

**EXHIBIT
"B"**

I.

GENERAL PROVISIONS

1 CONFORMITY WITH DEVELOPMENT STANDARDS

That all uses and development within the Property shall conform to the Development Standards included in Section II herein.

2 CHANGES AND MODIFICATIONS

No changes or modifications will be made to this Plan unless all provisions pertaining to changes or modifications as stated in Section II. 14.

3 ZONING VIOLATION

Owner understands that any person, firm, corporation, or other entity violating any conditions or terms of the Plan shall be subject to any and all penalties for the violation of any zoning ordinance provisions as stated in Section 1-9, Code of Ordinances, City of Round Rock, Texas, as amended.

4 MISCELLANEOUS PROVISIONS

4.1 Severability

In case one or more provisions contained of this Plan are deemed invalid, illegal or unenforceable in any respect such invalidity, illegality or unenforceability shall not affect any other provisions of this Plan and in such event, this Plan shall be construed as if such invalid, illegal or unenforceable provision had never been contained in this Plan.

4.2 Venue

All obligations of the Plan are performable in Williamson County, Texas, and venue for any action shall be in Williamson County.

4.3 Other Ordinances

All other Ordinances within the Code, as amended, shall apply to the Property, except as clearly modified by this Plan. In the event of a conflict, the terms of this Plan shall control.

II.

DEVELOPMENT STANDARDS

1 DEFINITIONS

Words and terms used herein shall have their usual force and meaning, or as defined in the City of Round Rock Code of Ordinances, as amended, City of Round Rock, Texas, hereinafter referred to as “the Code.”

2 PROPERTY

This Plan covers approximately 32.488 acres of land, a portion of a 41.10 acre tract, located within the city limits of Round Rock, Texas, and more particularly described in **Exhibit “A”**.

3 PURPOSE

The purpose of this Plan is to ensure a PUD that 1) is equal to, superior than and/or more consistent than that which would occur under the standard ordinance requirements, 2) is in harmony with the General Plan, as amended, 3) does not have an undue adverse effect upon adjacent property, the character of the neighborhood, traffic conditions, parking, utilities or any other matters affecting the public health, safety and welfare, 4) is adequately provisioned by essential public facilities and services, and 5) will be developed and maintained so as not to dominate, by scale or massing of structures, the immediate neighboring properties or interfere with their development or use.

4 APPLICABILITY OF CITY ORDINANCES

4.1 Zoning and Subdivision Ordinances

The Property shall be regulated for purposes of zoning and subdivision by this Plan. All aspects not specifically covered by this Plan shall be regulated by the **C-1a (General Commercial-Limited)** zoning district and other sections of the Code, as applicable, and as amended. If there is a conflict between this Plan and the Code, this Plan shall supersede the specific conflicting provisions of the Code.

4.2 Other Ordinances

All other Ordinances within the Code, as amended, shall apply to the Property, except as clearly modified by this Plan. In the event of a conflict, the terms of this Plan shall control.

5 PERMITTED USES

5.1 All uses in the **C-1a (General Commercial-Limited)** zoning district, in addition to:

A. “Data Center”, subject to the following:

1. Data Center shall be defined as an establishment primarily involved in the compiling, storage, and maintenance of digital documents, records, and other types of information in digital form utilizing a mainframe computer, switches, routers, and other infrastructure critical for technology providers.
2. For the purpose of this PUD, a data center shall be entirely contained within a perimeter wall, and the primary buildings shall not exceed 6 stories in height.

B. “Communications Tower”, lattice style, subject to the provisions listed in Section 12 below, Communications Tower.

C. “Major Utility – Primary Electric Substation”, subject to the screening provisions listed in Section 9 below and shall be located as depicted on the Concept Plan.

5.2 Unless otherwise described below, the definitions of all terms used to describe uses in this document shall be those found in the Code of the City of Round Rock, as amended.

6 ACCESSORY STRUCTURES

6.1 Accessory structures may be permitted in compliance with the setbacks of the **C-1a (General Commercial-Limited)** zoning district with the following exceptions:

A. Accessory structures located between the primary structure and the western property line shall be limited to a maximum height of forty (40) feet.

B. Accessory structures located between the primary structure and the eastern property line shall be limited to a maximum height of twenty (20) feet and shall be set back a minimum distance of fifty (50) feet from the eastern property line. Such accessory structures shall not extend beyond the northern façade of the primary structure towards the north property line adjacent to single family/two family residential use.

