

PAYING AGENT/REGISTRAR AGREEMENT

THIS AGREEMENT (the "Agreement"), is entered into as of June 14, 2016, by and between the COUNTY OF HIDALGO, a political subdivision of the State of Texas (the "Issuer"), and THE BANK OF NEW YORK MELLON TRUST COMPANY, N.A. Dallas, Texas (the "Bank").

RECITALS

The Issuer has duly authorized and provided for the issuance of its obligations, entitled Hidalgo County, Texas Certificates of Obligation, Series 2016 (the "Certificates") to be issued as fully registered certificates;

All things necessary to make the Certificates the valid obligations of the Issuer, in accordance with their terms, will be done upon the issuance and delivery thereof;

The Issuer and the Bank wish to provide the terms under which the Bank will act as Paying Agent/Registrar to pay the principal of and interest on the Certificates, in accordance with the terms thereof, and under which the Bank will act as Paying Agent/Registrar for the Certificates;

The Issuer and the Bank have duly authorized the execution and delivery of this Agreement; and all things necessary to make this Agreement the valid agreement of the parties, in accordance with its terms, have been done.

NOW, THEREFORE, it is mutually agreed as follows:

ARTICLE ONE

APPOINTMENT OF BANK AS PAYING AGENT AND REGISTRAR

Section 1.01. Appointment.

The Issuer hereby appoints the Bank to act as Paying Agent with respect to the Certificates, to pay to the Registered Owners of the Certificates, in accordance with the terms and provisions of this Agreement and the Order, the principal of and interest on all or any of the Certificates.

The Issuer hereby appoints the Bank as Registrar with respect to the Certificates.

The Bank hereby accepts its appointment, and agrees to act as Paying Agent and Registrar.

Section 1.02. Compensation.

As compensation for the Bank's Services as Paying Agent and Registrar, the Issuer hereby agrees to pay the Bank the fees set forth in the Bank's fee schedule, then in effect for services as Paying Agent/Registrar for municipalities, attached as Exhibit "A" hereto. The Bank reserves the

IN WITNESS WHEREOF, the parties hereto have executed this Agreement as of the day and year first above written.


COUNTY OF HIDALGO

By Ramon Garcia
County Judge

ATTEST:



Rafael Benjardo Jr.

APPROVED BY
COMMISSIONERS' COURT
ON: 6-14-16 

THE BANK OF NEW YORK MELLON
TRUST COMPANY, N.A.

By: [Signature]
Title: Associate

ATTEST:

[Signature]
Associate

(SEAL)

IN WITNESS WHEREOF, the parties hereto have executed this Agreement as of the day and year first above written.

COUNTY OF HIDALGO

By: Ramon Garcia
County Judge

ATTEST:

Arturo Benjardo Jr.



APPROVED BY
COMMISSIONERS' COURT
ON: 6-14-16
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THE BANK OF NEW YORK MELLON
TRUST COMPANY, N.A.

By: [Signature]

Title: Associate

ATTEST:

[Signature]
Associate

(SEAL)

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COUNTY OF HIDALGO

By: Ramon Garcia
County Judge

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ATTEST:



Arturo Benjardo Jr.

THE BANK OF NEW YORK MELLON
TRUST COMPANY, N.A.

By: [Signature]
Title: Associate

ATTEST:

[Signature]
Associate

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County Judge

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Arturo Benjardo Jr.

APPROVED BY
COMMISSIONERS' COURT
ON: 6-14-16 

THE BANK OF NEW YORK MELLON
TRUST COMPANY, N.A.

By: [Signature]
Title: **Associate**

ATTEST:

[Signature]
Associate

(SEAL)