

CITY OF TEXAS CITY
REGULAR CALLED CITY COMMISSION MEETING

AGENDA

WEDNESDAY, FEBRUARY 19, 2020 - 5:00 P.M.
KENNETH T. NUNN COUNCIL ROOM - CITY HALL
1801 9th Ave. N.
Texas City, TX 77590

PLEASE NOTE: Public comments and matters from the floor are generally limited to 3 minutes in length. If you would like to request to speak, please do so in advance of the meeting by filling out a Request To Address Commission form. All in attendance are required to remove hats and/or sunglasses (dark glasses) during meetings and to also silence all cell phones and electronic devices.

(1) ROLL CALL

(2) INVOCATION

(3) PLEDGE OF ALLEGIANCE

(4) PROCLAMATIONS AND PRESENTATIONS

(a) Service Awards

George Slaughter	Waste Water Treatment Plant	02/21/2005	15 years
Abraham Zuniga	Public Works	02/29/2000	20 years

(5) REPORTS

(a) Racial Profiling Report (Marshal's Office)

(6) PUBLIC COMMENTS

(7) CONSENT AGENDA

(a) Approve City Commission Minutes for February 5, 2020 meeting. (City Secretary)

(b) Consider and take action on Resolution No. 20-007, approving Phase II of the Meter Project. (Water Billing Department)

(c) Consider and take action on Resolution No. 20-008, approving a First Amendment to Interlocal Agreements between the City, TIRZ 1, College of the Mainland and Galveston County. (Management Services)

- (d) Consider and take action on Resolution No. 20-009, appointing Stephanie Doyle to the Board of Trustees for the Moore Memorial Public Library. (Management Services)
- (e) Consider and take action on Resolution No. 20-010, approving the plan of finance for the refunding of the City of Texas City's Certificates of Obligation, Series 2010. (Finance)
- (8) REGULAR ITEMS
 - (a) Consider and take action on Ordinance No. 20-07, to amend the City of Texas City's fiscal year 2019-20 Budget to appropriate additional funds for Carver Park ball fields lighting project. (Finance)
- (9) MAYOR'S COMMENTS
- (10) COMMISSIONERS' COMMENTS
- (11) ADJOURNMENT

NOTICE OF ANY SUBJECT APPEARING ON THIS AGENDA REGARDLESS OF HOW THE MATTER IS STATED MAY BE ACTED UPON BY THE CITY COMMISSION.

NOTICE: The City of Texas City will furnish free transportation to handicapped individuals via a 4-door sedan for anyone wishing to attend the City Commission meetings. Call 948-3111, City Secretary's Office before noon on Monday preceding the meeting to make arrangements.

I, THE UNDERSIGNED AUTHORITY, DO HEREBY CERTIFY THAT THIS NOTICE OF MEETING WAS POSTED ON THE BULLETIN BOARDS AT CITY HALL, 1801 9TH AVENUE NORTH, TEXAS CITY, TEXAS, AT A PLACE CONVENIENT AND READILY ACCESSIBLE TO THE GENERAL PUBLIC AND ON THE CITY'S WEBSITE ON FEBRUARY 14, 2020, PRIOR TO 5:00 P.M. AND REMAINED SO POSTED CONTINUOUSLY FOR AT LEAST 72 HOURS PRECEDING THE SCHEDULED TIME OF SAID MEETING.

RHOMARI LEIGH
INTERIM CITY SECRETARY

CITY COMMISSION REGULAR MTG

(4) (a)

Meeting Date: 02/19/2020

February 2020 Service Awards

Submitted For: Jennifer Price, Human Resources

Submitted By: Susan Sensat, Administration

Department: Human Resources

Information

ACTION REQUEST (Brief Summary)

Service Awards

George Slaughter Waste Water Treatment Plant 02/21/2005 15 years

Abraham Zuniga Public Works 02/29/2000 20 years

BACKGROUND

ANALYSIS

ALTERNATIVES CONSIDERED

Fiscal Impact

CITY COMMISSION REGULAR MTG

(7) (b)

Meeting Date: 02/19/2020

Submitted By: Rhomari Jackson, City Secretary

Department: City Secretary

Information

ACTION REQUEST (Brief Summary)

Consider and take action on Resolution No. 20-007, approving Phase II of the Meter Project.
(Water Billing Department)

BACKGROUND

The money is already approved in the current budget.

Meter Replacement Project Phase II

Amount \$1,340,920.00

Actual work is ongoing from Phase I (work commenced 4/1/19)

ANALYSIS

ALTERNATIVES CONSIDERED

Fiscal Impact

Attachments

Resolution

RESOLUTION NO. 20-007

A RESOLUTION APPROVING AND AUTHORIZING THE MAYOR TO ENTER INTO AN AGREEMENT WITH ACCURATE METER SUPPLY, INC., TO BEGIN PHASE II OF THE METER REPLACEMENT PROJECT; AND PROVIDING THAT THIS RESOLUTION SHALL BECOME EFFECTIVE FROM AND AFTER ITS PASSAGE AND ADOPTION.

WHEREAS, Accurate Meter Supply, Inc., the sole distributor of Badger Meters, has submitted quotes to remove old water meters and to replace said meters with automated water meters for the City; and

WHEREAS, Phase I of the Meter project began April of 2019; and

WHEREAS, Phase II of the Meter Replacement Project is ready to begin and funds have been made available in the amount of \$1,340,920.00.

NOW, THEREFORE, BE IT RESOLVED BY THE CITY COMMISSION OF THE CITY OF TEXAS CITY, TEXAS:

SECTION 1: That the City Commission hereby accepts the agreement from Accurate Meter Supply, Inc. to begin Phase II of the Meter Replacement Project.

SECTION 2: That the Mayor is hereby authorized to enter into an Agreement for the removal of old water meters and replacing said meters with automated water meters.

SECTION 3: That this Resolution shall be in full force and effect from and after its passage and adoption.

PASSED AND ADOPTED this 19th day of February 2019.

Matthew Doyle,
City of Texas City, Texas

ATTEST:

APPROVED AS TO FORM:

Rhomari D. Leigh
Interim City Secretary

Kyle L. Dickson
City Attorney

CITY COMMISSION REGULAR MTG

(7) (c)

Meeting Date: 02/19/2020

Submitted By: Rhomari Jackson, City Secretary

Department: City Secretary

Information

ACTION REQUEST (Brief Summary)

Consider and take action on Resolution No. 20-008, approving a First Amendment to Interlocal Agreements between the City, TIRZ 1, College of the Mainland and Galveston County. (Management Services)

BACKGROUND

Back in June 2019, City Commission adopted Ord. 19-15 approving amendments to the TIRZ 1 Project Plan and Financing Plan. Since that time, Galveston County and College of the Mainland have both approved the same amendments to the Project Plan and Financing Plan; and both have approved amendments to the Interlocal Agreements. This Resolution under consideration amends Texas City's Interlocal Agreement with Galveston County, and amends the Interlocal Agreement with College of the Mainland.

ANALYSIS

ALTERNATIVES CONSIDERED

Fiscal Impact

Attachments

Resolution

Attachment

RESOLUTION NO. 20-008

A RESOLUTION APPROVING A FIRST AMENDMENT TO THE INTERLOCAL AGREEMENT AMONG THE CITY, REINVESTMENT ZONE NO. 1, AND THE COLLEGE OF THE MAINLAND AND APPROVING A FIRST AMENDMENT TO THE INTERLOCAL AGREEMENT AMONG THE CITY, REINVESTMENT ZONE NO. 1 AND GALVESTON COUNTY, TEXAS; AND PROVIDING THAT THIS RESOLUTION SHALL BECOME EFFECTIVE FROM AND AFTER ITS PASSAGE AND ADOPTION.

WHEREAS, the College of the Mainland (“College”), the City of Texas City, Texas, a municipal corporation and a home-rule city in the State of Texas (“City”), and Reinvestment Zone Number One, City of Texas City, Texas, a reinvestment zone created by the City pursuant to Chapter 311, Texas Tax Code (“Lago Mar TIRZ”) entered an Interlocal Agreement executed December 19, 2007 establishing the College’s participation the Lago Mar TIRZ (“College Agreement”); and

WHEREAS, the County of Galveston, a political subdivision of the State of Texas (“County”), the City, AND Lago Mar TIRZ entered an interlocal agreement executed July 18, 2007 and recorded on that date in the minutes of the Commissioners Court, establishing the County’s participation the Lago Mar TIRZ (“County Agreement”) attached hereto; and

WHEREAS, the College, the City and the Lago Mar TIRZ now wish to amended schedule of the College’s participation in the Lago Mar TIRZ; and

WHEREAS, the County, the City and the Lago Mar TIRZ now wish to amended schedule of the County’s participation in the Lago Mar TIRZ.

NOW, THEREFORE, BE IT RESOLVED BY THE CITY COMMISSION OF THE CITY OF TEXAS CITY, TEXAS:

SECTION 1: The City Commission of the City hereby approves execution of the First Amendment to the Interlocal Agreement executed December 19, 2007 by and among the City, Lago Mar TIRZ and the College.

SECTION 2: The City Commission of the City hereby approves execution of the First Amendment to the Interlocal Agreement executed July 18, 2007 by and among the City, Lago Mar TIRZ and the County.

SECTION 3: It is hereby found, determined, and declared that a sufficient written notice of the date, hour, place and subject of this meeting of the City Commission was posted at a place convenient to the public at the City Hall of the City for the time required by law preceding this meeting, as required by the Open Meetings Law, Chapter 551, Texas Government Code, and that this meeting has been open to the public as required by law at all times during which this ordinance and the subject matter thereof has been discussed, considered and formally acted upon. City Commission further ratifies, approves and confirms such written notice and the contents and posting thereof.

SECTION 4: This Resolution shall take effect immediately upon its first and final reading and the passage and approval.

PASSED AND ADOPTED the 19th day of February 2020.

Matthew T. Doyle, Mayor
City of Texas City, Texas

ATTEST:

APPROVED AS TO FORM:

Rhomari D. Leigh
Interim City Secretary

Kyle L. Dickson
City Attorney

STATE OF TEXAS

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COUNTY OF GALVESTON

INTERLOCAL AGREEMENT

This Interlocal Agreement (Agreement) is made and entered into by, between and among the County of Galveston, Texas (County), the City of Texas City, Texas (City), and Reinvestment Zone Number One, City of Texas City, Texas (Lago Mar TIRZ), each of whom is a Party hereto and who are collectively referred to herein as the Parties.

1. Recitals

WHEREAS, the Tax Increment Financing Act is codified as Chapter 311 of the Texas Tax Code;

WHEREAS, pursuant to Texas Tax Code § 311.010, the Board of Directors of the Lago Mar TIRZ and the governing body of the City are authorized to enter into agreements to implement and achieve the purposes of the Lago Mar TIRZ project plan and reinvestment zone financing plan;

WHEREAS, the County is acting by and through its governing body, the Galveston County Commissioners' Court, the City is acting by and through its governing body, the City Commission of Texas City, and the Lago Mar TIRZ is acting by and through its governing body, its Board of Directors;

WHEREAS, Chapter 791, Texas Government Code, known as the Interlocal Cooperation Act, authorizes local governments to contract with other local governments and agencies of the State in accordance with its' provisions;

WHEREAS, the Parties to this Agreement are all local governments within the meaning of the Interlocal Cooperation Act; and

WHEREAS, the City represents and warrants that the Lago Mar TIRZ has been created and is in compliance with the Tax Increment Financing Act including, without limitation, Texas Tax Code § 311.006.

NOW THEREFORE, it is mutually agreed by, between and among the Parties as follows:

2. Definitions

As used in this Agreement, the following terms shall have the meanings set out below. All other terms not expressly defined in this Agreement, in this Section 2 or elsewhere, which are defined in the Tax Increment Financing Act shall have the meaning ascribed to them in the Tax Increment Financing Act.

2.1 Agreement means this agreement.

2.2 Lago Mar TIRZ means Reinvestment Zone Number One, City of Texas City, Texas, created and more particularly described by City Ordinance No. 06-45, passed by the City, acting by and through its City Commission, on December 20, 2006, which is attached to this Agreement as Exhibit No. 1 and is incorporated herein by reference for all purposes; provided however, that the boundaries of the Commercial Component are described in the metes and bounds descriptions for the ten (10) tracts attached hereto in Exhibit 2 and the boundaries of the Residential Component, as provided in Exhibit 2, consists of the entire Lago Mar TIRZ save and except those ten (10) tracts comprising the Commercial Component and the Commercial Component consists of only those ten (10) tracts described in Exhibit 2. Exhibit 2 is attached hereto and incorporated herein by reference for all purposes. The City and the Board of Directors represent and warrant that the Lago Mar TIRZ consists of a wholly contiguous geographic area and that the Lago Mar TIRZ is located wholly within the City's incorporated limits and the County relies upon these representations and warranties. In the event of any conflict between the description of the boundaries of the complete Lago Mar TIRZ set forth in Ordinance No. 06-045 and the descriptions for the tracts comprising the Commercial Component of the Lago Mar TIRZ, the descriptions for the tracts shall control.

2.3 Board of Directors means the board of directors of the Lago Mar TIRZ.

2.4 Captured Appraised Value means, in accord with Texas Tax Code § 311.012, the total appraised value of all real property taxable by the County and located in the Lago Mar TIRZ for a given year less the Tax Increment Base of the County in the Lago Mar TIRZ.

2.5 City Commission means the City Commission of the City of Texas City, Texas.

2.6 Commercial Component means that geographic area described in Exhibit No. 2 for which the Commissioners' Court agrees to contribute tax increment in accordance Section 4 of this Agreement contingent upon completion of the Condition to this Agreement, which is described in Section 5.2 of this Agreement.

2.7 Commissioners' Court means the Commissioners' Court of the County of Galveston, Texas.

2.8 Galveston County Tax Increment Participation means the amount of Galveston County real property taxes levied and collected on the Captured Appraised Value which the County agrees to contribute to the Lago Mar TIRZ for a given year pursuant to Section 4 of this Agreement.

2.9 Preliminary Project Plan means the project plan and reinvestment zone financing plan for the Lago Mar TIRZ prepared by the City working in conjunction with Land Tejas Companies, Ltd. (the Master Developer) in accordance with the requirements of Section

311.003(b) of the Texas Tax Code, which the City Commission approved on December 20, 2006 in Ordinance No. 06-045.

2.10 Project Plan means the final project plan and reinvestment zone financing plan as described in Section 5.2 of this Agreement.

2.11 Residential Component means the entire Lago Mar TIRZ save and except those ten (10) tracts comprising the Commercial Component as described in Exhibit No. 2 and for which the Commissioners' Court agrees to contribute tax increment in accordance Section 4 of this Agreement contingent upon completion of the Condition to this Agreement, which is described in Section 5.2 of this Agreement.

2.12 Tax Increment Base means, in accord with Texas Tax Code § 311.012, the total appraised value of all real property taxable by the County and located in the Lago Mar TIRZ for the year 2006, which is the year that the City, acting by and through its City Commission, designated the Lago Mar TIRZ under the Tax Increment Financing Act.

2.13 Tax Increment Fund means the tax increment fund created by the City, acting by and through its City Commission, in the City's Treasury for the Lago Mar TIRZ, pursuant to the requirements of the Tax Increment Financing Act.

3. Purpose and Background

3.1 This Agreement contains the terms of the County's participation in the Lago Mar TIRZ and is in accord with the Commissioners Court's approval to contribute tax increment to the Lago Mar TIRZ and directive to prepare an interlocal agreement to contain the terms of the County's participation issued on February 21, 2007.

3.2 On December 20, 2006, the City Commission created the Lago Mar TIRZ by adoption of Ordinance No. 06-45, which designated a certain area as Reinvestment Zone Number One, City of Texas City, Texas, and described the boundaries of the reinvestment zone.

3.3 The City Commission prepared and then approved a Preliminary Project Plan on December 20, 2006, by Ordinance No. 06-045.

3.4 The City has agreed to participate in the Lago Mar TIRZ by contributing tax increments produced in the Lago Mar TIRZ into the Tax Increment Fund at a contribution rate and for a duration of years that is equal or greater to the County's participation as described in Section 4.1 of this Agreement.

3.5 The County received notice of the City's intention to establish the Lago Mar TIRZ in accordance with Texas Tax Code § 311.003(e).

3.6 The County has agreed to participate in the Lago Mar TIRZ by contributing tax increments produced in the Lago Mar TIRZ into the Tax Increment Fund as set forth herein.

4. Obligations of the County

4.1 Tax Increment Participation by the County. For and in consideration of the agreements of the Parties set forth herein, the County agrees, on behalf of Galveston County only and not on behalf of any other political subdivision within Galveston County, to participate in the Lago Mar TIRZ by contributing, to the extent authorized by law, to the Tax Increment Fund during the term of this Agreement, provided that the City participates at an equal or higher percentage contribution and at equal or longer duration, the following:

4.1.1 Residential Component (20 years, 60/40%). For the Residential Component, the County agrees to contribute to the Tax Increment Fund sixty-percent (60%) of the tax increment attributable to the Captured Appraised Value of real property located in the Residential Component of the Lago Mar TIRZ for a duration of ten (10) tax years, beginning on January 1, 2008 and ending on December 31, 2017, and continuing thereafter by contributing forty-percent (40%) of the tax increment attributable to the Captured Appraised Value of real property located in the Residential Component of the Lago Mar TIRZ for a duration of ten (10) tax years beginning on January 1, 2018 and ending on December 31, 2027.

4.1.2 Commercial Component (30 years, 100%). For the Commercial Component, the County agrees to contribute to the Tax Increment Fund one hundred percent (100%) of the tax increment attributable to the Captured Appraised Value of real property located in the Commercial Component of the Lago Mar TIRZ for a duration of thirty (30) tax years, beginning on January 1, 2008 and ending on December 31, 2037.

4.2 Tax Increment – Source. The County is not obligated to pay its Galveston County Tax Increment Participation from any source other than taxes collected on the Captured Appraised Value. The County has no duty or obligation to pay the Galveston County Tax Increment Participation from any other County taxes or revenues.

4.3 Tax Increment – Collected Funds Only. The County has no duty or obligation to pay the Galveston County Tax Increment Participation until the Galveston County Tax Increment Participation is actually collected.

4.4 Tax Increment – Payment by the County into the Tax Increment Fund. The obligation to pay the Galveston County Tax Increment Participation shall accrue as taxes representing the Galveston County Tax Increment Participation are collected by the County and payment shall be due as provided in Section 311.013(c) of the Texas Tax Code. No interest or penalty will be charged to the County for any late payment from the County; provided, however, that penalty and interest on any delinquent payments from the Galveston County Tax Increment Participation shall be paid to the Tax Increment Fund in the amounts required by Section 311.013(c) of the Texas Tax Code.

4.5 Interest and Penalties Collected by the County. Any interest or penalties charged to taxpayers and collected by the County with respect to taxes included in the Galveston County Tax Increment Participation shall be retained by the County.

4.6 Expansion Limitations.

4.6.1 Area Limitation. The obligation of the County to participate in the Lago Mar TIRZ by contributing its Galveston County Tax Increment Participation is limited to the areas described in Exhibits 1 and 2. The County's participation does not extend to any additional property added to the Lago Mar TIRZ and/or to any enlargement of the zone and/or to any amendment to the Project Plan by the Lago Mar TIRZ Board of Directors and/or the City that would add property, enlarge the zone, alter the boundaries of the Residential Component, and/or alter the boundaries of the Commercial Component, unless the County, acting by and through its Commissioners Court, specifically agrees to participate in the addition, enlargement and/or alteration.

4.6.2 Zone Duration Limitation. The obligation of the County to participate in the Lago Mar TIRZ by contributing its Galveston County Tax Increment Participation is limited to the periods described in subsection 4.1 above, unless terminated earlier as provided herein. The County's participation does not extend to any extension of the duration of the Lago Mar TIRZ, Residential Component, or Commercial Component, and/or to any amendment to the Project Plan by the Board of Directors and/or the City that would extend the duration of the Lago Mar TIRZ, Residential Component, or Commercial Component, unless the County, acting by and through its Commissioners Court, specifically agrees to participate in the duration extension and/or amendment.

4.6.3 Project Costs Limitation. The County's participation in the Lago Mar TIRZ by contributing its Galveston County Tax Increment Participation shall be and hereby is limited to the Project Costs identified in the Project Plan. The County's participation does not extend to any amendment to the Project Plan by the Board of Directors and/or the City that would increase the total amount of project costs, add property, and/or reallocate the costs, unless the County, acting by and through its Commissioners Court, specifically agrees to participate in the amendment.

4.7 Projects Outside of Zone Prohibited. The County's participation in the Lago Mar TIRZ by contributing its Galveston County Tax Increment Participation does not and shall not extend to any dedication, expenditure, and/or allocation of revenue, from the Tax Increment Fund for projects outside the Lago Mar TIRZ, unless the County, acting by and through its Commissioners Court, agrees to participate in the dedication, expenditure, and/or allocation of revenue.

4.8 Board of Directors.

4.8.1 Composition. The Board of Directors, in accord with § 311.009(a), Texas Tax Code, shall consist of at least five and not more than 15 members.

4.8.2 County Representation. Notwithstanding anything to the contrary, the County shall have the unequivocal right to appoint and thereafter maintain one (1) member on the Board of Directors. Notwithstanding anything to the contrary, failure of the County to appoint an individual to the Board of Directors shall **not** be deemed a waiver of the County's right to make an appointment. The County may also appoint and maintain as many non-voting *ex officio* members on the Board of Directors as the County may desire.

4.8.3 County Nomination. In addition to the one (1) member on the Board of Directors appointed and maintained pursuant to Section 4.8.2 of this Agreement, and notwithstanding anything to the contrary, the County shall make nomination to the City of one (1) person the County wishes to serve on the Board of Directors, which such person must also meet the eligibility requirements for a municipal appointee of Texas Tax Code § 311.009(e)(1), and the City shall appoint the person as a member on the Board of Directors. The member appointed and maintained from this nomination process is in addition to the County member appointed and maintained pursuant to Section 4.8.2 of this Agreement. The County shall provide written notice of its nomination to the City in accordance with Section 8 of this Agreement.

4.8.4 Local Government Corporation Board of Directors. The City intends to create a local government corporation (Corporation) pursuant to Subchapter D, Chapter 431, Texas Transportation Code, to aid, assist and act on behalf of the City in the administration and operation of the Lago Mar TIRZ and the implementation of the Project Plan. The City intends that the same individuals shall serve on the boards of directors of both the Lago Mar TIRZ and the Corporation. The City agrees that the county appointee to the Board of Directors pursuant to Section 4.8.2 and the county nominee to the Board of Directors pursuant to Section 4.8.3 shall be appointed by the City to the board of directors of the Corporation.

5. Project Plan

5.1 Background and Acknowledgment. The County's determination to participate in the Lago Mar TIRZ is based upon its review of the Preliminary Project Plan. The City has apprised the County that it wishes to have an interlocal agreement entered into among the local governments prior to the adoption of the Project Plan. However, the Parties acknowledge that the Project Plan is a material factor determining the County's decision of how to participate in the Lago Mar TIRZ (the Project Plan will determine the Project Costs for the Lago Mar TIRZ). The Board of Directors and the City acknowledge that the Project Plan must be prepared and adopted in accordance with the requirements of Texas Tax Code § 311.011. Under this State law provision, the Project Plan must, inter alia, be as consistent as possible with the Preliminary Project Plan. Based upon its review and approval of the Preliminary Project Plan and in contemplation of the consistency requirement set forth in Texas Tax Code 311.011(a), the County is willing to enter into an interlocal agreement provided that the condition precedent described in Section 5.2 must be fully performed for this Agreement to become effective.

5.2 Condition Precedent. As described in this Section 5.2, the condition precedent (Condition) is approval of the final project plan and reinvestment zone financing plan by both the City Commission and the Commissioners' Court within a period of one (1) year after the date of the Commissioners' Court execution of this Agreement. The Board of Directors shall prepare the final project plan and reinvestment zone financing plan in compliance with the requirements of the Tax Increment Financing Act and submit same for approval to the City Commission and to the Commissioners' Court within six (6) months after the date of the Commissioners' Court execution of this Agreement. Thereafter, the City Commission and the Commissioners' Court agree to expeditiously place the submitted final project plan and reinvestment zone financing plan upon their respective agendas for review and consideration and in no event in a period longer than two (2) months after their receipt of the submitted plan. The County agrees to timely approve the submitted final project plan and reinvestment zone financing plan if it is in compliance with the Tax Increment Financing Act and meets the Texas Tax Code § 311.011(a) consistency requirements. In the event that both the City Commission and the Commissioners' Court approve the final project plan and reinvestment zone financing plan that the Board of Directors has submitted, then this Agreement shall be of full force and effect. In the event that either or both the City Commission or Commissioners' Court fail to approve the submitted plan, then the Board of Directors agrees to make changes/revisions to that plan and submit a revised final project plan and reinvestment zone financing plan forthwith. The project plan and reinvestment zone financing plan that is approved by both the City Commission and the Commissioners' Court shall be the final project plan and reinvestment zone financing plan of the Lago Mar TIRZ ("Project Plan" in this Agreement). This Agreement shall be null, void and of no effect, ab initio, in the event the Project Plan is not approved by both the City Commission and the Commissioners' Court within one (1) year after the date of the Commissioners' Court execution of this Agreement. In properly counting this deadline, the Parties agree that the date of the Commissioners' Court execution of this Agreement shall not count and that the date of the Commissioners' Court approval of the Project Plan or the date of the City Commission's approval of the Project Plan, whichever is later, shall count.

6. Obligations of City of Texas City and the Board of Directors

6.1 Amendment(s) to Project Plan. Any member of the Commissioners' Court may review and comment upon the Project Plan and any amendment to the Project Plan before the Project Plan and/or any amendments thereto are submitted to the City Commission for approval. The City agrees to provide the County with a copy of the Project Plan and any proposed amendment(s) at least 14 calendar days prior to a City Commission meeting at which the Project Plan or proposed amendment(s) are considered for approval.

6.2 Disposition of Tax Increment. Upon termination of the Lago Mar TIRZ, and if all bond indebtedness issued for the Lago Mar TIRZ has been paid if such bonds, notes, or certificates of obligations were issued, and if all monetary obligations related to the Project Costs of the Lago Mar TIRZ have been paid, the City and the Board of Directors shall pay to the County, within sixty (60) days of said termination, all monies remaining in the Tax Increment Fund that are attributable to the Galveston County Tax Increment Participation

paid by the County into the Tax Increment Fund and shall pay to the City all monies remaining in the Tax Increment Fund that are attributable to Tax City Tax Increment Participation paid by the City into the Tax Increment Fund.

6.3 Annual Report. In accordance with Texas Tax Code § 311.016, the City Commission shall submit reports on the status of the Lago Mar TIRZ to the County Judge of the County yearly and shall submit such reports on or before the 90th day following the end of the fiscal year of the City. Each report shall include, at minimum, the requirements specified in Texas Tax Code § 311.016 and, subsequent to the completion of all the projects identified in the Project Plan, an analysis with a projection for early termination.

7. Term and Termination

7.1 Agreement Term. This Agreement shall become effective upon completion of the Condition to this Agreement and shall continuously remain in effect on and thereafter through the tax year ending December 31, 2037, unless terminated earlier as provided herein and under Texas Tax Code § 311.017. The obligation to pay Galveston County Tax Increment Participation shall commence with the tax year beginning on January 1, 2008 and shall remain continuously in effect through the tax year ending on December 31, 2037 and for obligations incurred for the tax year ending December 31, 2037, unless this Agreement is terminated earlier as provided herein and under Texas Tax Code § 311.017. Disposition of Tax Increment upon the termination of the Lago Mar TIRZ shall be as provided by this Agreement, and this Agreement remains in effect for that purpose.

7.2 Early Termination.

7.2.1 Shall Seek Early Termination. If the requirements of Texas Tax Code § 311.017(a)(2) or Texas Tax Code § 311.017(b) are satisfied earlier than the zone duration established in City Ordinance No. 06-045, the City shall seek early termination of the Lago Mar TIRZ and termination shall be conducted in accordance with Texas Tax Code § 311.017.

