Brookdale Investors Limited Partnership. The conditions of the offer are outlined below.

1. The Town of Addison will pay Brookdale Investors Limited Partnership \$7.25 per square foot for the right-of-way. The total purchase price for 1,090 square feet is \$7,903.00.
2. The Town of Addison agrees to retain the professional services of a landscape architect in order to work with Fults Realty Corporation (the property manager) to design a landscape restoration plan. The Town will pay for the landscape improvements in the construction area. Any additional landscaping outside the construction area will be paid for by the Town and then reimbursed by Brookdale Investors Limited Partnership. The landscape plan accepted by Richard Elam of Fults Realty Corporation shows that there will be one live oak planted outside the construction area. The landscape architect estimates the cost of this tree to be \$450.00.

Please review the conditions of this offer and the right-of-way deed. If these conditions and the right-of-way deed are acceptable, our attorney will submit the final deed for signature and payment will be made in the sum of \$7,903.00. If you have any questions, please feel free to call me at (972) 450-2871.

Sincerely,


Jeff Markiewicz
Project Manager

FULTS REALTY CORPORATION
Investment Real Estate Services

November 11, 1997

VIA FAX
972-450-2837
Original to Follow via Mail

Mr. Jeff Markiewicz
Town of Addison
16801 Westgrove Dr.
Addison, TX 75001

RE: Right-of-Way Acquisition (16775 Addison Road)

Dear Jeff:

Brookdale Investors, LP reviewed the draft Right-of-Way Deed for the above acquisition. They are concerned about a few details of the transaction and request additional information and/or verification.

1. We need verification that the property will meet city codes for the quantity and size of parking spaces after the proposed construction is complete.
2. We need a copy of the legal survey. Brookdale's attorney pointed out that since no survey is attached to the draft Deed document, there is no verifiable connection between the legal description, which was provided, and the actual configuration of the parcel which the city is taking.
3. The wording in the Deed document should reflect the actual terms of the deal. The Deed says that the consideration is \$10.00, yet the actual consideration is \$7,903.00.


*Meters
& bounds
w/ exhibit*

I have assurance that Brookdale Investors, LP will be ready to approve this transaction once the above issues are resolved.

Please call me if you have any questions.

Sincerely,

FULTS REALTY CORPORATION
A Texas Corporation



Richard L. Elam
Property Manager



AGRIUM at BENE TREE
16775 Addison Road
Suite 110
Addison, TX 75248
214.960.9929
214.960.9447 Fax



* ADDISON & EXCEL.

**SHIMEK, JACOBS & FINKLEA, L.L.P.
CONSULTING ENGINEERS**

8333 Douglas Avenue, #820

Dallas, Texas 75225-5816

Fax (214) 361-0204

Phone (214) 361-7900

FAX TRANSMISSION COVER SHEET

Fax Number: 972-450-2837

From: John W. Birkhoff, P.E.

Number of Pages Transmitted (including this one)

7

Date: February 3, 1998

To: **Mr. Jeff Markiewicz**

Opinion of cost on Excel and Addison Road intersection. We do not have costs on landscaping.

SHIMEK, JACOBS & FINKLEA, L.L.P.
CONSULTING ENGINEERS

Project No. 96103

Client: TOWN OF ADDISON, TEXAS

Date: 02/03/98

Project: Addison Road & Excel Parkway Intersection Improvements

By: J.W.B.

ENGINEER'S OPINION OF CONSTRUCTION COST

Item No.	Description	Quantity	Unit	Price	Amount
PAVING & DRAINAGE					
1	For Furnishing and Installing 6-Inch Monolithic Curb	1,125	L.F.	\$1.25	\$1,406.25
2	For Furnishing and Installing 8-Inch Reinforced Concrete Pavement	695	S.Y.	\$30.00	\$20,850.00
3	For Furnishing and Installing 2-Inch H.M.A.C. Pavement	695	S.Y.	\$40.00	\$27,800.00
4	For Furnishing and Installing 6-Inch Dowel Curb	141	L.F.	\$8.00	\$1,128.00
5	For Furnishing and Installing 8-Inch Reinforced Concrete Drive	190	S.Y.	\$40.00	\$7,600.00
6	For Furnishing and Installing 5-Foot Reinforced Concrete Sidewalk, including Barrier Free Ramps	4,100	S.F.	\$2.50	\$10,250.00
7	For Furnishing and Placing Reinforced Concrete Flume	15	S.Y.	\$40.00	\$600.00
8	For Furnishing and Installing Steel Plate at Proposed 5-Foot Sidewalk	1	Ea.	\$300.00	\$300.00
9	For Furnishing and Installing 10-Inch Reinforced Concrete Pavement	930	S.Y.	\$35.00	\$32,550.00
10	For Furnishing and Installing 4-Inch Reinforced Concrete Median Nose	111	S.F.	\$4.00	\$444.00
11	For Furnishing and Installing Type 6 Retaining Wall	18.7	C.Y.	\$400.00	\$7,480.00
12	For Furnishing and Installing Full Depth Saw Cut	385	L.F.	\$3.00	\$1,155.00
13	For Removing and Relocating Existing Fire Hydrant	1	Ea.	\$1,000.00	\$1,000.00
14	For Furnishing and Installing 6-Inch Water Line, including Fittings	7	L.F.	\$60.00	\$420.00
15	For Connecting to Existing Water Line	1	Ea.	\$500.00	\$500.00
16	For Removing Existing Concrete Pavement (including Curb & Gutter, Drives, Parking Lot & Flumes)	935	S.Y.	\$3.50	\$3,272.50

SHIMEK, JACOBS & FINKLEA, L.L.P.
CONSULTING ENGINEERS

Project No. 96103

Client: TOWN OF ADDISON, TEXAS

Date: 02/03/98

Project: Addison Road & Excel Parkway Intersection Improvements

By: J.W.B.

ENGINEER'S OPINION OF CONSTRUCTION COST

Item No.	Description	Quantity	Unit	Price	Amount
17	For Removing Existing Concrete Sidewalk	3,360	S.F.	\$0.50	\$1,680.00
18	For Removing Existing Trees (18-inch and Larger)	1	Ea.	\$2,000.00	\$2,000.00
19	For Removing Existing Trees (16-inch and Smaller)	1	Ea.	\$1,000.00	\$1,000.00
20	For Unclassified Excavation (Plan Quantity)	470	C.Y.	\$8.00	\$3,760.00
21	For Barricades	2	Mo.	\$1,000.00	\$2,000.00
22	For Pavement Markings 18-Inch Solid White Thermoplastic	168	L.F.		\$0.00
23	For Pavement Markings 4-Inch Solid White Non-Reflective	547	L.F.		\$0.00
24	For Pavement Markings 4-Inch White Single Buttons Reflective (Type I-C)	114	Ea.		\$0.00
25	For Pavement Markings 4-Inch White Buttons (Type W)	148	Ea.		\$0.00
26	For Pavement Markings 4-Inch Yellow Buttons (Type Y)	270	Ea.		\$0.00
27	For Pavement Markings 4-Inch Yellow Double Buttons Reflective (Type II A-A)	92	Ea.		\$0.00
28	For Pavement Markings 4-Inch Yellow Jiggle Bars (Type Y)	166	Ea.		\$0.00
29	For Pavement Markings 8-Foot Long White Turn Arrow Thermoplastic	2	Ea.		\$0.00
30	For Solid Sod in Parkway	8,500	S.F.	\$0.60	\$5,100.00
	Subtotal (Paving & Drainage):				\$132,295.75

SHIMEK, JACOBS & FINKLEA, L.L.P.
CONSULTING ENGINEERS

Project No. 96103

Client: TOWN OF ADDISON, TEXAS

Date: 02/03/98

Project: Addison Road & Excel Parkway Intersection Improvements

By: J.W.B.