7 **BUILDING DESIGN**

- 7.1 Building materials, articulation, and design shall be substantially consistent with “**Exhibit B**”.

8 **SIGNAGE**

- 8.1 Signage shall be permitted on the building façade and perimeter walls. No free-standing signage is permitted.
- A. Signage shall be back lit; each sign shall not exceed 175 square feet in sign area. The data center shall have a maximum of three (3) signs.

9 **LANDSCAPING FOR DATA CENTER USE**

- 9.1 All applicable requirements for landscaping found in 8-10 of the Code shall apply, with the following exceptions:
- A. Interior parking lot landscape requirements:
1. End islands and interrupting islands for new construction shall not be required to contain landscaping within each landscape island.
 2. The number of trees required of parking lot landscaping shall be planted onsite and outside of the boundary of the perimeter wall. Parking lot landscaping trees shall be planted within public view.
- B. The development of a data center shall be exempt from foundation treatment requirements and parking lot landscape buffer requirements.
- C. Perimeter Buffers

In lieu of foundation treatment requirements and parking lot landscape buffer requirements, the following minimum landscaping shall be required within landscape buffers that measure at least eight (8) feet wide in locations depicted on the Concept Plan. Buffers shall be subject to the following planting requirements:

1. Buffer Type 1 (Along the SH45 frontage as depicted on the Concept Plan):
 - a) One large tree shall be provided every fifty (50) linear feet of buffer length, on center, and shall be planted outside all utility easements. Large trees shall be a minimum caliper of four (4) inches in diameter at time of planting.
 - b) One (1) medium tree, with a minimum caliper of two (2)

inches at time of planting, shall be provided for each fifty (50) linear feet of buffer length.

- c) One (1) large shrub shall be provided for every eight (8) linear feet of buffer length.

- 2. Buffer Type 2 (Along the North and East Property line adjacent to residential uses as depicted on the Concept Plan):

- a) One (1) large tree, with a minimum caliper of three (3) inches at time of planting, shall be planted for each fifty (50) linear feet of buffer length.

- b) One (1) medium tree, with a minimum caliper of two (2) inches at time of planting, shall be planted for each fifty (50) linear feet of buffer length.

- 3. Buffer Type 3 (Adjacent to the major utility/electric substation as depicted on the Concept Plan)

- a) One (1) medium evergreen tree, with an upright growth habit, shall be provided for each twenty (20) linear feet of buffer length. Trees shall be installed at a minimum size of two (2) inches in caliper and chosen from the following species: Eastern Red Cedar, Arizona Cypress, Carolina Cherry Laurel, Magnolia grandiflora cultivars 'Greenback', 'Hasse', or 'Little Gem'. Tree species selections may be mixed to add visual interest.

- D. If conflicting elements prevent trees from on center spacing, trees may be clustered provided they meet the minimum spacing required for large trees within the City Tree Technical Manual.

- E. All trees shall be an evergreen species selected from the City Tree Technical Manual.

10 WALLS/ FENCES FOR DATA CENTER USE

- 10.1** The following requirements apply to walls and fences proposed for perimeter security and/or screening purposes:

- A. All walls shall provide a finished face to abutting public rights-of-way and all adjacent properties.
- B. Walls shall not conflict with sight visibility triangles at street intersections or obstruct views from adjacent driveways.

- C. Walls shall be constructed of brick, natural stone, precast concrete panel or architectural concrete masonry units (CMU) and have a decorative finish.
- D. Pillars shall be constructed of masonry or steel.
- E. The maximum height for perimeter or screening walls/ fences shall be no more than twenty (20) feet.
- F. The wall design shall be substantially consistent with “**Exhibit B**”.

11 SITE LIGHTING

11.1 The following requirements apply to site lighting:

- 1) Free standing light fixtures shall not exceed thirty (30) feet in height; however, if a light fixture is within twenty-five (25) feet of a residential or multi-family property line, it shall not exceed twenty (20) feet in height.
- 2) The cone of light shall not encroach onto residential properties, with a maximum foot candle reading of zero (0) foot candles at the shared property line. At no point shall a free standing light pole be constructed between the perimeter wall and a residential property line.
- 3) No lighting shall be mounted on an exterior wall/ fence facing a residential property line, nor shall any ground lighting be directed towards a residential property line.