7.2.2 Triggering Event for Projection of Termination. When all of the projects identified in the Project Plan have been constructed, the City and the Lago Mar TIRZ shall provide an analysis for projection of early termination of the Lago Mar TIRZ and shall provide such analysis at least yearly thereafter in accordance with Section 6.3 of this Agreement.

7.3 Changing the Term. The County's participation in the Lago Mar TIRZ, and/or any expansion thereof, is limited to the term stated herein. However, nothing in this Agreement limits the authority of the Commissioners Court to extend the term of this Agreement, as set forth in Section 4 of this Agreement.

8. Notice

8.1 Written and Transmission. All notices required or permitted under this Agreement shall be in writing and shall be delivered in person or mailed, certified mail, return receipt requested, or may be transmitted by facsimile as follows:

to the City at:

City of Texas City
Attention: Mayor
P.O. Box 2608
Texas City, Texas 77592
Fax: (409) 942-1073

with a copy to:

City Attorney of Texas City
P.O. Box 2608
Texas City, Texas 77592
Fax: (409) 643-5917

to the Lago Mar TIRZ at:

Board of Directors,
Reinvestment Zone Number One
City of Texas City, Texas
c/o Allen Boone Humphries Robinson
Attention: Trey Lary
3200 Southwest Freeway, Suite 2600
Houston, Texas 77027
Fax: (713) 860-6616

with a copy to:

Marsh Darcy Partners, Inc.
Attention: Sue Darcy
8955 Katy Freeway, Suite 215
Houston, Texas 77024
Fax: (713) 647-6448

to the County at:

Galveston County
Attention: County Judge
722 Moody, Suite 200
Galveston, Texas 77550
Fax: (409) 765-2653

with a copy to:

Galveston County Legal Department
123 Rosenberg, Suite 4127
Galveston, Texas 77550-1454
Fax: (409) 770-5560

8.2 Delivery. Notices shall be deemed delivered when actually received, or if earlier, on the third day following deposit in a United States Postal Services post office or receptacle with proper postage affixed (certified mail, return receipt requested) addressed to the other Party at the address described above or at such other address as the receiving Party may have theretofore given by notice to the sending Party.

9. Miscellaneous

9.1 Authority. Each Party represents and warrants for itself that the individual executing this Agreement on its behalf has the full power and authority to do so, and this Agreement constitutes the legal, valid, and binding agreement of each Party hereto.

9.2 Written, Authorized, and Executed Amendment. This Agreement may be amended only by written instrument duly authorized by the respective governing body of each Party hereto and duly executed by each respective Party hereto.

9.3 Approval by the Parties. Whenever this Agreement requires or permits approval or consent to be hereafter given by any of the Parties, the Parties agree that such approval or consent shall not be unreasonably withheld or delayed.

9.4 Severability. If any provision contained in this Agreement is held to be invalid by a court of competent jurisdiction for any reason, such invalidity shall not affect other provisions of this Agreement that can be given effect without the invalid provision, and to this end the provisions of this Agreement are severable. In the event any provision in this Agreement is held invalid or unenforceable and so affects in any manner the limitations on the County's or any other Party's contributions or participation, then neither the County, nor any other Party, shall have any liability for any incremental or other payments as may otherwise be provided for in this Agreement.

9.5 Non-waiver. The waiver by a Party of a breach or violation of any provision of this Agreement shall not operate as, or be construed to be, a waiver of any subsequent breach of the same or other provision herein. Failure of any Party hereto to insist on the strict performance of any of the agreements contained herein or to exercise any rights or remedies accruing hereunder upon default or failure of performance shall not be considered a waiver of the right to insist on, and to enforce by an appropriate remedy, strict compliance with any other obligation hereunder or to exercise any other right or remedy occurring as a result of any future default or failure of performance.

9.6 Governing Law and Venue. This Agreement and the rights and obligations of the Parties hereto shall be governed by, and construed according to, the laws of the State of Texas, and venue shall lie exclusively in Galveston County, Texas.

9.7 Assignment; Delegation. No Party hereto shall assign this Agreement, in whole or in part, at law or otherwise, without the prior written consent of the other Parties. No Party hereto shall delegate, in whole or in part, its performance under this Agreement without the prior written consent of the other Parties.

9.8 Immunity Retained. No Party hereto waives or relinquishes any immunity or defense on behalf of itself, its trustees, officers, employees, and agents as a result of its execution of this Agreement and performance of the covenants contained herein. Each Party hereto specifically reserves any claim it may have to sovereign, qualified, or official immunity as a defense to any action arising in conjunction with this Agreement.

9.9 Successors. This Agreement shall bind and benefit the Parties and their legal successors. This Agreement does not create any personal liability on the part of any officer, agent or employee of the County, the City, or the Lago Mar TIRZ.

9.10 Third Parties. This Agreement is intended to inure only to the benefit of the Parties hereto. This Agreement is not intended to create, and shall not be deemed or construed to create, any rights in third parties.

9.11 Force Majeure. No Party hereto shall be deemed in violation of this Agreement if it is prevented from performing any of its obligations hereunder for any reason beyond its control, including, without limitation, acts of God, civil or military authority, acts of public enemy, war, fires, explosions, hurricanes, earthquakes, floods, or any similar cause beyond the reasonable control of a Party.

9.12 Entire Agreement. This Agreement constitutes the entire agreement of the Parties. No oral or written statements, agreements, promises, conditions, assurances, covenants, or other terms, whether written or verbal, antecedent or contemporaneous, not expressly set forth in this Agreement or expressly incorporated herein shall be of any force and effect. The Parties rely solely upon the representation and terms contained in this Agreement and no others.

9.13 Headings. The headings at the beginning of the various provisions of this Agreement have been included only in order to make it easier to locate the subject covered by each provision and are not to be used in construing this Agreement.

9.14 Meanings of Words. Except as provided otherwise or unless the context requires otherwise, words shall be given their ordinary meaning. If a word is connected with and used with reference to a particular trade or subject matter or is used as a word of art, the word shall have the meaning given by experts in the particular trade, subject matter or art.

IN WITNESS HEREOF, the County, the City, and the Lago Mar TIRZ make and execute this Agreement in triplicate copies, each of which is an original, to be effective as specified herein.

COUNTY OF GALVESTON, TEXAS:


James D. Yarbrough, County Judge

July 18, 2007
Date

ATTEST:

Mary Ann Daigle, County Clerk

by: 
Patricia A. Puccetti, Chief Deputy

July 18, 2007
Date

CITY OF TEXAS CITY, TEXAS:


Matthew T. Doyle, Mayor

7/24/07
Date

ATTEST:


Pamela A. Lawrence
City Secretary

7-24-07
Date

Approved as to form:


City Attorney

7-24-07

**REINVESTMENT ZONE NUMBER ONE
CITY OF TEXAS CITY, TEXAS:**


Chairman, Board of Directors

8/8/07
Date

ATTEST:


Secretary, Board of Directors

8/8/07
Date

ATTACHMENTS:

Exhibit No. 1:

City Ordinance No. 06-045

Exhibit No. 2:

Metes and bounds descriptions of ten (10) tracts comprising Commercial Component of Lago Mar TIRZ, graphical representation showing the tracts and entire Lago Mar TIRZ, and letters from Michael C. Shannon, PE

ORDINANCE NO. 06-45

AN ORDINANCE DESIGNATING A CONTIGUOUS GEOGRAPHIC AREA WITHIN THE CITY OF TEXAS CITY AS REINVESTMENT ZONE NUMBER ONE, CITY OF TEXAS CITY, TEXAS; CREATING A BOARD OF DIRECTORS FOR SUCH ZONE; MAKING VARIOUS FINDINGS AND PROVISIONS RELATED TO THE SUBJECT; AND PROVIDING A SEVERABILITY CLAUSE; DISPENSING WITH THE REQUIREMENT FOR READING THIS ORDINANCE ON THREE (3) SEPARATE DAYS; AND PROVIDING THAT THIS ORDINANCE SHALL BECOME EFFECTIVE FROM AND AFTER ITS PASSAGE AND ADOPTION.

WHEREAS, the City Commission desires to designate a contiguous geographic area in the City of Texas City (the "City") as a reinvestment zone under the provisions of Chapter 311 of the Texas Tax Code; and

WHEREAS, pursuant to Section 311.003 of the Texas Tax Code, by letters dated August 30, 2006, the City provided written notice of its intent to establish the reinvestment zone to the governing body of each taxing unit that levies taxes on real property in the proposed reinvestment zone; prepared a preliminary reinvestment zone financing plan and has provided copies of the plan to the governing body of each taxing unit that levies taxes on real property in the proposed reinvestment zone; and made a formal presentation to representatives of each county or school district that levies taxes on real property in the proposed reinvestment zone; and

WHEREAS, the preliminary reinvestment zone financing plan provides that a portion of the City's ad valorem taxes are to be deposited into the tax increment fund, and that taxes of other taxing units may be utilized in the financing of the proposed zone; and

WHEREAS, following notice thereof, published on December 13, 2006, in *The Galveston County Daily News*, a newspaper of general circulation in the City, a hearing was held on the creation of the proposed zone on December 20, 2006, such hearing being more than 60 days following notice to the taxing units described above; and

WHEREAS, at the public hearing, all interested persons were allowed to speak for or against the creation of the proposed zone, its boundaries, or the concept of tax increment financing and evidence was received and presented at the public hearing in favor of the creation of the proposed zone under the provisions of Chapter 311, Texas Tax Code; and

WHEREAS, no owner of real property in the proposed zone protested the inclusion of his property in the proposed zone.

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



SECTION 1:

(a) That the facts and recitations contained in the preamble of this Ordinance are hereby found and declared to be true and correct and are adopted as part of this Ordinance for all purposes.

(b) That the City Commission further finds and declares that the proposed improvements in the zone will significantly enhance the value of all the taxable real property in the proposed zone and will be of general benefit to the City.

(c) That the City Commission further finds and declares that the area proposed to be included in the proposed zone is unproductive, underdeveloped and blighted.

(d) That the City Commission further finds and declares that the proposed reinvestment zone meets the criteria of Section 311.005 of the Texas Tax Code because the proposed zone is an area that impairs and arrests the sound growth of the City; retards the provision of housing accommodations; constitutes an economic and social liability and is a menace to the public health, safety, morals and welfare in its present condition and use because of the presence of:

- (1) the predominance of defective or inadequate sidewalk and street layout;
- (2) faulty lot layout in relation to size, adequacy, accessibility or usefulness;
- (3) unsanitary or unsafe conditions;
- (4) the deterioration of site or other improvements; and
- (5) existence of conditions that endanger life or property by fire or other cause; and is predominantly open and, because of obsolete platting, deterioration of structures or site improvements, or other factors, substantially impairs or arrests the sound growth of the City.

(e) That the City Commission, pursuant to the requirements of Chapter 311, Texas Tax Code, further finds and declares:

- (1) That the proposed zone is a contiguous geographic area located wholly within the corporate limits of the City of Texas City;
- (2) That the total appraised value of taxable real property in the proposed zone, and in existing reinvestment zones, if any, does not exceed fifteen percent of the total appraised value of taxable real property in the City and in industrial districts created by the City;
- (3) That the proposed zone does not contain more than fifteen percent of the total appraised value of real property taxable by Galveston County or Dickinson Independent School District;
- (4) That development or redevelopment within the boundaries of the proposed zone will not occur solely through private investment in the reasonably foreseeable future.

SECTION 2: That the City, acting under the provisions of Chapter 311, Texas Tax Code (the "Act") does hereby create and designate a reinvestment zone over the area described in Exhibit "A" and depicted in the map attached hereto as Exhibit "B." The reinvestment zone shall hereafter be identified as Reinvestment Zone Number One, City of Texas City, Texas (the "Zone").

SECTION 3: That there is hereby created a Board of Directors for the Zone, which shall consist of seven members. The Mayor is hereby authorized to nominate and appoint the members of the Board, subject to the consent and approval of the City Commission; provided,

however, that Galveston County shall be entitled to appoint a director to Position Seven if Galveston County approves the payment of all or part of the tax increment attributable to Galveston County. Failure of Galveston County to appoint a director by December 31, 2007, shall be deemed a waiver of Galveston County's right to appoint a director, and the Mayor shall be entitled to nominate and appoint a person to such positions, subject to the consent and approval of City Commission.

The initial directors appointed to odd-numbered positions shall be appointed for two-year terms, beginning January 1, 2007, while the directors appointed to even-numbered positions shall be appointed to one-year terms, beginning January 1, 2007. All subsequent appointments shall be for two-year terms. The member of the Board of Directors appointed to Position One is hereby designated to serve as the chair of the Board of Directors for a term beginning January 1, 2007, and ending December 31, 2007. Thereafter, the Mayor shall annually nominate and appoint, subject to City Commission approval, a member to serve as chair for a term of one year beginning January 1 of the following year. The City Commission authorizes the Board of Directors to elect from its members a vice chairman, a secretary, and such other officers as the Board of Directors sees fit.

The Board of Directors shall prepare or cause to be prepared and adopt a project plan and a reinvestment zone financing plan for the Zone as described in Section 311.011, Texas Tax Code, and shall submit such plans to the City Commission for its approval. The City hereby delegates to the Board of Directors all powers necessary to administer, manage and operate the Zone and prepare and implement the project plan and reinvestment zone financing plan, subject to approval by the City Commission, including the power to employ any consultants that may be reasonably necessary to assist the Board of Directors in the preparation and implementation of the project plan and reinvestment zone financing plan and the administration of the Zone.

SECTION 4: That the Zone shall take effect on the date of the passage and approval of this Ordinance, and termination of the operation of the Zone shall occur on December 31, 2038, or at an earlier time designated by subsequent ordinance, or at such time, subsequent to the issuance of tax increment bonds, if any, that all project costs, tax increment bonds, and the interest on the bonds, have been paid in full.

SECTION 5: That the Tax Increment Base for the Zone is the total appraised value of all real property taxable by the City and located in the Zone, determined as of January 1, 2006, the year in which the Zone was effective and designated as a reinvestment zone (the "Tax Increment Base").

SECTION 6: That there is hereby created and established a Tax Increment Fund for the Zone, which may be divided into subaccounts as authorized by subsequent ordinances. All Tax Increments, as defined in Section 311.012, Tax Code, shall be deposited in the Tax Increment Fund. The Tax Increment Fund and any subaccounts shall be maintained at the depository bank of the City and shall be secured in the manner prescribed by law for Texas cities. All revenues from the sale of any tax increment bonds or other notes hereafter issued by the City, if any, revenues from the sale of property acquired as part of the tax increment financing plan, if any, and other revenues to be used in the Zone shall be deposited into the Tax Increment Fund. Money shall be disbursed from the Tax Increment Fund only to pay project costs for the Zone, as defined by the Texas Tax Code, to satisfy the claims of holders of tax increment bonds or notes

issued for the Zone or pursuant to any agreement the Board of Directors considers necessary or convenient to implement the Zone's project plan and reinvestment zone financing plan and achieve their purposes.

SECTION 7: That the City shall participate in the Zone by contributing its Tax Increment to the Tax Increment Fund for the Zone as described in the final project plan and reinvestment zone financing plan for the Zone (the "Plans"). As further described in the Plans, the City shall contribute to the Zone a portion of its Tax Increment attributable to residential property with the last year of participation being for taxes levied in 2027 and the City shall contribute to the Zone all of its Tax Increment attributable to commercial property with the last year of participation being for taxes levied in 2037.

SECTION 8: If any provision, Section, subsection, sentence, clause or phrase of this Ordinance, or the application of same to any person or set of circumstances, is for any reason held to be unconstitutional, void or invalid, the validity of the remaining provisions of this Ordinance or their application to other persons or set of circumstances shall not be affected thereby, it being the intent of the City Commission in adopting this Ordinance that no portion hereof or regulations contained herein shall become inoperative or fail by reason of any unconstitutionality voidness or invalidity of any portion hereof, and all provisions of this Ordinance are declared severable for that purpose.


SECTION 9: It is hereby found, determined and declared that a sufficient written notice of the date, hour, place and subject of the meeting of the City Commission at which this Ordinance was adopted was posted. at a place convenient and rapidly accessible at all times to the general public at the City Hall of the City for the Time required by law preceding this meeting, as required by the Open Meetings Law, Texas Gov't Code Ann., ch. 551, and that this meeting has been open to the public as required by law at all times during which this Ordinance and the subject matter hereof has been discussed, considered and formally acted upon. The City Commission further ratifies, approves and confirms such written notice and the contents and posting thereof.

SECTION 10: The contents of the notice of the public hearing, which hearing was held before the City Commission on December 20, 2006, and the publication of said notice, is hereby ratified, approved and confirmed.

SECTION 11: That the Charter requirement for reading this Ordinance on three (3) separate days has been dispensed by a majority vote of all members of the City Commission.

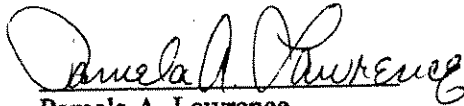
SECTION 12: That this Ordinance shall be finally passed and adopted on the date of its introduction and shall become effective from and after its passage and adoption.

PASSED AND APPROVED on this the 20th day of December, 2006.



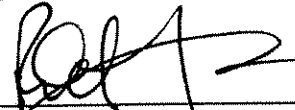
Matthew T. Doyle, Mayor
City of Texas City, Texas

ATTEST:



Pamela A. Lawrence
City Secretary

APPROVED AS TO FORM:



Robert Gervais
City Attorney

DESCRIPTION OF APPROXIMATELY
3,457.7 ACRES OF LAND SITUATED IN THE
ALEXANDER FARMER LEAGUE, ABSTRACT NO. 11,
THE W. K. WILSON LEAGUE, ABSTRACT NO. 208, AND
THE JOHN SELLERS LEAGUE, ABSTRACT NO. 180,
CITY OF TEXAS CITY, GALVESTON COUNTY, TEXAS

BEING approximately 3,457.7 acres of land situated in the Alexander Farmer League, Abstract No. 11; the W. K. Wilson League, Abstract No. 208; and the John Sellers League, Abstract No. 180 and lying within the city limits of Texas City, Galveston County, Texas and being described in various tracts as follows;

MAIN PARCEL:

BEING 3,430.22 acres of land situated in the Alexander Farmer League, Abstract No. 11 and the W. K. Wilson League, Abstract No. 208 and being all of a tract described as Pod 1 and being 396.70 acres in a conveyance recorded under Galveston County Clerk's File No. 2006002509, all of a tract described as Pod 2 and being 218.30 acres in a conveyance recorded under Galveston County Clerk's File No. 2006002501 and Galveston County Clerk's File No. 2006002516, all of a tract described as Pod 3 and being 376.53 acres in a conveyance recorded under Galveston County Clerk's File No. 2006002502, all of a tract described as Pod 4 and being 179.82 acres in a conveyance recorded under Galveston County Clerk's File No. 2006002502, all of a tract described as Pod 5 and being 24.35 acres in a conveyance recorded under Galveston County Clerk's File No. 2006002502, a 791.76 acre residue of a tract described as Pod 6 and being 801.38 acres in a conveyance recorded under Galveston County Clerk's File No. 2006002502, all of a tract described as Pod 07 and being 35.98 acres in a conveyance recorded under Galveston County Clerk's File No. 2006002502, a 799.95 acre residue of a tract described as Pod 08 and being 806.49 acres in a conveyance recorded under Galveston County Clerk's File No. 2006002506, said 799.95 acre residue also being known as Galveston County Municipal Utility District No. 58, and all of a tract described as Pod 10 and being 489.39 acres in a conveyance recorded under Galveston County Clerk's File No. 2006002513, a portion of the right-of-way of Holland Road (based on a width of 60.00 feet per instrument recorded in Volume 1199, Page 407 of the Galveston County Deed Records) between the East line of HOLLAND ROAD ESTATES, a subdivision per plat or map recorded in Volume 18, Page 442 of the Galveston County Map Records and the Westerly right-of-way line of Interstate 45 (based on a variable width) and a portion of the right-of-way of said Interstate Highway 45, said 3,430.22 acre tract being more particularly described by metes and bounds as follows with the basis of bearings being the Texas State Plane Coordinate System, South Central Zone:

BEGINNCING at a 5/8-inch iron rod w/cap stamped "Hovis Surveying" found in the Northeast right-of-way line of Interstate 45 (based on a width of 380.00 feet at this point) marking the most Westerly corner of a tract described as 5.000 acres in a conveyance recorded under Galveston County Clerk's File No. 2000041886, same being the most Southerly corner of said 489.39 acre tract (Pod 10);

THENCE S 56° 18' 54" W, along and with an Southwesterly extension of the Southeasterly line of said 489.39 acre tract, crossing said Interstate No. 45, a distance of 384.72 feet to a point in the Southwesterly right-of-way line of said Interstate No. 45, same being the Northeasterly line of said 376.53 acre tract (Pod 3);

THENCE S 42° 40' 24" E, along and with the Southwesterly right-of-way line of Interstate Highway 45, a distance of 1336.54 feet to a 5/8-inch iron rod w/cap stamped "Brown and Gay" found marking the most Northerly corner of a tract described as an exception tract and being 18.205 acres in a conveyance recorded under Galveston County Clerk's File No. 2000027987 and being located N 42° 40' 24" W, 48.28 feet from a 3/8-inch iron rod found marking an angle point in the East line of said 18.205 acre tract;

THENCE with the Westerly lines of said 18.205 acre Excepted Tract, same being the Easterly lines of said 376.53 acre tract (Pod 3) as follows:

S 88° 09' 37" W, a distance of 331.52 feet to a 5/8-inch iron rod found for corner;

S 01° 50' 23" E, a distance of 361.50 feet to a 5/8-inch iron rod found for corner;

N 88° 09' 37" E, a distance of 303.09 feet to a 5/8-inch iron rod found for corner;

S 01° 50' 23" E, a distance of 654.38 feet to a 5/8-inch iron rod found for corner;

S 88° 09' 37" W, a distance of 301.50 feet to a 5/8-inch iron rod found for corner;

S 01° 50' 23" E, a distance of 361.50 feet to a 5/8-inch iron rod w/cap stamped "Hovis Surveying" found for corner;

N 88° 09' 37" E, a distance of 301.50 feet to a 5/8-inch iron rod found for corner;

S 01° 50' 23" E, a distance of 886.42 feet to a 5/8-inch iron rod w/cap stamped "Hovis Surveying" found for corner;

S 88° 09' 37" W, a distance of 228.10 feet to a 5/8-inch iron rod found for corner;

N 01° 50' 23" W, a distance of 70.07 feet to a 5/8-inch iron rod found for corner;

S 88° 09' 37" W, a distance of 361.50 feet to a 5/8-inch iron rod found for corner;

S 01° 50' 23" E, a distance of 361.50 feet to a 5/8-inch iron rod w/cap stamped "Hovis Surveying" found for corner;

N 88° 09' 37" E, a distance of 361.50 feet to a 5/8-inch iron rod w/cap stamped "Hovis Surveying" found for corner;

N 01° 50' 23" W, a distance of 231.43 feet to a 5/8-inch iron rod w/cap stamped "Hovis Surveying" found for corner;

N 88° 09' 37" E, a distance of 228.10 feet to a 5/8-inch iron rod w/cap stamped "Hovis Surveying" found for corner;

S 01° 50' 23" E, a distance of 1,442.19 feet to a 5/8-inch iron rod w/cap stamped "Hovis Surveying" found for corner;

S 88° 09' 37" W, a distance of 433.49 feet to a 5/8-inch iron rod w/cap found for corner;

N 01° 50' 23" W, a distance of 391.95 feet to a 5/8-inch iron rod w/cap stamped "Hovis Surveying" found for corner;

S 88° 09' 37" W, a distance of 361.50 feet to a 5/8-inch iron rod w/cap stamped "Hovis Surveying" found for corner;

S 01° 50' 23" E, a distance of 451.95 feet to a 5/8-inch iron rod found for corner;

N 88° 09' 37" E, a distance of 794.99 feet to a 5/8-inch iron rod w/cap stamped "Hovis Surveying" found for corner;

S 01° 50' 23" E, a distance of 195.46 feet to a 5/8-inch iron rod w/cap stamped "Brown and Gay" found in the Northerly line of MARK 45 BUSINESS PARK, a subdivision per plat or map recorded in Volume 18, Page 548 of the Galveston County Map Records for the most Southerly Southwest corner of said 18.205 acre excepted tract, same being the common Southeast corner of said 376.53 acre tract (Pod 3) and the herein described tract;

THENCE S 88° 02' 38" W, along and with the North line of said MARK 45 BUSINESS PARK and the North line of ORCHARD PLACE, a subdivision per plat or map recorded in Volume 92, Page 462 of the Galveston County Map Records, at a distance of 3,759.94 feet pass a 5/8-inch iron rod w/cap stamped "Brown and Gay" found marking the Southwest corner of said 376.53 acre tract (Pod 3), same being the Southeast corner of said 218.30 acre tract (Pod 2), continuing along and with the North line of said ORCHARD PLACE and the North line of ALTA LOMA, a subdivision per plat or map recorded in Volume 113, Page 09 of the Galveston County Map Records, at a distance of 8,353.00 feet pass a 5/8-inch iron rod w/cap stamped "Brown & Gay" set for the Southwest corner of said 218.30 acre tract (Pod 2), same being the Southeast corner of said 179.82 acre tract (Pod 4), in all, a total distance of 10,199.67 feet to a 5/8-inch iron rod found marking the Southeast corner of a tract described as 70 acres in a conveyance recorded in Volume 261, Page 665 of the Galveston County Deed Records, same being the common most Southerly Southwest corner of said 179.82 acre tract (Pod 4) and the herein described tract;

THENCE N 01° 59' 20" W, along and with the East line of said 70 acre tract, a distance of 2,032.80 feet to a 5/8-inch iron rod w/cap stamped "Hovis Surveying" found marking the Northeast corner of said 70 acre tract, same being a common interior corner of said 179.82 acre tract (Pod 4) and the herein described tract;

THENCE S 88° 02' 23" W, along and with the North line of said 70 acre tract, a distance of 1,500.46 feet to a 5/8-inch iron rod found in the East line of OPPOSING K, a subdivision per plat or map recorded in Volume 18, Page 709 of the Galveston County Map Records marking the common most Westerly Southwest corner of said 179.82 acre tract (Pod 4) and the herein described tract;

THENCE N 01° 58' 13" W, along and with the East line of said OPPOSING K and MACGREGORS SUBDIVISION, a subdivision per plat or map recorded in Volume 92B, Page 467 of the Galveston County Map Records, at a distance of 266.38 feet pass a 5/8-inch iron rod w/cap stamped "Brown & Gay" found in the Southeast line of a Galveston County Water Company Canal right-of-way (based of 190.00 feet at this point) described in a conveyance recorded in Volume 821, Page 490 of the Galveston County Deed Records marking the most Westerly Northwest corner of said 179.82 acre tract (Pod 4), same being the Southwest corner of said 801.38 acre tract (Pod 6), continuing along and with the East line of said MACGREGORS SUBDIVISION, in all, a total distance of 2106.91 feet to a 1/2-inch iron rod found marking an interior corner of said 801.38 acre tract (Pod 6) and being the common East corner of Lots 21 and 23 of said MACGREGORS SUBDIVISION, from which a found 5/8-inch iron rod with a cap stamped "Hovis Surveying" bears S 75° 10' W, 0.63 feet and from which a found 5/8-inch iron rod bears S 43° 13' W, 2.66 feet;

THENCE, N 02° 03' 39" W, continuing along and with the East line of said MACGREGORS SUBDIVISION, a distance of 816.75 feet to a 5/8-inch iron rod w/cap stamped "Hovis Surveying" found marking an interior corner of said 801.38 acre tract (Pod 6) and being the common East corner of Lots 19 and 21 of said MACGREGORS SUBDIVISION from which a found 1/2-inch iron rod bears S 85° 27' W, 0.92 feet and from which a found 5/8-inch iron rod bears S 24° 13' E, 1.70 feet;

THENCE N 01° 59' 44" W, continuing along and with the East line of said MACGREGORS SUBDIVISION, a distance of 1496.63 feet to a 5/8-inch iron rod with a cap stamped "Brown & Gay" found marking the Southwest corner of INTERURBAN GARDENS, a subdivision per plat or map recorded in Volume 223, Page 207 of the Galveston County Map Records, same being the common most Westerly Northwest corner of said 801.38 acre tract (Pod 6) and the herein described tract from which a found 5/8-inch iron rod with a cap stamped "Hovis Surveying", bears S 66° 03' E, 0.56 feet and a found 5/8-inch iron rod which bears S 85° 42' W, 1.68 feet;