ENGINEER'S OPINION OF CONSTRUCTION COST

Item No.	Description	Quantity	Unit	Price	Amount
TRAFFIC SIGNAL INSTALLATION					
101	Mobilization for Traffic Signal Work	1	L.S.	\$1,500.00	\$1,500.00
102	For Furnishing and Installing 2-Inch Schedule 40, PVC Electrical Conduit (Trenched)	40	L.F.	\$2.50	\$100.00
103	For Furnishing and Installing 2-Inch Rigid Metal Conduit (Trenched)	30	L.F.	\$5.65	\$169.50
104	For Furnishing and Installing 2-Inch Rigid Metal Conduit (Strapped)	60	L.F.	\$4.00	\$240.00
105	For Furnishing and Installing 3-Inch Schedule 40, PVC Electrical Conduit (Trenched)	115	L.F.	\$3.00	\$345.00
106	For Furnishing and Installing 3-Inch Schedule 40, PVC Electrical Conduit (Bored)	350	L.F.	\$10.00	\$3,500.00
107	For Furnishing and Installing #6 XHHW Electrical Wire	400	L.F.	\$0.50	\$200.00
108	For Furnishing and Installing #6 Bare Electrical Wire	625	L.F.	\$0.40	\$250.00
109	For Furnishing and Installing Type "A" Pullbox	5	Ea.	\$400.00	\$2,000.00
110	For Furnishing and Installing Type "C" Pullbox	1	Ea.	\$400.00	\$400.00
111	For Furnishing and Installing Electrical Service Connection	1	L.S.	\$500.00	\$500.00
112	For Furnishing and Installing Traffic Sign (R10-12) (Mast Arm Mount)	4	Ea.	\$150.00	\$600.00
113	For Furnishing and Installing Traffic Sign (R3-4) (Mast Arm Mount)	2	Ea.	\$150.00	\$300.00
114	For Furnishing and Installing Traffic Sign (R3-5R) (Sign, Unistrut Telespar Post, and Foundation)	2	Ea.	\$300.00	\$600.00
115	For Furnishing and Installing Traffic Sign (R3-7R) (Sign, Unistrut Telespar Post, and Foundation)	1	Ea.	\$300.00	\$300.00
116	For Removing Stop Sign (Sign, Post and Foundation)	2	Ea.	\$75.00	\$150.00
117	For Furnishing and Installing Signal Pole Concrete Foundation (Type 30-A)	3	Ea.	\$1,300.00	\$3,900.00
118	For Furnishing and Installing Signal Pole Concrete Foundation (Type 36-A)	1	Ea.	\$1,500.00	\$1,500.00
119	For Furnishing and Installing Controller Cabinet Foundation	1	Ea.	\$1,200.00	\$1,200.00

SHIMEK, JACOBS & FINKLEA, L.L.P.
CONSULTING ENGINEERS

Project No. 96103

Client: TOWN OF ADDISON, TEXAS

Date: 02/03/98

Project: Addison Road & Excel Parkway Intersection Improvements

By: J.W.B.

ENGINEER'S OPINION OF CONSTRUCTION COST

Item No.	Description	Quantity	Unit	Price	Amount
120 (a)	For Furnishing and Installing 12-Inch, 3 Section Signal Head (Type V3)	10	Ea.	\$400.00	\$4,000.00
121 (b)	For Furnishing and Installing 12-Inch, 4 Section Signal Head with Green/Yellow Fiber Optic Turn Arrow (Type V4LT/RT (F))	6	Ea.	\$750.00	\$4,500.00
122	For Furnishing and Installing Vacuum Formed Backplate, 3 Section 12-Inch TCT (Description: BK-1003-C) (Manufacturer: Pelco)	10	Ea.	\$30.00	\$300.00
123	For Furnishing and Installing Vacuum Formed Backplate, 4 Section, 12-Inch TCT (Description: BK-1004-C) (Manufacturer: Pelco)	6	Ea.	\$40.00	\$240.00
124	For Furnishing and Installing 3-Section Astro Brac with 29-Inch Bands (Description: AB-0116-3-29) (Manufacturer: Pelco)	10	Ea.	\$80.00	\$800.00
125	For Furnishing and Installing 4-Section Astro Brac with 29-Inch Bands (Description: AB-0116-4-29) (Manufacturer: Pelco)	6	Ea.	\$90.00	\$540.00
126 (c)	For Furnishing and Installing Pedestrian Signal Head with Mounting Hardware (Description: 7090 W/4835) (Description: 7090 W/4835)	8	Ea.	\$350.00	\$2,800.00
127	For Furnishing and Installing 4-Conductor Opticom Cable (Description: Model M138) (Manufacturer 3M)	765	L.F.	\$0.50	\$382.50
128	For Furnishing and Installing 5 Conductor Signal Cable (#16 AWB) (IMSA 20-1)	395	L.F.	\$0.60	\$237.00
129	For Furnishing and Installing 7 Conductor Signal Cable (#16 AWG) (IMSA 20-1)	275	L.F.	\$0.70	\$192.50
130	For Furnishing and Installing 19 Conductor Signal Cable (#12 AWG) 9IMSA 20-1)	600	L.F.	\$1.50	\$900.00
131 (d)	For Furnishing and Installing Pedestrian Push Button and R10-4b Sign Assembly (Description: Model SE-2013) (Manufacturer: Pelco)	8	Ea.	\$100.00	\$800.00
132	For Furnishing and Installing Opticom Direction Sensor with Mounting Bracket (Description: Model M511) (Opticom Optical Detector) (Manufacturer: 3M)	4	Ea.	\$650.00	\$2,600.00

SHIMEK, JACOBS & FINKLEA, L.L.P.
CONSULTING ENGINEERS

Project No. 96103

 Client: TOWN OF ADDISON, TEXAS
 Project: Addison Road & Excel Parkway Intersection Improvements

Date: 02/03/98

By: J.W.B.