12 COMMUNICATIONS TOWER

- A. The following requirements apply to a single lattice style communications tower proposed with the development of the data center:
- B. A communications tower shall not exceed eighty (80) feet in height. The maximum height of the tower shall apply to both the tower and any structures attached to the tower.
- C. The communications tower shall be exclusive to the operations of the data center and shall not allow collocation of separate users.
- D. The communications tower shall meet all state and federal regulations regarding the construction and operation of a communications tower.
- E. The communications tower shall be subject to the location identified within **Exhibit “B”** and shall be located a minimum of 200 feet from residential property lines and a minimum of 100 feet from the centerline of a public right-of-way.

13 CHANGES TO DEVELOPMENT PLAN

13.1 Minor Changes

- A. The PDS director shall have the authority to administratively approve a minor change to a development plan of up to ten percent (10%) of any numerical standard contained within the plan. Minor changes may include, but not be limited to, adjustments to lot lines, parking and loading areas, driveways, parking counts, building configurations and orientations, architectural design, building and landscaping materials, tree retention, street alignments, sidewalks, drainage facilities, project phasing, lighting, and site layout. The PDS director shall also have the authority to administratively approve a change in the development plan to the maximum height of a free-standing sign or a change to the maximum allowable display area of any signage.

- B. Minor amendments shall not include:
 - 1. Changes in land use;
 - 2. Increases in density, building height, or coverage of the site;
 - 3. Decreases in setbacks abutting residential land uses and zoning districts;
 - 4. Decreases in parkland or open space;
 - 5. Any proposed modification that reduces the quality of the PUD, as determined by the PDS director; or
 - 6. Any proposed modification that seeks to alter a condition, standard, or requirement that was incorporated into the development plan as a result of public testimony during a planning and zoning commission or a city council hearing.

13.2 Major Changes

All changes not permitted under section 13.1 above shall be resubmitted following the same procedure required by the original PUD application and will require city council approval.

LIST OF EXHIBITS

<u>EXHIBIT</u>	<u>DESCRIPTION</u>
Exhibit "A"	Legal Description of Property
Exhibit "B"	Concept Plan
Exhibit "C"	Building and Perimeter Wall Elevations
Exhibit "D"	Communication Tower Elevation

LEGAL DESCRIPTION

BEING a tract of land situated in the City of Round Rock, Williamson County, Texas, being a part of the Aaa Thomas Survey, Abstract No. 809, being a part of a called 41.10 acre tract of land described in General Warranty Deed to Dell Computer Holdings, L.P., recorded in Document No. 9606843, Official Public Records, Williamson County, Texas (O.P.R.W.C.T.), and being more particularly describes as follows:

BEGINNING at five-eighths inch iron rod with aluminum cap stamped "TXDOT" found at the southeast corner of Lot 1, Block A of Dell East Campus Subdivision Section One, an addition to the City of Round Rock, recorded in Cabinet Q, Slides 175-177, Flat Records, Williamson County, Texas (P.R.W.C.T.), said capped iron rod being in the northern line of State Highway 45 (Louisiana Boulevard) (a variable width right-of-way);

THENCE along the east line of said Lot 1, the following courses and distances;

North 16 degrees 54 minutes 03 seconds West, a distance of 349.89 feet to a PK nail with shiner found for an angle point;

North 18 degrees 59 minutes 09 seconds West, a distance of 275.59 feet to a one-half inch iron rod with yellow cap stamped "BURY" found for an angle point;

North 14 degrees 59 minutes 41 seconds West, a distance of 57.59 feet to a one-half inch iron rod with yellow cap stamped "BURY" found for an angle point;

North 03 degrees 12 minutes 37 seconds East, a distance of 1,147.98 feet to a one-half inch iron rod with yellow cap stamped "BURY" found at the northeast corner of said Lot 1, said capped iron rod being in the north line of said 41.10 acre tract of land, and being in the south line of Windy Park Section Two Revised, an addition to the City of Round Rock, recorded in Cabinet R, Slides 232-234, P.R.W.C.T.;

THENCE South 88 degrees 16 minutes 30 seconds East, a distance of 605.64 feet along the north line of said 41.10 acre tract of land and south line of said Windy Park Section Two Revised to a one-half inch iron rod in concrete;

THENCE South 88 degrees 10 minutes 21 seconds East, a distance of 299.99 feet to a five-eighths inch rod found at the northeast corner of said 4.10 acre tract of land, and being the northwest corner of Lot 2, Block A of Stonehaven, an addition to the City of Round Rock, recorded in Cabinet R, Slides 156-159, P.R.W.C.T.;