THENCE N 88° 01' 42" E, along and with the South line of said INTERURBAN GARDENS, a distance of 3,892.87 feet to a 5/8-inch iron rod found marking the Southeast corner of said INTERURBAN GARDENS, same being a common interior corner of said 801.38 acre tract (Pod 6) and the herein described tract;

THENCE N 01° 58' 11" W, along and with the East line of said INTERURBAN GARDENS, at a distance of 4,584.40 feet pass a 5/8-inch iron rod with a cap stamped "Brown & Gay" found in the South right-of-way line of said Holland Road marking the most Northerly Northwest corner of said 801.38 acre tract (Pod 6), continuing and with the East line of said INTERURBAN GARDENS, at a distance of 4,644.40 feet pass the North right-of-way line of said Holland Road for the Southwest corner of said 35.98 acre tract (Pod 07), continuing along and with the East line of said HOLLAND ROAD ESTATES and the East line of said INTERURBAN GARDENS, in all, a total distance of 6,690.15 feet to a 5/8-inch iron rod w/cap stamped "Hovis Surveying" found in the Southwesterly right-of-way line of said Interstate Highway 45 marking the North corner of said 35.98 acre tract (Pod 07) from which a disturbed 5/8-inch iron rod bears S 40° 53' E, 1.22 feet and another 5/8-inch iron rod bears S 02° 01' E, 6.82 feet;

THENCE N 02° 03'36" W, across the right-of-way of said Interstate Highway 45, a distance of 584.12 feet to a 5/8-inch iron rod w/cap stamped "Brown & Gay" found in the East line of Lot O, of said INTERURBAN GARDENS marking the most Westerly Southwest corner of said 806.49 acre tract (Pod 08) from which a found 5/8-inch iron rod bears S 02° 18' E, 7.33 feet;

THENCE N 01° 56' 37" W, along and with the East line of said INTERURBAN GARDENS, a distance of 1,403.20 feet to a 3/8-inch iron rod found for the Southeast corner of Lot K of said INTERURBAN GARDENS;

THENCE N 02° 00' 47" W, continuing along and with the East line of said INTERURBAN GARDENS, a distance of 790.56 feet to a point in the Southerly line of the city limits of the city of Dickinson, Texas, same being the Northerly line of the city limits of said Texas City for the Northwest corner of the herein described tract and being situated in the arc of a non-tangent curve to the right from whose center bears S 33° 52' 14" E, 2,704.79 feet, said Northwest corner being located S 02° 00' 47" E, 116.91 feet from a 5/8-inch iron rod w/cap stamped "Brown & Gay" found in the Southerly right-of-way line of Hughes Road (width varies as monumented) marking the Northwest corner of said 806.49 acre tract (Pod 08), from which a found 5/8-inch iron rod bears N 04° 03' 28" W, 20.89 feet;

THENCE over and across said 806.49 acre tract (Pod 08), and along and with said city limits line the following courses and distances as follows:

In a Northeasterly direction, along and with said curve to the right having a Radius of 2,704.79 feet, a Central Angle of 11° 48' 33" and a Long Chord which bears N 62° 02' 02" E, 556.50 feet to a point, for a total Arc Distance of 557.49 feet to the end of said curve;

N 67° 46' 58" E, a distance of 493.78 feet to a point for corner;

N 78° 29' 48" E, a distance of 905.95 feet to a point in the West line of a tract described as 15.00 acres in a conveyance recorded under Galveston County Clerk's File No. 9740868;

THENCE S 02° 04' 33" E, along and with the Westerly line of said 15.00 acre tract, a distance of 675.96 feet to a 1/2-inch iron tube found marking the Southwest corner of said 15.00 acre tract, same being a common interior corner of said 806.49 acre tract (Pod 08) and the herein described tract;

THENCE N 78° 20' 12" E, along and with the south line of the said 15.00 acre tract, a distance of 799.96 feet to a 1/2-inch iron tube found for the Southeast corner of the said 15.00 acre tract, same being a common interior corner of said 806.49 acre tract (Pod 08) and the herein described tract;

THENCE S 02° 04' 16" E, along and with the East line of said 806.49 acre tract (Pod 08), a distance of 3,618.54 feet to a 5/8-inch iron rod w/cap stamped "Brown & Gay" found marking the Northwest corner of a tract described as 0.8638 of one acre in a conveyance recorded under Galveston County Clerk's File No. 2003014961, same being a common interior corner of said 806.49 acre tract (Pod 08) and the herein described tract;

THENCE N 87° 03' 02" E, along and with the North line of said 0.8638 of one acre tract and the North line of Lot 5 of D.R. BEATTY'S SUBDIVISION, a subdivision per plat or map recorded in Volume 153, Page 262 of the Galveston County Deed Records, same being the South line of a tract described in a conveyance recorded under Galveston County Clerk's File No. 8805821, a distance of 991.96 feet to a 5/8-inch iron rod w/cap stamped "Brown & Gay" found in the easterly right-of-way line of Rice Road (based on a width of 46.70 feet per Volume 153, Page 262 of the Galveston County Deed Records) marking a common interior corner of said 806.49 acre tract (Pod 08) and the herein described tract;

THENCE N 02° 56' 58" W, along and with the East right-of-way line of said Rice Road same being the West line of OLEANDER COUNTRY CLUB ADDITION, a subdivision per plat or map recorded in Volume 254, Page 1 of the Galveston County Deed Records, a distance of 2,302.15 feet to a 5/8-inch iron rod w/cap stamped "Hovis Surveying" found marking the Northwest corner of Lot 7 of said OLEANDER COUNTRY CLUB ADDITION, same being a common interior corner of said 806.49 acre tract (Pod 08) and the herein described tract;

THENCE N 87° 03' 02" E, along and with the North line of said Lot 7, a distance of 400.00 feet to a 5/8-inch iron rod w/cap stamped "Hovis Surveying" found marking a common interior corner of said 806.49 acre tract (Pod 08) and the herein described tract;

THENCE N 02° 56' 58" W, partly along and with the East line of a tract described in a conveyance recorded under Galveston County Clerk's File No. 2001062027, a distance of 2,192.59 feet to a point in said city limits line for an interior corner of the herein described tract;

THENCE N 78° 23' 34" E, along and with said city limits line, a distance of 421.53 feet to a point in the West line of a tract described in a conveyance recorded under Galveston County Clerk's File No. 2000060660 and being an interior corner of the herein described tract;

THENCE S 02° 56' 58" E, along and with the West line of those tracts of land described in conveyances recorded under Galveston County Clerk's File No.s 2000060660 and 9818377, a distance of 1,246.74 feet to a 5/8-inch iron rod w/cap stamped "Brown & Gay" found for a common interior corner of said 806.49 acre tract (Pod 08) and the herein described tract;

THENCE N 87° 03' 02" E, along and with the South line of said tract of land recorded under Galveston County Clerk's File No. 9818377, a distance of 323.45 feet to a 5/8-inch iron rod w/cap stamped "Brown & Gay" found for a common interior corner of said 806.49 acre tract (Pod 08) and the herein described tract;

THENCE N 02° 56' 58" W, along and with the East right-of-way line of a 40-foot wide road as recorded in Volume 254, Page 1 of the Galveston County Deed Records, a distance of 1,295.99 feet to a point in said city limits line for an interior corner of the herein described tract;

THENCE N 78° 23' 34" E, along and with said city limits line, a distance of 286.97 feet to a point being on a easterly line of said OLEANDER COUNTRY CLUB ADDITION and on a West line of OLEANDER ACRES, a subdivision per plat or map recorded in Volume 13, Page 58 of the Galveston County Map Records;

THENCE S 02° 56' 33" E, along and with the East line of said OLEANDER COUNTRY CLUB ADDITION, same being the West line of said OLEANDER ACRES and along and with the West line of OLEANDER ACRES SECTION TWO, a subdivision per plat or map recorded in Volume 254A, Page 87 of the Galveston County Map Records, a distance of 1,810.77 feet to a 5/8-inch iron rod w/cap stamped "Hovis Surveying" and a 3/4-inch iron pipe, both found marking a common interior corner of said 806.49 acre tract (Pod 08) and the herein described tract;

THENCE N 87° 05' 52" E, along and with the South line of said OLEANDER ACRES SECTION TWO, a distance of 464.80 feet to a 3/4-inch iron pipe found marking a common interior corner of said 806.49 acre tract (Pod 08) and the herein described tract;

THENCE N 02° 56' 33" W, along and with the East line of said OLEANDER ACRES SECTION TWO, a distance of 524.70 feet to a 2-inch iron pipe found marking a common interior corner of said 806.49 acre tract (Pod 08) and the herein described tract;

THENCE N 86° 58' 12" E, along and with the South line of a tract described as 14.863 acres in a conveyance recorded in Volume 1793, Page 457 of the Galveston County Deed Records a distance of 415.91 feet to a 2-inch iron pipe found marking a common interior corner of said 806.49 acre tract (Pod 08) and the herein described tract;

THENCE N 02° 00' 22" W, along and with the East line of said 14.863 acre tract, a distance of 515.08 feet to a 5/8-inch iron rod w/cap stamped "Brown & Gay" found marking a common interior corner of said 806.49 acre tract (Pod 08) and the herein described tract from which a 5/8-inch iron rod w/cap stamped "Hovis Surveying" bears N 17° 18' E, 0.98 feet;

THENCE N 88° 02' 34" E, along and with the South line of a tract described as 4.995 acres in a conveyance recorded under Galveston County Clerk's File No. 8413110, a distance of 199.85 feet to a 5/8-inch iron rod found marking a common interior corner of said 806.49 acre tract (Pod 08) and the herein described tract;

THENCE N 02° 00' 22" W, along and with the East line of said 4.995 acre tract a distance of 942.61 feet to a point in said city limits line for an interior corner of the herein described tract;

THENCE N 78° 23' 34" E, along and with said city limits line, a distance of 304.63 feet to the beginning of a non-tangent curve to the left from whose center bears N 14° 56' 31" W, 1451.82 feet

THENCE in a Northeasterly direction, along and with the arc of said curve to the left, having a Radius of 1451.82 feet, a Central Angle of 22° 18' 47" and a Long Chord which bears N 63° 54' 06" E, 561.83 feet, for a total Arc Distance of 565.39 feet to a point in the North line of said 806.49 acre tract (Pod 08), same being the South line of a tract described in a conveyance recorded under Galveston County Clerk's File No. 9719196;

THENCE N 87° 04' 55" E, along and with the South line of said tract described in a conveyance recorded under Galveston County Clerk's File No. 9719196 and with the South line of a tract described as 35.42 acres in a conveyance recorded under Galveston County Clerk's File No. 8318050, a distance of 1,082.67 feet to a 2-inch iron pipe found marking the common most Northerly Northeast corner of said 806.49 acre tract (Pod 08) and the herein described tract;

THENCE S 02° 56' 37" E, along and with the West line of ERVINE & BISHOP SUBDIVISION NO. 1, a subdivision per plat or map recorded in Volume 254, Pg 38 of the Galveston County Map Records, a distance of 258.82 feet to a 5/8-inch iron rod w/cap stamped "Brown & Gay" found in the centerline of a 60-foot wide road as recorded in Volume 254, Page 38 of the Galveston County Map Records marking a common interior corner of said 806.49 acre tract (Pod 08) and the herein described tract, from which a 5/8-inch iron rod w/cap stamped "Hovis Surveying" bears N 85° 57' E, 0.56 feet;

THENCE N 87° 01' 58" E, along and with the centerline of said 60-foot wide road, a distance of 802.34 feet to a PK nail found marking a common Northeast corner of said 806.49 acre tract (Pod 08) and the herein described tract;

THENCE S 02° 55' 04" E, along and with the West line of a tract described in a conveyance recorded under Galveston County Clerk's File No. 9022666, a distance of 283.89 feet to a 5/8-inch iron rod w/cap stamped "Hovis Surveying" found marking a common interior corner of said 806.49 acre tract (Pod 08) and the herein described tract;

THENCE N 87° 01' 58" E, along and with the South line of said tract described in a conveyance recorded under Galveston County Clerk's File No. 9022666, a distance of 36.00 feet to a 5/8-inch iron rod w/cap stamped "Hovis Surveying" found marking the common most Easterly Northeast corner of said 806.49 acre tract (Pod 08) and the herein described tract;

THENCE S 02° 55' 04" E, along and with the West line of those tracts of land described in conveyances recorded under said Galveston County Clerk's File No. 9022666 and in Volume 743, Page 259 of the Galveston County Deed Records and with the West line of Lot 16 of said ERVINE & BISHOP SUBDIVISION NO. 1, a distance of 1,070.85 feet to a 5/8-inch iron rod w/cap stamped "Hovis Surveying" found in the centerline of a 60-foot wide road as recorded in Volume 254, Page 38 of the Galveston County Map Records marking a common interior corner of said 806.49 acre tract (Pod 08) and the herein described tract;

THENCE S 87° 01' 58" W, along and with the centerline of said 60-foot wide road, a distance of 406.85 feet to a 5/8-inch iron rod w/cap stamped "Brown & Gay" found for marking a common interior corner of said 806.49 acre tract (Pod 08) and the herein described tract;

THENCE S 42° 28' 48" E, along and with the Southwest line of a tract of land described in a conveyance recorded under Galveston County Clerk's File No. 9417735, a distance of 647.25 feet to a 5/8-inch iron rod w/cap stamped "Brown & Gay" found marking the most Easterly corner of said 806.49 acre tract (Pod 08) and the herein described tract from which a 3/4-inch iron pipe found bears S 52° 10' E, 1.90 feet;

THENCE S 87° 03' 23" W, along and with the North line of a tract described as 11.7 acres in a conveyance recorded under Galveston County Clerk's File No. 2001018360, a distance of 842.90 feet to a 5/8-inch iron rod w/cap stamped "Brown & Gay" found marking a common interior corner of said 806.49 acre tract (Pod 08) and the herein described tract from which a 5/8-inch iron rod w/cap stamped "Hovis Surveying" found bears N 03° 48' W, 1.63 feet;

THENCE S 02° 53' 03" E, along and with the West line of a tract described as Tract III and being 161.634 acres in a conveyance recorded under Galveston County Clerk's File No. 9633808, at a distance of 3,948.77 feet pass a 5/8-inch iron rod w/cap stamped "Brown & Gay" found marking the Northeast corner of said 489.39 acre tract (Pod 10), same being the Southeast corner of said 806.49 acre tract (Pod 08), continuing along and with the West line of a said 161.634 acre tract, the West line of a tract described as Tract I and being 49.1586 acres in said conveyance recorded under Galveston County Clerk's File No. 9633808, the West line of a tract described as 100.0006 acres in a conveyance recorded under Galveston County Clerk's File No. 9627929, and the West line of a tract described as 215.23 acres in a conveyance recorded under Galveston County Clerk's File No. 9903823, in all, a total distance of 9,619.51 feet to a 5/8-inch iron rod w/cap stamped "Hovis Surveying" found for the most Northerly corner of said 5.000 acre tract and being the common Southeast corner of said 489.39 acre tract (Pod 10) and the herein described tract;

THENCE S 56° 18' 54" W, along and with the Southeasterly line of said 489.39 acre tract (Pod 10), same being the Northwesterly line of said 5.000 acre tract, a distance of 1,024.36 feet to the POINT OF BEGINNING and containing 3,430.22 acres of land.

STRIP TRACT, PARCEL A

BEING a 20.00 feet wide strip of land containing 1.525 acres and being a proposed Sanitary Sewer Easement per a survey description prepared by Dannenbaum Engineering Corporation, dated September 08, 2006 and signed by Royal T. Brown, Texas Registered Professional Land Surveyor No. 3881, said 1.525 acre tract being situated in the W. K. Wilson League, Abstract No. 208 and being out of and a part of a tract described as 215.23 acres in a conveyance recorded under Galveston County Clerk's File No. 9903823 and being partly out of RAINSONG SECTION 2, a subdivision per plat or map recorded under Plat No. 2005A, Map No. 128 of the Galveston County Map Records and RAINSONG SECTION 3, a subdivision per plat or map recorded under Plat No. 2006A, Map No.s 141-142 of the Galveston County Map Records, said 1.525 acre tract being more particularly described by metes and bounds as follows (This description, its bearings and distances are based upon the above-referenced recorded instruments of said 215.23 acre tract, said RAINSONG SECTION 2, and said RAINSONG SECTION 3):

COMMENCING at the Southwest corner of said 215.23 acre tract;

THENCE N 00°54'00" W, along and with the West line of said 215.23 acre tract, at a distance of 565.23 feet pass the Southeast corner of a tract described as Pod 10 and being 489.39 acres in a conveyance recorded under Galveston County Clerk's File No. 2006002513, in all a total distance of 1,848.70 feet to the POINT OF BEGINNING and the Southwest corner of the herein described tract;

THENCE N 00°54'00" W, continuing along and with the East line of said 489.39 acre tract, same being the West line of said 215.23 acre tract, a distance of 20.00 feet to a point in the proposed North right-of-way line of Central Park Boulevard (based on a width of 100.00 feet) for the Northwest corner of the herein described tract and being located in the arc of a non-tangent curve to the right from whose center bears S 00° 54' 08" E, 2,050.00 feet;

THENCE, in a Southeasterly direction, along and with the proposed North right-of-way line of Central Park Boulevard and along and with the arc of said curve to the right having a Radius of 2,050.00 feet, a Central angle of $38^{\circ} 30' 02''$, a Long Chord which bears $S 71^{\circ} 39' 07'' E$, 1,351.75 feet, for a total Arc Distance of 1,377.52 feet to the Point of Tangency;

THENCE $S 52^{\circ} 24' 06'' E$, continuing along and with the proposed North right-of-way line of said Central Park Boulevard, a distance of 312.61 feet to the Point of Beginning of a curve to the left;

THENCE, in a Southeasterly direction, continuing along and with the proposed North right-of-way line of said Central Park Boulevard and along and with the arc of said curve to the left having a Radius of 1,950.00 feet, a Central angle of $37^{\circ} 54' 25''$, a Long Chord which bears $S 71^{\circ} 21' 18'' E$, 1,266.72 feet, at an Arc Distance of 467.56 feet pass the Southwest corner of the Northerly portion of said RAINSONG SECTION 3, continuing along and with the existing North right-of-way line of the Central Park Boulevard, at an Arc Distance of 1,060.78 feet pass an interior corner of the Northerly portion said RAINSONG SECTION 3, in all, a total Arc Distance of 1,290.12 feet to the Point of Tangency;

THENCE $N 89^{\circ} 41' 30'' E$, continuing along and with the existing North right-of-way line of said Central Park Boulevard, at a distance of 291.10 feet pass an interior corner of said RAINSONG SECTION 3, at 316.10 feet pass the Southwest of a cutback in the intersection of F.M Highway No. 2004 (based on a width of 120.00 feet) and said Central Park Boulevard, continuing along and with an extension of the existing North right-of-way line of said Central Park Boulevard, in all a total distance of 341.10 feet to a point in the West right-of-way line of said F.M Highway No. 2004 for the Northwest corner of the herein described STRIP TRACT, PARCEL B, same being the Northeast corner of the herein described tract;

THENCE $S 00^{\circ} 18' 30'' E$, along and with the West right-of-way line of said F.M Highway No. 2004, a distance of 20.00 feet to a point for the Southwest corner of the herein described STRIP TRACT, PARCEL B, same being the Southeast corner of the herein described tract;

THENCE, in a Westerly direction, along and with a line 20.00 feet Southerly of and parallel to the North right-of-way line of said Central Park Boulevard the following courses and distances:

$S 89^{\circ} 41' 30'' W$, a distance of 341.10 feet to the Point of Beginning of a curve to the right;

In a Northwesterly direction, along and with the arc of said curve to the right a Radius of 1,970.00 feet, a Central angle of $37^{\circ} 54' 24''$, a Long Chord which bears $N 71^{\circ} 21' 18'' W$, 1,279.70 feet, a total Arc Distance of 1,303.34 feet to the Point of Tangency;

$N 52^{\circ} 24' 06'' W$, a distance of 312.61 feet to the Point of Beginning of a curve to the left;

In a Northwesterly direction, along and with the arc of said curve to the left having a Radius of 2,030.00 feet, a Central angle of $38^{\circ} 30' 02''$, a Long Chord which bears $N 71^{\circ} 39' 07'' W$, 1,338.56 feet, for a total Arc Distance of 1,364.08 feet to the POINT OF BEGINNING and containing 1.525 acres of land.

STRIP TRACT, PARCEL B

BEING an approximately 3,000 square feet (0.0689 of one acre) strip of land situated in the W. K. Wilson League, Abstract No. 208 and being out of and a part of the right-of-way of F.M. Highway 2004 (based on a width of 120.00 feet), said strip of land being described as follows;

BEGINNING at a point in the West right-of-way line of said F.M. Highway 2004 and being the Northeast corner of the herein described STRIP TRACT, PARCEL A, same being the Northwest corner of the herein described tract;

THENCE, in an Easterly direction over and across the right-of-way of said F.M. Highway 2004 to a point in the East right-of-way line of said F.M. Highway 2004 for the Northwest corner of the herein described STRIP TRACT, PARCEL C, same being the Northeast corner of the herein described tract;

THENCE, in a Southerly direction and along and with the East right-of-way line of said F.M. Highway 2004, a distance of 30.00 feet to a point for the Southwest corner of the herein described STRIP TRACT, PARCEL C, same being the Southeast corner of the herein described tract;

THENCE, in an Westerly direction over and across the right-of-way of said F.M. Highway 2004 to a point in the West right-of-way line of said F.M. Highway 2004 for the Southeast corner of the herein described STRIP TRACT, PARCEL A, same being the Southwest corner of the herein described tract;

THENCE, in a Northerly direction and along and with the West right-of-way line of said F.M. Highway 2004, a distance of 20.00 feet to the **POINT OF BEGINNING** and containing approximately 3,000 square feet (0.0689 of one acre) of land.

STRIP TRACT, PARCEL C

BEING a 30.00 feet wide strip of land (unless otherwise noted) containing approximately 3.27 acres of land and being a proposed Sanitary Sewer Easement per a survey prepared by Landtech Consultants, Inc., dated February 04, 2004 and signed by William J. Massey, Texas Registered Professional Land Surveyor No. 4793, said 3.27 acre tract being situated in the W. K. Wilson League, Abstract No. 208 and being out of and a part of Lots 7, 8, 10, and 12 of WATERMAN SUBDIVISION, a subdivision per plat or map recorded in Volume 254, Page 14 of the Galveston County Deed Records, said 30.00 feet wide strip being described as follows:

BEGINNING at a point in the East right-of-way line of F.M. Highway 2004 (based on a width of 120.00 feet) for the Northeast corner of the herein described STRIP TRACT, PARCEL B, same being the Northwest corner of the herein described tract and being located Southerly, along said East right-of-way line, an approximate distance of 245 feet from the intersection of the Southwest line of a 20.00 feet wide pipeline easement described in a conveyance to the Pan American Gas Company and recorded under Galveston County Clerk's File No. 44343 with said East right-of-way line;

THENCE, in a generally East direction to a point in the Southwesterly line of said 20.00 feet wide Pan American Gas Company pipeline easement;

THENCE, in a Southeasterly direction, along and with the Southwesterly line of said 20.00 feet wide Pan American Gas Company pipeline easement to a point in the West line of a 30.00 feet wide pipeline easement described in a conveyance to Houston Pipeline Company and recorded under Galveston County Clerk's File No. 8530348 for the most Northerly Northeast corner of the herein described tract;

THENCE, in a generally South direction and along and with the West line of said 30.00 feet wide Houston Pipeline Company pipeline easement to a point located 10.00 feet Northerly of a Sanitary Lift Station Site described in a conveyance to the City of Texas City, Texas and recorded under Galveston County Clerk's File No. 8417660 for an interior corner of the herein described tract, the herein described strip being 45.00 feet wide at this point and Eastward from this point;

THENCE, in a generally East direction, over and across said 30.00 feet wide Houston Pipeline Company pipeline easement, 10.00 feet Northerly of and parallel to the North line of said Sanitary Lift Station Site and the North line of an access easement described in said conveyance to the City of Texas City, Texas and recorded under Galveston County Clerk's File No. 8417660 to a point in the existing or former West right-of-way line of Johnny Palmer Road (also known as Century Road) and being the Northwest corner of the herein described STRIP TRACT, PARCEL D, same further being the most Southerly Northeast corner of the herein described tract;

THENCE, in a generally South direction, along and with the existing or former West right-of-way line of said Johnny Palmer Road (also known as Century Road) and partly along the East line of said access easement, a distance of 45.00 feet to a point 10.00 South of the South line of said access easement for the Southwest corner of the herein described STRIP TRACT, PARCEL D, same being the Southeast corner of the herein described tract;

THENCE, in a generally West direction, partly over and across said 30.00 feet wide Houston Pipeline Company pipeline easement, 10.00 feet Southerly of and parallel to the South line of said access easement and the South line of said Sanitary Lift Station Site to a point located 25.00 feet West of the West line of said Sanitary Lift Station Site for the most Southerly Southwest corner of the herein described tract;

THENCE in a generally North direction, 30.00 feet West of and parallel to the West line of said 30.00 feet wide Houston Pipeline Company pipeline easement and 25.00 feet West of and parallel to the West line of said Sanitary Lift Station Site, at a point 10.00 feet North of the North line of said Sanitary Lift Station Site pass a point where the herein described strip becomes 30.00 feet wide from this point Northward and Westward, continuing 30.00 feet West of and parallel to the West line of said 30.00 feet wide Houston Pipeline Company pipeline easement to a point 30.00 feet Southwesterly of (measured at a right angles) the Southwest line of said 20.00 feet wide Pan American Gas Company pipeline easement for an interior corner of the herein described tract;

THENCE, in a Northwesterly direction, 20.00 feet Southwest of and parallel to the Southwesterly line of said 20.00 feet wide Pan American Gas Company pipeline easement to a point 30.00 feet South of (measured at a right angles) the first described line in the herein described tract for an angle point;

THENCE, in a generally West direction 30.00 feet South of and parallel to said first described line in the herein described tract to a point in the East right-of-way line of said F.M. Highway 2004 for the Southeast corner of the herein described STRIP TRACT, PARCEL B, same being the most Northerly Southwest corner of the herein described tract;

THENCE, in a generally North direction, along and with the East right-of-way line of said F.M. Highway 2004, a distance of 30.00 feet to the POINT OF BEGINNING and containing approximately 3.27 acres of land.

STRIP TRACT, PARCEL D

BEING an approximately 7,078 square feet (0.1625 of one acre) strip of land situated in the W. K. Wilson League, Abstract No. 208 and being out of and a part of the right-of-way of Johnny Palmer Road (also known as Century Road), said strip of land being described as follows;

BEGINNING at a point in the existing or former West right-of-way line of said Johnny Palmer Road (also known as Century Road) and being the most Southerly Northeast corner of the herein described STRIP TRACT, PARCEL C, same being the Northwest corner of the herein described tract;

THENCE, in a Northeasterly direction over and across the right-of-way of said Johnny Palmer Road (also known as Century Road) to a point in the East right-of-way line of said Johnny Palmer Road (also known as Century Road) for the Northwest corner of the herein described STRIP TRACT, PARCEL E, same being the Northeast corner of the herein described tract;

THENCE, in a Southerly direction and along and with the East right-of-way line of said Johnny Palmer Road (also known as Century Road), a distance of 104.80 feet to a point for the Southwest corner of the herein described STRIP TRACT, PARCEL E, same being the Southeast corner of the herein described tract;

THENCE, in an Southwesterly direction over and across the right-of-way of said Johnny Palmer Road (also known as Century Road) to a point in the existing or former West right-of-way line of said Johnny Palmer Road (also known as Century Road) for the Southeast corner of the herein described STRIP TRACT, PARCEL C, same being the Southwest corner of the herein described tract;

THENCE, in a Northerly direction and along and with the existing or former West right-of-way line of said Johnny Palmer Road (also known as Century Road), a distance of 45.00 feet to the POINT OF BEGINNING and containing approximately 7,078 square feet (0.1625 of one acre) of land.