ENGINEER'S OPINION OF CONSTRUCTION COST

Item No.	Description	Quantity	Unit	Price	Amount
133	For Furnishing and Installing Opticom Discriminator Module (Description: Model M562) (Manufacturer: 3M)	2	Ea.	\$1,500.00	\$3,000.00
134	For Furnishing and Installing Belden 8281 Coax Cable	720	L.F.	\$0.50	\$360.00
135	For Furnishing and Installing 3 Conductor Signal Cable (#14 AWG) (IMSA 20-1)	720	L.F.	\$0.50	\$360.00
136	For Furnishing and Installing 19-Foot T-Base Pole with 30-Foot Mast Arm	2	Ea.	\$3,500.00	\$7,000.00
137	For Furnishing and Installing 19-Foot T-Base Pole with 35-Foot Mast Arm	1	Ea.	\$3,700.00	\$3,700.00
138	For Furnishing and Installing 19-Foot T-Base Pole with 40-Foot Mast Arm	1	Ea.	\$4,000.00	\$4,000.00
139	For Furnishing and Installing Video Camera	4	Ea.	\$2,000.00	\$8,000.00
140 (e)	For Furnishing and Installing 8-Phase NEMA TS-2, Type 1 Control Assembly	1	Ea.	\$28,000.00	\$28,000.00
141	For Furnishing and Installing Personal Interface Upload/Download Device	1	Ea.	\$5,000.00	\$5,000.00
Subtotal: (Traffic Signals)					\$95,466.50

- (a) Polycarbonate Traffic Signal with Tunnel Visor, Color Black, Lens Configuration: Red, Yellow, Green (Manufacturer: Traffic Control Technology).
- (b) Polycarbonate Traffic signal with Tunnel Visors, Color Black, with Fiberoptic Dual Indication Left (Right) Turn Signal Lens Configuration, Lens Configuration: Red, Yellow, Green, Left (Right) Turn Fiberoptic Dual Indication Yellow and Green Arrow. (Manufacturer: TCT)
- (c) Incandescent 1 Section Cast Aluminum Signal Color Black with Single Piece Double Parabolic Reflector, a Two Color Symbol Message Lens, a Single Piece Cast Aluminum Swing Down Door Frame, a Blankout Z-Crate Type sun Visor, Two A21 Long Life Traffic Signal Lamp, and Clamshell Type Mounting. (Manufacturer: IDC/Indicator Controls)
- (d) Push Button Station Assy without Cable Guide, Freeze Proof - 9" x 12", 2" Push Button, Color: Brushing Brown.
- (e) Controller Unit: Peek 3000 Actuated Controller Timer. Video Direction: Peek Video Trak 900 detection unit (4 inputs). Not Required: NEMA TS-2 Card Rack 2-channel detectors. (Manufacturers: Peek Traffic)

SHIMEK, JACOBS & FINKLEA, L.L.P.
CONSULTING ENGINEERS

Project No. 96103

Client: TOWN OF ADDISON, TEXAS

Date: 02/03/98

Project: Addison Road & Excel Parkway Intersection Improvements

By: J.W.B.

ENGINEER'S OPINION OF CONSTRUCTION COST

Item No.	Description	Quantity	Unit	Price	Amount
LANDSCAPE MATERIAL					
201	For Furnishing and Installing Live Oak (Quercus Virginian) (100 gal., 14'/16' ht., 7/8" sp., Nursery Grown)	4	Ea.		\$0.00
202	For Furnishing and Installing Savannah Holly (Ilex Opaca "Savannah") (65-gal., 10'/12' ht., 5/6" sp., Nursery Grown, Tree Form)	6	Ea.		\$0.00
203	For Furnishing and Installing Indian Hawthorn "Enchantress" (Raphiolepis Indicia Enchantress) (5-gal., 20"/22" ht., 20"/22" sp., Full)	10	Ea.		\$0.00
204	For Furnishing and Installing Wiltoni Juniper (Juniperus Horizontalis Wiltoni) (1-gal., 6"/8" hi., 10"/12" sp. Full)	71	Ea.		\$0.00
205	For Furnishing and Installing Bermuda Grass Cynodon Dactylon (Solid Sod)	1,251	S.F.		\$0.00
206	For Furnishing and Installing Seasonal Color Annuals (4" Pot)	200	Ea.		\$0.00
207	For Furnishing and Installing Steel Edging Ryerson (1/8" x 4")	71	L.F.		\$0.00
208	For Irrigation System Retrofit	1	L.S.		\$0.00
Subtotal: Landscape					\$0.00
(Paving & Drainage + Traffic + Landscape):					\$227,762.25
Contingencies and Miscellaneous Items		10%			\$22,776.23
Total:					\$250,538.48
USE:					

SHIMEK, JACOBS & FINKLEA, L.L.P.
CONSULTING ENGINEERS

Project No. 96103

Client: TOWN OF ADDISON, TEXAS

Date: 02/03/98

Project: Addison Road & Excel Parkway Intersection Improvements

By: J.W.B.

ENGINEER'S OPINION OF CONSTRUCTION COST

Item No.	Description	Quantity	Unit	Price	Amount
LANDSCAPE MATERIAL					
201	For Furnishing and Installing Live Oak (Quercus Virginian) (100 gal., 14'/16' ht., 7/8' sp., Nursery Grown)	4	Ea.	\$425.00	\$1,700.00
202	For Furnishing and Installing Savannah Holly (Ilex Opaca "Savannah") (65-gal., 10'/12' ht., 5/6' sp., Nursery Grown, Tree Form)	6	Ea.	\$175.00	\$1,050.00
203	For Furnishing and Installing Indian Hawthorn "Enchantress" (Raphiolepis Indicia Enchantress) (5-gal., 20"/22" ht., 20"/22" sp., Full)	10	Ea.	\$22.00	\$220.00
204	For Furnishing and Installing Wiltoni Juniper (Juniperus Horizontals Wiltoni) (1-gal., 6"/8" hi., 10"/12" sp. Full)	100	Ea.	\$6.00	\$600.00
205	For Furnishing and Installing Bermuda Grass Cynodon Dactylon (Solid Sod)	1,251	S.F.	\$0.15	\$187.65
206	For Furnishing and Installing Seasonal Color Annuals (4" Pot)	200	Ea.	\$0.90	\$180.00
207	For Furnishing and Installing Steel Edging Ryerson (1/8" x 4")	71	L.F.	\$2.90	\$205.90
208	For Bed Preparation	580	S.F.	\$0.90	\$522.00
Subtotal: Landscape					\$4,665.55
(Paving & Drainage + Traffic + Landscape):					\$232,427.80
Contingencies and Miscellaneous Items		10%			\$23,242.78
Total:					\$255,670.58
USE:					

COWLES & THOMPSON

A PROFESSIONAL CORPORATION

ATTORNEYS AT LAW

301 MAIN STREET, SUITE 4000
DALLAS, TEXAS 75202-3783

TELEPHONE (214) 672-3000

METRO (972) 253-0036

FAX (214) 672-2020

CHARLES SORRELLS
(1925-1982)

114 E. LOUISIANA ST., SUITE 200
MCKINNEY, TEXAS 75069-4483
TELEPHONE (972) 642-5000

100 W. ADAMS AVE., SUITE 321
P.O. BOX 785
TEMPLE, TEXAS 76503-0786
TELEPHONE (281) 771-2800

ONE AMERICAN CENTER, SUITE 777
909 E.S.E. LOOP 323
TYLER, TEXAS 75701-9884
TELEPHONE (903) 579-7500

ROBERT G. BUCHANAN, JR.
(214) 672-2138

December 2, 1997

VIA TELECOPY

Mr. Jeff Markiewicz
Town of Addison
P. O. Box 144
Addison, TX 75001

Re: Brookdale Investors

Dear Jeff:

Enclosed please find a revised draft of the Right-of-Way Deed reflecting the actual consideration of \$7,903.00. ✓

The title company is updating its title work and should provide me with the additional documents required to close this transaction (e.g. affidavit as to debts, liens and possession, affidavit of non-foreign status, etc.) to be executed by the Seller. We will also need the Seller to provide a copy of its limited partnership agreement and sufficient resolutions authorizing the sale of the property and demonstrating the authority of the individual who will sign on behalf of the limited partnership.