THENCE along the east line of said 41.10 acre tract of land and the west line of said Lot 2, the following courses and distances;

South 03 degrees 14 minutes 04 seconds West, a distance of 362.26 feet along the east line of said 41.10 acre tract of land and the west line of said Stonehaven to a five-eighths inch rod found with yellow cap for an angle point;

South 03 degrees 12 minutes 51 seconds West, passing at a distance of 1,171.81 feet a one-half inch iron rod with red cap and continuing a total distance of 1,193.65 feet to a three inch Brass TXDOT monument found at the southeast corner of said 41.10 acre tract of land, said capped iron rod being in the northern line of said State Highway 45;

THENCE South 71 degrees 25 minutes 47 seconds West, passing at a distance of 19.20 feet a three inch Brass TXDOT monument found and continuing a total distance of 681.31 feet to the POINT OF BEGINNING containing 1,415,159 square feet or 32.488 acres more or less.

EASEMENT NOTES:

Reference: First American Title Insurance Company, dated effective November 3, 2022 and issued November 14, 2022 under GP No. 20224626.

Schedule B:

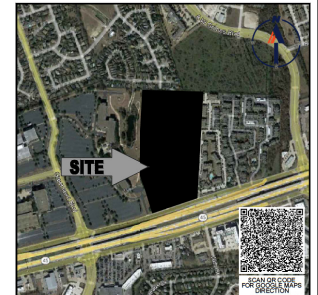
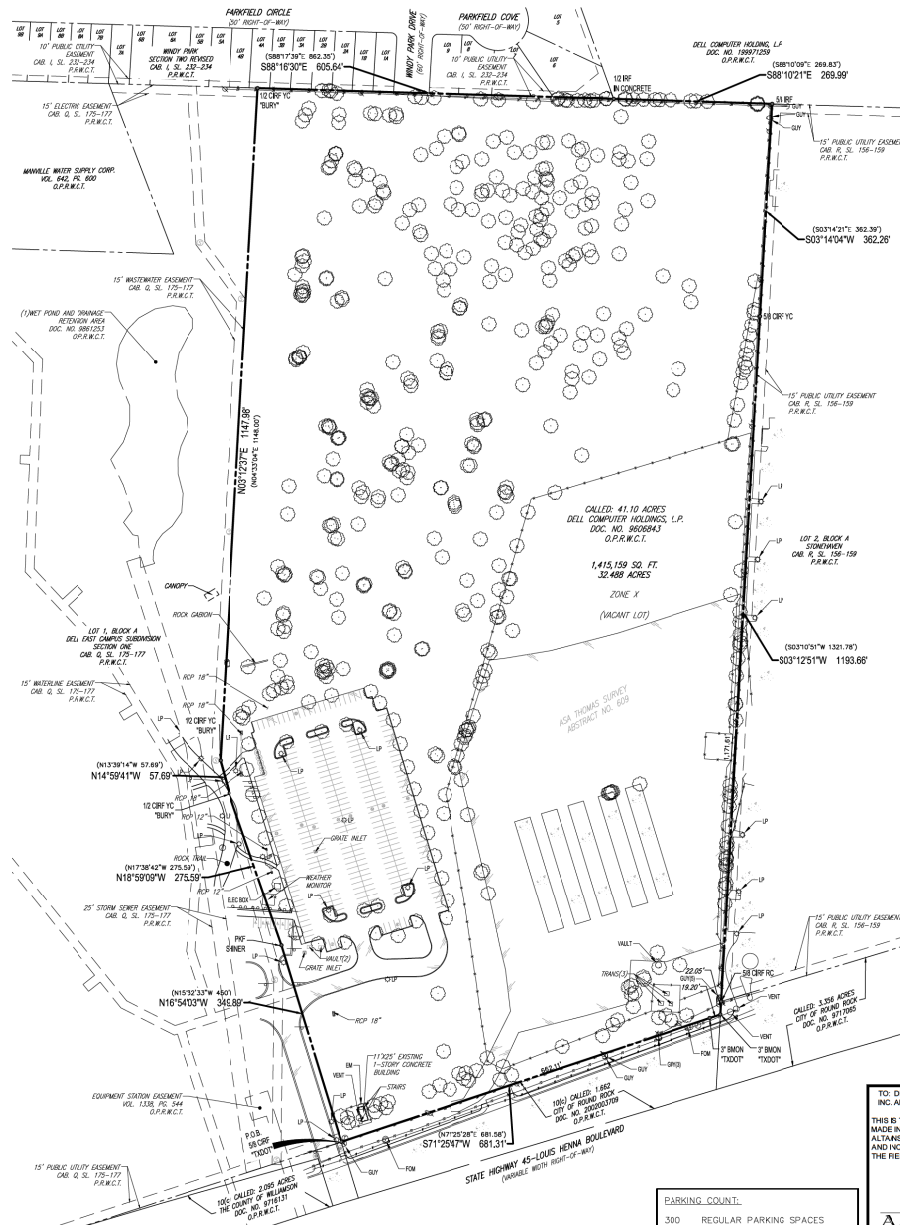
1. Document No. 9661253 of the Official Records of Williamson County, Texas. Not located on subject tract - as shown hereon.