STRIP TRACT, PARCEL E

BEING 5.58 acres of land and being situated in the W. K. Wilson League, Abstract No. 208 and being all of that tract described as 5.58 acres in a conveyance to the Galveston County Drainage District No. 2 and recorded under Galveston County Clerk's File No. 2005015193, said 5.58 acre tract being described by metes and bounds as follows (This description, its bearings and distances are based upon the above-referenced recorded instrument of said 5.58 acre tract):

BEGINNING at a point for the Northeast corner of the herein described STRIP TRACT, PARCEL D, same being the Northwest corner of said 5.58 acre tract;

THENCE N 81° 44' 08" E, a distance of 2,793.75 feet to the Northeast corner of said 5.58 acre tract;

THENCE S 00° 02' 03" W, along and with the East line of said W. K. Wilson League, passing the Northwest corner of the herein described STRIP TRACT, PARCEL F, a total distance of 71.17 feet to the Northeast corner of SCOTTSDALE ESTATES, a subdivision per plat or map recorded in Volume 15, Page 131 of the Galveston County Map Records, same being the Southeast corner of said 5.58 acre tract;

THENCE S 81° 03' 14" W, along and with the Northerly line of said SCOTTSDALE ESTATES, a distance of 2,798.67 feet to a point for the Southeast corner of the herein described STRIP TRACT, PARCEL D, same being the Southwest corner of said 5.58 acre tract;

THENCE N 00° 02' 04" W, a distance of 104.81 feet to the POINT OF BEGINNING and containing 5.58 acres of land.

STRIP TRACT, PARCEL F

BEING approximately 3.185 acres of land and being situated in the John Sellers League, Abstract No. 180 and being out of and a part of that tract described as 5.3772 acres in a conveyance to the Galveston County Drainage District No. 2 and recorded under Galveston County Clerk's File No. 9644209, said 3.185 acre tract being described by metes and bounds as follows (This description, its bearings and distances are based upon the above-referenced recorded instrument of said 5.3772 acre tract):

BEGINNING at a point in the West line of said John Sellers League for the common Southwest corner of said 5.3772 acre tract and the herein described tract;

THENCE N 00° 04' 40" W, along and with the West line of said John Sellers League, passing the Southeast corner of the herein described STRIP TRACT, PARCEL E, a total distance of 130.00 feet to a point for the common Northwest corner of said 5.3772 acre tract and the herein described tract;

THENCE N 84° 52' 52" E, along and with the North line of said 5.3772 acre tract, crossing the Old Galveston/Houston Electric Company or Interurban right-of-way, an approximate distance of 870 feet to a point for the intersection of a line 130.00 feet Northeasterly of and measured at right angles to the Northeast line of said Interurban right-of-way with said North line for the Northeast corner of the herein described tract;

THENCE, in a Southeasterly direction and along and with a line 130.00 feet Northeasterly of and parallel to the Northeast line of said Interurban right-of-way to a point in the South line of said 5.3772 acre tract for the most Northerly corner of the herein described STRIP TRACT, PARCEL G, same being the Southeast corner of the herein described tract;

THENCE S 89° 15' 40" W, along and with the South line of said 5.3772 acre tract, an approximate distance of 5 feet to an angle point;

THENCE S 87° 11' 01" W, continuing along and with the South line of said 5.3772 acre tract, at a distance of 159.02 feet passing a point for most Westerly corner of the herein described STRIP TRACT, PARCEL G, continuing along and with the South line of said 5.3772 acre tract, crossing said Interurban right-of-way, in all, a total distance of 996.59 feet to the POINT OF BEGINNING and containing 3.185 acres of land.

STRIP TRACT, PARCEL G

BEING a 130.00 feet wide strip of land containing approximately 13.69 acres of land and being comprised of a proposed right-of-way for the Galveston County Drainage District No. 2 per surveys of Parcels 6D-5, 6D-4, 6D-3, 6D-2, and 6D-1 prepared by Land Data Surveys, Inc., dated June 22, 2004 and signed by Don Denson, Texas Registered Professional Land Surveyor No. 2068, and a 60.00 feet wide drainage easement per instrument recorded under Book 2009, Page 709 of the Galveston County Deed Records, said 130.00 feet wide strip being situated in the John Sellers League, Abstract No. 180 and being located Northeasterly of and adjacent to the Old Galveston/Houston Electric Company or Interurban right-of-way and being described as follows (Any bearings cited herein and any distances cited along the Northerly line of the herein described tract are based upon a description of that tract described as 5.3772 acres in a conveyance to the Galveston County Drainage District No. 2 and recorded under Galveston County Clerk's File No. 9644209):

BEGINNING at a point for the intersection of the common South line of a tract described as 5.3772 acres in a conveyance to the Galveston County Drainage District No. 2 and recorded under Galveston County Clerk's File No. 9644209 and the herein described STRIP TRACT, PARCEL F, and being the most Westerly corner of the herein described tract;

THENCE N 87° 11' 01" E, along and with the South line of said 5.3772 acre tract, a distance of 159.12 feet to an angle point;

THENCE N 89° 15' 40" E, along and with the South line of said 5.3772 acre tract, an approximate distance of 5 feet to the Southeast corner of said STRIP TRACT, PARCEL F, same being the most Northerly corner of the herein described tract;

THENCE, in a Southeasterly direction, 130.00 feet Northeasterly of and parallel to the Northeasterly line of said Interurban right-of-way to a point in the North right-of-way line of 25th Avenue;


THENCE, in a Southwesterly direction, along and with the Northwesterly right-of-way line of said 25th Avenue to the intersection of the Northeast right-of-way line of said Interurban right-of-way with said Northwesterly right-of-way line;

TEXAS CITY TIRZ
APPROXIMATELY 3,457.7 ACRES
NOVEMBER 22, 2006
PAGE 16 OF 16

THENCE, in a Northwesterly direction, along and with the Northeasterly line of said Interurban right-of-way to the POINT OF BEGINNING and containing approximately 13.69 acres of land.

This document was prepared under 22 TAC §663.21, does not reflect the results of an on the ground survey, and is not to be used to convey or establish interests in real property except those rights and interests implied or established by the creation or reconfiguration of the boundary of the political subdivision for which it was prepared




Glenn Fisher TxRPLS 4146
Brown & Gay Engineers, Inc.
10777 Westheimer Road, Suite 400
Houston, Texas 77077
Telephone: (281) 558-8700

BROWN & GAY

ENGINEERS, INC.

July 5, 2007

Ms. Sue Darcy
Marsh Darcy Partners
8955 Katy Freeway, Suite 215
Houston, TX 77024

Re: Texas City TIRZ

Dear Ms. Darcy:

Enclosed is a revised exhibit showing the commercial tracts within the Texas City TIRZ. The previous exhibit showed a 4.8 acre tract in the northeast corner that Land Tejas owns but is not within the TIRZ. This tract has been deleted from the drawing to avoid confusion.

The tracts that comprise the 3,457.7-acre TIRZ produce a single contiguous tract. There are no parcels in the TIRZ that are not contiguous.

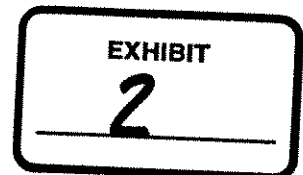
Let me know if you have any questions.

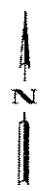
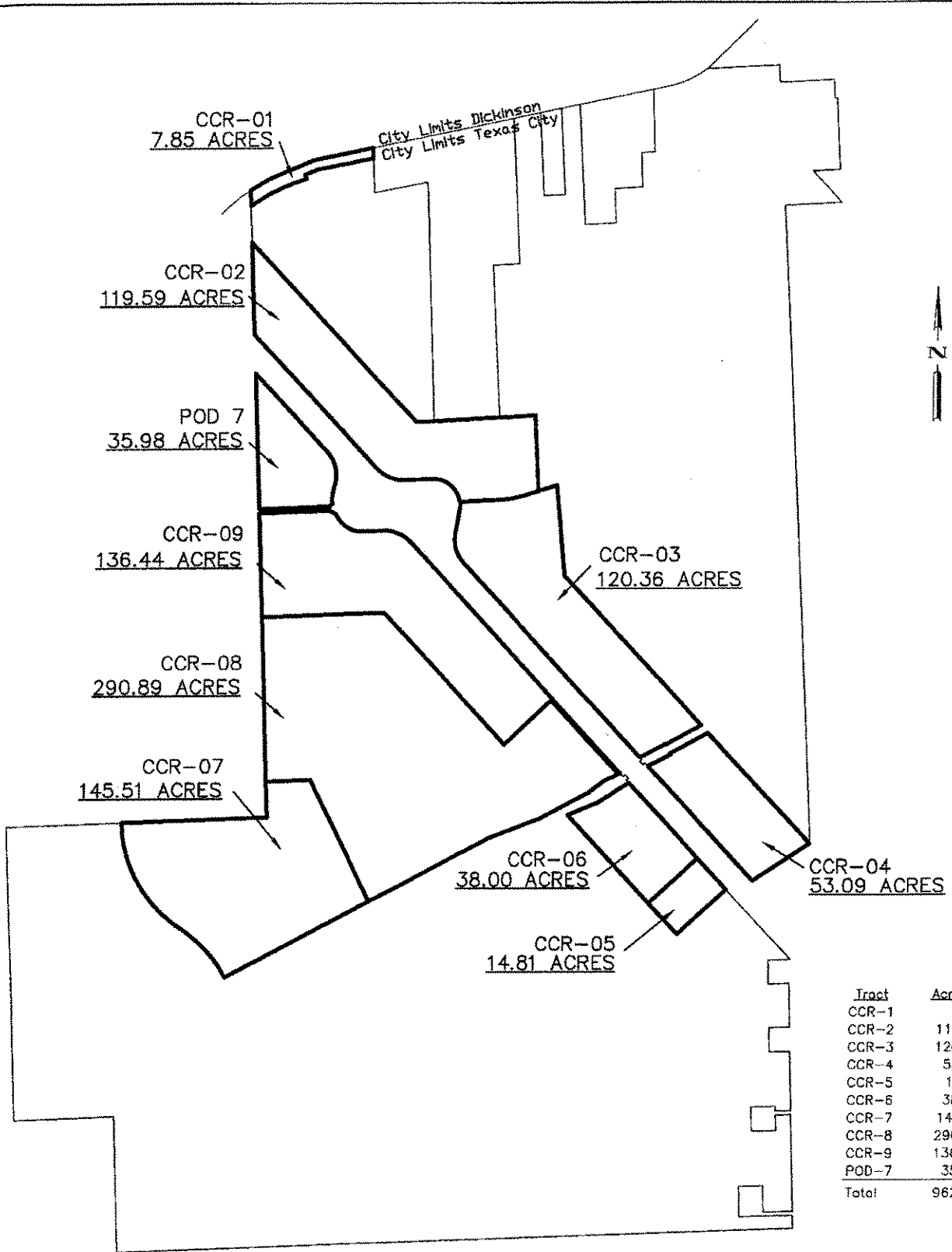
Sincerely,



Michael C. Shannon, PE
Senior Project Manager

cc: Mr. Collin Campbell





Tract	Acres
CCR-1	7.85
CCR-2	119.59
CCR-3	120.36
CCR-4	53.09
CCR-5	14.81
CCR-6	38.00
CCR-7	145.51
CCR-8	290.89
CCR-9	136.44
POD-7	35.98
Total	962.52

BROWN & GAY
ENGINEERS, INC.

CIVIL ENGINEERS & SURVEYORS
 HOUSTON, TEXAS

EXHIBIT SHOWING
 COMMERCIAL TRACTS WITHIN
 TEXAS CITY TIRZ

Scale:	Job No.:	Date:	Exhibit:
N.T.S.	LTC02-60	JUL, 2007	1



July 5, 2007

Mr. Collin Campbell
Land Tejas Companies
2450 Fondren Rd., Suite 210
Houston, TX 77063

Re: Texas City TIRZ

Dear Mr. Campbell:

Enclosed are the metes and bounds descriptions for the 10 tracts that comprise the commercial portion of the Texas City TIRZ, an exhibit showing the locations of these tracts, and the description for the entire TIRZ. I have added the tenth tract, POD 7.

The description for the residential TIRZ is the entire TIRZ save and except the commercial tracts. The tables below summarize the commercial and residential acreages.

Entire TIRZ Boundary: 3,457.7 acres

Commercial Portion of TIRZ:

<u>Tract</u>	<u>Acreage</u>
CCR-01	7.85
CCR-02	119.59
CCR-03	120.36
CCR-04	53.09
CCR-05	14.81
CCR-06	38.00
CCR-07	145.51
CCR-08	290.89
CCR-09	136.44
<u>POD 7</u>	<u>35.98</u>
Total	962.52

Residential Portion of TIRZ:

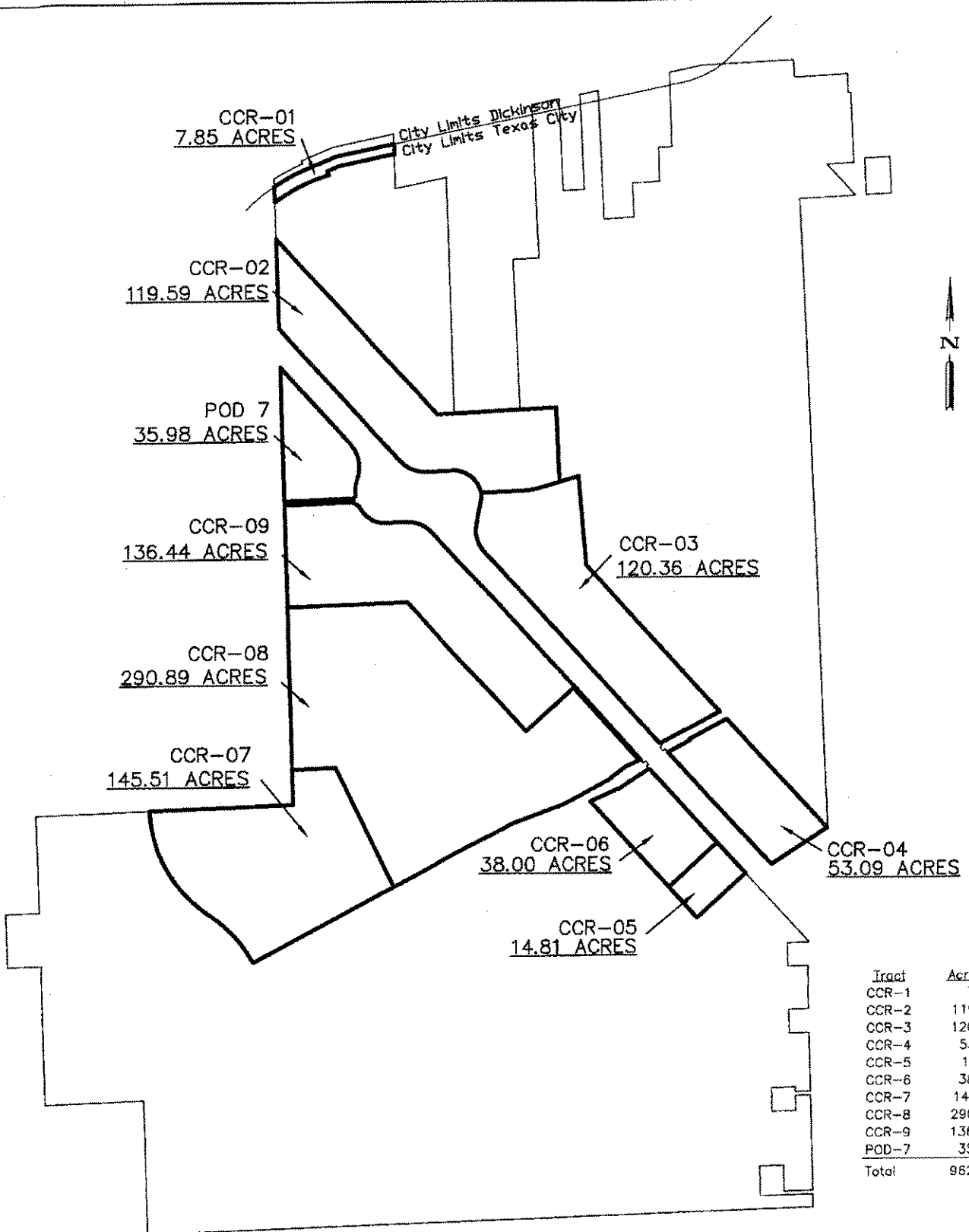
Entire TIRZ:	3,457.70
<u>Save & Except:</u>	<u>962.52</u>
Net	2,495.18

Let me know if you have any questions.

Sincerely,

Michael C. Shannon, PE
Senior Project Manager

cc: Ms. Sue Darcy



Tract	Acreage
CCR-1	7.85
CCR-2	119.59
CCR-3	120.36
CCR-4	53.09
CCR-5	14.81
CCR-6	38.00
CCR-7	145.51
CCR-8	290.89
CCR-9	136.44
POD-7	35.98
Total	962.52

BROWN & GAY
CIVIL ENGINEERS & SURVEYORS
HOUSTON, TEXAS

EXHIBIT SHOWING
COMMERCIAL TRACTS WITHIN
TEXAS CITY TIRZ

Scale:	Job No.:	Date:	Exhibit:
N.T.S.	LTC02-60	JUL, 2007	1

TEXAS CITY CCR-01 LOCATED IN TIRZ
7.849 ACRES

JUNE 4, 2007
JOB NO. LTC15-01

DESCRIPTION OF 7.849 ACRES OF LAND
SITUATED IN THE
ALEXANDER FARMER LEAGUE, ABSTRACT NUMBER 11
CITY OF TEXAS CITY, GALVESTON COUNTY, TEXAS

BEING 7.849 acres of land situated in the Alexander Farmer League, Abstract No. 11 and lying within the city limits of Texas City, of Galveston County, Texas and being out of and a part of a tract described as 806.49 acres in a conveyance recorded under Galveston County Clerk's File Number 2006002506, said 7.849 acre tract being more particularly described by metes and bounds as follows with the basis of bearings being the Texas State Plane Coordinate System, South Central Zone:

COMMENCING at a 5/8-inch iron rod with cap stamped "Brown & Gay" found marking the intersection of the East line of Lot K of INTERURBAN GARDENS, a subdivision per plat or map recorded under Volume 223, Page 207 of the Galveston County Map Records with the Southerly right-of-way line of Hughes Road (width varies as monumented), same being the common Northwest corner of said 806.49 acre tract and the herein described tract, from which a found 5/8-inch iron rod bears N 04° 03' 28" W, 20.89 feet and being in the arc of a non-tangent curve to the right from whose center bears S 32° 36' 35" E, 2,804.79 feet;

THENCE S 02° 00' 47" E, along and with the East line of said Lot K, a distance of 116.94 feet to the **POINT OF BEGINNING** and being the most westerly northwest corner of the herein described tract;

THENCE over and across said 806.49 acre tract, the following courses and distances;

In a northeasterly direction, along and with a curve to the right having a Radial Bearing of S 33° 52' 14" E, 2,704.79 feet, a Central Angle of 11° 48' 33" and a Long Chord which bears N 62° 02' 02" E, 556.50 feet, for a total Arc Distance of 557.49 feet to a point of non-tangency;

N 67° 46' 58" E, a distance of 493.78 feet to an angle point;

N 78° 29' 48" E, a distance of 905.95 feet to a point on a west line of a tract described as 15.00 acres in a conveyance recorded under Galveston County Clerk's File Number 9740868, same being the Northeast corner of the herein described tract;

THENCE S 02° 04' 33" E, along and with the Westerly line of the said 15.00 acre tract, a distance of 152.05 feet to the Southeast corner of the herein described tract and being located N 02° 04' 33" W, 523.91 feet from a 1/2 inch iron tube found marking the Southwest corner of said 15.00 acre tract;

THENCE over and across said 806.49 acre tract and 300.00 feet (measured at right angles) Southerly of the Southerly right-of-way line of said Hughes Road, the following courses and distances;

S 78° 29' 48" W, a distance of 866.98 feet to an angle point;

S 67° 46' 58" W, a distance of 194.57 feet to a point for corner;


S 22° 13' 02" E, a distance of 67.13 feet to a point for corner and being in the arc of a non-tangent curve to the left from whose center bears S 15° 30' 39" E, 2,504.79 feet;

TEXAS CITY CCR-01 LOCATED IN TIRZ
7.849 ACRES
JUNE 4, 2007
PAGE 2 OF 2

In a Southwesterly direction, along and with said curve to the left having a Radius of 2,504.79 feet, a Central Angle of $21^{\circ} 14' 57''$ and a Long Chord which bears $S 63^{\circ} 51' 52'' W$, 923.63 feet, for a total Arc Distance of 928.94 feet to a point in the East line of said Lot K for the Southwest corner of the herein described tract;

THENCE $N 02^{\circ} 00' 47'' W$, along and with the East line of said Lot K, a distance of 239.22 feet to the POINT OF BEGINNING and containing 7.849 acres of land.




Glenn Fisher TxRPLS 4146
Brown & Gay Engineers, Inc.
10777 Westheimer Road, Suite 400
Houston, Texas 77077
Telephone: (281) 558-8700

TEXAS CITY CCR-02
119.59 ACRES

NOVEMBER 22, 2006
JOB NO. LTC15-01

DESCRIPTION OF 119.59 ACRES OF LAND
SITUATED IN THE
ALEXANDER FARMER LEAGUE, ABSTRACT NUMBER 11
CITY OF TEXAS CITY, GALVESTON COUNTY, TEXAS

BEING 119.59 acres of land situated in the Alexander Farmer League, Abstract No. 11 and lying within the city limits of Texas City, Galveston County, Texas and being out of and a part of a tract described as 806.49 acres in a conveyance recorded under Galveston County Clerk's File Number 2006002506, said 119.59 acre tract being more particularly described by metes and bounds as follows with the basis of bearings being the Texas State Plane Coordinate System, South Central Zone:

COMMENCING at a 5/8-inch iron rod with cap stamped "Hovis Surveying" found in the Northeast right-of-way line of Interstate 45 (380 feet wide) marking the Northwesterly corner of a tract described as 5.000 acres in a conveyance recorded under Galveston County Clerk's File No. 2000041886, same being the most Southerly corner of a tract described as 489.39 acres in a conveyance recorded under Galveston County Clerk's File Number 2006002513;

THENCE along the Northeasterly right-of-way line of said Interstate Highway No. 45 (380 feet wide) the following courses and distances:

N 42° 40' 24" W, a distance of 2,418.69 feet to a 5/8-inch iron rod with cap stamped "Hovis Surveying" found, from which a found Broken TXDOT Monument bears N 52° 31' W, 1.19 feet and from which a found 5/8-inch iron rod bears S 75° 18' W, 1.20 feet;

S 47° 19' 36" W, a distance of 40.00 feet to a 5/8-inch iron rod with cap stamped "Hovis Surveying" found from which a found Broken TXDOT Monument bears N 72° 38' W, 0.53 feet and from which a found 5/8-inch iron rod bears S 55° 26' W, 1.08 feet;

N 42° 40' 24" W, a distance of 70.00 feet to a 5/8-inch iron rod with cap stamped "Hovis Surveying" found and a found broken TXDOT Monument from which a found 5/8-inch iron rod bears S 57° 55' W, 1.20 feet;

N 47° 19' 36" E, a distance of 40.00 feet to a 5/8-inch iron rod with cap stamped "Hovis Surveying" found from which a found Broken TXDOT Monument bears S 42° 22' W, 0.54 feet and from which a found 5/8-inch iron rod bears S 44° 44' W, 1.14 feet;

N 42° 40' 24" W, a distance of 4006.39 feet to a 5/8-inch iron rod with cap stamped "Hovis Surveying" found marking the beginning of a non-tangent curve to the right from whose center bears N 44° 23' 37" E, 532.97 feet, from said point which a 5/8-inch iron rod bears S 42° 22' W, 0.73 feet, and a 5/8-inch iron rod bears S 15° 15' W, 3.24 feet and a 5/8-inch iron rod bears N 67° 40' W, 5.92 feet;

In a Northwesterly direction, along and with the arc of said curve to the right, having a Radius of 532.97 feet, a Central Angle of 56° 05' 27" and a Long Chord which bears N 17° 33' 39" W, 501.18 feet, for a total Arc Distance of 521.76 feet to a 5/8-inch iron rod with cap stamped "Brown & Gay" found marking the end of said curve from which a found Broken TXDOT Monument bears S 65° 41' 48" E, 14.68 feet;

N 10° 23' 03" E, a distance of 415.03 feet to a disturbed TXDOT monument found marking an angle point;

N 04° 21' 11" W, a distance of 50.11 feet to a 5/8-inch iron rod with cap stamped "Hovis Surveying" and another 5/8-inch iron rod found marking the Southwest corner and **POINT OF BEGINNING** of the herein described tract;

N 17° 35' 29" W, a distance of 57.03 feet to a found TXDOT monument marking the beginning of a non-tangent curve to the left from whose center bears S 72° 19' 04" W, 423.06 feet;

In a Northwesterly direction, along and with the arc of said curve to the left, having a Radius of 423.06 feet, a Central Angle of 75° 02' 27" and a Long Chord which bears N 55° 12' 10" W, 515.33 feet, for a total Arc Distance of 554.09 feet to a TXDOT Monument marking the end of said curve;

S 87° 17' 48" W, a distance of 387.02 feet to a disturbed TXDOT monument found marking the beginning of a non-tangent curve to the right from whose center bears N 02° 43' 14" W, 533.69 feet;

In a Northwesterly direction, along and with the arc of said curve to the right, having a radius of 533.69 feet, a central angle of 49° 59' 58" and a chord which bears N 67° 43' 15" W, 451.09 feet, for a total Arc Distance of 465.73 feet to a found 5/8-inch iron rod with cap stamped "Hovis Surveying";

N 42° 38' 35" W, a distance of 2,752.43 feet to a 5/8-inch iron rod with cap stamped "Brown & Gay" found in the East line of Lot O, INTERURBAN GARDENS, a subdivision per plat pr map recorded under Volume 223, Page 207 of the Galveston County Map Records from which a found 5/8-inch iron rod bears S 02° 18' E, 7.33 feet, same being the Southwest corner of said 806.49 acre tract;

THENCE N 01° 56' 37" W, along and with the East line Lot O and Lot N of said INTERURBAN GARDENS, a distance of 1390.66 feet to a point for the most Northerly corner of the herein described tract and being located S 01° 56' 37" E, 12.55 feet from a 3/8-inch iron rod found for the Southeasterly corner of Lot K of said INTERURBAN GARDENS;

THENCE over and across said 806.49 acre tract the following courses and distances:

S 42° 26' 06" E, a distance of 3,675.60 feet to a point for corner;

N 87° 03' 02" E, a distance of 1808.64 feet to a point for the Northeast corner of the herein described tract;

S 02° 53' 03" E, a distance of 1,137.50 feet to a point in the South line of said 806.49 acre tract for the Southeast corner of the herein described tract;

THENCE along and with the South line of said 806.49 acre tract the following courses and distances:


TEXAS CITY CCR-02
119.59 ACRES
NOVEMBER 22, 2006
PAGE 3 OF 3

S 73°22'22" W, a distance of 241.77 feet to a 5/8-inch iron rod with Brown & Gay cap found marking the Point of Curvature of a curve to the right;

In a Westerly direction, along and with the arc of sad curve to the right, having a Radius of 1500.00 feet, a central angle of 13° 46' 38" and a Long Chord which bears S 80° 15' 41" W, 359.82 feet, for a total Arc Distance of 360.69 feet to a 5/8-inch iron rod with cap stamped "Brown & Gay" found marking the Point of Tangency;

S 87°09'00" W, a distance of 601.90 feet to the **POINT OF BEGINNING** and containing 119.59 acres of land.