As soon as I have the title company documents, I will forward the same to you for review by the Seller. Please attempt to gather the copy of the limited partnership agreement and the proposed resolutions authorizing the sale for my review.

Please call should you have any questions.

Sincerely,

Bob Buch
Robert G. Buchanan, Jr.

*Get letter
do
Funks
(Rich Elam)*

RGB:wn
Enclosure

State of Texas §
County of Dallas §

After Recording Return To:
Robert G. Buchanan, Jr.
Cowles & Thompson
901 Main Street, Suite 4000
Dallas, Texas 75202

RIGHT-OF-WAY DEED

Date: _____, 1997

Grantor:

Brookdale Investors Limited Partnership

Grantee:

Town of Addison
P.O. Box 144
Addison, TX 75001

Consideration:

- (1) The sum of Seven Thousand Nine Hundred Three Dollars (\$7,903.00) in hand paid by Grantee, the receipt and sufficiency of which is acknowledged by Grantor.
- (2) Benefits to be derived by Grantor and his remaining property as a result of the proposed public improvements.

Property Description:

See Exhibit "A" attached hereto and by reference made a part hereof.

Conveyance:

Grantor grants, sells and conveys to Grantee in fee simple the Property described herein, TO HAVE AND TO HOLD, unto Grantee, its successors and assigns.

Grantor, together with Grantor's heirs, executors, administrators or successors, shall WARRANT AND FOREVER DEFEND all and singular the said Property unto Grantee, its successors and assigns, against every person whomsoever lawfully claiming, or to claim the same or any part thereof, except the Exceptions to Conveyance, by through or under Grantor, but not otherwise.

Exceptions to Conveyance:

All presently valid and effective easements, rights-of-way, and prescriptive rights, whether of record or not; all presently recorded and validly existing restrictions, reservations, covenants, conditions, oil and gas leases, mineral severances, and other instruments, other than liens and conveyances, that affect the Property.

Miscellaneous:

(a) Nothing in this instrument shall be construed as a waiver by Grantee of any utility connection charge or other charges imposed by ordinance or Charter of the Town of Addison.

(b) The Property hereby conveyed may be used as a public right-of-way for the passage of vehicular and pedestrian traffic, including (without limitation) streets, roads, sidewalks, utilities, drainage, and other customary uses of public right-of-way. Improvements may be on such grade and according to such plans and specifications as will, in the opinion of Grantee, best serve the public purpose.

(c) The consideration described above shall be deemed full compensation for the conveyance of the Property, and for any diminution in value that may result to the remaining property of Grantor by virtue of Grantee's use of the Property.

(d) When the context requires it, singular nouns and pronouns include the plural.

EXECUTED effective as of the day first written above.

Brookdale Investors Limited Partnership

By: _____
Print Name: _____
Print Title: _____

State of _____ §

County of _____ §

Before Me, this instrument was acknowledged on this _____ day of _____, 199__ by _____, the _____ of Brookdale Investors Limited Partnership, a _____ limited partnership.

Commission Expires: _____

Notary Public, State of _____
Print name: _____

EXHIBIT "A"

Date:10/28/96

**FIELD NOTE DESCRIPTION
FOR
RIGHT-OF-WAY
ACROSS THE PROPERTY OF
THE ATRIUM**

Being a parcel of land for right-of-way located in the Town of Addison, Texas and in the William Lomax Survey, Abstract No. 792, Dallas County, Texas and being over, under and across a remaining 4.179 acre tract of land, after a 30 foot dedication for paving, conveyed to The Atrium by deed now of record in Volume 82006, Page 0361 of the Deed Records of Dallas County, Texas, said right-of-way being more particularly described as follows:

BEGINNING at a point for a corner, said point being S 0°14'16" E, 133.62 feet from the northwest corner of said remaining 4.179 acre tract, said northwest corner being evidenced by a 3/8 inch iron rod, said point also being in the west right-of-way of Addison Road, (60 foot right-of-way), said point also being N 0°14'16" W, 174.13 feet from the intersection of the west right-of-line of said Addison Road and the north right-of-way line of Excel Way, (80 foot right-of-way);

THENCE S 0°14'16" E along the east line of said remaining 4.179 tract and along the west right-of-way line of said Addison Road, for a distance of 174.13 feet to a point for a corner, said point being where the west right-of-way of said Addison Road intersects with the north right-of-way line of said Excel Way;

THENCE N 89°50'15" W along the north right-of-way line of said Excel Way, a distance of 27.62 feet to a point for a corner;

THENCE N 0°05'00" W, a distance of 0.54 feet to a point for a corner, said point being in a curve to the left, said curve to the left having a central angle of 90°19'16", a radius of 20.00 feet and a chord bearing-distance of N 44°55'22" E, 28.36 feet;

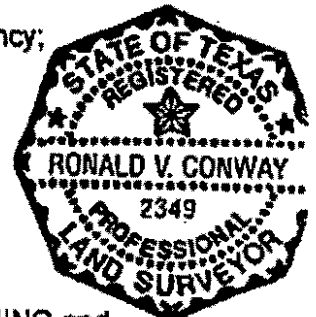
THENCE along said curve, a distance of 31.53 feet to the point of tangency;

THENCE N 0°14'16" W, a distance of 42.19 feet to a point for a corner;

THENCE N 2°40'17" E, a distance of 108.36 feet to a point for a corner;

THENCE N 0°14'16" W, a distance of 2.99 feet to a point for a corner;

THENCE N 89°45'44" E, a distance of 2.00 feet to the POINT OF BEGINNING and containing 1089.77 square feet of land.



Ronald V. Conway
10/28/96

SHIMEK, JACOBS & FINKLEA, L.L.P.
CONSULTING ENGINEERS

8333 Douglas Avenue, #820

Dallas, Texas 75225-5816

Fax (214) 361-0204

Phone (214) 361-7900

ROSS L. JACOBS, P.E.
RONALD V. CONWAY, P.E.
JOHN W. BIRKHOFF, P.E.
JOE R. CARTER, P.E.
GARY C. HENDRICKS, P.E.
I. C. FINKLEA, P.E.

January 27, 1998

Mr. Jeff Markiewicz
Town of Addison
Post Office Box 144
Addison, Texas 75001-0144

Re: Addison Road/Excel Way
Intersection Improvements

Dear Mr. Markiewicz:

We are enclosing three sets of construction plans and specifications for the intersection improvements at Addison Road and Excel Way. In review of the documents received from the Town's consultants, we find that we do not have a quantity take-off from the landscape architect. We will need this information to complete the bid form.