10(a). Electric distribution easement granted to Texas Power and Light Co., by instrument dated November 22, 1976, recorded in Volume 705, Page 892 of the Deed Records of Williamson County, Texas. This tract of land is part of that tract of land, however, the exact location the surveyor is unable to determine because of vague and ambiguous description.

10(b). Assignment of Utility and Development Rights dated February 8, 1996, and recorded under Document No. 9606844 of the Official Records of Williamson County, Texas. This tract of land is part of that tract of land described in said document.

10(c). The terms, conditions and stipulations of that certain Resolution No. R-40-11-21-1004 dated November 21, 2000, recorded under Document No. 2002003709 of the Official Public Records of Williamson County, Texas. Not located on subject tract - as shown hereon.

10(d). The terms, conditions and stipulations of that certain Electric Utility Easement and Right of Way dated September 30, 2021, recorded under Document No. 2021166759 of the Official Public Records of Williamson County, Texas. Not located on subject tract and not in platable area.



LOCATION MAP
SCALE: 1"=1 S.

LEGEND

- P.O.B. POINT OF BEGINNING
- IR IRON ROD FOUND
- CR CAPPED IRON ROD FOUND STAMPED
- BM BRASS MONUMENT FOUND
- PK PK NAIL FOUND
- YC YELLOW CAP
- RC RED CAP
- P.B.C. PLAT RECORDS, WILLIAMSON COUNTY, TEXAS
- O.P.R.C. OFFICIAL PUBLIC RECORDS, DENTON COUNTY, TEXAS
- CM CM CABINET PAGE
- DC DC DOCUMENT NUMBER
- SL FT. SQUARE FEET
- VL VOL. VOLUME PAGE
- () ORIGINAL BOUNDARY CALL
- (M) CONTROLLING MONUMENT
- EX EXISTING FENCE LINE
- OE OVERHEAD ELECTRIC LINE
- UL UNDERGROUND WATER LINE
- UF UNDERGROUND FIBER OPTIC
- FW FIBER OPTIC WARMER
- SP SIGN
- ST POWER POLE
- CS COMMUNICATION CABINET
- TR TRANSFORMER
- SS SANITARY SCHER MANHOLE
- TE TELEPHONE MANHOLE
- WV WATER VALVE
- T TREE
- FH FIRE HYDRANT
- LP LIGHT POLE
- GA GUIDE ANCHOR
- EM ELECTRIC METER
- WM WATER METER
- FL FLOW LINE
- RC REINFORCED CONCRETE PIPE
- PL POLYVINYL CHLORIDE PIPE
- B BOLLARD
- AP ASPHALT PAVEMENT
- C CONCRETE PAVEMENT

GENERAL NOTES:

- The basis of bearing is derived from the Texas A&M RTKnet Cooperative Network - Texas State Plane Coordinate System, Central Zone (4203), NAD83. Elevations, if shown, are derived from North American Vertical Datum (NAVD) 88 using GEOID12A.
- According to Community Panel No. 484910835F, dated December 20, 2019 of the Federal Emergency Management Agency, National Flood Insurance Program Map, a portion of this property is within Flood Zone "X" (areas determined to be outside 500-year floodplain), which is not a special flood hazard area, this flood statement does not imply that the property and/or the structures thereon will be free from flooding or flood damage. On rare occasions, greater floods can and will occur and flood heights may be increased by man-made or natural causes. This statement shall not create liability on the part of the Surveyor.
- The zoning of the subject tract is General Commercial (C-1), according to City of Round Rock Zoning Map. This survey has been prepared without a zoning report or letter being provided to the surveyor. No list of current zoning classifications, setback requirements, the height and floor space area restrictions or parking requirements have been identified in the process of conducting the fieldwork.
- Location of all underground utilities are approximate, source information from record documents listed in title commitment from First American Title Insurance Company, dated effective November 3, 2022 and issued November 14, 2022 under GP No. 20224626 has been combined with observed evidence of utilities at the time of this survey to develop a view of those underground utilities. However, lacking excavation, the exact location of underground features cannot be accurately, completely and reliably depicted. Where additional or more detailed information is required, the client is advised that excavation may be necessary.
- Property has direct access to State Highway 45 (a variable width right-of-way) along the southern boundary.
- The subject property has no visible signs of recent earth work, building construction or building additions.
- There were no changes to the street-right-of-way, evidence of sidewalk construction or repairs were observed in the process of conducting the fieldwork.
- This survey has been prepared for the sole purpose of the transaction described in the referenced title commitment and the parties listed thereon. This survey is not to be used for any subsequent transactions.

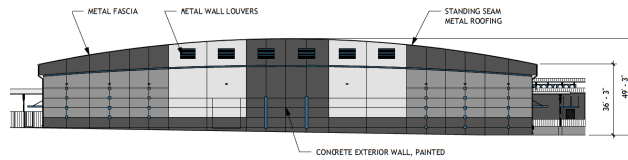
Exhibit A

1. TITLE COMMENTS		ASA	01/03/2023
2. DESCRIPTION OF REVISION		BY:	DATE
ALTA/NSPS LAND TITLE SURVEY			
THIS IS TO CERTIFY THAT THIS MAP OR PLAN AND THE SURVEY ON WHICH IT IS BASED WERE MADE IN ACCORDANCE WITH THE 2021 MINIMUM STANDARD DETAIL REQUIREMENTS FOR ALTA/NSPS LAND TITLE SURVEYS, JOINTLY ESTABLISHED AND ADOPTED BY ALTA AND NSPS, AND INCLUDES ITEMS 1, 2, 3, 4, 5, 6, 7, 8, 9, 10(a), 11(b), 12, 13, 14, 15 & 17 OF TABLE THEREOF. THE FIELD WORK WAS COMPLETED ON NOVEMBER 18, 2022.			
FILE NO. TS0216013		2002 NETWORK BLDG. SATE 191 PRECISION 100007004 488-03-700 www.switchsurvey.com TEL: 817-591-1000 FAX: 817-591-1001	
11/09/22		SITE CIVIL/CONSULTING ENGINEERING LAND SURVEYING PROGRAM MANAGEMENT ASBESTOS/ENVIRONMENTAL CONSULTING TRANSPORTATION SERVICES	
FIELD DATE	DRAWN	REVISED	APPROVED
11/18/22	CRK	CRC	ASA
		SCALE	1"=100'
		1 OF 1	

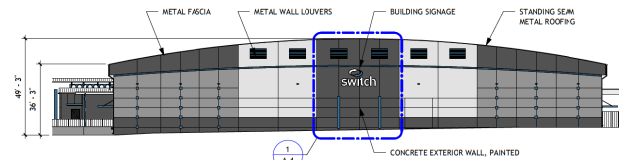
AARON S. ANDREE
REGISTERED PROFESSIONAL LAND SURVEYOR NO. 6920
JANUARY 03, 2023

THIS CERTIFICATION IS MADE TO ONLY NAMED PARTIES FOR PURCHASE AND/OR MORTGAGE OF INTERESTED RELATED PROPERTY. IT IS NOT VALID FOR ANY OTHER PURPOSE INCLUDING, BUT NOT LIMITED TO, USE OF SURVEY APPROPRIATE, RESALE OF PROPERTY, OR TO ANY OTHER PERSON NOT LISTED IN CERTIFICATION, EITHER DIRECT OR INDIRECTLY.