Glenn Fisher TxRPLS 4146
Brown & Gay Engineers, Inc.
10777 Westheimer Road, Suite 400
Houston, Texas 77077
Telephone: (281) 558-8700

TEXAS CITY CCR-03
120.36 ACRES

NOVEMBER 22, 2006
JOB NO. LTC15-01

DESCRIPTION OF 120.36 ACRES OF LAND
SITUATED IN THE
ALEXANDER FARMER LEAGUE, ABSTRACT NUMBER 11
CITY OF TEXAS CITY, GALVESTON COUNTY, TEXAS

BEING 120.36 acres of land situated in the Alexander Farmer League, Abstract No. 11 and lying within the city limits of Texas City, Galveston County, Texas and being out of and a part of a tract described as 489.39 acres in a conveyance recorded under Galveston County Clerk's File Number 2006002513, said 120.36 acre tract being more particularly described by metes and bounds as follows with the basis of bearings being the Texas State Plane Coordinate System, South Central Zone:

COMMENCING at a 5/8-inch iron rod with cap stamped "Hovis Surveying" found in the Northeast right-of-way line of Interstate 45 (380 feet wide) marking the Northwesterly corner of a tract described as 5.000 acres in a conveyance recorded under Galveston County Clerk's File No. 2000041886, same being the most Southerly corner of said 489.39 acre tract;

THENCE along the Northeasterly right-of-way line of said Interstate Highway No. 45 (380 feet wide) the following courses and distances:

N 42° 40' 24" W, a distance of 2,418.69 feet to a 5/8-inch iron rod with cap stamped "Hovis Surveying" found, from which a found Broken TXDOT Monument bears N 52° 31' W, 1.19 feet and from which a found 5/8-inch iron rod bears S 75° 18' W, 1.20 feet;

S 47° 19' 36" W, a distance of 40.00 feet to a 5/8-inch iron rod with cap stamped "Hovis Surveying" found from which a found Broken TXDOT Monument bears N 72° 38' W, 0.53 feet and from which a found 5/8-inch iron rod bears S 55° 26' W, 1.08 feet;

N 42° 40' 24" W, a distance of 70.00 feet to a 5/8-inch iron rod with cap stamped "Hovis Surveying" found and a found broken TXDOT Monument from which a found 5/8-inch iron rod bears S 57° 55' W, 1.20 feet;

N 47° 19' 36" E, a distance of 40.00 feet to a 5/8-inch iron rod with cap stamped "Hovis Surveying" found from which a found Broken TXDOT Monument bears S 42° 22' W, 0.54 feet and from which a found 5/8-inch iron rod bears S 44° 44' W, 1.14 feet;

N 42° 40' 24" W, a distance of 45.22 feet to the most Southerly corner and **POINT OF BEGINNING** of the herein described tract;

N 42° 40' 24" W, a distance of 3,961.17 feet to a 5/8-inch iron rod with cap stamped "Hovis Surveying" found marking the beginning of a non-tangent curve to the right from whose center bears N 44° 23' 37" E, 532.97 feet, from said point which a 5/8-inch iron rod bears S 42° 22' W, 0.73 feet, and a 5/8-inch iron rod bears S 15° 15' W, 3.24 feet and a 5/8-inch iron rod bears N 67° 40' W, 5.92 feet;

In a Northwesterly direction, along and with the arc of said curve to the right, having a Radius of 532.97 feet, a Central Angle of $56^{\circ} 05' 27''$ and a Long Chord which bears $N 17^{\circ} 33' 39''$ W, 501.18 feet, for a total Arc Distance of 521.76 feet to a 5/8-inch iron rod with cap stamped "Brown & Gay" found marking the end of said curve from which a found Broken TXDOT monument bears $S 65^{\circ} 41' 48''$ E, 14.68 feet;

$N 10^{\circ} 23' 03''$ E, a distance of 415.03 feet to a disturbed TXDOT monument found marking an angle point;

$N 04^{\circ} 21' 11''$ W, a distance of 50.11 feet to a 5/8-inch iron rod with cap stamped "Hovis Surveying" and another 5/8-inch iron rod found marking the Southwest corner of a tract described as 806.49 acres in a conveyance recorded under Galveston County Clerk's File Number 2006002506, same being the common Northwest corner of said 489.39 acre tract and the herein described tract;

THENCE along the South line of said 806.49 acre tract, same being the North line of said 489.39 acre tract the following courses and distances:

$N 87^{\circ} 09' 00''$ E, 601.90 feet to a 5/8-inch iron rod with cap stamped "Brown & Gay" found marking the Point of Beginning of a curve to the left;

In an Easterly direction, along and with the arc of said curve to the left, having a Radius of 1500.0 feet, a Central Angle of $13^{\circ} 46' 38''$ and a Long Chord which bears $N 80^{\circ} 15' 41''$ E, 359.82 feet, for a total Arc Distance of 360.69 feet to a 5/8-inch iron rod with cap stamped "Brown & Gay" found marking the Point of Tangency;

$N 73^{\circ} 22' 22''$ E, a distance of 542.24 feet to a point for the Northeast corner of the herein described tract;

THENCE over and across said 489.39 acre tract the following courses and distances:

$S 05^{\circ} 23' 24''$ E, a distance of 1,365.08 feet to an angle point;

$S 42^{\circ} 40' 24''$ E, 1000.00 feet Northeasterly of (measured at right angles) and parallel to the Northeasterly right-of-way line of said Interstate Highway No. 45, a distance of 3,067.87 feet to a point in the Northwesterly line of a canal right-of-way described as 150.00 feet wide at this point in a conveyance to the Galveston County Water Company and recorded in Volume 821, Page 490 of the Galveston County Deed Records for the most Easterly corner of the herein described tract;

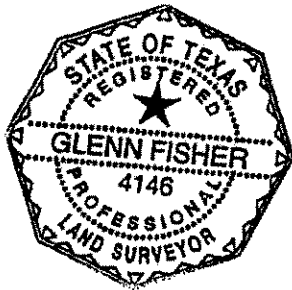
THENCE along and with Northwesterly line of said canal right-of-way the following courses and distances:


$S 62^{\circ} 07' 50''$ W, a distance of 605.49 feet to an angle point;

TEXAS CITY CCR-03
120.36 ACRES
NOVEMBER 22, 2006
PAGE 3 OF 3

N 27° 52' 10" W, a distance of 5.00 feet to an angle point (said canal right-of-way being 175.00 feet wide at this point);

S 62° 07' 50" W, a distance of 430.16 feet to the **POINT OF BEGINNING** and containing 120.36 acres of land.




Glenn Fisher TxRPLS 4146
Brown & Gay Engineers, Inc.
10777 Westheimer Road, Suite 400
Houston, Texas 77077
Telephone: (281) 558-8700

TEXAS CITY CCR-04
53.09 ACRES

NOVEMBER 22, 2006
JOB NO. LTC15-01

DESCRIPTION OF 53.09 ACRES OF LAND
SITUATED IN THE
ALEXANDER FARMER LEAGUE, ABSTRACT NUMBER 11
CITY OF TEXAS CITY, GALVESTON COUNTY, TEXAS

BEING 53.09 acres of land situated in the Alexander Farmer League, Abstract No. 11 and lying within the city limits of Texas City, Galveston County, Texas and being out of and a part of a tract described as 489.39 acres in a conveyance recorded under Galveston County Clerk's File Number 2006002513, said 53.09 acre tract being more particularly described by metes and bounds as follows with the basis of bearings being the Texas State Plane Coordinate System, South Central Zone:

BEGINNING at a 5/8-inch iron rod with cap stamped "Hovis Surveying" found in the Northeast right-of-way line of Interstate 45 (380 feet wide) marking the Northwesterly corner of a tract described as 5.000 acres in a conveyance recorded under Galveston County Clerk's File No. 2000041886, same being the most Southerly corner of said 489.39 acre tract;

THENCE N 42°40' 24" W, along the Northeasterly right-of-way line of said Interstate Highway No. 45 (380 feet wide), a distance of 2,352.90 feet to a point in the Southeasterly line of a canal right-of-way described as 175.00 feet wide at this point in a conveyance to the Galveston County Water Company and recorded in Volume 821, Page 490 of the Galveston County Deed Records for the most Westerly corner of the herein described tract and being located S 42°40' 24" E, 65.79 feet from a 5/8-inch iron rod with cap stamped "Hovis Surveying" found marking an angle point in said Northeasterly right-of-way line from which a found Broken TXDOT Monument bears N 52° 31' W, 1.19 feet and a 5/8-inch iron rod bears S 75° 18' W, 1.20 feet;

THENCE along and with Southeasterly line of said canal right-of-way the following courses and distances:

N 62° 07' 50" E, a distance of 383.91 feet to a an angle point

N 27° 52' 10" W, a distance of 20.00 feet to an angle point (said canal right-of-way being 150.00 feet wide at this point);

N 62° 07' 50" E, a distance of 645.13 feet to the most Northerly corner of the herein described tract;

THENCE S 42° 40' 24" E, 1000.00 feet Northeasterly of (measured at right angles) and parallel to the Northeasterly right-of-way line of said Interstate Highway No. 45, a distance of 2,267.47 feet to a point in the Southeasterly line of said 489.39 acre tract for the most Easterly corner of the herein described tract and being located S 56° 18' 54" W, 11.93 feet from a 5/8-inch iron rod with cap stamped "Hovis Surveying" found marking the Southeast corner of said 489.39 acre tract;

TEXAS CITY CCR-04
53.09 ACRES
NOVEMBER 22, 2006
PAGE 2 OF 2

THENCE S 56° 18' 54" W, along and with the Southeasterly line of said 489.39 acre tract, same being the Northwesterly line of said 5.000 acre tract, a distance of 1,012.43 feet to the **POINT OF BEGINNING** and containing 53.09 acres of land.



A handwritten signature in black ink, appearing to read "Glenn Fisher". The signature is fluid and cursive.

Glenn Fisher TxRPLS 4146
Brown & Gay Engineers, Inc.
10777 Westheimer Road, Suite 400
Houston, Texas 77077
Telephone: (281) 558-8700

TEXAS CITY CCR-05
14.81 ACRES

NOVEMBER 22, 2006
JOB NO. LTC15-01

DESCRIPTION OF 14.81 ACRES OF LAND
SITUATED IN THE
ALEXANDER FARMER LEAGUE, ABSTRACT NUMBER 11
CITY OF TEXAS CITY, GALVESTON COUNTY, TEXAS

BEING 14.81 acres of land situated in the Alexander Farmer League, Abstract No. 11 and lying within the city limits of Texas City, Galveston County, Texas and being out of and a part of a tract described as 376.53 acres in a conveyance recorded under Galveston County Clerk's File Number 2006002502, said 14.81 acre tract being more particularly described by metes and bounds as follows with the basis of bearings being the Texas State Plane Coordinate System, South Central Zone:

COMMENCING at a 5/8-inch iron rod with cap stamped "Brown & Gay" found in the Southwesterly right-of-way line of Interstate Highway 45 (Width Varies) marking the most Northerly corner of a tract described as an exception tract and being 18.205 acres in a conveyance recorded under Galveston County Clerk's File No. 2000027987 and being located N 42° 40' 24" W, 48.28 feet from a 3/8-inch iron rod found marking an angle point in the East line of said 18.205 acre tract;

THENCE N 42° 40' 24" W, along and with the Southwesterly right-of-way line of said Interstate Highway 45, a distance of 1,444.29 feet to the most Easterly corner and **POINT OF BEGINNING** of the herein described tract;


THENCE S 47° 19' 36" W, a distance of 1,000.00 feet to the most Southerly corner of the herein described tract;

THENCE N 42° 40' 24" W, 1000.00 feet Southwesterly of (measured at right angles) and parallel to the Southwesterly right-of-way line of said Interstate Highway No. 45, a distance of 644.98 feet to the most Westerly corner of the herein described tract;

THENCE N 47° 19' 36" E, a distance of 1,000.00 feet to a point in the Southwesterly right-of-way line of said Interstate Highway No. 45 for the most Northerly corner of the herein described tract and being located S 42° 40' 24" E, 1540.42 feet from a 5/8-inch iron rod with cap stamped "Brown & Gay" found in said Southwesterly right-of-way line marking the most Northerly corner of said 376.53 acre tract;

THENCE S 42° 40' 24" E, along and with the Southwesterly right-of-way line of said Interstate Highway 45, a distance of 644.98 feet to the **POINT OF BEGINNING** and containing 14.81 acres of land.




Glenn Fisher TxRPLS 4146
Brown & Gay Engineers, Inc.
10777 Westheimer Road, Suite 400
Houston, Texas 77077
Telephone: (281) 558-8700

TEXAS CITY CCR-06
38.00 ACRES

NOVEMBER 22, 2006
JOB NO. LTC15-01

DESCRIPTION OF 38.00 ACRES OF LAND
SITUATED IN THE
ALEXANDER FARMER LEAGUE, ABSTRACT NUMBER 11
CITY OF TEXAS CITY, GALVESTON COUNTY, TEXAS

BEING 38.00 acres of land situated in the Alexander Farmer League, Abstract No. 11 and lying within the city limits of Texas City, Galveston County, Texas and being the Southerly portion of Galveston County Municipal District No. 54 and being out of and a part of a tract described as 376.53 acres in a conveyance recorded under Galveston County Clerk's File Number 2006002502, said 38.00 acre tract being more particularly described by metes and bounds as follows with the basis of bearings being the Texas State Plane Coordinate System, South Central Zone:

COMMENCING at a 5/8-inch iron rod with cap stamped "Brown & Gay" found in the Southwesterly right-of-way line of Interstate Highway 45 (Width Varies) marking the most Northerly corner of a tract described as an exception tract and being 18.205 acres in a conveyance recorded under Galveston County Clerk's File No. 2000027987 and being located N 42° 40' 24" W, 48.28 feet from a 3/8-inch iron rod found marking an angle point in the East line of said 18.205 acre tract;

THENCE N 42° 40' 24" W, along and with the Southwesterly right-of-way line of said Interstate Highway 45, a distance of 2,089.27 feet to the most Easterly corner of and **POINT OF BEGINNING** of the herein described tract;

THENCE S 47° 19' 36" W, along and with the Southeasterly line of said Galveston County Municipal District No. 54, a distance of 1,000.00 feet to the most Southerly corner of the herein described tract;

THENCE N 42° 40' 24" W, along and with the Southwesterly line of said Galveston County Municipal District No. 54 and being 1,000.00 feet Southwesterly of (measured at right angles) and parallel to the Southwesterly right-of-way line of said Interstate Highway No. 45, at a distance of 643.07 feet pass a 5/8-inch iron rod with cap stamped "Brown & Gay" found marking an interior corner of said 376.53 acre tract, same being the most Easterly corner of a tract described as 396.70 acres in a conveyance recorded under Galveston County Clerk's File Number 2006002509, at a distance of 1,790.78 feet pass a 5/8-inch iron rod with cap stamped "Brown & Gay" found in the Southeasterly line of a canal right-of-way described as 170.00 feet wide at this point in a conveyance to the Galveston County Water Company and recorded in Volume 821, Page 490 of the Galveston County Deed Records marking an angle point in the Southeasterly line of a tract described as 801.38 acres in said conveyance recorded under Galveston County Clerk's File Number 2006002502, same being the Northwest corner of said 376.53 acres, same further being the most Northerly corner of said 396.70 acre tract, in all, a total distance of 1,804.37 feet to a point for the common most Westerly corner of the Southerly portion of said Galveston County Municipal District No. 54 and the herein described tract;

THENCE, along and with the Northwesterly line of the Southerly portion of said Galveston County Municipal District No. 54 the following courses and distances:

N 66° 22' 36" E, at a distance of 169.44 feet pass the common Southeasterly of said Galveston County Water Company right-of-way and said 801.38 acre tract, same being the Northwesterly line of said 376.53 acre tract, in all, a total distance of 459.14 feet to an angle point;

TEXAS CITY CCR-06
38.00 ACRES
NOVEMBER 22, 2006
PAGE 2 OF 2

S 33°12' 24" E, a distance of 8.80 feet to an angle point;

N 56° 47' 36" E, at 513.21 feet pass the common Southeasterly of said Galveston County Water Company right-of-way and said 801.38 acre tract, same being the Northwesternly line of said 376.53 acre tract, in all, a total distance of 549.94 feet to an interior corner of said Galveston County Municipal District No. 54;

THENCE N 78° 13' 10" E, a distance of 29.13 feet to a point in the Southwesterly right-of-way line of said Interstate Highway 45 marking the most Easterly corner of said 801.38 acre tract, same being the common most Northerly corner of said 376.53 acre tract and the herein described tract;

THENCE S 42° 40' 24" E, along and with the Southwesterly right-of-way line of said Interstate Highway 45, a distance of 1,540.42 feet to the **POINT OF BEGINNING** and containing 38.00 acres of land.



A handwritten signature in black ink, appearing to read "Glenn Fisher".

Glenn Fisher TxRPLS 4146
Brown & Gay Engineers, Inc.
10777 Westheimer Road, Suite 400
Houston, Texas 77077
Telephone: (281) 558-8700

TEXAS CITY CCR-07
145.51 ACRES

NOVEMBER 22, 2006
JOB NO. LTC15-01

DESCRIPTION OF 145.51 ACRES OF LAND
SITUATED IN THE
ALEXANDER FARMER LEAGUE, ABSTRACT NUMBER 11
CITY OF TEXAS CITY, GALVESTON COUNTY, TEXAS

BEING 145.51 acres of land situated in the Alexander Farmer League, Abstract No. 11 and lying within the city limits of Texas City, Galveston County, Texas and being out of and a part of a tract described as 801.38 acres in a conveyance recorded under Galveston County Clerk's File Number 2006002502, said 145.51 acre tract being more particularly described by metes and bounds as follows with the basis of bearings being the Texas State Plane Coordinate System, South Central Zone:

BEGINNING at a 5/8-inch iron rod marking the Southeast corner of said INTERURBAN GARDENS, a subdivision per plat or map recorded in Volume 223, Page 207 of the Galveston County Map Records, same being an interior corner of said 801.38 acre tract;

THENCE N 01° 58' 11" W, along and with the East line of said INTERURBAN GARDENS, a distance of 542.73 feet to the most Easterly Northwest corner of the herein described tract;

THENCE N 88° 04' 32" E, a distance of 668.54 feet to the Northeast corner of the herein described tract;

THENCE S 26° 09' 52" E, a distance of 2,045.23 feet to a point in the Northwesterly line of a canal right-of-way described as 170.00 feet wide at this point in a conveyance to the Galveston County Water Company and recorded in Volume 821, Page 490 of the Galveston County Deed Records marking the Southeasterly corner of the herein described tract;

THENCE S 62° 02' 56" W, along and with the Northwesterly line of said Galveston County Water Company right-of-way, a distance of 2,446.74 feet to the most Southerly corner of the herein described tract

THENCE N 27° 57' 04" W, a distance of 5.41 feet to the Point of Curvature of a curve to the left

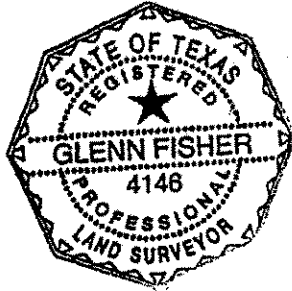
THENCE, in a Northwesterly direction, along and with the arc of said curve to the left, having a Radius of 2,000.00 feet, a Central Angle of 28° 04' 41" and a Long Chord which bears N 41° 59' 25" W, 970.33 feet, for a total Arc Distance of 980.11 feet to a the Point of Tangency;


THENCE N 56° 01' 45" W, a distance of 32.59 feet to the Point of Curvature of a curve to the right;

THENCE, in a Northwesterly direction, along and with the arc of said curve to the right, having a Radius of 2,000.00 feet, a Central Angle of 54° 18' 45" and a Long Chord which bears N 28° 52' 23" W, 1,825.67 feet, for a total Arc Distance of 1,895.86 feet to a point in the South line of said INTERURBAN GARDENS for the most Westerly Northwest corner of the herein described tract and being located N 88° 01' 42" E, 1,721.33 feet from a 5/8-inch iron rod with a cap stamped "Brown & Gay" found marking the Southwest corner of said INTERURBAN GARDENS, same being the most Westerly Northwest corner of said 801.38 acre tract, from said Southwest corner which a 5/8-inch iron rod with a cap stamped "Hovis Surveying", bears S 66° 03' E, 0.56 feet and a 5/8-inch iron rod bears S 85° 42' W, 1.68 feet;

TEXAS CITY CCR-07
145.51 ACRES
NOVEMBER 22, 2006
PAGE 2 OF 2

THENCE N 88° 01' 42" E, along and with the South line of said INTERURBAN GARDENS a distance of 2,171.53 feet to the **POINT OF BEGINNING** and containing 145.51 acres of land.




Glenn Fisher TxRPLS 4146
Brown & Gay Engineers, Inc.
10777 Westheimer Road, Suite 400
Houston, Texas 77077
Telephone: (281) 558-8700

TEXAS CITY CCR-08
290.89 ACRES

NOVEMBER 22, 2006
JOB NO. LTC15-01

DESCRIPTION OF 290.89 ACRES OF LAND
SITUATED IN THE
ALEXANDER FARMER LEAGUE, ABSTRACT NUMBER 11
CITY OF TEXAS CITY, GALVESTON COUNTY, TEXAS

BEING 290.89 acres of land situated in the Alexander Farmer League, Abstract No. 11 and lying within the city limits of Texas City, Galveston County, Texas and being out of and a part of a tract described as 801.38 acres in a conveyance recorded under Galveston County Clerk's File Number 2006002502, said 290.89 acre tract being more particularly described by metes and bounds as follows with the basis of bearings being the Texas State Plane Coordinate System, South Central Zone:

COMMENCING at a 5/8-inch iron rod marking the Southeast corner of said INTERURBAN GARDENS, a subdivision per plat or map recorded in Volume 223, Page 207 of the Galveston County Map Records, same being an interior corner of said 801.38 acre tract;

THENCE N 01° 58' 11" W, along and with the East line of said INTERURBAN GARDENS, a distance of 542.73 feet to the Southwest corner and **POINT OF BEGINNING** of the herein described tract;

THENCE N 01° 58' 11" W, continuing along and with the East line of said INTERURBAN GARDENS, a distance of 2,477.42 feet to the Northwest corner of the herein described tract and being located S 01° 58' 11" E, 1,564.25 feet from a 5/8-inch iron rod with cap stamped "Brown & Gay" found marking an angle point in the South right-of-way line of Holland Road (60-foot width) dedicated by instrument recorded in Volume 1199, Page 407 of the Galveston County Deed Record, same being the most Northerly Northwest corner of said 801.38 acre tract;

THENCE N 88° 01' 49" E, a distance of 1,836.03 feet to the most Westerly Northeast corner of the herein described tract;

THENCE S 42°40' 24" E, 1,000.00 feet Southwesterly of (measured at right angles) and parallel to the Southwesterly right-of-way line of Interstate Highway No. 45 (Width Varies), a distance of 2,700.00 feet to an interior corner of the herein described tract;

THENCE N 47° 19' 36" E, a distance of 975.00 feet to an interior corner of the herein described tract;

THENCE S 42°40' 24" E, 25.00 feet Southwesterly of (measured at right angles) and parallel to the Southwesterly right-of-way line of said Interstate Highway No. 45, a distance of 1,516.39 feet to a point in the Northwesterly line of a canal right-of-way described as 190.00 feet wide at this point in a conveyance to the Galveston County Water Company and recorded in Volume 821, Page 490 of the Galveston County Deed Records marking the Southeasterly corner of the herein described tract;

THENCE, along and with the Northwesterly line of said Galveston County Water Company right-of-way, the following courses and distances:

S 66° 15' 20" W, a distance of 211.46 feet to an angle point;

S 53° 40' 26" W, a distance of 310.47 feet to an angle point;

S 36° 19' 34" E, a distance of 7.64 feet to an angle point (said Galveston County Water Company right-of-way 170.00 feet wide at this point);

S 61° 55' 36" W, a distance of 822.76 feet to an angle point;

S 69° 33' 40" W, a distance of 832.91 feet to an angle point;

S 62° 02' 56" W, a distance of 491.58 feet to an angle point;

N 27° 57' 04" W, a distance of 5.00 feet to an angle point (said Galveston County Water Company right-of-way 180.00 feet wide at this point);

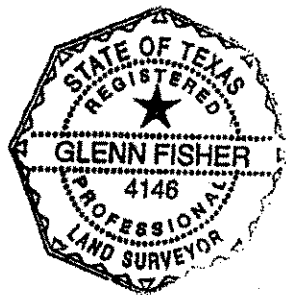
S 62° 02' 56" W, a distance of 820.00 feet to an angle point;

S 27° 57' 04" E, a distance of 5.00 feet to an angle point (said Galveston County Water Company right-of-way 170.00 feet wide at this point);

S 62° 02' 56" W, a distance of 736.28 feet to the most Southerly or Southwest corner of the herein described tract;

THENCE N 26° 09' 52" W, a distance of 2045.23 feet to an interior corner of the herein described tract;

THENCE S 88° 04' 32" W, a distance of 668.54 feet to the **POINT OF BEGINNING** and containing 290.89 acres of land.



A handwritten signature in black ink, appearing to read "Glenn Fisher".

Glenn Fisher TxRPLS 4146
Brown & Gay Engineers, Inc.
10777 Westheimer Road, Suite 400
Houston, Texas 77077
Telephone: (281) 558-8700

TEXAS CITY CCR-09
136.44 ACRES

NOVEMBER 22, 2006
JOB NO. LTC15-01

DESCRIPTION OF 136.44 ACRES OF LAND
SITUATED IN THE
ALEXANDER FARMER LEAGUE, ABSTRACT NUMBER 11
CITY OF TEXAS CITY, GALVESTON COUNTY, TEXAS

BEING 136.44 acres of land situated in the Alexander Farmer League, Abstract No. 11 and lying within the city limits of Texas City, Galveston County, Texas and being out of and a part of a tract described as 801.38 acres in a conveyance recorded under Galveston County Clerk's File Number 2006002502, said 136.44 acre tract being more particularly described by metes and bounds as follows with the basis of bearings being the Texas State Plane Coordinate System, South Central Zone:

BEGINNING at a 5/8-inch iron rod with cap stamped "Brown & Gay" found marking an angle point in the South right-of-way line of Holland Road (60-foot width) dedicated by instrument recorded in Volume 1199, Page 407 of the Galveston County Deed Records, same being the Northwest corner of the herein described tract, same further being the most Northerly Northwest corner of said 801.38 acre tract and being located S 01° 58' 11" E, 6.50 feet from an angle point in said South right-of-way line;

THENCE N 87° 54' 50" E, along and with the South right-of-way line of said Holland Road a distance of 1,063.95 feet to a 5/8-inch iron rod with a cap stamped "Brown & Gay" found in the southwesterly right-of-way line of Interstate Highway 45 (Width Varies) for the most Northerly corner of the herein described tract;

THENCE, along and with the Southwesterly right-of-way line of said Interstate Highway 45 (Width Varies) the following courses and distances as follows:

S 01° 26' 48" E, a distance of 10.19 feet to a TxDOT monument found for corner;

S 59° 51' 01" E, a distance of 99.95 feet to a TxDOT monument found for corner;

S 29° 02' 56" E, a distance of 38.17 feet to a TxDOT monument found marking the beginning of a non-tangent curve to the left from whose center bears N 62° 17' 57" E, 423.06 feet and from which a 5/8-inch iron rod bears S 09° 48' E, 5.28 feet;

In a Southeasterly direction, along and with the arc of said curve to the left, having a Radius of 423.06 feet, a Central Angle of 65° 04' 17" and a Long Chord which bears S 60° 14' 12" E, 455.06 feet, for a total Arc Distance of 480.47 feet to a TxDOT monument found marking the end of said curve from which a 5/8-inch iron rod bears N 16° 14' W, 3.45 feet;

N 87° 26' 16" E, a distance of 291.31 feet to a broken TxDOT monument found marking the Point of Curvature of a curve to the right;

In a Southeasterly direction, along and with the arc of said curve to the right, having a Radius of 533.69 feet, a Central Angle of 49° 54' 39" and a Long Chord which bears S 67° 36' 31" E, 450.34 feet, for a total Arc Distance of 464.90 feet to a disturbed TxDOT monument found marking the end of said curve from which a 5/8-inch iron rod bears N 08° 38' E, 2.55 feet;

S 42° 40' 24" E, a distance of 4,745.80 feet to a point in the Northwesterly line of a canal right-of-way described as 190.00 feet wide at this point in a conveyance to the Galveston County Water Company and recorded in Volume 821, Page 490 of the Galveston County Deed Records marking the most Easterly corner of the herein described tract and being located N 42° 40' 24" W, 65.43 feet from a TxDot monument and a 5/8-inch iron rod with cap stamped "Hovis Surveying" found marking an angle point in the Southwesterly right-of-way line of said Interstate Highway 45;

THENCE, over and across said 801.38 acre tract the following courses and distances as follows:

S 66° 15' 20" W, along and with the Northwesterly line of said Galveston County Water Company right-of-way, a distance of 26.43 feet to the most Southerly corner of the herein described tract

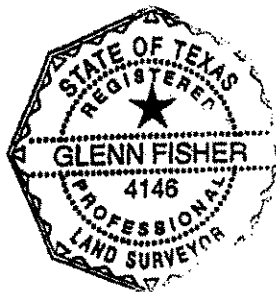
N 42° 40' 24" W, 25.00 feet Southwesterly of (measured at right angles) and parallel to the Southwesterly right-of-way line of said Interstate Highway No. 45, a distance of 1,516.39 feet to an interior corner of the herein described tract;


S 47° 19' 36" W, a distance of 975.00 feet to an interior corner of the herein described tract;

N 42° 40' 24" W, 1,000.00 feet Southwesterly of (measured at right angles) and parallel to the Southwesterly right-of-way line of said Interstate Highway No. 45, a distance of 2,700.00 feet to an interior corner of the herein described tract;

S 88° 01' 49" W, distance of 1,836.03 feet to a point in the East line of INTERURBAN GARDENS, a subdivision per plat or map recorded in Volume 223, Page 207 of the Galveston County Map Records and being located N 01° 58' 11" W, 3,020.15 from a 5/8-inch iron rod found marking the Southeast corner of said INTERURBAN GARDENS;

THENCE N 01° 58' 11" W, along and with the East line of said INTERURBAN GARDENS, a distance of 1,564.25 feet to the **POINT OF BEGINNING** and containing 136.44 acres of land.