These documents are for your review. We are available at your convenience to discuss any questions you may have with the plans and specifications.

Sincerely,



John W. Birkhoff, P.E.

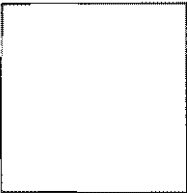
Enclosure

Hand
good
books

2/13
However

16
1/11/10
P.O. # 1111111111

1. # 1111111111
2. # 1111111111
3. # 1111111111
4. # 1111111111



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JOE R. CARTER, P.E.
GARY C. HENDRICKS, P.E.
I. C. FINKLEA, P.E.

December 10, 1997

Lone Star Gas Company
111 Jupiter Road, Suite 118E
Plano, Texas 75074

Attention: Howard Lewis

Re: Town of Addison, Texas
Intersection Improvements
Addision Road @ Excel Parkway

Gentlemen:

We are enclosing a preliminary set of construction plans for the widening of the intersection of Addison Road at Excel Parkway for your use in identifying potential conflicts between the improvements and your facilities. It is our desire to identify these potential conflicts and design around them, if at all possible.

Your immediate attention to this review would be appreciated by the Town of Addison, so they can move quickly into the construction phase of the project. Although we request a response either way, your non response will be determined to mean that your facilities are all clear. If you have any questions, please contact us, otherwise please feel free to mark directly on the enclosed plans and return them to us.

Sincerely,

John W. Birkhoff, P.E.

Enclosure

cc: Mr. Jeff Markiewicz

SAME LETTER SENT TO:

TU Electric, 1440 Josey Lane, Farmers Branch, Texas 75234
Attention: Mr. Joel Porter

Southwestern Bell Telephone Company, Engineering Department, 4801 Matlock Road Room 101, Arlington, Texas 76018

MFS, I Dallas Centre, 350 N. St. Paul, Suite 2950, Dallas, Texas 75201
Attention: Mr. David Dillman

JOB NUMBER 655406

16-Jan-98

Traffic Signals at Addison Rd and Excel Pkwy in the Town of Addison

SECTION 1 - TRAFFIC SIGNALS		UNIT	UNIT	EXTENDED
MATERIAL / LABOR	DESCRIPTION	UNIT	COST	COST
	Mobilization	LS	\$1,500.00	1 \$1,500.00
	2" PVC Conduit (Sch 40)(Trenched)	LF	\$2.50	40 \$100.00
	2" Rigid Metal Conduit (Trenched)	LF	\$5.65	30 \$169.50
	2" Rigid Metal Conduit (Strapped)	LF	\$4.00	60 \$240.00
	3" PVC Conduit (Sch 40)(Trenched)	LF	\$3.00	115 \$345.00
	3" PVC Conduit (Sch 40)(Bored)	LF	\$10.00	350 \$3,500.00
	No. 6 AWG Type XHHW Wire	LF	\$0.50	400 \$200.00
	No. 6 AWG Bare Wire	LF	\$0.40	625 \$250.00
	Ground Box (Type A) W/ Apron	Ea	\$400.00	5 \$2,000.00
	Ground Box (Type C) W/ Apron	Ea	\$400.00	1 \$400.00
	Electrical Service Connection	Ea	\$500.00	1 \$500.00
	Traffic Sign (R10-12)(Mast Arm Mount)	Ea	\$150.00	4 \$600.00
	Traffic Sign (R3-4)(Mast Arm Mount)	Ea	\$150.00	2 \$300.00
	Traffic Sign (R3-5R)(Sign, Post, & Foundation)	Ea	\$300.00	2 \$600.00
	Traffic Sign (R3-7R)(Sign, Post, & Foundation)	Ea	\$300.00	1 \$300.00
	Remove Stop Sign (Sign, Post, & Foundation)	Ea	\$75.00	2 \$150.00
	Signal Pole Concrete Foundation (Type 30-A)	Ea	\$1,300.00	3 \$3,900.00
	Signal Pole Concrete Foundation (Type 36-A)	Ea	\$1,500.00	1 \$1,500.00
	Controller Cabinet Foundation	Ea	\$1,200.00	1 \$1,200.00
	12" - 3 Section Signal Head (Type V3)	Ea	\$400.00	10 \$4,000.00
	12" - 4 Section Signal Head (Type V4LT/RT (F))	Ea	\$750.00	6 \$4,500.00
	Vacuum Formed Backplate (3 Sec)(12 in)	Ea	\$30.00	10 \$300.00
	Vacuum Formed Backplate (4 Sec)(12 in)	Ea	\$40.00	6 \$240.00
	3 Section Astro Brac w/29" Bands	Ea	\$80.00	10 \$800.00
	4 Section Astro Brac w/29" Bands	Ea	\$90.00	6 \$540.00
	Pedestrian Signal Head with Mounting Hardware	Ea	\$350.00	8 \$2,800.00
	4 Conductor Opticom Cable	LF	\$0.50	765 \$382.50
	5 Cndr Signal Cable (16 AWG)(IMSA 20-1)	LF	\$0.60	395 \$237.00
	7 Cndr Signal Cable (16 AWG)(IMSA 20-1)	LF	\$0.70	275 \$192.50
	19 Cndr Signal Cable (12 AWG)(IMSA 20-1)	LF	\$1.50	600 \$900.00
	Pedestrian Push Button & R10-4b Sign Assembly	Ea	\$100.00	8 \$800.00
	Opticom Directional Sensors with Mounting Bracket	Ea	\$650.00	4 \$2,600.00
	Opticom Discriminator Module	Ea	\$1,500.00	2 \$3,000.00
	Belden 8281 Coaxial Cable	LF	\$0.50	720 \$360.00
	3 Cndr Signal Cable (14 AWG)(IMSA 20-1)	LF	\$0.50	720 \$360.00
	19' T-Base Pole w/30' Mast Arm	Ea	\$3,500.00	2 \$7,000.00
	19' T-Base Pole w/35' Mast Arm	Ea	\$3,700.00	1 \$3,700.00
	19' T-Base Pole w/40' Mast Arm	Ea	\$4,000.00	1 \$4,000.00
	Furnish & Install Video Camera	Ea	\$2,000.00	4 \$8,000.00
	8-Phase NEMA TS-2 Type 1 Controller Assembly	Ea	\$28,000.00	1 \$28,000.00
	Personal Interface Upload / Download Device	Ea	\$5,000.00	1 \$5,000.00

TOTAL ESTIMATE

\$95,466.50

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CONSULTING ENGINEERS

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JOHN W. BIRKHOFF, P.E.
JOE R. CARTER, P.E.
GARY C. HENDRICKS, P.E.
I. C. FINKLEA, P.E.

October 15, 1997

Mr. Jeff Markiewicz
Town of Addison
Post Office Box 144
Addison, Texas 75001-0144

Re: Addison Road/Excel Parkway
Intersection Improvements

Dear Mr. Markiewicz:

We are enclosing two copies of the field note description and plat for the Bent Tree National Bank tract located in the northeast quadrant of the intersection of Addison Road and Excel Parkway. These documents are for your use in acquisition of the right-of-way for the intersection improvement project. These documents have been sealed, signed and dated by a Professional Land Surveyor registered in the State of Texas. We are available at your convenience to discuss any questions you may have with the documents.

