

7. **Venue and Choice of Law.** The obligations and undertakings of each of the Parties shall be performable in Bexar County, Texas, and this Participation Agreement shall be governed by and construed in accordance with the laws of the State of Texas and the United States of America.

8. **Entirety of Agreement and Modification.** This instrument constitutes the entire agreement between the Parties relating to the rights herein granted and the obligations herein assumed. Any prior agreements, promises, negotiations, or representations not expressly set forth in this Participation Agreement are of no force of effect. Any oral representations or modifications concerning this Participation Agreement shall be of no force or effect, excepting a subsequent modification in writing signed by the Party to be charged and expressly approved by an authorized representative of such Party.

9. **Non-Assignment.** The Participant shall not sell, transfer, or assign all or any part of this Participation Agreement to a party other than a successive owner of all or a portion of the Property without prior written consent of the Administrator.

10. **Successors and Assigns.** This Participation Agreement shall be binding upon and inure to the benefit of the heirs, successors, and assigns of the respective Parties hereto, as and where authorized pursuant to this Participation Agreement.

11. **Notice.** All notices under this Participation Agreement shall be in writing and shall be deemed to have been properly given, delivered and received (a) as of the date of delivery if personally delivered, or (b) as of the date of deposit in the mail system if sent by United States certified mail, return receipt requested, postage prepaid. For purposes of notices, the addresses of the Parties are as follows

PARTICIPANT:

Guajolote Ranch Inc.
127 Charles Road
San Antonio, TX 78209
Attn: Mr. Richard H. Lepere
Email: Rick@leperecres.com
Phone: (210) 365 -4383

Sidney E. Edwards and Marcie A. Edwards
2720 Donald Ross Road, Unit 413
Palm Beach Gardens, FL 33410
Attn: Mr. Gene Edwards
Email: Geneedwards1@yahoo.com
Phone: (210) 240-8139

ADMINISTRATOR:

Southern Edwards Plateau Habitat Conservation Plan
Plan Administrator
City of San Antonio, Texas
Development Services Department
1901 S. Alamo St.
San Antonio, TX 78204
Attn: Melissa Ramirez
Email: Melissa.Ramirez@sanantonio.gov
Phone: 1.210.207.7038