Application for Appraised Value Limitation on Qualified Property
(Tax Code, Chapter 313, Subchapter B or C)

Economic Development and Analysis
Form 50-296-A

INSTRUCTIONS: This application must be completed and filed with the school district. In order for an application to be processed, the governing body (school board) must elect to consider an application, but — by Comptroller rule — the school board may elect to consider the application only after the school district has received a completed application. Texas Tax Code, Section 313.025 requires that any completed application and any supplemental materials received by the school district must be forwarded within seven days to the Comptroller of Public Accounts.

If the school board elects to consider the application, the school district must:

- notify the Comptroller that the school board has elected to consider the application. This notice must include:
  - the date on which the school district received the application;
  - the date the school district determined that the application was complete;
  - the date the school board decided to consider the application; and
  - a request that the Comptroller prepare an economic impact analysis of the application;
- provide a copy of the notice to the appraisal district;
- must complete the sections of the application reserved for the school district and provide information required in the Comptroller rules located at 34 Texas Administrative Code (TAC) Section 9.1054; and
- forward the original hard copy of the completed application to the Comptroller in a three-ring binder with tabs, as indicated on page 9 of this application, separating each section of the documents, in addition to an electronic copy on CD. See 34 TAC Chapter 9, Subchapter F.

The governing body may, at its discretion, allow the applicant to supplement or amend the application after the filing date, subject to the restrictions in 34 TAC Chapter 9, Subchapter F.

When the Comptroller receives the notice and required information from the school district, the Comptroller will publish all submitted application materials on its website. The Comptroller is authorized to treat some application information as confidential and withhold it from publication on the Internet. To do so, however, the information must be segregated and comply with the other requirements set out in the Comptroller rules. For more information, see guidelines on Comptroller's website.

The Comptroller will independently determine whether the application has been completed according to the Comptroller's rules (34 TAC Chapter 9, Subchapter F). If the Comptroller finds the application is not complete, the Comptroller will request additional materials from the school district. Pursuant to 9.1053(a)(1)(C), requested information shall be provided within 20 days of the date of the request. When the Comptroller determines that the application is complete, it will send the school district a notice indicating so. The Comptroller will determine the eligibility of the project, issue a certificate for a limitation on appraised value to the school board regarding the application and prepare an economic impact evaluation by the 90th day after the Comptroller receives a complete application—as determined by the Comptroller.

The school board must approve or disapprove the application before the 151st day after the application review start date (the date the application is finally determined to be complete), unless an extension is granted. The Comptroller and school district are authorized to request additional information from the applicant that is reasonably necessary to issue a certificate, complete the economic impact evaluation or consider the application at any time during the application review period.

Please visit the Comptroller's website to find out more about the program at www.texasahead.org/tax_programs/chapter313/. There are links on this Web page to the Chapter 313 statute, rules, guidelines and forms. Information about minimum limitation values for particular districts and wage standards may also be found at that site.

SECTION 1: School District Information

1. Authorized School District Representative

February 6, 2014; revised 5/8/14
Date Application Received by District

Dr. Karin — First Name
Holacka — Last Name

Superintendent — Title

Brazosport Independent School District — School District Name

301 W Brazoswood Dr., Clute, TX 77531 — Street Address

P.O. Drawer Z — Mailing Address

Freeport — City
Texas — State
77542 — ZIP

979-730-7000 — Phone Number
979-266-2486 — Fax Number

Mobile Number *(optional)*
kholacka@brazosportisd.net — Email Address

2. Does the district authorize the consultant to provide and obtain information related to this application? ..... ☑ Yes ☐ No

SECTION 1: School District Information *(continued)*

3. Authorized School District Consultant *(If Applicable)*

First Name: Kevin
Last Name: O'Hanlon
Title: Attorney
Firm Name: O'Hanlon, McCollom & Demerath
Phone Number: 512-494-9949
Fax Number: 512-494-9919
Mobile Number *(optional)*:
Email Address: kohanlon@808west.com