Sincerely,



John W. Birkhoff, P.E.

Enclosures

**FIELD NOTE DESCRIPTION
FOR A
RIGHT-OF-WAY
ACROSS THE PROPERTY OF
BENT TREE NATIONAL BANK**

Ross J. Jantz

Being a parcel of land for right-of-way located in the Town of Addison, Texas and in the William Lomax Survey, Abstract No. 792, Dallas County, Texas and being over, under and across a 1.23 acre tract of land conveyed to Bent Tree National Bank. by deed now of record in Volume 85186, Page 5167 of the Deed Records of Dallas County, Texas, said right-of-way being more particularly described as follows:

BEGINNING at a point for a corner, said point being the northwest corner of said 1.23 acre tract, said point also being in the southwest corner of a tract of land conveyed to Triangle Pacific Addition by deed now of record in Volume 79129, Page 0012 of the Deed Records of Dallas County, Texas, said point also being in the east right-of-way of Addison Road (60 foot right-of-way), said point also being N 0°15'15" W, 28.78 feet, N 0°22'17" W, 93.95 feet from the intersection of the east line of said Addison Road and the north line of Excel Parkway, (80 foot right-of-way), said point also being S 89°37'43" W, 100.00 feet from an iron rod found in the north property line of said Bent Tree tract;

THENCE N 89°37'43" E, along the north line of said 1.23 acre tract and the south line of said Triangle Pacific Addition tract for a distance of 4.44 feet to a point for a corner;

THENCE S 3°16'50" E, a distance of 60.26 feet to a point for a corner;

THENCE S 0°22'17" E, a distance of 33.77 feet to a point for a corner;

THENCE S 0°15'15" E, a distance of 8.54 feet to a point for a corner, said point being the point of curvature of a curve to the left, said curve to the left having a central angle of 90°02'16", a radius of 20.00 feet, a tangent length of 20.01 feet and a chord bearing, distance of S 45°16'23" E, 28.29 feet;

THENCE along said curve to the left, a distance of 31.43 feet to a point for a corner;

THENCE S 0°17'31" E, a distance of 0.24 feet to a point for a corner, said point being in the north right-of-way line of said Excel Parkway;

THENCE S 89°44'31" W, along said north right-of-way line of Excel Parkway for a distance of 27.51 feet to a point for a corner, said point being where the east right-of-way line of said Addison Road intersects with the north right-of-way line of Excel Parkway, said point also being the southwest corner of said 1.23 acre tract;

THENCE N 0°15'15" W along said, east right-of-way line of said Addison Road and the west line of said 1.23 acre tract, a distance of 28.78 feet to a point for a corner;

THENCE N 0°22'17" W along said east right-of-way line of said Addison Road and the west line of said 1.23 acre tract, a distance of 93.95 feet to the POINT OF BEGINNING and containing 919.37 square feet of land.

THE ATRIUM
VOL. 82006, PG. 0361

30'
PAVING
DEDICATION

ADDISON ROAD

POINT OF
BEGINNING
N 1000.0000
E 1000.0000

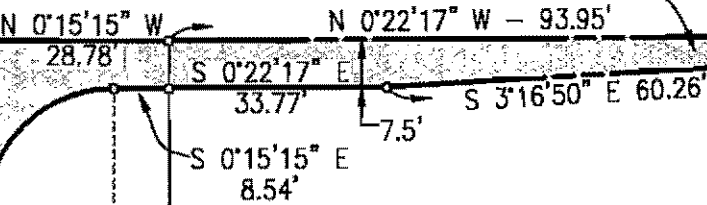
60' R.O.W.

Area = 919.37 SQ. FT.

N 89°37'43" E
4.44'

TRIANGLE PACIFIC ADDITION
VOL. 79129, PG. 0012

WILLIAM LOMAX SURVEY, ABST. NO. 792
DALLAS COUNTY, TEXAS



$\Delta = 90^{\circ}02'16''$
R = 20.00'
T = 20.01'
L = 31.43'
CB=S 45°16'23" E
CD=28.29'

BENT TREE
NATIONAL BANK
VOL. 85186, PG. 5167

N 89°37'43" E - 100.00'

N 1000.6482
E 1099.9979

BY *Bonnie Jacob*
DATE 10/14/97

SCALE: 1=30'

EXCEL PARKWAY

80' R.O.W.

TRACT 1

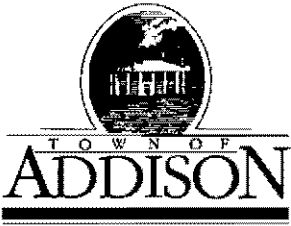
TRACT 2

TOWN OF ADDISON, TEXAS

BENT TREE NATIONAL BANK
RIGHT-OF-WAY PLAT

SHIMEK, JACOBS & FINKLEA, L.L.P.
CONSULTING ENGINEERS

OCT., 1997



Public Works / Engineering

16801 Westgrove • P.O. Box 144
 Addison, Texas 75001
 Telephone: (214) 450-2871 • Fax: (214) 931-6643

LETTER OF TRANSMITTAL

DATE	JOB NO.
ATTENTION	Bob Buchanan
RE:	Addison / Excel Intersection

TO COWLES & THOMPSON
901 MAIN ST. STE 4000
DALLAS, TX 75202-3793

GENTLEMAN:

WE ARE SENDING YOU

- Shop Drawings
- Attached
- Under separate cover via _____ the following items:
- Copy of letter
- Prints
- Plans
- Samples
- Specifications
- Change order
- _____

COPIES	DATE	NO.	DESCRIPTION
1			Exhibit & Metes & Bounds Description

THESE ARE TRANSMITTED as checked below:

- For approval
- Approved as submitted
- Resubmit _____ copies for approval
- For your use
- Approved as noted
- Submit _____ copies for distribution
- As requested
- Returned for corrections
- Return _____ corrected prints
- For review and comment
- _____
- FOR BIDS DUE _____ 19_____
- PRINTS RETURNED AFTER LOAN TO US

REMARKS EXHIBIT w/ VOLUME & PAGES
* NORTHERN TRUST BANK

COPY TO _____

SIGNED: Jeff Markiewicz

If enclosures are not as noted, please notify us at once.

* ADDISON / EXCEL
INTERSECTION

COWLES & THOMPSON

A PROFESSIONAL CORPORATION

ATTORNEYS AT LAW

901 MAIN STREET, SUITE 4000
DALLAS, TEXAS 75202-3793

TELEPHONE (214) 672-2000

METRO (972) 263-0005

FAX (214) 672-2020

CHARLES SORRELLS
(1925-1982)

114 E. LOUISIANA ST., SUITE 200
MCKINNEY, TEXAS 75069-4463
TELEPHONE (972) 542-6000

100 W. ADAMS AVE., SUITE 321
P.O. BOX 785
TEMPLE, TEXAS 76503-0785
TELEPHONE (254) 771-2800

ONE AMERICAN CENTER, SUITE 777
909 E.S.E. LOOP 323
TYLER, TEXAS 75701-9684
TELEPHONE (903) 581-5588

ROBERT G. BUCHANAN, JR.
(214) 672-2139

August 26, 1997

Mr. Jeff Markiewicz
Town of Addison
P. O. Box 144
Addison, TX 75001

Re: Northern Trust Bank of Texas Right-of-Way Acquisition

Dear Jeff:

Pursuant to your request, enclosed please find a draft of the right-of-way deed. Please advise if you want a copy sent directly to the bank's attorney, Mr. D. Woodward Glenn.