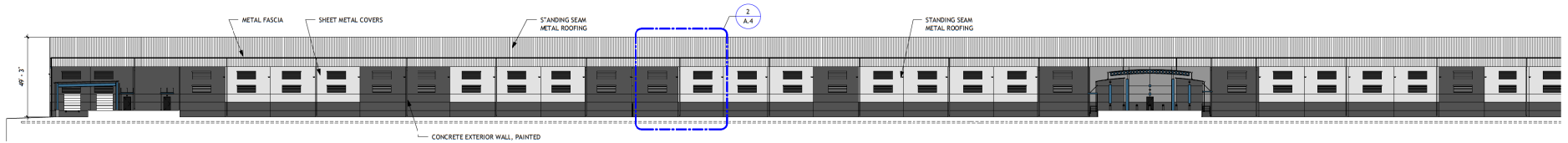
THIS DOCUMENT IS THE PROPERTY OF AARON S. ANDREE. IT IS TO BE USED ONLY FOR THE PROJECT AND DATE SPECIFIED HEREON. IT IS NOT TO BE REPRODUCED OR TRANSMITTED IN ANY FORM OR BY ANY MEANS, ELECTRONIC OR MECHANICAL, INCLUDING PHOTOCOPYING, RECORDING, OR BY ANY INFORMATION STORAGE AND RETRIEVAL SYSTEM, WITHOUT THE WRITTEN PERMISSION OF AARON S. ANDREE.



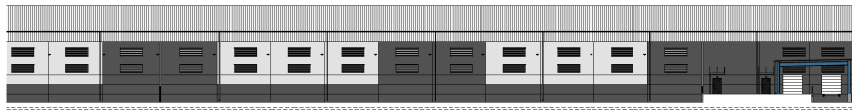
1 AUS NAP 06 - NORTH ELEVATION
1" = 30'-0"



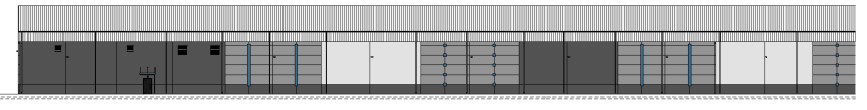
2 AUS NAP 06 - SOUTH ELEVATION
1" = 30'-0"



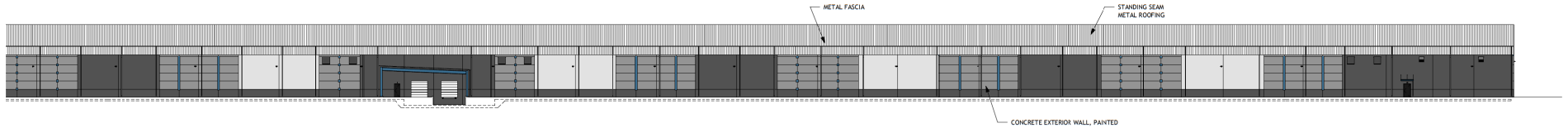
3 AUS NAP 06 - WEST ELEVATION (PARTIAL)
1" = 30'-0"



4 AUS NAP 06 - WEST ELEVATION (PARTIAL)
1" = 30'-0"



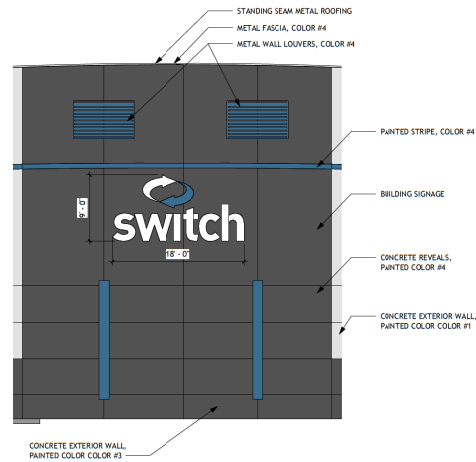
5 AUS NAP 06 - EAST ELEVATION (PARTIAL)
1" = 30'-0"



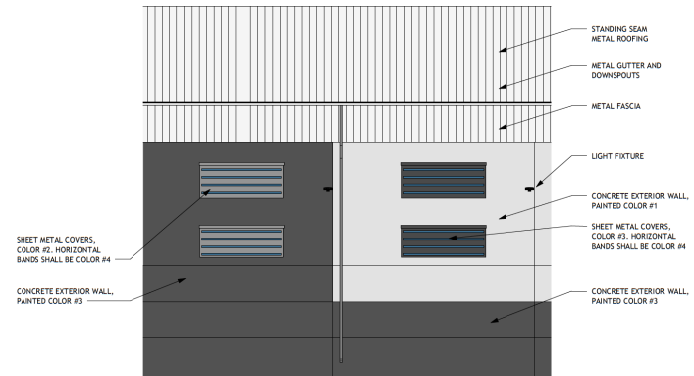
6 AUS NAP 06 - EAST ELEVATION (PARTIAL)
1" = 30'-0"