4. On what date did the district determine this application complete? 5/12/14

5. Has the district determined that the electronic copy and hard copy are identical? ..... [X] Yes [ ] No

SECTION 2: Applicant Information

1. Authorized Company Representative *(Applicant)*

First Name: Christopher
Last Name: Witte
Title: Sr. Vice President: Freeport Site Manager
Organization: BASF Corporation
Street Address: 602 Copper Road
Mailing Address: 602 Copper Road
City: Freeport
State: TX
ZIP: 77541
Phone Number: 979-415-6111
Fax Number:
Mobile Number *(optional)*:
Business Email Address: christopher.witte@basf.com

2. Will a company official other than the authorized company representative be responsible for responding to future information requests? ..... [ ] Yes [✓] No

2a. If yes, please fill out contact information for that person.

First Name:
Last Name:
Title:
Organization:
Street Address:
Mailing Address:
City:
State:
ZIP:
Phone Number:
Fax Number:
Mobile Number *(optional)*:
Business Email Address:

3. Does the applicant authorize the consultant to provide and obtain information related to this application? ..... [✓] Yes [ ] No

SECTION 2: Applicant Information (continued)

4. Authorized Company Consultant *(If Applicable)*

First Name: Trey
Last Name: Novosad
Title: Principal
Firm Name: Popp Hutcheson PLLC
Phone Number: 512-473-2661
Fax Number: 512-479-8013
Business Email Address: trey.novosad@property-tax.com

SECTION 3: Fees and Payments

1. Has an application fee been paid to the school district? ☑ Yes ☐ No

The total fee shall be paid at time of the application is submitted to the school district. Any fees not accompanying the original application shall be considered supplemental payments.

1a. If yes, attach in **Tab 2** proof of application fee paid to the school district.

For the purpose of questions 2 and 3, "payments to the school district" include any and all payments or transfers of things of value made to the school district or to any person or persons in any form if such payment or transfer of thing of value being provided is in recognition of, anticipation of, or consideration for the agreement for limitation on appraised value.

2. Will any "payments to the school district" that you may make in order to receive a property tax value limitation agreement result in payments that are not in compliance with Tax Code §313.027(i)? ☐ Yes ☑ No ☐ N/A
3. If "payments to the school district" will only be determined by a formula or methodology without a specific amount being specified, could such method result in "payments to the school district" that are not in compliance with Tax Code §313.027(i)? ☐ Yes ☑ No ☐ N/A

SECTION 4: Business Applicant Information

1. What is the legal name of the applicant under which this application is made? BASF Corporation
2. List the Texas Taxpayer I.D. number of entity subject to Tax Code, Chapter 171 *(11 digits)* 11610908094
3. List the NAICS code 325510
4. Is the applicant a party to any other pending or active Chapter 313 agreements? ☑ Yes ☐ No

4a. If yes, please list application number, name of school district and year of agreement No. 2 Port Neches-Groves ISD No. 24 Brazosport ISD (2005), No. 237 Brazosport ISD (2012), No. 375 Beaumont ISD (Application Review)

SECTION 5: Applicant Business Structure

1. Identify Business Organization of Applicant *(corporation, limited liability corporation, etc)* Corporation
2. Is applicant a combined group, or comprised of members of a combined group, as defined by Tax Code §171.0001(7)? ☑ Yes ☐ No

2a. If yes, attach in **Tab 3** a copy of Texas Comptroller Franchise Tax Form No. 05-165, No. 05-166, or any other documentation from the Franchise Tax Division to demonstrate the applicant's combined group membership and contact information.

3. Is the applicant current on all tax payments due to the State of Texas? ☑ Yes ☐ No
4. Are all applicant members of the combined group current on all tax payments due to the State of Texas? ☑ Yes ☐ No ☐ N/A
5. If the answer to question 3 or 4 is no, please explain and/or disclose any history of default, delinquencies and/or any material litigation, including litigation involving the State of Texas. *(If necessary, attach explanation in **Tab 3**)*