Since this is such a small tract, please advise if you want to obtain title insurance. If not, perhaps Northern Trust Bank could provide us with a copy of its title policy showing the status of its title when the property was acquired. Finally, the legal description prepared by the surveyor is missing the Volume and Page reference to the deed by which Northern Trust Bank acquired its title. We need to either obtain that information or revise the description to eliminate that reference.

Please call should you have any questions.

Sincerely,



Robert G. Buchanan, Jr.

RGB:wn
Enclosure

State of Texas §
 §
County of Dallas §

After Recording Return To:
Robert G. Buchanan, Jr.
Cowles & Thompson
901 Main Street, Suite 4000
Dallas, Texas 75202

RIGHT-OF-WAY DEED

Date: _____, 1997

Grantor:

Northern Trust Bank of Texas

Grantee:

Town of Addison, Texas
P.O. Box 144
Addison, TX 75001

Consideration:

- (1) The sum of Eight Thousand Two Hundred Eighty-Two and 16/100 Dollars (\$8,282.16) to Grantor in hand paid by Grantee, the receipt and sufficiency of which is acknowledged by Grantor.
- (2) Benefits to be derived by Grantor and his remaining property as a result of the proposed public improvements.

Property Description:

See Exhibit "A" attached hereto and by reference made a part hereof.

Conveyance:

Grantor grants, sells and conveys to Grantee in fee simple the Property described herein, TO HAVE AND TO HOLD, unto Grantee, its successors and assigns.

Grantor, together with Grantor's heirs, executors, administrators or successors, shall WARRANT AND FOREVER DEFEND all and singular the said Property unto Grantee, its successors and assigns, against every person whomsoever lawfully claiming, or to claim the same or any part thereof, except the Exceptions to Conveyance, by through or under Grantor, but not otherwise.

Exceptions to Conveyance:

All presently valid and effective easements, rights-of-way, and prescriptive rights, whether of record or not; all presently recorded and validly existing restrictions, reservations, covenants, conditions, oil and gas leases, mineral severances, and other instruments, other than liens and conveyances, that affect the Property.

Miscellaneous:

(a) Nothing in this instrument shall be construed as a waiver by Grantee of any utility connection charge or other charges imposed by ordinance or Charter of the Town of Addison.

(b) The Property hereby conveyed may be used as a public right-of-way for the passage of vehicular and pedestrian traffic, including (without limitation) streets, roads, sidewalks, utilities, drainage, and other customary uses of public right-of-way. Improvements may be on such grade and according to such plans and specifications as will, in the opinion of Grantee, best serve the public purpose.

(c) The consideration described above shall be deemed full compensation for the conveyance of the Property, and for any diminution in value that may result to the remaining property of Grantor by virtue of Grantee's use of the Property.

(d) When the context requires it, singular nouns and pronouns include the plural.

EXECUTED effective as of the day first written above.

Northern Trust Bank of Texas

By: _____
Print Name: _____
Print Title: _____

State of _____ §

County of _____ §

County of _____ §

Before Me, this instrument was acknowledged on this _____ day of _____, 199__ by _____, the _____ of Northern Trust Bank of Texas, a _____.

Commission Expires:

Notary Public, State of _____
Print name:

EXHIBIT "A"

Being a parcel of land for right-of-way located in the Town of Addison, Texas and in the William Lomax Survey, Abstract No. 792, Dallas County, Texas and being over, under and across a 1.229 acre tract of land, conveyed to Northern Trust Bank of Texas by deed now of record in Volume xxxxx, Page xxxxx of the Deed Records of Dallas County, Texas, said right-of-way being more particularly described as follows:

BEGINNING at a 3/8 inch iron rod for a corner, said iron rod being the northwest corner of said 1.229 acre tract, said iron rod also being in the east right-of-way of Addison Road, (60 foot right-of-way), said iron rod also being N 0°21'09" W, 122.99 feet from the intersection of the east right-of-way line of said Addison Road and the north right-of-way line of Excel Way, (80 foot right-of-way), said iron rod being S 89°40'25" W, 100.00 feet from an reference iron rod located in the north line of said Northern Trust Bank of Texas tract;

THENCE N 89°40'25" E along the north line of said 1.229 tract and along the south line of a tract of land conveyed to Triangle Pacific Addition by deed now of record in Volume 79129, Page 0012 of the Deed Records of Dallas County, Texas for a distance 4.43 feet to a point for a corner;

THENCE S 3°15'42" E, a distance of 60.52 feet to a point for a corner;

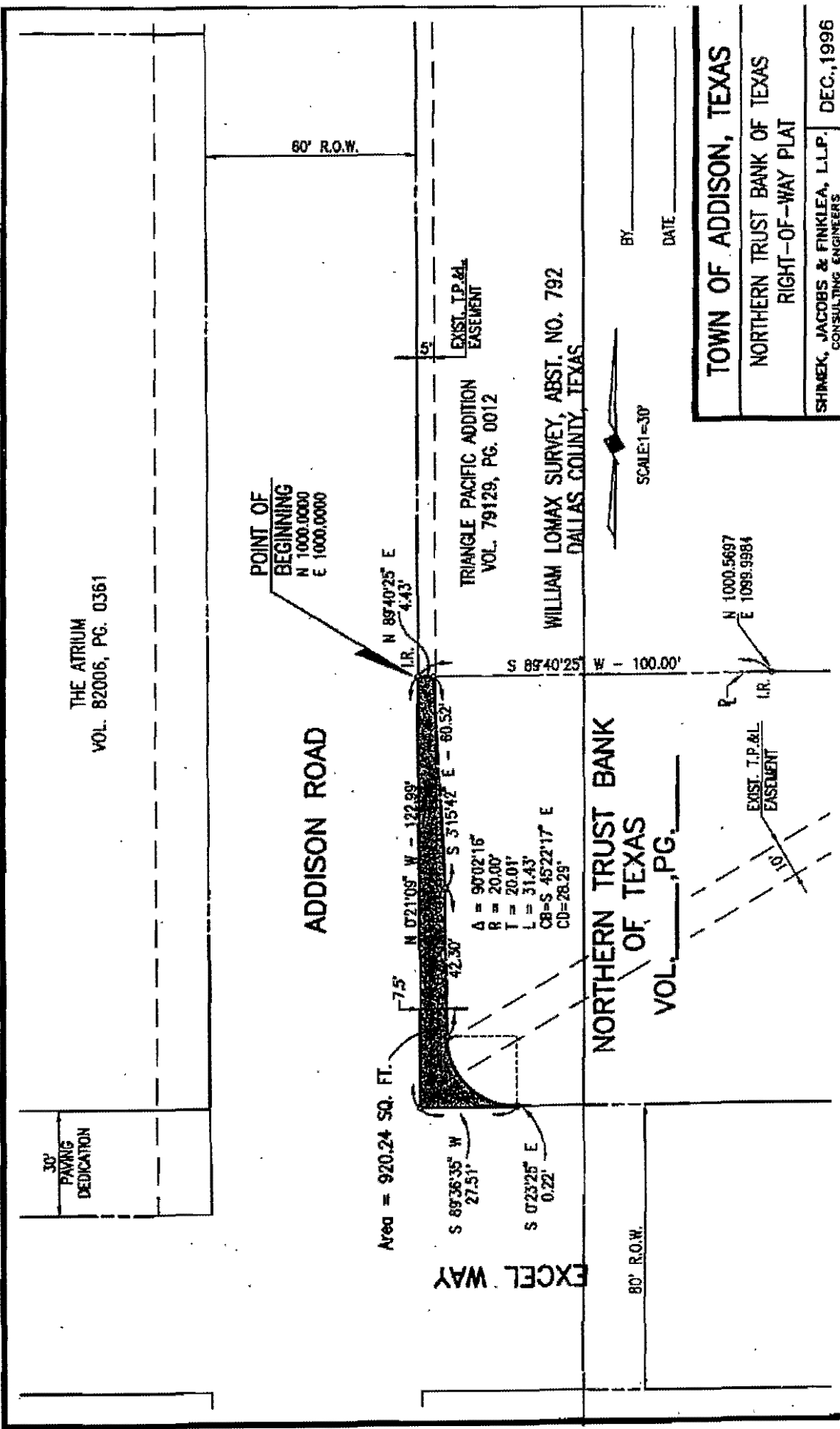
THENCE S 0°21'09" E, a distance of 42.30 feet to a point of curvature of a curve to the left, said curve to the left having a central angle of 90°02'16", a radius of 20.00 feet and a chord bearing-distance of S 45°22'17" E, 28.29 feet;

