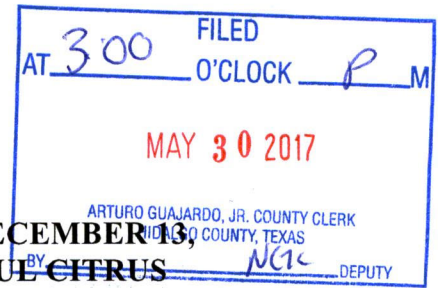


**ORDER APPROVING AMENDMENT TO
TAX ABATEMENT AGREEMENT EFFECTIVE AS OF DECEMBER 13,
2016, BETWEEN HIDALGO COUNTY AND WONDERFUL CITRUS
PACKING LLC**



WHEREAS, the Commissioners Court deemed it to be in the best interest of Hidalgo County, Texas (the “*County*”) to enter into that certain Tax Abatement Agreement between Hidalgo County, and Wonderful Citrus Packing LLC effective December 13 2016 (the “*Agreement*”), in accordance with the then effective Guidelines and Criteria for Granting Tax Abatements in Hidalgo County, Texas (the “*Guidelines and Criteria*”), and, in accordance with the Guidelines and Criteria, the County entered into the Agreement with the Company;

WHEREAS, the Company has requested that the Agreement be amended to allow the Company additional time to comply with the requirement in the Agreement to file certain construction plans by June 1, 2017;

WHEREAS, the County has determined that extending the date for compliance with such requirement does not reduce the benefit to the County from the Agreement; and

WHEREAS, the County and the Company now deem it necessary and appropriate to amend the Agreement to so extend the time for such filing, all as set forth in that certain *Amendment to Tax Abatement Agreement Effective December 13, 2016 between Hidalgo County, Texas and Wonderful Citrus Packing LLC* (the “*Amendment*”) to be entered into effective May 30, 2017;

NOW THEREFORE:

BE IT ORDERED BY THE COMMISSIONERS COURT OF HIDALGO COUNTY, TEXAS:

SECTION 1. APPROVAL OF AMENDMENT. The Amendment is hereby approved in the form attached hereto as Exhibit “A”, and the County Judge is hereby authorized to execute, and the County Clerk is authorized to attest, the Amendment on behalf of the County and deliver same, and when fully executed and delivered, the Amendment shall become a valid and binding obligation of the County in accordance with its terms.

SECTION 2 EFFECTIVE DATE. This Order shall become effective immediately upon the passage hereof.

PASSED, APPROVED, ADOPTED AND ORDERED this the 30th day of May, 2017, by the Commissioners Court of Hidalgo County, Texas.

SIGNED AND ENTERED ON THE ABOVE DATE BY THE FOLLOWING MEMBERS OF THE HIDALGO COUNTY COMMISSIONERS COURT

Ramon Garcia
RAMON GARCIA
County Judge

David L. Fuentes
DAVID L. FUENTES
County Commissioner, Pct. 1

Eduardo "Eddie" Cantu
EDUARDO "EDDIE" CANTU
County Commissioner, Pct. 2

Joe M. Flores
JOE M. FLORES
County Commissioner, Pct. 3

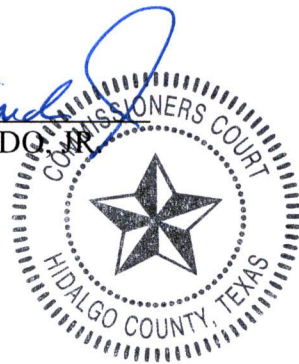
Joseph Palacios
JOSEPH PALACIOS
County Commissioner, Pct. 4

Attested to:

APPROVED AS TO FORM:
ATLAS, HALL AND RODRIGUEZ, LLP

Arturo Guajardo
ARTURO GUAJARDO
County Clerk

By: Stephen L. Crain
Stephen L. Crain



APPROVED BY
COMMISSIONERS' COURT
ON: 5/30/17

EXHIBIT A

FORM OF

AMENDMENT TO

TAX ABATEMENT AGREEMENT EFFECTIVE AS OF DECEMBER 13, 2016

BETWEEN HIDALGO COUNTY, TEXAS

AND

WONDERFUL CITRUS PACKING LLC