Glenn Fisher TxRPLS 4146
Brown & Gay Engineers, Inc.
10777 Westheimer Road, Suite 400
Houston, Texas 77077
Telephone: (281) 558-8700

TEXAS CITY POD 7
35.98 ACRES

DECEMBER 6, 2005
JOB NO. LTC07-T1

DESCRIPTION OF 35.98 ACRES OF LAND
IN THE ALEXANDER FARMER LEAGUE, ABSTRACT NUMBER 11
CITY OF TEXAS CITY, GALVESTON COUNTY, TEXAS

BEING 35.98 acres of land situated in the Alexander Farmer League, Abstract Number 11, Galveston County, Texas, being out of a called 2,052.761 acre tract of land recorded under Galveston County Clerk's File Number 2000027987 and being more particularly described by metes and bounds as follows with the basis of bearings being the Texas State Plane Coordinate System, South Central Zone:

BEGINNING at a 5/8-inch iron rod with cap stamped "Brown & Gay" found in the east line of Holland Road Estates Section Two, a subdivision recorded in Volume 18, Page 442 of the Galveston County Map Records, the west line of said called 2,052.761 acre tract and in the north right-of-way line of Holland Road (60-foot width) dedicated by instrument recorded in Volume 1199, Page 407 of the Galveston County Deed Records for the southwest corner and **POINT OF BEGINNING** of this tract;

THENCE N 01° 58' 11" W, a distance of 2,045.75 feet to a 5/8-inch iron rod with cap stamped "Hovis Surveying" found in the southwesterly right-of-way line of Interstate Highway 45 (Width Varies) for the north corner of this tract;

THENCE with the southwesterly right-of-way line of Interstate Highway 45 (Width Varies) as follows:

S 42° 38' 35" E, a distance of 1,594.72 feet to a 5/8-inch iron rod with cap stamped "Brown & Gay" found for corner and point of curve;

In a southeasterly direction, 558.46 feet, with the arc of a curve to the right, having a radius of 533.69 feet, a central angle of 59° 57' 19" and chord which bears S 12° 26' 02" E, 533.33 feet to a broken TxDOT monument found for corner;

S 17° 32' 12" W, a distance of 51.06 feet to a TxDOT monument found for corner and point of curve, from which a found 5/8-inch iron rod bears S 73° 23' W, 2.05 feet;

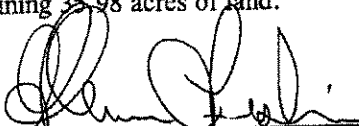
In a southeasterly direction, 185.89 feet, with the arc of a curve to the left, having a radius of 423.06 feet, a central angle of 25° 10' 32" and chord which bears S 04° 30' 42" W, 184.40 feet to a TxDOT monument found at the point of tangency from which a found 5/8-inch iron rod bears S 89° 02' W, 0.98 feet;

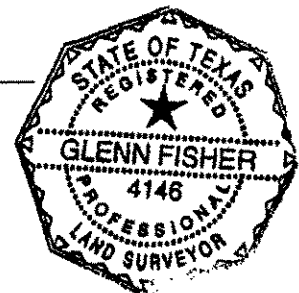
S 07° 34' 27" E, a distance of 35.11 feet to a broken TxDOT monument found for corner;

S 46° 19' 11" W, a distance of 49.82 feet to a broken TxDOT monument found for corner from which a found 5/8-inch iron rod bears N66° 13' W, 0.70 feet;

S 01° 26' 48" E, a distance of 10.19 feet to a 5/8-inch iron rod with cap stamped "Brown & Gay" found in the north right-of-way line of Holland Road for the northeast corner of this tract;

THENCE S 87° 54' 50" W, a distance of 1,064.50 feet, with the north right-of-way line of Holland Road the **POINT OF BEGINNING** and containing 35.98 acres of land.


Glenn Fisher TxRPLS 4146
Brown & Gay Engineers, Inc.
10777 Westheimer Road, Suite 400
Houston, Texas 77042
Telephone: (281) 558-8700



DESCRIPTION OF APPROXIMATELY
3,457.7 ACRES OF LAND SITUATED IN THE
ALEXANDER FARMER LEAGUE, ABSTRACT NO. 11,
THE W. K. WILSON LEAGUE, ABSTRACT NO. 208, AND
THE JOHN SELLERS LEAGUE, ABSTRACT NO. 180,
CITY OF TEXAS CITY, GALVESTON COUNTY, TEXAS

BEING approximately 3,457.7 acres of land situated in the Alexander Farmer League, Abstract No. 11; the W. K. Wilson League, Abstract No. 208; and the John Sellers League, Abstract No. 180 and lying within the city limits of Texas City, Galveston County, Texas and being described in various tracts as follows;

MAIN PARCEL:

BEING 3,430.22 acres of land situated in the Alexander Farmer League, Abstract No. 11 and the W. K. Wilson League, Abstract No. 208 and being all of a tract described as Pod 1 and being 396.70 acres in a conveyance recorded under Galveston County Clerk's File No. 2006002509, all of a tract described as Pod 2 and being 218.30 acres in a conveyance recorded under Galveston County Clerk's File No. 2006002501 and Galveston County Clerk's File No. 2006002516, all of a tract described as Pod 3 and being 376.53 acres in a conveyance recorded under Galveston County Clerk's File No. 2006002502, all of a tract described as Pod 4 and being 179.82 acres in a conveyance recorded under Galveston County Clerk's File No. 2006002502, all of a tract described as Pod 5 and being 24.35 acres in a conveyance recorded under Galveston County Clerk's File No. 2006002502, a 791.76 acre residue of a tract described as Pod 6 and being 801.38 acres in a conveyance recorded under Galveston County Clerk's File No. 2006002502, all of a tract described as Pod 07 and being 35.98 acres in a conveyance recorded under Galveston County Clerk's File No. 2006002502, a 799.95 acre residue of a tract described as Pod 08 and being 806.49 acres in a conveyance recorded under Galveston County Clerk's File No. 2006002506, said 799.95 acre residue also being known as Galveston County Municipal Utility District No. 58, and all of a tract described as Pod 10 and being 489.39 acres in a conveyance recorded under Galveston County Clerk's File No. 2006002513, a portion of the right-of-way of Holland Road (based on a width of 60.00 feet per instrument recorded in Volume 1199, Page 407 of the Galveston County Deed Records) between the East line of HOLLAND ROAD ESTATES, a subdivision per plat or map recorded in Volume 18, Page 442 of the Galveston County Map Records and the Westerly right-of-way line of Interstate 45 (based on a variable width) and a portion of the right-of-way of said Interstate Highway 45, said 3,430.22 acre tract being more particularly described by metes and bounds as follows with the basis of bearings being the Texas State Plane Coordinate System, South Central Zone:

BEGINNING at a 5/8-inch iron rod w/cap stamped "Hovis Surveying" found in the Northeast right-of-way line of Interstate 45 (based on a width of 380.00 feet at this point) marking the most Westerly corner of a tract described as 5.000 acres in a conveyance recorded under Galveston County Clerk's File No. 2000041886, same being the most Southerly corner of said 489.39 acre tract (Pod 10);

THENCE S 56° 18' 54" W, along and with an Southwesterly extension of the Southeasterly line of said 489.39 acre tract, crossing said Interstate No. 45, a distance of 384.72 feet to a point in the Southwesterly right-of-way line of said Interstate No. 45, same being the Northeasterly line of said 376.53 acre tract (Pod 3);

THENCE S 42° 40' 24" E, along and with the Southwesterly right-of-way line of Interstate Highway 45, a distance of 1336.54 feet to a 5/8-inch iron rod w/cap stamped "Brown and Gay" found marking the most Northerly corner of a tract described as an exception tract and being 18.205 acres in a conveyance recorded under Galveston County Clerk's File No. 2000027987 and being located N 42° 40' 24" W, 48.28 feet from a 3/8-inch iron rod found marking an angle point in the East line of said 18.205 acre tract;

THENCE with the Westerly lines of said 18.205 acre Excepted Tract, same being the Easterly lines of said 376.53 acre tract (Pod 3) as follows:

S 88° 09' 37" W, a distance of 331.52 feet to a 5/8-inch iron rod found for corner;

S 01° 50' 23" E, a distance of 361.50 feet to a 5/8-inch iron rod found for corner;

N 88° 09' 37" E, a distance of 303.09 feet to a 5/8-inch iron rod found for corner;

S 01° 50' 23" E, a distance of 654.38 feet to a 5/8-inch iron rod found for corner;

S 88° 09' 37" W, a distance of 301.50 feet to a 5/8-inch iron rod found for corner;

S 01° 50' 23" E, a distance of 361.50 feet to a 5/8-inch iron rod w/cap stamped "Hovis Surveying" found for corner;

N 88° 09' 37" E, a distance of 301.50 feet to a 5/8-inch iron rod found for corner;

S 01° 50' 23" E, a distance of 886.42 feet to a 5/8-inch iron rod w/cap stamped "Hovis Surveying" found for corner;

S 88° 09' 37" W, a distance of 228.10 feet to a 5/8-inch iron rod found for corner;

N 01° 50' 23" W, a distance of 70.07 feet to a 5/8-inch iron rod found for corner;

S 88° 09' 37" W, a distance of 361.50 feet to a 5/8-inch iron rod found for corner;

S 01° 50' 23" E, a distance of 361.50 feet to a 5/8-inch iron rod w/cap stamped "Hovis Surveying" found for corner;

N 88° 09' 37" E, a distance of 361.50 feet to a 5/8-inch iron rod w/cap stamped "Hovis Surveying" found for corner;

N 01° 50' 23" W, a distance of 231.43 feet to a 5/8-inch iron rod w/cap stamped "Hovis Surveying" found for corner;

N 88° 09' 37" E, a distance of 228.10 feet to a 5/8-inch iron rod w/cap stamped "Hovis Surveying" found for corner;

S 01° 50' 23" E, a distance of 1,442.19 feet to a 5/8-inch iron rod w/cap stamped "Hovis Surveying" found for corner;

S 88° 09' 37" W, a distance of 433.49 feet to a 5/8-inch iron rod w/cap found for corner;

N 01° 50' 23" W, a distance of 391.95 feet to a 5/8-inch iron rod w/cap stamped "Hovis Surveying" found for corner;

S 88° 09' 37" W, a distance of 361.50 feet to a 5/8-inch iron rod w/cap stamped "Hovis Surveying" found for corner;

S 01° 50' 23" E, a distance of 451.95 feet to a 5/8-inch iron rod found for corner;

N 88° 09' 37" E, a distance of 794.99 feet to a 5/8-inch iron rod w/cap stamped "Hovis Surveying" found for corner;

S 01° 50' 23" E, a distance of 195.46 feet to a 5/8-inch iron rod w/cap stamped "Brown and Gay" found in the Northerly line of MARK 45 BUSINESS PARK, a subdivision per plat or map recorded in Volume 18, Page 548 of the Galveston County Map Records for the most Southerly Southwest corner of said 18.205 acre excepted tract, same being the common Southeast corner of said 376.53 acre tract (Pod 3) and the herein described tract;

THENCE S 88° 02' 38" W, along and with the North line of said MARK 45 BUSINESS PARK and the North line of ORCHARD PLACE, a subdivision per plat or map recorded in Volume 92, Page 462 of the Galveston County Map Records, at a distance of 3,759.94 feet pass a 5/8-inch iron rod w/cap stamped "Brown and Gay" found marking the Southwest corner of said 376.53 acre tract (Pod 3), same being the Southeast corner of said 218.30 acre tract (Pod 2), continuing along and with the North line of said ORCHARD PLACE and the North line of ALTA LOMA, a subdivision per plat or map recorded in Volume 113, Page 09 of the Galveston County Map Records, at a distance of 8,353.00 feet pass a 5/8-inch iron rod w/cap stamped "Brown & Gay" set for the Southwest corner of said 218.30 acre tract (Pod 2), same being the Southeast corner of said 179.82 acre tract (Pod 4), in all, a total distance of 10,199.67 feet to a 5/8-inch iron rod found marking the Southeast corner of a tract described as 70 acres in a conveyance recorded in Volume 261, Page 665 of the Galveston County Deed Records, same being the common most Southerly Southwest corner of said 179.82 acre tract (Pod 4) and the herein described tract;

THENCE N 01° 59' 20" W, along and with the East line of said 70 acre tract, a distance of 2,032.80 feet to a 5/8-inch iron rod w/cap stamped "Hovis Surveying" found marking the Northeast corner of said 70 acre tract, same being a common interior corner of said 179.82 acre tract (Pod 4) and the herein described tract;

THENCE S 88° 02' 23" W, along and with the North line of said 70 acre tract, a distance of 1,500.46 feet to a 5/8-inch iron rod found in the East line of OPPOSING K, a subdivision per plat or map recorded in Volume 18, Page 709 of the Galveston County Map Records marking the common most Westerly Southwest corner of said 179.82 acre tract (Pod 4) and the herein described tract;

THENCE N 01° 58' 13" W, along and with the East line of said OPPOSING K and MACGREGORS SUBDIVISION, a subdivision per plat or map recorded in Volume 92B, Page 467 of the Galveston County Map Records, at a distance of 266.38 feet pass a 5/8-inch iron rod w/cap stamped "Brown & Gay" found in the Southeast line of a Galveston County Water Company Canal right-of-way (based of 190.00 feet at this point) described in a conveyance recorded in Volume 821, Page 490 of the Galveston County Deed Records marking the most Westerly Northwest corner of said 179.82 acre tract (Pod 4), same being the Southwest corner of said 801.38 acre tract (Pod 6), continuing along and with the East line of said MACGREGORS SUBDIVISION, in all, a total distance of 2106.91 feet to a 1/2-inch iron rod found marking an interior corner of said 801.38 acre tract (Pod 6) and being the common East corner of Lots 21 and 23 of said MACGREGORS SUBDIVISION, from which a found 5/8-inch iron rod with a cap stamped "Hovis Surveying" bears S 75° 10' W, 0.63 feet and from which a found 5/8-inch iron rod bears S 43° 13' W, 2.66 feet;

THENCE, N 02° 03' 39" W, continuing along and with the East line of said MACGREGORS SUBDIVISION, a distance of 816.75 feet to a 5/8-inch iron rod w/cap stamped "Hovis Surveying" found marking an interior corner of said 801.38 acre tract (Pod 6) and being the common East corner of Lots 19 and 21 of said MACGREGORS SUBDIVISION from which a found 1/2-inch iron rod bears S 85° 27' W, 0.92 feet and from which a found 5/8-inch iron rod bears S 24° 13' E, 1.70 feet;

THENCE N 01° 59' 44" W, continuing along and with the East line of said MACGREGORS SUBDIVISION, a distance of 1496.63 feet to a 5/8-inch iron rod with a cap stamped "Brown & Gay" found marking the Southwest corner of INTERURBAN GARDENS, a subdivision per plat or map recorded in Volume 223, Page 207 of the Galveston County Map Records, same being the common most Westerly Northwest corner of said 801.38 acre tract (Pod 6) and the herein described tract from which a found 5/8-inch iron rod with a cap stamped "Hovis Surveying", bears S 66° 03' E, 0.56 feet and a found 5/8-inch iron rod which bears S 85° 42' W, 1.68 feet;

THENCE N 88° 01' 42" E, along and with the South line of said INTERURBAN GARDENS, a distance of 3,892.87 feet to a 5/8-inch iron rod found marking the Southeast corner of said INTERURBAN GARDENS, same being a common interior corner of said 801.38 acre tract (Pod 6) and the herein described tract;

THENCE N 01° 58' 11" W, along and with the East line of said INTERURBAN GARDENS, at a distance of 4,584.40 feet pass a 5/8-inch iron rod with a cap stamped "Brown & Gay" found in the South right-of-way line of said Holland Road marking the most Northerly Northwest corner of said 801.38 acre tract (Pod 6), continuing and with the East line of said INTERURBAN GARDENS, at a distance of 4,644.40 feet pass the North right-of-way line of said Holland Road for the Southwest corner of said 35.98 acre tract (Pod 07), continuing along and with the East line of said HOLLAND ROAD ESTATES and the East line of said INTERURBAN GARDENS, in all, a total distance of 6,690.15 feet to a 5/8-inch iron rod w/cap stamped "Hovis Surveying" found in the Southwesterly right-of-way line of said Interstate Highway 45 marking the North corner of said 35.98 acre tract (Pod 07) from which a disturbed 5/8-inch iron rod bears S 40°53' E, 1.22 feet and another 5/8-inch iron rod bears S 02°01' E, 6.82 feet;

THENCE N 02° 03' 36" W, across the right-of-way of said Interstate Highway 45, a distance of 584.12 feet to a 5/8-inch iron rod w/cap stamped "Brown & Gay" found in the East line of Lot O, of said INTERURBAN GARDENS marking the most Westerly Southwest corner of said 806.49 acre tract (Pod 08) from which a found 5/8-inch iron rod bears S 02° 18' E, 7.33 feet;

THENCE N 01° 56' 37" W, along and with the East line of said INTERURBAN GARDENS, a distance of 1,403.20 feet to a 3/8-inch iron rod found for the Southeast corner of Lot K of said INTERURBAN GARDENS;

THENCE N 02° 00' 47" W, continuing along and with the East line of said INTERURBAN GARDENS, a distance of 790.56 feet to a point in the Southerly line of the city limits of the city of Dickinson, Texas, same being the Northerly line of the city limits of said Texas City for the Northwest corner of the herein described tract and being situated in the arc of a non-tangent curve to the right from whose center bears S 33° 52' 14" E, 2,704.79 feet, said Northwest corner being located S 02° 00' 47" E, 116.91 feet from a 5/8-inch iron rod w/cap stamped "Brown & Gay" found in the Southerly right-of-way line of Hughes Road (width varies as monumented) marking the Northwest corner of said 806.49 acre tract (Pod 08), from which a found 5/8-inch iron rod bears N 04° 03' 28" W, 20.89 feet;

THENCE over and across said 806.49 acre tract (Pod 08), and along and with said city limits line the following courses and distances as follows:

In a Northeasterly direction, along and with said curve to the right having a Radius of 2,704.79 feet, a Central Angle of 11° 48' 33" and a Long Chord which bears N 62° 02' 02" E, 556.50 feet to a point, for a total Arc Distance of 557.49 feet to the end of said curve;

N 67° 46' 58" E, a distance of 493.78 feet to a point for corner;

N 78° 29' 48" E, a distance of 905.95 feet to a point in the West line of a tract described as 15.00 acres in a conveyance recorded under Galveston County Clerk's File No. 9740868;

THENCE S 02° 04' 33" E, along and with the Westerly line of said 15.00 acre tract, a distance of 675.96 feet to a 1/2-inch iron tube found marking the Southwest corner of said 15.00 acre tract, same being a common interior corner of said 806.49 acre tract (Pod 08) and the herein described tract;

THENCE N 78° 20' 12" E, along and with the south line of the said 15.00 acre tract, a distance of 799.96 feet to a 1/2-inch iron tube found for the Southeast corner of the said 15.00 acre tract, same being a common interior corner of said 806.49 acre tract (Pod 08) and the herein described tract;

THENCE S 02° 04' 16" E, along and with the East line of said 806.49 acre tract (Pod 08), a distance of 3,618.54 feet to a 5/8-inch iron rod w/cap stamped "Brown & Gay" found marking the Northwest corner of a tract described as 0.8638 of one acre in a conveyance recorded under Galveston County Clerk's File No. 2003014961, same being a common interior corner of said 806.49 acre tract (Pod 08) and the herein described tract;

THENCE N 87° 03' 02" E, along and with the North line of said 0.8638 of one acre tract and the North line of Lot 5 of D.R. BEATTY'S SUBDIVISION, a subdivision per plat or map recorded in Volume 153, Page 262 of the Galveston County Deed Records, same being the South line of a tract described in a conveyance recorded under Galveston County Clerk's File No. 8805821, a distance of 991.96 feet to a 5/8-inch iron rod w/cap stamped "Brown & Gay" found in the easterly right-of-way line of Rice Road (based on a width of 46.70 feet per Volume 153, Page 262 of the Galveston County Deed Records) marking a common interior corner of said 806.49 acre tract (Pod 08) and the herein described tract;

THENCE N 02° 56' 58" W, along and with the East right-of-way line of said Rice Road same being the West line of OLEANDER COUNTRY CLUB ADDITION, a subdivision per plat or map recorded in Volume 254, Page 1 of the Galveston County Deed Records, a distance of 2,302.15 feet to a 5/8-inch iron rod w/cap stamped "Hovis Surveying" found marking the Northwest corner of Lot 7 of said OLEANDER COUNTRY CLUB ADDITION, same being a common interior corner of said 806.49 acre tract (Pod 08) and the herein described tract;

THENCE N 87° 03' 02" E, along and with the North line of said Lot 7, a distance of 400.00 feet to a 5/8-inch iron rod w/cap stamped "Hovis Surveying" found marking a common interior corner of said 806.49 acre tract (Pod 08) and the herein described tract;

THENCE N 02° 56' 58" W, partly along and with the East line of a tract described in a conveyance recorded under Galveston County Clerk's File No. 2001062027, a distance of 2,192.59 feet to a point in said city limits line for an interior corner of the herein described tract;

THENCE N 78° 23' 34" E, along and with said city limits line, a distance of 421.53 feet to a point in the West line of a tract described in a conveyance recorded under Galveston County Clerk's File No. 2000060660 and being an interior corner of the herein described tract;

THENCE S 02° 56' 58" E, along and with the West line of those tracts of land described in conveyances recorded under Galveston County Clerk's File No.s 2000060660 and 9818377, a distance of 1,246.74 feet to a 5/8-inch iron rod w/cap stamped "Brown & Gay" found for a common interior corner of said 806.49 acre tract (Pod 08) and the herein described tract;

THENCE N 87° 03' 02" E, along and with the South line of said tract of land recorded under Galveston County Clerk's File No. 9818377, a distance of 323.45 feet to a 5/8-inch iron rod w/cap stamped "Brown & Gay" found for a common interior corner of said 806.49 acre tract (Pod 08) and the herein described tract;

THENCE N 02° 56' 58" W, along and with the East right-of-way line of a 40-foot wide road as recorded in Volume 254, Page 1 of the Galveston County Deed Records, a distance of 1,295.99 feet to a point in said city limits line for an interior corner of the herein described tract;

THENCE N 78° 23' 34" E, along and with said city limits line, a distance of 286.97 feet to a point being on a easterly line of said OLEANDER COUNTRY CLUB ADDITION and on a West line of OLEANDER ACRES, a subdivision per plat or map recorded in Volume 13, Page 58 of the Galveston County Map Records;

THENCE S 02° 56' 33" E, along and with the East line of said OLEANDER COUNTRY CLUB ADDITION, same being the West line of said OLEANDER ACRES and along and with the West line of OLEANDER ACRES SECTION TWO, a subdivision per plat or map recorded in Volume 254A, Page 87 of the Galveston County Map Records, a distance of 1,810.77 feet to a 5/8-inch iron rod w/cap stamped "Hovis Surveying" and a 3/4-inch iron pipe, both found marking a common interior corner of said 806.49 acre tract (Pod 08) and the herein described tract;

THENCE N 87° 05' 52" E, along and with the South line of said OLEANDER ACRES SECTION TWO, a distance of 464.80 feet to a 3/4-inch iron pipe found marking a common interior corner of said 806.49 acre tract (Pod 08) and the herein described tract;

THENCE N 02° 56' 33" W, along and with the East line of said OLEANDER ACRES SECTION TWO, a distance of 524.70 feet to a 2-inch iron pipe found marking a common interior corner of said 806.49 acre tract (Pod 08) and the herein described tract;

THENCE N 86° 58' 12" E, along and with the South line of a tract described as 14.863 acres in a conveyance recorded in Volume 1793, Page 457 of the Galveston County Deed Records a distance of 415.91 feet to a 2-inch iron pipe found marking a common interior corner of said 806.49 acre tract (Pod 08) and the herein described tract;

THENCE N 02° 00' 22" W, along and with the East line of said 14.863 acre tract, a distance of 515.08 feet to a 5/8-inch iron rod w/cap stamped "Brown & Gay" found marking a common interior corner of said 806.49 acre tract (Pod 08) and the herein described tract from which a 5/8-inch iron rod w/cap stamped "Hovis Surveying" bears N 17° 18' E, 0.98 feet;

THENCE N 88° 02' 34" E, along and with the South line of a tract described as 4.995 acres in a conveyance recorded under Galveston County Clerk's File No. 8413110, a distance of 199.85 feet to a 5/8-inch iron rod found marking a common interior corner of said 806.49 acre tract (Pod 08) and the herein described tract;

THENCE N 02° 00' 22" W, along and with the East line of said 4.995 acre tract a distance of 942.61 feet to a point in said city limits line for an interior corner of the herein described tract;

THENCE N 78° 23' 34" E, along and with said city limits line, a distance of 304.63 feet to the beginning of a non-tangent curve to the left from whose center bears N 14° 56' 31" W, 1451.82 feet

THENCE in a Northeasterly direction, along and with the arc of said curve to the left, having a Radius of 1451.82 feet, a Central Angle of 22° 18' 47" and a Long Chord which bears N 63° 54' 06" E, 561.83 feet, for a total Arc Distance of 565.39 feet to a point in the North line of said 806.49 acre tract (Pod 08), same being the South line of a tract described in a conveyance recorded under Galveston County Clerk's File No. 9719196;

THENCE N 87° 04' 55" E, along and with the South line of said tract described in a conveyance recorded under Galveston County Clerk's File No. 9719196 and with the South line of a tract described as 35.42 acres in a conveyance recorded under Galveston County Clerk's File No. 8318050, a distance of 1,082.67 feet to a 2-inch iron pipe found marking the common most Northerly Northeast corner of said 806.49 acre tract (Pod 08) and the herein described tract;

THENCE S 02° 56' 37" E, along and with the West line of ERVINE & BISHOP SUBDIVISION NO. 1, a subdivision per plat or map recorded in Volume 254, Pg 38 of the Galveston County Map Records, a distance of 258.82 feet to a 5/8-inch iron rod w/cap stamped "Brown & Gay" found in the centerline of a 60-foot wide road as recorded in Volume 254, Page 38 of the Galveston County Map Records marking a common interior corner of said 806.49 acre tract (Pod 08) and the herein described tract, from which a 5/8-inch iron rod w/cap stamped "Hovis Surveying" bears N 85° 57' E, 0.56 feet;

THENCE N 87° 01' 58" E, along and with the centerline of said 60-foot wide road, a distance of 802.34 feet to a PK nail found marking a common Northeast corner of said 806.49 acre tract (Pod 08) and the herein described tract;

THENCE S 02° 55' 04" E, along and with the West line of a tract described in a conveyance recorded under Galveston County Clerk's File No. 9022666, a distance of 283.89 feet to a 5/8-inch iron rod w/cap stamped "Hovis Surveying" found marking a common interior corner of said 806.49 acre tract (Pod 08) and the herein described tract;

THENCE N 87° 01' 58" E, along and with the South line of said tract described in a conveyance recorded under Galveston County Clerk's File No. 9022666, a distance of 36.00 feet to a 5/8-inch iron rod w/cap stamped "Hovis Surveying" found marking the common most Easterly Northeast corner of said 806.49 acre tract (Pod 08) and the herein described tract;

THENCE S 02° 55' 04" E, along and with the West line of those tracts of land described in conveyances recorded under said Galveston County Clerk's File No. 9022666 and in Volume 743, Page 259 of the Galveston County Deed Records and with the West line of Lot 16 of said ERVINE & BISHOP SUBDIVISION NO. 1, a distance of 1,070.85 feet to a 5/8-inch iron rod w/cap stamped "Hovis Surveying" found in the centerline of a 60-foot wide road as recorded in Volume 254, Page 38 of the Galveston County Map Records marking a common interior corner of said 806.49 acre tract (Pod 08) and the herein described tract;

THENCE S 87° 01' 58" W, along and with the centerline of said 60-foot wide road, a distance of 406.85 feet to a 5/8-inch iron rod w/cap stamped "Brown & Gay" found for marking a common interior corner of said 806.49 acre tract (Pod 08) and the herein described tract;

THENCE S 42° 28' 48" E, along and with the Southwest line of a tract of land described in a conveyance recorded under Galveston County Clerk's File No. 9417735, a distance of 647.25 feet to a 5/8-inch iron rod w/cap stamped "Brown & Gay" found marking the most Easterly corner of said 806.49 acre tract (Pod 08) and the herein described tract from which a 3/4-inch iron pipe found bears S 52° 10' E, 1.90 feet;

THENCE S 87° 03' 23" W, along and with the North line of a tract described as 11.7 acres in a conveyance recorded under Galveston County Clerk's File No. 2001018360, a distance of 842.90 feet to a 5/8-inch iron rod w/cap stamped "Brown & Gay" found marking a common interior corner of said 806.49 acre tract (Pod 08) and the herein described tract from which a 5/8-inch iron rod w/cap stamped "Hovis Surveying" found bears N 03° 48' W, 1.63 feet;

THENCE S 02° 53' 03" E, along and with the West line of a tract described as Tract III and being 161.634 acres in a conveyance recorded under Galveston County Clerk's File No. 9633808, at a distance of 3,948.77 feet pass a 5/8-inch iron rod w/cap stamped "Brown & Gay" found marking the Northeast corner of said 489.39 acre tract (Pod 10), same being the Southeast corner of said 806.49 acre tract (Pod 08), continuing along and with the West line of a said 161.634 acre tract, the West line of a tract described as Tract I and being 49.1586 acres in said conveyance recorded under Galveston County Clerk's File No. 9633808, the West line of a tract described as 100.0006 acres in a conveyance recorded under Galveston County Clerk's File No. 9627929, and the West line of a tract described as 215.23 acres in a conveyance recorded under Galveston County Clerk's File No. 9903823, in all, a total distance of 9,619.51 feet to a 5/8-inch iron rod w/cap stamped "Hovis Surveying" found for the most Northerly corner of said 5.000 acre tract and being the common Southeast corner of said 489.39 acre tract (Pod 10) and the herein described tract;

THENCE S 56° 18' 54" W, along and with the Southeasterly line of said 489.39 acre tract (Pod 10), same being the Northwesterly line of said 5.000 acre tract, a distance of 1,024.36 feet to the **POINT OF BEGINNING** and containing 3,430.22 acres of land.