ELEVATION COLOR KEY

	COLOR #1 - 'WHITE'
	COLOR #2 - 'GRANITE GREY'
	COLOR #3 - 'DARK GREY'
	COLOR #4 - 'BLUE'



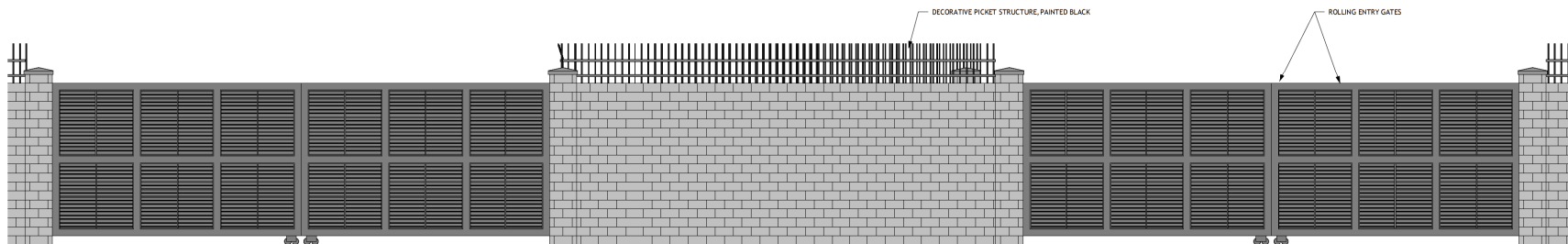
1 TYPICAL SIGNAGE
1/8" = 1'-0"



2 TYPICAL COLOR SCHEME
1/8" = 1'-0"



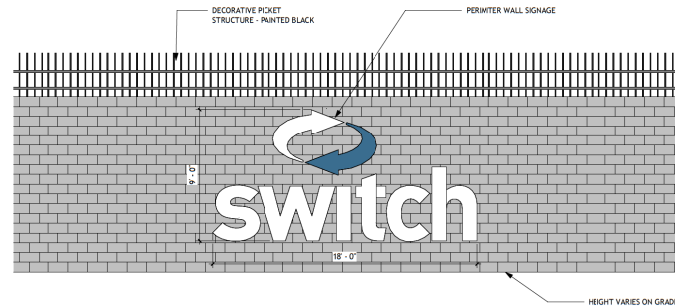
3 TYP SITE WALL AT ENTRY
1" = 30'-0"



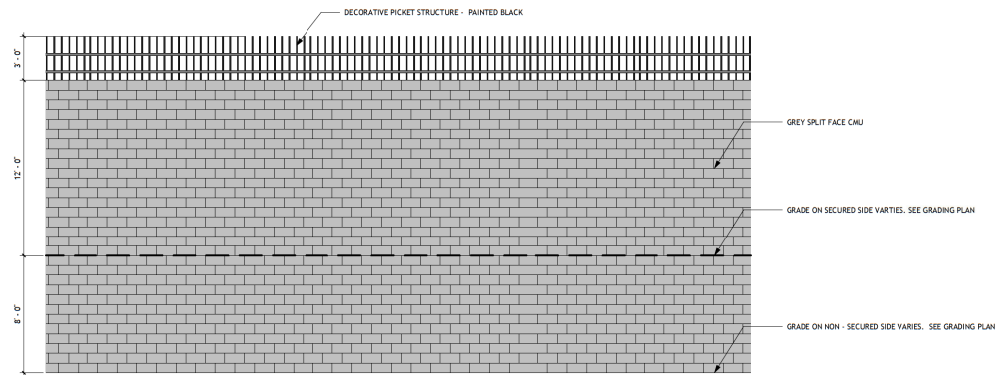
4 TYP. ENTRY GATE
1/4" = 1'-0"

ELEVATION COLOR KEY

	COLOR #1 - 'WHITE'
	COLOR #2 - 'GRANITE GREY'
	COLOR #3 - 'DARK GREY'
	COLOR #4 - 'BLUE'



1 WALL ELEVATION - SIGN
1/4" = 1'-0"



2 TYP CMU WALL AT RETAINAGE
1/4" = 1'-0"