SECTION 6: Eligibility Under Tax Code Chapter 313.024

1. Are you an entity subject to the tax under Tax Code, Chapter 171? ☑ Yes ☐ No
2. The property will be used for one of the following activities:
   - (1) manufacturing ☑ Yes ☐ No
   - (2) research and development ☐ Yes ☑ No
   - (3) a clean coal project, as defined by Section 5.001, Water Code ☐ Yes ☑ No
   - (4) an advanced clean energy project, as defined by Section 382.003, Health and Safety Code ☐ Yes ☑ No
   - (5) renewable energy electric generation ☐ Yes ☑ No
   - (6) electric power generation using integrated gasification combined cycle technology ☐ Yes ☑ No
   - (7) nuclear electric power generation ☐ Yes ☑ No
   - (8) a computer center that is used as an integral part or as a necessary auxiliary part for the activity conducted by applicant in one or more activities described by Subdivisions (1) through (7) ☐ Yes ☑ No
   - (9) a Texas Priority Project, as defined by 313.024(e)(7) and TAC 9.1051 ☐ Yes ☑ No
3. Are you requesting that any of the land be classified as qualified investment? ☐ Yes ☑ No
4. Will any of the proposed qualified investment be leased under a capitalized lease? ☐ Yes ☑ No
5. Will any of the proposed qualified investment be leased under an operating lease? ☐ Yes ☑ No
6. Are you including property that is owned by a person other than the applicant? ☐ Yes ☑ No
7. Will any property be pooled or proposed to be pooled with property owned by the applicant in determining the amount of your qualified investment? ☐ Yes ☑ No

SECTION 7: Project Description

1. In **Tab 4**, attach a detailed description of the scope of the proposed project, including, at a minimum, the type and planned use of real and tangible personal property, the nature of the business, a timeline for property construction or installation, and any other relevant information.

*2. Check the project characteristics that apply to the proposed project:

- ☑ Land has no existing improvements
- ☑ Land has existing improvements *(complete Section 13)* *Please see Tab 10
- ☐ Expansion of existing operation on the land *(complete Section 13)*
- ☐ Relocation within Texas

SECTION 8: Limitation as Determining Factor

1. Does the applicant currently own the land on which the proposed project will occur? ☑ Yes ☐ No
2. Has the applicant entered into any agreements or contracts for work to be performed related to the proposed project? ☐ Yes ☑ No
3. * Does the applicant have current business activities at the location where the proposed project will occur? *Please see Tab 10 ☐ Yes ☑ No
4. Has the applicant made public statements in SEC filings or other official documents regarding its intentions regarding the proposed project location? ☐ Yes ☑ No
5. Has the applicant received any local or state permits for activities on the proposed project site? ☐ Yes ☑ No
6. Has the applicant received commitments for state or local incentives for activities at the proposed project site? ☑ Yes ☐ No
7. Are you submitting information to assist in the determination as to whether the limitation on appraised value is a determining factor in the applicant's decision to invest capital and construct the project in Texas? ☑ Yes ☐ No
8. Has the applicant considered or is the applicant considering other locations not in Texas for the proposed project? ☑ Yes ☐ No
9. Has the applicant provided capital investment or return on investment information for the proposed project in comparison with other alternative investment opportunities? ☐ Yes ☑ No
10. Has the applicant provided information related to the applicant's inputs, transportation and markets for the proposed project? ☐ Yes ☑ No

If you answered "yes" to any of the questions in Section 8, attach supporting information in Tab 5.

SECTION 9: Projected Timeline

1. Application approval by school board ..... June 01, 2014
2. Beginning of qualifying time period ..... January 01, 2015
3. First year of limitation ..... January 01, 2017
4. Begin hiring new employees ..... January 15, 2016
5. Commencement of commercial operations ..... June 15, 2017
6. Do you propose to construct a new building or to erect or affix a new improvement after your application review start date *(date your application is finally determined to be complete)*? ..... ☑ Yes ☐ No

   Note: Improvements made before that time may not be considered qualified property.
7. When do you anticipate the new buildings or improvements will be placed in service? ..... June 15, 2017

SECTION 10: The Property

1. Identify county or counties in which the proposed project will be located Brazoria County
2. Identify Central Appraisal District (CAD) that will be responsible for appraising the property Brazoria County Appraisal District
3. Will this CAD be acting on behalf of another CAD to appraise this property? ..... ☐ Yes ☑ No
4. List all taxing entities that have jurisdiction for the property, the portion of project within each entity and tax rates for each entity:

   County: Brazoria County, Road-Bridge, .49202 100% *(Name, tax rate and percent of project)*

   City: *(Name, tax rate and percent of project)*

   Hospital District: *(Name, tax rate and percent of project)*

   Water District: Velasco Drainage District, .100226 (100%) *(Name, tax rate and percent of project)*

   Other *(describe)*: Brazosport College, .267306 (100%) *(Name, tax rate and percent of project)*

   Other *(describe)*: Port Freeport, .045 (100%) *(Name, tax rate and percent of project)*
5. Is the project located entirely within the ISD listed in Section 1? ..... ☑ Yes ☐ No

   5a. If no, attach in **Tab 6** additional information on the project scope and size to assist in the economic analysis.
6. Did you receive a determination from the Texas Economic Development and Tourism Office that this proposed project and at least one other project seeking a limitation agreement constitute a single unified project (SUP), as allowed in §313.024(d-2)? ..... ☐ Yes ☑ No

   6a. If yes, attach in **Tab 6** supporting documentation from the Office of the Governor.

SECTION 11: Investment

NOTE: The minimum amount of qualified investment required to qualify for an appraised value limitation and the minimum amount of appraised value limitation vary depending on whether the school district is classified as Subchapter B or Subchapter C, and the taxable value of the property within the school district. For assistance in determining estimates of these minimums, access the Comptroller's website at **www.texasahead.org/tax_programs/chapter313/**.

1. At the time of application, what is the estimated minimum qualified investment required for this school district? 30,000,000.00
2. What is the amount of appraised value limitation for which you are applying? 30,000,000.00

   Note: The property value limitation amount is based on property values available at the time of application and may change prior to the execution of any final agreement.
3. Does the qualified investment meet the requirements of Tax Code §313.021(1)? ..... ☑ Yes ☐ No
4. Attach a description of the qualified investment [See §313.021(1).] The description must include:
   a. a specific and detailed description of the qualified investment you propose to make on the property for which you are requesting an appraised value limitation as defined by Tax Code §313.021 (**Tab 7**);
   b. a description of any new buildings, proposed new improvements or personal property which you intend to include as part of your minimum qualified investment (**Tab 7**); and
   c. a detailed map of the qualified investment showing location of new buildings or new improvements with vicinity map (**Tab 11**).
5. Do you intend to make at least the minimum qualified investment required by Tax Code §313.023 (or §313.053 for Subchapter C school districts) for the relevant school district category during the qualifying time period? ..... ☑ Yes ☐ No

SECTION 12: Qualified Property

1. Attach a detailed description of the qualified property. [See §313.021(2)] (If qualified investment describes qualified property exactly, you may skip items a, b and c below.) The description must include:
   - 1a. a specific and detailed description of the qualified property for which you are requesting an appraised value limitation as defined by Tax Code §313.021 **(Tab 8)**;
   - 1b. a description of any new buildings, proposed new improvements or personal property which you intend to include as part of your qualified property **(Tab 8)**; and
   - 1c. a map of the qualified property showing location of new buildings or new improvements with vicinity map **(Tab 11)**.
2. Is the land upon which the new buildings or new improvements will be built part of the qualified property described by §313.021(2)(A)? ..... ☑ Yes ☐ No
   - 2a. If yes, attach complete documentation including:
     - a. legal description of the land **(Tab 9)**;
     - b. each existing appraisal parcel number of the land on which the new improvements will be constructed, regardless of whether or not all of the land described in the current parcel will become qualified property **(Tab 9)**;
     - c. owner **(Tab 9)**;
     - d. the current taxable value of the land. Attach estimate if land is part of larger parcel **(Tab 9)**; and
     - e. a detailed map showing the location of the land with vicinity map **(Tab 11)**.
3. Is the land on which you propose new construction or new improvements currently located in an area designated as a reinvestment zone under Tax Code Chapter 311 or 312 or as an enterprise zone under Government Code Chapter 2303? .... ☑ Yes ☐ No
   - 3a. If yes, attach the applicable supporting documentation:
     - a. evidence that the area qualifies as a enterprise zone as defined by the Governor's Office **(Tab 16)**;
     - b. legal description of reinvestment zone **(Tab 16)**;
     - c. order, resolution or ordinance establishing the reinvestment zone **(Tab 16)**;
     - d. guidelines and criteria for creating the zone **(Tab 16)**; and
     - e. a map of the reinvestment zone or enterprise zone boundaries with vicinity map **(Tab 11)**
   - 3b. If no, submit detailed description of proposed reinvestment zone or enterprise zone with a map indicating the boundaries of the zone on which you propose new construction or new improvements to the Comptroller's office within 30 days of the application date. What is the anticipated date on which you will submit final proof of a reinvestment zone or enterprise zone? ..... _____