STRIP TRACT, PARCEL A

BEING a 20.00 feet wide strip of land containing 1.525 acres and being a proposed Sanitary Sewer Easement per a survey description prepared by Dannenbaum Engineering Corporation, dated September 08, 2006 and signed by Royal T. Brown, Texas Registered Professional Land Surveyor No. 3881, said 1.525 acre tract being situated in the W. K. Wilson League, Abstract No. 208 and being out of and a part of a tract described as 215.23 acres in a conveyance recorded under Galveston County Clerk's File No. 9903823 and being partly out of RAINSONG SECTION 2, a subdivision per plat or map recorded under Plat No. 2005A, Map No. 128 of the Galveston County Map Records and RAINSONG SECTION 3, a subdivision per plat or map recorded under Plat No. 2006A, Map No.s 141-142 of the Galveston County Map Records, said 1.525 acre tract being more particularly described by metes and bounds as follows (This description, its bearings and distances are based upon the above-referenced recorded instruments of said 215.23 acre tract, said RAINSONG SECTION 2, and said RAINSONG SECTION 3):

COMMENCING at the Southwest corner of said 215.23 acre tract;

THENCE N 00°54'00" W, along and with the West line of said 215.23 acre tract, at a distance of 565.23 feet pass the Southeast corner of a tract described as Pod 10 and being 489.39 acres in a conveyance recorded under Galveston County Clerk's File No. 2006002513, in all a total distance of 1,848.70 feet to the **POINT OF BEGINNING** and the Southwest corner of the herein described tract;

THENCE N 00°54'00" W, continuing along and with the East line of said 489.39 acre tract, same being the West line of said 215.23 acre tract, a distance of 20.00 feet to a point in the proposed North right-of-way line of Central Park Boulevard (based on a width of 100.00 feet) for the Northwest corner of the herein described tract and being located in the arc of a non-tangent curve to the right from whose center bears S 00° 54' 08" E, 2,050.00 feet;

THENCE, in a Southeasterly direction, along and with the proposed North right-of-way line of Central Park Boulevard and along and with the arc of said curve to the right having a Radius of 2,050.00 feet, a Central angle of $38^{\circ} 30' 02''$, a Long Chord which bears $S 71^{\circ} 39' 07'' E$, 1,351.75 feet, for a total Arc Distance of 1,377.52 feet to the Point of Tangency;

THENCE $S 52^{\circ} 24' 06'' E$, continuing along and with the proposed North right-of-way line of said Central Park Boulevard, a distance of 312.61 feet to the Point of Beginning of a curve to the left;

THENCE, in a Southeasterly direction, continuing along and with the proposed North right-of-way line of said Central Park Boulevard and along and with the arc of said curve to the left having a Radius of 1,950.00 feet, a Central angle of $37^{\circ} 54' 25''$, a Long Chord which bears $S 71^{\circ} 21' 18'' E$, 1,266.72 feet, at an Arc Distance of 467.56 feet pass the Southwest corner of the Northerly portion of said RAINSONG SECTION 3, continuing along and with the existing North right-of-way line of the Central Park Boulevard, at an Arc Distance of 1,060.78 feet pass an interior corner of the Northerly portion said RAINSONG SECTION 3, in all, a total Arc Distance of 1,290.12 feet to the Point of Tangency;

THENCE $N 89^{\circ} 41' 30'' E$, continuing along and with the existing North right-of-way line of said Central Park Boulevard, at a distance of 291.10 feet pass an interior corner of said RAINSONG SECTION 3, at 316.10 feet pass the Southwest of a cutback in the intersection of F.M Highway No. 2004 (based on a width of 120.00 feet) and said Central Park Boulevard, continuing along and with an extension of the existing North right-of-way line of said Central Park Boulevard, in all a total distance of 341.10 feet to a point in the West right-of-way line of said F.M Highway No. 2004 for the Northwest corner of the herein described STRIP TRACT, PARCEL B, same being the Northeast corner of the herein described tract;

THENCE $S 00^{\circ} 18' 30'' E$, along and with the West right-of-way line of said F.M Highway No. 2004, a distance of 20.00 feet to a point for the Southwest corner of the herein described STRIP TRACT, PARCEL B, same being the Southeast corner of the herein described tract;

THENCE, in a Westerly direction, along and with a line 20.00 feet Southerly of and parallel to the North right-of-way line of said Central Park Boulevard the following courses and distances:

$S 89^{\circ} 41' 30'' W$, a distance of 341.10 feet to the Point of Beginning of a curve to the right;

In a Northwesterly direction, along and with the arc of said curve to the right a Radius of 1,970.00 feet, a Central angle of $37^{\circ} 54' 24''$, a Long Chord which bears $N 71^{\circ} 21' 18'' W$, 1,279.70 feet, a total Arc Distance of 1,303.34 feet to the Point of Tangency;

$N 52^{\circ} 24' 06'' W$, a distance of 312.61 feet to the Point of Beginning of a curve to the left;

In a Northwesterly direction, along and with the arc of said curve to the left having a Radius of 2,030.00 feet, a Central angle of $38^{\circ} 30' 02''$, a Long Chord which bears $N 71^{\circ} 39' 07'' W$, 1,338.56 feet, for a total Arc Distance of 1,364.08 feet to the POINT OF BEGINNING and containing 1.525 acres of land.

STRIP TRACT, PARCEL B

BEING an approximately 3,000 square feet (0.0689 of one acre) strip of land situated in the W. K. Wilson League, Abstract No. 208 and being out of and a part of the right-of-way of F.M. Highway 2004 (based on a width of 120.00 feet), said strip of land being described as follows;

BEGINNING at a point in the West right-of-way line of said F.M. Highway 2004 and being the Northeast corner of the herein described STRIP TRACT, PARCEL A, same being the Northwest corner of the herein described tract;

THENCE, in an Easterly direction over and across the right-of-way of said F.M. Highway 2004 to a point in the East right-of-way line of said F.M. Highway 2004 for the Northwest corner of the herein described STRIP TRACT, PARCEL C, same being the Northeast corner of the herein described tract;

THENCE, in a Southerly direction and along and with the East right-of-way line of said F.M. Highway 2004, a distance of 30.00 feet to a point for the Southwest corner of the herein described STRIP TRACT, PARCEL C, same being the Southeast corner of the herein described tract;

THENCE, in an Westerly direction over and across the right-of-way of said F.M. Highway 2004 to a point in the West right-of-way line of said F.M. Highway 2004 for the Southeast corner of the herein described STRIP TRACT, PARCEL A, same being the Southwest corner of the herein described tract;

THENCE, in a Northerly direction and along and with the West right-of-way line of said F.M. Highway 2004, a distance of 20.00 feet to the **POINT OF BEGINNING** and containing approximately 3,000 square feet (0.0689 of one acre) of land.

STRIP TRACT, PARCEL C

BEING a 30.00 feet wide strip of land (unless otherwise noted) containing approximately 3.27 acres of land and being a proposed Sanitary Sewer Easement per a survey prepared by Landtech Consultants, Inc., dated February 04, 2004 and signed by William J. Massey, Texas Registered Professional Land Surveyor No. 4793, said 3.27 acre tract being situated in the W. K. Wilson League, Abstract No. 208 and being out of and a part of Lots 7, 8, 10, and 12 of WATERMAN SUBDIVISION, a subdivision per plat or map recorded in Volume 254, Page 14 of the Galveston County Deed Records, said 30.00 feet wide strip being described as follows:

BEGINNING at a point in the East right-of-way line of F.M. Highway 2004 (based on a width of 120.00 feet) for the Northeast corner of the herein described STRIP TRACT, PARCEL B, same being the Northwest corner of the herein described tract and being located Southerly, along said East right-of-way line, an approximate distance of 245 feet from the intersection of the Southwest line of a 20.00 feet wide pipeline easement described in a conveyance to the Pan American Gas Company and recorded under Galveston County Clerk's File No. 44343 with said East right-of-way line;

THENCE, in a generally East direction to a point in the Southwesterly line of said 20.00 feet wide Pan American Gas Company pipeline easement;

THENCE, in a Southeasterly direction, along and with the Southwesterly line of said 20.00 feet wide Pan American Gas Company pipeline easement to a point in the West line of a 30.00 feet wide pipeline easement described in a conveyance to Houston Pipeline Company and recorded under Galveston County Clerk's File No. 8530348 for the most Northerly Northeast corner of the herein described tract;

THENCE, in a generally South direction and along and with the West line of said 30.00 feet wide Houston Pipeline Company pipeline easement to a point located 10.00 feet Northerly of a Sanitary Lift Station Site described in a conveyance to the City of Texas City, Texas and recorded under Galveston County Clerk's File No. 8417660 for an interior corner of the herein described tract, the herein described strip being 45.00 feet wide at this point and Eastward from this point;

THENCE, in a generally East direction, over and across said 30.00 feet wide Houston Pipeline Company pipeline easement, 10.00 feet Northerly of and parallel to the North line of said Sanitary Lift Station Site and the North line of an access easement described in said conveyance to the City of Texas City, Texas and recorded under Galveston County Clerk's File No. 8417660 to a point in the existing or former West right-of-way line of Johnny Palmer Road (also known as Century Road) and being the Northwest corner of the herein described STRIP TRACT, PARCEL D, same further being the most Southerly Northeast corner of the herein described tract;

THENCE, in a generally South direction, along and with the existing or former West right-of-way line of said Johnny Palmer Road (also known as Century Road) and partly along the East line of said access easement, a distance of 45.00 feet to a point 10.00 South of the South line of said access easement for the Southwest corner of the herein described STRIP TRACT, PARCEL D, same being the Southeast corner of the herein described tract;

THENCE, in a generally West direction, partly over and across said 30.00 feet wide Houston Pipeline Company pipeline easement, 10.00 feet Southerly of and parallel to the South line of said access easement and the South line of said Sanitary Lift Station Site to a point located 25.00 feet West of the West line of said Sanitary Lift Station Site for the most Southerly Southwest corner of the herein described tract;

THENCE in a generally North direction, 30.00 feet West of and parallel to the West line of said 30.00 feet wide Houston Pipeline Company pipeline easement and 25.00 feet West of and parallel to the West line of said Sanitary Lift Station Site, at a point 10.00 feet North of the North line of said Sanitary Lift Station Site pass a point where the herein described strip becomes 30.00 feet wide from this point Northward and Westward, continuing 30.00 feet West of and parallel to the West line of said 30.00 feet wide Houston Pipeline Company pipeline easement to a point 30.00 feet Southwesterly of (measured at a right angles) the Southwest line of said 20.00 feet wide Pan American Gas Company pipeline easement for an interior corner of the herein described tract;

THENCE, in a Northwesterly direction, 20.00 feet Southwest of and parallel to the Southwesterly line of said 20.00 feet wide Pan American Gas Company pipeline easement to a point 30.00 feet South of (measured at a right angles) the first described line in the herein described tract for an angle point;

THENCE, in a generally West direction 30.00 feet South of and parallel to said first described line in the herein described tract to a point in the East right-of-way line of said F.M. Highway 2004 for the Southeast corner of the herein described STRIP TRACT, PARCEL B, same being the most Northerly Southwest corner of the herein described tract;

THENCE, in a generally North direction, along and with the East right-of-way line of said F.M. Highway 2004, a distance of 30.00 feet to the POINT OF BEGINNING and containing approximately 3.27 acres of land.

STRIP TRACT, PARCEL D

BEING an approximately 7,078 square feet (0.1625 of one acre) strip of land situated in the W. K. Wilson League, Abstract No. 208 and being out of and a part of the right-of-way of Johnny Palmer Road (also known as Century Road), said strip of land being described as follows;

BEGINNING at a point in the existing or former West right-of-way line of said Johnny Palmer Road (also known as Century Road) and being the most Southerly Northeast corner of the herein described STRIP TRACT, PARCEL C, same being the Northwest corner of the herein described tract;

THENCE, in a Northeasterly direction over and across the right-of-way of said Johnny Palmer Road (also known as Century Road) to a point in the East right-of-way line of said Johnny Palmer Road (also known as Century Road) for the Northwest corner of the herein described STRIP TRACT, PARCEL E, same being the Northeast corner of the herein described tract;

THENCE, in a Southerly direction and along and with the East right-of-way line of said Johnny Palmer Road (also known as Century Road), a distance of 104.80 feet to a point for the Southwest corner of the herein described STRIP TRACT, PARCEL E, same being the Southeast corner of the herein described tract;

THENCE, in an Southwesterly direction over and across the right-of-way of said Johnny Palmer Road (also known as Century Road) to a point in the existing or former West right-of-way line of said Johnny Palmer Road (also known as Century Road) for the Southeast corner of the herein described STRIP TRACT, PARCEL C, same being the Southwest corner of the herein described tract;

THENCE, in a Northerly direction and along and with the existing or former West right-of-way line of said Johnny Palmer Road (also known as Century Road), a distance of 45.00 feet to the POINT OF BEGINNING and containing approximately 7,078 square feet (0.1625 of one acre) of land.

STRIP TRACT, PARCEL E

BEING 5.58 acres of land and being situated in the W. K. Wilson League, Abstract No. 208 and being all of that tract described as 5.58 acres in a conveyance to the Galveston County Drainage District No. 2 and recorded under Galveston County Clerk's File No. 2005015193, said 5.58 acre tract being described by metes and bounds as follows (This description, its bearings and distances are based upon the above-referenced recorded instrument of said 5.58 acre tract):

BEGINNING at a point for the Northeast corner of the herein described STRIP TRACT, PARCEL D, same being the Northwest corner of said 5.58 acre tract;

THENCE N 81° 44' 08" E, a distance of 2,793.75 feet to the Northeast corner of said 5.58 acre tract;

THENCE S 00° 02' 03" W, along and with the East line of said W. K. Wilson League, passing the Northwest corner of the herein described STRIP TRACT, PARCEL F, a total distance of 71.17 feet to the Northeast corner of SCOTTSDALE ESTATES, a subdivision per plat or map recorded in Volume 15, Page 131 of the Galveston County Map Records, same being the Southeast corner of said 5.58 acre tract;

THENCE S 81° 03' 14" W, along and with the Northerly line of said SCOTTSDALE ESTATES, a distance of 2,798.67 feet to a point for the Southeast corner of the herein described STRIP TRACT, PARCEL D, same being the Southwest corner of said 5.58 acre tract;

THENCE N 00° 02' 04" W, a distance of 104.81 feet to the POINT OF BEGINNING and containing 5.58 acres of land.

STRIP TRACT, PARCEL F

BEING approximately 3.185 acres of land and being situated in the John Sellers League, Abstract No. 180 and being out of and a part of that tract described as 5.3772 acres in a conveyance to the Galveston County Drainage District No. 2 and recorded under Galveston County Clerk's File No. 9644209, said 3.185 acre tract being described by metes and bounds as follows (This description, its bearings and distances are based upon the above-referenced recorded instrument of said 5.3772 acre tract):

BEGINNING at a point in the West line of said John Sellers League for the common Southwest corner of said 5.3772 acre tract and the herein described tract;

THENCE N 00° 04' 40" W, along and with the West line of said John Sellers League, passing the Southeast corner of the herein described STRIP TRACT, PARCEL E, a total distance of 130.00 feet to a point for the common Northwest corner of said 5.3772 acre tract and the herein described tract;

THENCE N 84° 52' 52" E, along and with the North line of said 5.3772 acre tract, crossing the Old Galveston/Houston Electric Company or Interurban right-of-way, an approximate distance of 870 feet to a point for the intersection of a line 130.00 feet Northeasterly of and measured at right angles to the Northeast line of said Interurban right-of-way with said North line for the Northeast corner of the herein described tract;

THENCE, in a Southeasterly direction and along and with a line 130.00 feet Northeasterly of and parallel to the Northeast line of said Interurban right-of-way to a point in the South line of said 5.3772 acre tract for the most Northerly corner of the herein described STRIP TRACT, PARCEL G, same being the Southeast corner of the herein described tract;

THENCE S 89° 15' 40" W, along and with the South line of said 5.3772 acre tract, an approximate distance of 5 feet to an angle point;

THENCE S 87° 11' 01" W, continuing along and with the South line of said 5.3772 acre tract, at a distance of 159.02 feet passing a point for most Westerly corner of the herein described STRIP TRACT, PARCEL G, continuing along and with the South line of said 5.3772 acre tract, crossing said Interurban right-of-way, in all, a total distance of 996.59 feet to the POINT OF BEGINNING and containing 3.185 acres of land.

STRIP TRACT, PARCEL G

BEING a 130.00 feet wide strip of land containing approximately 13.69 acres of land and being comprised of a proposed right-of-way for the Galveston County Drainage District No. 2 per surveys of Parcels 6D-5, 6D-4, 6D-3, 6D-2, and 6D-1 prepared by Land Data Surveys, Inc., dated June 22, 2004 and signed by Don Denson, Texas Registered Professional Land Surveyor No. 2068, and a 60.00 feet wide drainage easement per instrument recorded under Book 2009, Page 709 of the Galveston County Deed Records, said 130.00 feet wide strip being situated in the John Sellers League, Abstract No. 180 and being located Northeasterly of and adjacent to the Old Galveston/Houston Electric Company or Interurban right-of-way and being described as follows (Any bearings cited herein and any distances cited along the Northerly line of the herein described tract are based upon a description of that tract described as 5.3772 acres in a conveyance to the Galveston County Drainage District No. 2 and recorded under Galveston County Clerk's File No. 9644209):

BEGINNING at a point for the intersection of the common South line of a tract described as 5.3772 acres in a conveyance to the Galveston County Drainage District No. 2 and recorded under Galveston County Clerk's File No. 9644209 and the herein described STRIP TRACT, PARCEL F, and being the most Westerly corner of the herein described tract;

THENCE N 87° 11' 01" E, along and with the South line of said 5.3772 acre tract, a distance of 159.12 feet to an angle point;

THENCE N 89° 15' 40" E, along and with the South line of said 5.3772 acre tract, an approximate distance of 5 feet to the Southeast corner of said STRIP TRACT, PARCEL F, same being the most Northerly corner of the herein described tract;

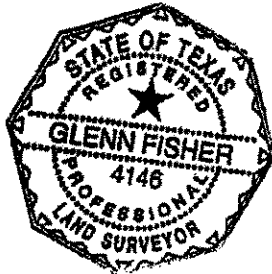
THENCE, in a Southeasterly direction, 130.00 feet Northeasterly of and parallel to the Northeasterly line of said Interurban right-of-way to a point in the North right-of-way line of 25th Avenue;


THENCE, in a Southwesterly direction, along and with the Northwesterly right-of-way line of said 25th Avenue to the intersection of the Northeast right-of-way line of said Interurban right-of-way with said Northwesterly right-of-way line;

TEXAS CITY TIRZ
APPROXIMATELY 3,457.7 ACRES
NOVEMBER 22, 2006
PAGE 16 OF 16

THENCE, in a Northwesterly direction, along and with the Northeasterly line of said Interurban right-of-way to the **POINT OF BEGINNING** and containing approximately 13.69 acres of land.

This document was prepared under 22 TAC §663.21, does not reflect the results of an on the ground survey, and is not to be used to convey or establish interests in real property except those rights and interests implied or established by the creation or reconfiguration of the boundary of the political subdivision for which it was prepared




Glenn Fisher TxRPLS 4146
Brown & Gay Engineers, Inc.
10777 Westheimer Road, Suite 400
Houston, Texas 77077
Telephone: (281) 558-8700

CITY COMMISSION REGULAR MTG

(7) (d)

Meeting Date: 02/19/2020

Submitted By: Rhomari Jackson, City Secretary

Department: City Secretary

Information

ACTION REQUEST (Brief Summary)

Consider and take action on Resolution No. 20-009, appointing Stephanie Doyle to the Board of Trustees for the Moore Memorial Public Library. (Management Services)

BACKGROUND

ANALYSIS

ALTERNATIVES CONSIDERED

Fiscal Impact

Attachments

Resolution

RESOLUTION NO. 19-009

A RESOLUTION APPOINTING STEPHANIE DOYLE TO THE BOARD OF TRUSTEES FOR THE MOORE MEMORIAL PUBLIC LIBRARY; AND PROVIDING THIS RESOLUTION SHALL BECOME EFFECTIVE FROM AND AFTER ITS PASSAGE AND ADOPTION.

WHEREAS, the Library Board is composed of nine (9) members; and

WHEREAS, there is a vacancy on the City's Library Board as one member has resigned;
and

WHEREAS, in order to continue the uninterrupted and efficient operation of the Library Board, it is necessary for the Mayor of the City of Texas City to appoint a member to fill the remainder of the term for the vacated position; and

WHEREAS, it is recommended that Stephanie Doyle, a longstanding, active and frequent library user, replace Sara Moreno as a Board Member.

NOW, THEREFORE, BE IT RESOLVED BY THE CITY COMMISSION OF THE CITY OF TEXAS CITY, TEXAS:

SECTION 1: That the City Commission of the City of Texas City hereby appoints Stephanie Doyle to fill the position vacated by Sara Moreno.

SECTION 2: That this Resolution shall be in full force and effect from and after its passage and adoption.

PASSED AND ADOPTED this 19th day of February 2020.

Matthew T. Doyle, Mayor
City of Texas City, Texas

ATTEST:

APPROVED AS TO FORM:

Rhomari D. Leigh
Interim City Secretary

Kyle L. Dickson
City Attorney

CITY COMMISSION REGULAR MTG

(7) (e)

Meeting Date: 02/19/2020

PLAN OF FINANCE FOR THE REFUNDING OF THE CITY OF TEXAS CITY, TEXAS,
CERTIFICATES OF OBLIGATION, SERIES 2010.

Submitted For: Laura Boyd, Finance

Submitted By: Laura Boyd, Finance

Department: Finance

Information

ACTION REQUEST (Brief Summary)

Consider and take action on approval of the plan of finance for the refunding of the City of Texas City's Certificates of Obligation, Series 2010.

BACKGROUND

Principal amount to be refunded: \$3,480,000

Refunding par amount: \$3,145,000

Potential Gross Savings by refunding: \$474,677

Potential Net Present Value (NPV) Savings by refunding: \$441,390

Plan of Finance is attached.

ANALYSIS

ALTERNATIVES CONSIDERED

Fiscal Impact

Attachments

Plan of Finance

City of Texas City, Texas

General Obligation Refunding Bonds, Series 2020

Plan of Finance

February 19, 2020

Summary of Refunding Bonds

GO Refunding Bonds - Rates as of February 13, 2020	
Refunding Par Amount*	\$ 3,145,000
Gross Savings*	\$ 474,677
Average Annual Debt Service Savings	43,152
Net Present Value (NPV) Savings*	441,390
NPV Savings as a % of Refunded Bonds*	12.684%
All-in True Interest Cost*	2.009%
Average Coupon of Refunded Bonds*	4.220%

Refunded Bonds			
Series	Principal Amount to be Refunded	Maturities Refunded	Interest Rates
Certificates of Obligation, Series 2010	\$ 3,480,000	2022-2030	4.0%-4.5%
Total	<u>\$ 3,480,000</u>		

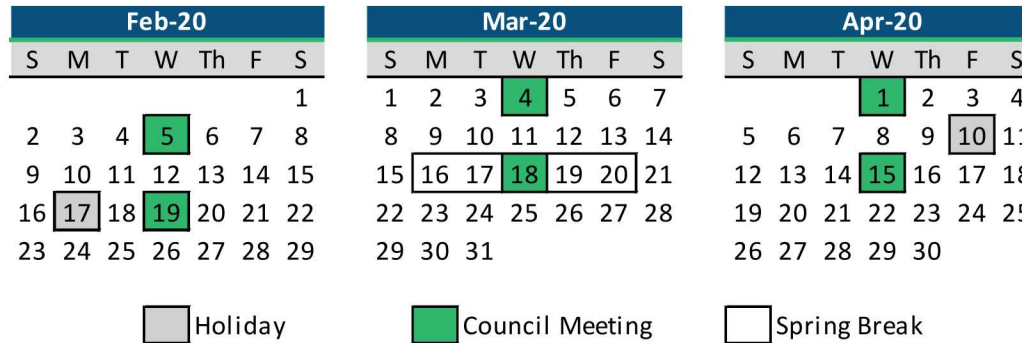
*Preliminary, subject to change.