THENCE along said curve, a distance of 31.43 feet to a point for a corner;

THENCE S 0°23'25" E, a distance of 0.22 feet to a point for a corner, said point being in the north right-of-way line of said Excel Way;

THENCE S 89°36'35" W along the north right-of-way line of said Excel Way, a distance of 27.51 feet to a point for a corner, said point being the intersection of the east right-of-way line of said Addison Road, and the north right-of-way line of said Excel Way;

THENCE N 0°21'09" W, along the east right-of-way line of said Addison Road, a distance of 122.99 feet to the POINT OF BEGINNING and containing 920.24 square feet of land.



TOWN OF ADDISON, TEXAS

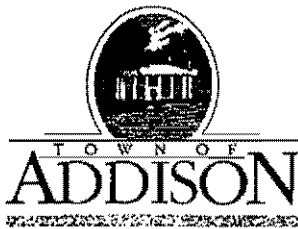
NORTHERN TRUST BANK OF TEXAS

RIGHT-OF-WAY PLAT

SHIMEK, JACOBS & FINKLEA, L.L.P.
 CONSULTING ENGINEERS

DEC., 1996

NFB-ROW.DWG



PUBLIC WORKS DEPARTMENT
Post Office Box 144 Addison, Texas 75001


*Ron
To
SIGN*

(214) 450-2871
16801 Westgrove

January 7, 1997

MEMORANDUM

TO: Ron Whitehead, City Manager

FROM: John Baumgartner, Director of Public Works 

SUBJECT: Addison Road/Excel Parkway Intersection Improvements
Right-of-Way Acquisition

At the October 8, 1996 City Council meeting, the Council approved the purchase of land for right-of-way at 16775 Addison Road, located at the northwest corner of the Addison Road/Excel Parkway Intersection. The Council approved a purchase of 975 square feet at \$7.25 per square foot, for a total purchase price of \$7,069.

Since then, the needed right-of-way has slightly increase to 1,090 square feet. Based on a land value of \$7.25 per square foot, the new purchase price is \$7,903. Attached is the revised metes and bounds description and exhibit for the right-of-way purchase. The property is owned by Brookdale Investors Limited Partnership, who have agreed to the revised area and price.

Staff recommends that the Council approve the purchase of 1,090 square feet from the tract located at 16775 Addison Road, owned by Brookdale Investors Limited Partnership for \$7.25 per square foot, for a total purchase price of \$7,903.

*Council
approved
Jan. 14, 1997*

DCN

A:\Brookdale.Mem

TEMENT

Date.: January 22, 1998

File #: PC97104838

Property Addison Rd. & Excel Way, Addison, Tx.

4.179 acre tract of land, William Lomax Survey, Dallas County, Texas

Seller Brookdale Investors, L.P., a Delaware Limited Partnership

Buyer Town of Addison

Place of Closing 8333 Douglas Avenue, Suite 130, Dallas, Texas 75225

Hexter-Fair Title Company

BUYER'S STATEMENT

CHARGES TO BUYER

Title Insurance to Hexter-Fair Title Company.....\$	<u>278.00</u>
Courier Fees to Hexter-Fair Title Company.....\$	<u>20.00</u>
Escrow Fee to Hexter-Fair Title Company.....\$	<u>150.00</u>
Tax Certificates to Hexter-Fair Title Company.....\$	<u>27.75</u>
Overnight Delivery to Hexter-Fair Title Company.....\$	<u> </u>
Recording Fees.....\$	<u>17.00</u>

TOTAL CHARGES\$ 492.75

CREDITS TO BUYER

TOTAL CREDITS\$

TOTAL CASH REQUIRED BY BUYER\$ 492.75

Purchaser understands the Closing of Escrow Agent has assembled this information representing the transaction from the best information available from other sources and cannot guarantee the accuracy thereof. Any real estate agent or lender involved may be furnished a copy of this Statement.

Purchaser understands that tax and insurance prorations and reserves were based on figures for the preceding year or supplied by others or estimates for current year, and in the event of any change for current year, all necessary adjustments must be made between Purchaser and Seller direct.

The undersigned hereby authorizes NEXTER-FAIR TITLE COMPANY to make expenditures and disbursements as shown above and approve same for payment. The undersigned also acknowledges receipt of Loan funds, if applicable, in the amount shown above and receipt of a copy of this Statement.

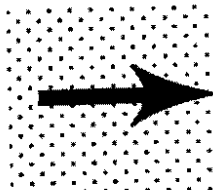
Town of Addison

BUYER: By: Ron Whitehead
Ron Whitehead, City Manager

Hexter-Fair Title Company

CLOSING OR ESCROW AGENT

**SIGN
HERE**



May 18

Addison / Excel

1. ROW Acquisition

• Atrium

Pam Birthhold 233-1606

Sell Buildings to TRIAD PROP.
Feb. Parkway just bought.
Mid-JUNE. ←

• Bent Tree National Bank.

Call to Pam Birthhold ^{July 27}
→ Meet w/ her *
Thurs. 9:00

Belvedere - Quorum Dr.

14991-300 9th

Quorum Drive

TRIAD PROPERTIES
D 75240