Summary of Refunding Bonds

FYE 9/30	Prior Debt Service	The Bonds	Annual Savings	NPV Savings
2020	\$ 72,218.75	\$ 41,035.56	\$ 31,183.19	\$ 31,049.37
2021	144,437.50	131,900.00	12,537.50	12,355.01
2022	472,737.50	424,400.00	48,337.50	47,094.86
2023	469,137.50	419,150.00	49,987.50	48,029.80
2024	470,037.50	419,900.00	50,137.50	47,517.30
2025	470,337.50	421,600.00	48,737.50	45,559.55
2026	470,037.50	422,700.00	47,337.50	43,646.61
2027	468,884.38	423,200.00	45,684.38	41,548.80
2028	471,500.00	423,100.00	48,400.00	43,424.31
2029	472,734.38	427,300.00	45,434.38	40,212.58
2030	409,000.00	362,100.00	46,900.00	40,951.69
	<u>\$ 4,391,062.50</u>	<u>\$ 3,916,385.56</u>	<u>\$ 474,676.94</u>	<u>\$ 441,389.89</u>

*Preliminary, subject to change.

Timeline



Date	Action	Responsible Party
Wed - Feb 19	» Council Meeting - Present Plan of Finance	City
Mon - Mar 2	» Distribute 1st Draft of Bond Documents	FA
Wed - Mar 11	» Distribute 2nd Draft of Bond Documents	FA
	» Distribute 2nd Draft to S&P	FA
Week of 3/16	» Call with S&P	City/FA
Wed - Mar 18	» Council Meeting - Approve the Preliminary Official Statement (POS) and adopt Ordinance	City
Mon - Mar 23	» Receive Rating	FA
Thu - Apr 2	» Pricing	FWG
Thu - Apr 23	» Closing	FWG

*Preliminary, subject to change.

CITY COMMISSION REGULAR MTG

Ord 14-03

Meeting Date: 02/19/2020

Consider approval of a request to amend the City of Texas City’s fiscal year 2019-20 budget.

Submitted For: Laura Boyd, Finance

Submitted By: Laura Boyd, Finance

Department: Finance

Information

ACTION REQUEST (Brief Summary)

Consider approval of a request to amend the City of Texas City’s fiscal year 2019-20 budget.

BACKGROUND

A budget amendment is needed to appropriate additional funds for Carver Park ball fields lighting project.

Soil conditions require a change in the lighting foundations. This change is increasing the cost of the project by \$14,950.

See the attached testing results and budget amendment request.

ANALYSIS

Funding for the Carver Park ball fields lighting project is from Texas City Economic Development Corporation (TCEDC) which was approved in the original FY 2019/2020 adopted budget.

This budget amendment is from the TCEDC's unassigned fund balance.

TCEDC (Fund 801):

Park Improvements	\$14,950.00
Unassigned Fund Balance	(\$14,950.00)

ALTERNATIVES CONSIDERED

Fiscal Impact

Attachments

Ordinance

Soil test

Budget amendment request

ORDINANCE NO. 20-07

AN ORDINANCE AMENDING ORDINANCE NO. 19-27 ADOPTING THE 2019-2020 FISCAL YEAR BUDGET TO APPROPRIATE FUNDS FOR CARVER PARK BALL FIELDS LIGHTING PROJECT; DIRECTING THE CHIEF EXECUTIVE OFFICER TO FILE OR CAUSE TO BE FILED A COPY OF THE AMENDED BUDGET IN THE OFFICE OF THE GALVESTON COUNTY CLERK; DISPENSING WITH THE REQUIREMENT FOR READING THIS ORDINANCE ON THREE (3) SEPARATE DAYS; AND PROVIDING THAT THIS ORDINANCE SHALL BECOME EFFECTIVE FROM AND AFTER ITS PASSAGE AND ADOPTION.

WHEREAS, by Ordinance No. 19-27, the City Commission of the City of Texas City, Texas, adopted its budget for Fiscal Year 2019-2020; and

WHEREAS, a budget amendment is needed to appropriate funds for the Carver Park Ball Fields Lighting Project; and

WHEREAS, soil conditions require a change to the lighting foundations which has increased the project cost by \$14,950.00.

WHEREAS, the funding for this project will come from the Texas City Economic Development Corporation's unassigned fund balance.

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

SECTION 1: That the facts and matters set forth in the preamble of this Ordinance are hereby found to be true and correct.

SECTION 2: That the budget for Fiscal Year 2019-2020 of the City of Texas City, Texas, is hereby amended as follows:

TCEDC (Fund 801):

Park Improvements	\$14,950.00
Unassigned Fund Balance	(\$14,950.00)

SECTION 3: That the chief executive officer shall file or cause to be filed a copy of this budget amendment in the office of the Galveston County Clerk.

SECTION 4: That the Charter requirement for reading this Ordinance on three (3) separate days has been dispensed by a majority vote of all members of the City Commission.

SECTION 5: That this Ordinance shall be finally passed and adopted on the date of its introduction and shall become effective from and after its passage and adoption.

PASSED AND ADOPTED this 19th day of February 2020.

Matthew T. Doyle, Mayor
City of Texas City, Texas

ATTEST:

APPROVED AS TO FORM:

Rhomari D. Leigh
Interim City Secretary

Kyle L. Dickson
City Attorney

January 30, 2020

Project B2000499

Mr. DJ Hutchinson
City of Texas City
301 6th Street N.
Texas City, Texas 77590

Re: Field Exploration and Laboratory Testing Data Report
Proposed New Light Pole Structures
Carver Park Baseball & Softball Fields
6415 Park Avenue, Texas City, Texas

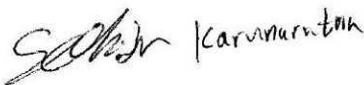
Dear Mr. Hutchinson:

We are pleased to present this field exploration and limited laboratory testing Data Report for the proposed light pole structures to be located at 6415 Park Avenues, Texas City, Texas. The attached data report contains the results of our subsurface exploration performed at the selected boring locations requested by the Client.

Thank you for making Braun Intertec your geotechnical consultant for this project. If you have any questions about this report, or if we can provide other services in support of our work to date, please contact Amal Dutta at 409-948-8494 (adutta@braunintertec.com).

Sincerely:

BRAUN INTERTEC CORPORATION
TBPE Firm Registration No. F-12228



Sachith Karunaratna
Staff Geotechnical Engineer



Amal K. Dutta, Ph.D., P.E.
Principal Geotechnical Engineer

Table of Contents

Description	Page
A. Introduction	2
A.1. Project Description	2
A.2. Purpose	2
A.3. Scope of Services	2
A.3.a. Subsurface Exploration	3
A.3.b. Laboratory Testing	3
B. Results	4
B.1. Soil Boring Results	4
B.2. Groundwater	4
C. Procedures	4
C.1. Test Boring Drilling and Sampling	4
C.2. Boring Logs	5
C.3. Material Classification and Testing	5
D. Qualifications	5
D.1. Variations in Subsurface Conditions	5
D.2. Use of Report	6
D.3. Standard of Care	6

Appendix

Boring Location Plan

Log of Boring

Descriptive Terminology of Soil

A. Introduction

A.1. Project Description

City of Texas City contracted Braun Intertec Corporation (Braun) to perform soil borings at two locations for the proposed light pole structures to be located at 6415 Park Avenues, Texas City, Texas. It is understood that all engineering and design for this project will be prepared by others. Braun was retained by City of Texas City to perform soil borings at Client-defined locations, perform limited laboratory testing on selected soil samples and provide a data report including the boring logs.

Braun's original proposal for this project (QTB112750, dated December 13, 2019) was to perform field exploration by drilling a total of four (4) soil borings, each boring was planned to be drilled to a depth of 25-feet below existing grade; and provide geotechnical recommendations for the construction of six (6) new light pole structures surrounding the existing baseball field and four (4) new light pole structures surrounding the existing softball field in Cavern Park in Texas City, Texas. However, on January 14, 2020 Mr. Mark Reynolds with Techline Sports Lighting and Mr. DJ Hutchinson with City of Texas City requested Braun only to perform two (2) soil borings, each to a depth of 20-feet and provide a data report including boring logs. The Client also indicated that all engineering and design for this project will be performed by others. Accordingly, this data report was prepared to provide the results of subsurface exploration performed at two locations as requested by the Client.

A.2. Purpose

The purpose of this study was to explore the subsurface soil conditions by performing soil borings at two (2) selected exploration locations as defined by the Client, performing laboratory testing on selected soil samples to classify and characterize properties of the soil, and to present the results in a data report.

A.3. Scope of Services

The following list describes the geotechnical tasks completed to date in accordance with our authorized scope of services.

- Drilling and sampling of two (2) soil borings at the Client specified locations.

- Performing limited laboratory testing on selected soil samples collected during the field exploration program to aid in soil classification.
- Preparing boring logs based on the subsurface soil conditions observed at the boring location and limited laboratory test results.
- Preparing this data report containing a boring location sketch, log of soil boring, including information as observed in the borings during the time of the field exploration, and results of laboratory tests.

The boring location plan included in the Appendix shows the approximate location of the boring. Our scope of services does not include environmental services. Braun Intertec personnel performing the geotechnical services are not trained to provide environmental services or testing. However, we can provide these services or testing at your request.

A.3.a. Subsurface Exploration

The field exploration activities contained in this data report involved drilling and sampling of two (2) soil borings to a depth of about 20-feet below the existing grade at the specified locations. The depths, referenced from the existing ground surface, and location were specified by the Client. The approximate boring location is shown on the site and boring location plan in the Appendix.

A.3.b. Laboratory Testing

The following laboratory tests were performed on selected soil samples obtained from the soil boring:

- *Moisture content tests (ASTM D2216)* – intended to aid in classification, and evaluation of moisture condition;
- *Moisture content and unit weight tests* - intended to provide measurement of the soils' wet and dry unit weights;
- *Atterberg limits tests (ASTM D4318)* – intended to evaluate the soils' plasticity, estimate whether the materials have the potential for shrink/swell;
- *Percent Passing #200 sieve (ASTM D1140) and/or Sieve Analysis (ASTM D 422)* – intended to aid in classification and determination of the sand and clay sized particle distribution; and
- *Unconfined compression tests (ASTM D2166)* – tests performed to measure the soils' undrained shear strength.

B. Results

B.1. Soil Boring Results

The Appendix includes Log of Boring sheets for our test boring. The logs also present the results of limited laboratory tests performed on selected soil samples with detailed description of soils, and groundwater information as encountered during the time of our field exploration. A descriptive terminology key in the Appendix can be used to interpret terms used in the logs.

Stratigraphy boundaries were inferred from observations in the field, review of the samples and laboratory test results. The boundaries are still only approximate, likely vary away from the specific boring location, and may also occur as gradual rather than abrupt transitions.

B.2. Groundwater

During the time of our field exploration, groundwater was encountered at a depth of 12 feet and 16 feet below existing ground surface in borings B-1 and B-2, respectively. Free groundwater may take days or longer to reach full equilibrium in the borehole. Groundwater levels can also vary based on seasonal fluctuations and/or water levels in the adjacent river.

As stated free groundwater may take days or longer to reach full equilibrium in the borehole. The borehole was immediately backfilled with cement bentonite grout in accordance with our scope of work. Should the project team identify a need for a more accurate determination of groundwater depth, Braun Intertec will be available to install piezometers upon request. We recommend that the contractor determine the actual groundwater levels at the area immediately prior to beginning construction.

C. Procedures

C.1. Test Boring Drilling and Sampling

Braun Intertec drilled the test borings with an all-terrain vehicle mounted drill rig equipped with a rotary wash system. We performed the borings in general accordance with ASTM Standards. Soils were sampled using the Standard Penetration Test (SPT) split spoon barrel in accordance with ASTM D-1586 and thin-walled tube sampler in accordance with ASTM D-1587.

C.2. Boring Logs

The Appendix includes Log of Boring sheets for our test boring. The logs identify and describe the penetrated geologic materials, and present the results of SPT blow counts, pocket pen readings and other in-situ tests performed. The logs also present the results of laboratory tests performed on penetration test samples, and groundwater measurements.

We inferred strata boundaries from changes in the penetration test samples and the auger cuttings. Because we did not perform continuous sampling, the strata boundary depths are only approximate. The boundary depths likely vary away from the boring location, and the boundaries themselves may occur as gradual rather than abrupt transitions.

C.3. Material Classification and Testing

We visually and manually classified the geologic materials encountered based on ASTM D2488. When we performed laboratory classification tests, we used the results to classify the geologic materials in accordance with ASTM D2487. The Appendix includes a chart explaining the classification system we used. The log of boring located in the Appendix notes the results of the laboratory tests performed on geologic material samples. Braun Intertec performed the tests in general accordance with ASTM procedures.

D. Qualifications

D.1. Variations in Subsurface Conditions

Braun Intertec has developed this data report from a limited amount of site and subsurface information. It is not standard geotechnical drilling practice to retrieve material samples from exploration locations continuously with depth. Therefore, we must infer strata boundaries and thicknesses to some extent. Strata boundaries may also be gradual transitions, and project planning should expect the strata to vary in depth, elevation and thickness, away from the exploration locations.

Variations in subsurface conditions present between exploration locations may not be revealed until performing additional exploration work or starting construction. If future activity for this project reveals any such variations, you should notify us so that we may reevaluate our recommendations. Such

variations could increase construction costs, and we recommend including a contingency to accommodate them.

D.2. Use of Report

This report is for the exclusive use of the addressed parties. Without written approval, we assume no responsibility to other parties regarding this report. The subsurface data may not be appropriate for other parties or projects.

D.3. Standard of Care

In performing its services, Braun Intertec used that degree of care and skill ordinarily exercised under similar circumstances by reputable members of its profession currently practicing in the same locality. No warranty, express or implied, is made.

Appendix

SITE AND BORING LOCATION PLAN



 Boring Locations are approximate

Proposed Carver Park Light Pole Structures

Texas City, Texas

Project B2000499

See Descriptive Terminology sheet for explanation of abbreviations

Project Number B2000499							BORING: B-1										
Soil Borings							LOCATION: See attached Site and Boring Location Plan										
Proposed Carver Park Light Pole Structures							LATITUDE: 29.38550 LONGITUDE: -94.98716										
Texas City, Texas							START DATE: 01/24/20 END DATE: 01/24/20										
DRILLER: Q. Bloodworth			LOGGED BY: S. Karunaratna				SURFACE ELEVATION:			RIG:		METHOD: SSA		SURFACING: Grass		WEATHER:	
Elev./ Depth ft	Water Level	Description of Materials (Soil-ASTM D2488 or 2487; Rock-USACE EM 1110-1-2908)	Sample	Blows (Blows/ft) Recovery	q _p tsf	MC %	Atterberg Limits			% Pass No. 200	Dry Unit Wt. pcf	Un. Com. Str. tsf	Tests or Remarks				
							LL	PL	PI								
2.0		SANDY SILT (ML), brown, stiff, with trace root fibers			2.00	20	28	27	1	62							
		LEAN CLAY with SAND (CL), brown and gray, medium			1.25	19	42	13	29	73							
		- with Silt seams 4 to 8 feet		5	1.25	20											
8.5					1.25	20	37	15	22	73	105	0.66					
		SILTY SAND (SM), brown and gray, very loose to loose		10		26											
				15	2-4-4 (8)	30				13							
18.0																	
20.0		POORLY GRADED SAND with SILT (SP-SM), light brown, loose				31											
		END OF BORING		20	2-3-4 (7)												
		Boring immediately backfilled															
				25													

Water observed at 12.0 feet while drilling.

See Descriptive Terminology sheet for explanation of abbreviations

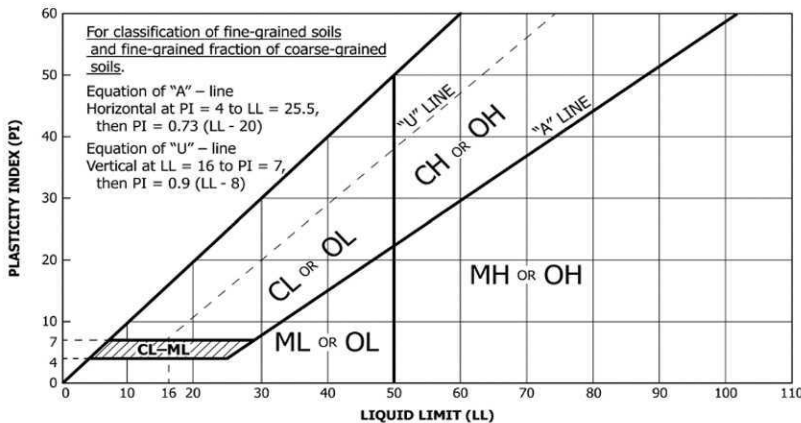
Project Number B2000499				BORING: B-2	
Soil Borings				LOCATION: See attached Site and Boring Location Plan	
Proposed Carver Park Light Pole Structures				LATITUDE: 29.38349 LONGITUDE: -94.98710	
Texas City, Texas				START DATE: 01/24/20 END DATE: 01/24/20	
DRILLER: Q. Bloodworth	LOGGED BY: S. Karunaratna	SURFACE ELEVATION:		SURFACING: Grass	WEATHER:
RIG:		METHOD: SSA			

Elev./ Depth ft	Water Level	Description of Materials (Soil-ASTM D2488 or 2487; Rock-USACE EM 1110-1-2908)	Sample	Blows (Blows/ft) Recovery	q _p tsf	MC %	Atterberg Limits			% Pass No. 200	Dry Unit Wt. pcf	Un. Com. Str. tsf	Tests or Remarks
							LL	PL	PI				
4.0		LEAN CLAY with SAND (CL), dark brown and gray, stiff, with little calcareous nodules - with Root fibers 0 to 2 feet			2.00	18	37	15	22	75	95	1.4	
6.0		SANDY LEAN CLAY (CL), light brown, stiff, with calcareous nodules	5		1.50	18	26	13	13	65			
8.0		FAT CLAY (CH), little calcareous nodules, reddish brown, stiff, with little calcareous nodules			2.75	25							
		SANDY LEAN CLAY (CL), reddish brown, medium to stiff			0.75	21	33	15	18	68			
			10										
			15		2.00	22							
20.0			20	5-6-5 (11)		25				62			
		END OF BORING											
		Boring immediately backfilled											
			25										

Water observed at 16.0 feet while drilling.

Criteria for Assigning Group Symbols and Group Names Using Laboratory Tests ^A			Soil Classification		
			Group Symbol	Group Name ^B	
Coarse-grained Soils (more than 50% retained on No. 200 sieve)	Gravels (More than 50% of coarse fraction retained on No. 4 sieve)	Clean Gravels (Less than 5% fines ^C)	$C_u \geq 4$ and $1 \leq C_c \leq 3^D$	GW	Well-graded gravel ^E
		Gravels with Fines (More than 12% fines ^C)	$C_u < 4$ and/or ($C_c < 1$ or $C_c > 3$) ^D	GP	Poorly graded gravel ^E
			Fines classify as ML or MH	GM	Silty gravel ^{EFG}
	Sands (50% or more coarse fraction passes No. 4 sieve)	Clean Sands (Less than 5% fines ^H)	$C_u \geq 6$ and $1 \leq C_c \leq 3^D$	SW	Well-graded sand ^I
		Sands with Fines (More than 12% fines ^H)	$C_u < 6$ and/or ($C_c < 1$ or $C_c > 3$) ^D	SP	Poorly graded sand ^I
			Fines classify as ML or MH	SM	Silty sand ^{FGI}
Fine-grained Soils (50% or more passes the No. 200 sieve)	Silts and Clays (Liquid limit less than 50)	Inorganic	PI > 7 and plots on or above "A" line ^J	CL	Lean clay ^{KLM}
			PI < 4 or plots below "A" line ^J	ML	Silt ^{KLM}
		Organic	Liquid Limit – oven dried < 0.75 Liquid Limit – not dried < 0.75	OL	Organic clay ^{KLMN} Organic silt ^{KLMN}
	Silts and Clays (Liquid limit 50 or more)	Inorganic	PI plots on or above "A" line	CH	Fat clay ^{KLM}
			PI plots below "A" line	MH	Elastic silt ^{KLM}
		Organic	Liquid Limit – oven dried < 0.75 Liquid Limit – not dried < 0.75	OH	Organic clay ^{KLMN} Organic silt ^{KLMN}
Highly Organic Soils	Primarily organic matter, dark in color, and organic odor		PT	Peat	

- A. Based on the material passing the 3-inch (75-mm) sieve.
- B. If field sample contained cobbles or boulders, or both, add "with cobbles or boulders, or both" to group name.
- C. Gravels with 5 to 12% fines require dual symbols:
GW-GM well-graded gravel with silt
GW-GC well-graded gravel with clay
GP-GM poorly graded gravel with silt
GP-GC poorly graded gravel with clay
- D. $C_u = D_{60} / D_{10}$ $C_c = (D_{30})^2 / (D_{10} \times D_{60})$
- E. If soil contains $\geq 15\%$ sand, add "with sand" to group name.
- F. If fines classify as CL-ML, use dual symbol GC-GM or SC-SM.
- G. If fines are organic, add "with organic fines" to group name.
- H. Sands with 5 to 12% fines require dual symbols:
SW-SM well-graded sand with silt
SW-SC well-graded sand with clay
SP-SM poorly graded sand with silt
SP-SC poorly graded sand with clay
- I. If soil contains $\geq 15\%$ gravel, add "with gravel" to group name.
- J. If Atterberg limits plot in hatched area, soil is CL-ML, silty clay.
- K. If soil contains 15 to < 30% plus No. 200, add "with sand" or "with gravel", whichever is predominant.
- L. If soil contains $\geq 30\%$ plus No. 200, predominantly sand, add "sandy" to group name.
- M. If soil contains $\geq 30\%$ plus No. 200 predominantly gravel, add "gravelly" to group name.
- N. PI ≥ 4 and plots on or above "A" line.
- O. PI < 4 or plots below "A" line.
- P. PI plots on or above "A" line.
- Q. PI plots below "A" line



Laboratory Tests			
DD	Dry Density, pcf	OC	Organic content, %
WD	Wet Density, pcf	q_p	Pocket penetrometer strength
P200	% Passing #200 sieve	MC	Moisture content, %

- Particle Size Identification**
- Boulders..... over 12"
 - Cobbles..... 3" to 12"
 - Gravel
 - Coarse..... 3/4" to 3" (19.00 mm to 75.00 mm)
 - Fine..... No. 4 to 3/4" (4.75 mm to 19.00 mm)
 - Sand
 - Coarse..... No. 10 to No. 4 (2.00 mm to 4.75 mm)
 - Medium..... No. 40 to No. 10 (0.425 mm to 2.00 mm)
 - Fine..... No. 200 to No. 40 (0.075 mm to 0.425 mm)
 - Silt..... No. 200 (0.075 mm) to .005 mm
 - Clay..... < .005 mm
- Relative Proportions^{L-M}**
- trace..... 0 to 5%
 - little..... 6 to 14%
 - with..... $\geq 15\%$

- Inclusion Thicknesses**
- lens..... 0 to 1/8"
 - seam..... 1/8" to 1"
 - layer..... over 1"

- Apparent Relative Density of Cohesionless Soils**
- Very loose 0 to 4 BPF
 - Loose 5 to 10 BPF
 - Medium dense..... 11 to 30 BPF
 - Dense..... 31 to 50 BPF
 - Very dense..... over 50 BPF

Consistency of Cohesive Soils	Blows Per Foot	Approximate Unconfined Compressive Strength
Very soft.....	0 to 1 BPF.....	< 1/4 tsf
Soft.....	2 to 4 BPF.....	1/4 to 1/2 tsf
Medium.....	5 to 8 BPF.....	1/2 to 1 tsf
Stiff.....	9 to 15 BPF.....	1 to 2 tsf
Very Stiff.....	16 to 30 BPF.....	2 to 4 tsf
Hard.....	over 30 BPF.....	> 4 tsf

- Moisture Content:**
- Dry:** Absence of moisture, dusty, dry to the touch.
 - Moist:** Damp but no visible water.
 - Wet:** Visible free water, usually soil is below water table.

- Drilling Notes:**
- BPF:** Numbers indicate blows per foot recorded in standard penetration test, also known as "N" value. The sampler was set 6 inches into undisturbed soil below the hollow-stem auger. Driving resistances were then counted for second and third 6-inch increments, and added to get BPF.

- Partial Penetration:** If the sampler cannot be driven the full 12 inches beyond the initial 6-inch set, the number of blows for that partial penetration is shown as "No./X" (i.e., 50/2"). If the sampler cannot be advanced beyond the initial 6-inch set, the depth of penetration will be recorded in the Notes column as "No. to set X" (i.e., 50 to set 4").

- WH:** WH indicates the sampler penetrated soil under weight of hammer and rods alone; driving not required.

- WR:** WR indicates the sampler penetrated soil under weight of rods alone; hammer weight and driving not required.

- WL:** WL indicates the water level measured by the drillers either while drilling or following drilling.

From: Dennis J. Harris
Sent: Thursday, February 13, 2020 9:56 AM
To: Laura Boyd
Subject: FW: [EXTERNAL] Engineered Pole Foundations - Carver Park
Attachments: We sent you safe versions of your files; B20000499 - Carver Parl Light Pole Structures.pdf; 7760-2 (P1).pdf; 7761-1 (P1).pdf

Laura,

I received this request on yesterday regarding the Carver Park ball fields lighting project. As a result of the soil conditions Techline sports lighting will be submitting a change order to reflect engineered pole foundations changes. The additional costs will total \$14,950. As you know this project was funded through the EDC budget, I am requesting a budget amendment. Attached are the supporting documents.

Thank you in advance for your assistance to this matter.

Thanks
Dennis

Dennis J. Harris, Director
City of Texas City
Parks, Recreation & Tourism Department
Office: (409) 949-3030

From: DJ Hutchinson
Sent: Wednesday, February 12, 2020 9:50 AM
To: Dennis J. Harris; Jack Haralson
Subject: FW: [EXTERNAL] Engineered Pole Foundations - Carver Park

Oh boy! Dennis, let me know if you can get a budhet ammendment.

Thank You,

DJ Hutchinon



*City of Texas City
Project Administrator
Public Works Department
301 6th St. N.
Texas City, TX 77590
(409) 750-2035*

djhutchinson@texascitytx.gov

[\(409\) 750-2035](tel:(409)750-2035)

djhutchinson@texascitytx.gov

----- Original message -----

From: "Reynolds, Mark" <Mark@sportlighting.com>

Date: 2/11/20 5:26 PM (GMT-06:00)

To: DJ Hutchinson <djhutchinson@texascitytx.gov>

Cc: Tony Mancuso <tmancuso@texascitytx.gov>

Subject: [EXTERNAL] Engineered Pole Foundations - Carver Park

****EXTERNAL EMAIL****

Mimecast Attachment Protection has deemed this file to be safe, but always exercise caution when opening files.

DJ & Tony,

I'm afraid that I don't have great news after getting these Engineered Pole Foundations returned from our Structural Engineer. Based on the attached soils report that included 2 borings at Carver Park, the underground soils there are crappy to say the least. Very loose, sandy soils.

This caused our pole foundation holes to go from the standard depth & diameters that we had to quote on our original Proposal (no soils reports available), to larger depth and diameter holes now. See summary below...

<u>Designed diameter</u>	<u>Standard depth</u>	<u>Standard diameter</u>	<u>Designed depth</u>	
60' poles	10'	36"	10'	48"
70' poles	11'	36"	13'	48"

As you can see, all of the holes went from 36" to 48" diameter holes, meaning that my installation contractor cannot now drill these holes himself. He does not have a 48" diameter bit. So he now has to have another drilling company drill these holes. And we are now having to add 2' extensions onto the bottom of the 70' poles, so they will go all the way down to the bottom of the 13' holes now. These extensions have to be welded onto the bottom of the poles, which my installer (Kirk Brenner) will do onsite. And now we are having to use more concrete back fill with the larger holes.

All of these issues cause us to have additional costs, which I will be requesting in a Change Order form tomorrow. **The additional costs total \$14,950.00.** I will email a Change Order form to both of you tomorrow. If you would like to call me to discuss this issue, please do and I might be able to explain it better to you-all verbally. My phone number is listed below.

Thank you, will be in touch.

Respectfully Submitted,

Mark Reynolds
Techline Sports Lighting, LLC
512-825-0839 (cell)



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