SECTION 13: Information on Property Not Eligible to Become Qualified Property

1. In **Tab 10**, attach a specific and detailed description of all **existing property**. This includes buildings and improvements existing as of the application review start date (the date the application is determined to be complete by the Comptroller). The description must provide sufficient detail to locate all existing property on the land that will be subject to the agreement and distinguish existing property from future proposed property.
2. In **Tab 10**, attach a specific and detailed description of all **proposed new property that will not become new improvements** as defined by TAC 9.1051. This includes proposed property that: functionally replaces existing or demolished/removed property; is used to maintain, refurbish, renovate, modify or upgrade existing property; or is affixed to existing property; or is otherwise ineligible to become qualified property. The description must provide sufficient detail to distinguish existing property (question 1) and all proposed new property that cannot become qualified property from proposed qualified property that will be subject to the agreement (as described in Section 12 of this application).
3. For the property not eligible to become qualified property listed in response to questions 1 and 2 of this section, provide the following supporting information in **Tab 10**:
   - a. maps and/or detailed site plan;
   - b. surveys;
   - c. appraisal district values and parcel numbers;
   - d. inventory lists;
   - e. existing and proposed property lists;
   - f. model and serial numbers of existing property; or
   - g. other information of sufficient detail and description.
4. Total estimated market value of existing property (that property described in response to question 1): ..... $ 11,854,030.00
5. In **Tab 10**, include an appraisal value by the CAD of all the buildings and improvements existing as of a date within 15 days of the date the application is received by the school district.
6. Total estimated market value of proposed property not eligible to become qualified property *(that property described in response to question 2)*: ..... $ 0.00

Note: Investment for the property listed in question 2 may count towards qualified investment in Column C of Schedules A-1 and A-2, if it meets the requirements of 313.021(1). Such property cannot become qualified property on Schedule B.

SECTION 14: Wage and Employment Information

1. What is the estimated number of permanent jobs (more than 1,600 hours a year), with the applicant or a contractor of the applicant, on the proposed qualified property during the last complete quarter before the application review start date (date your application is finally determined to be complete)? 0

2. What is the last complete calendar quarter before application review start date:

   ☑ First Quarter ☐ Second Quarter ☐ Third Quarter ☑ Fourth Quarter of 2014 (year)

3. What were the number of permanent jobs (more than 1,600 hours a year) this applicant had in Texas during the most recent quarter reported to the Texas Workforce Commission (TWC)? 1,905

   Note: For job definitions see TAC §9.1051 and Tax Code §313.021(3).

4. What is the number of new qualifying jobs you are committing to create? 10

5. What is the number of new non-qualifying jobs you are estimating you will create? 0

6. Do you intend to request that the governing body waive the minimum new qualifying job creation requirement, as provided under Tax Code §313.025(f-1)? ..... ☐ Yes ☑ No

   6a. If yes, attach evidence in **Tab 12** documenting that the new qualifying job creation requirement above exceeds the number of employees necessary for the operation, according to industry standards.

7. Attach in **Tab 13** the four most recent quarters of data for each wage calculation below, including documentation from the TWC website. The final actual statutory minimum annual wage requirement for the applicant for each qualifying job — which may differ slightly from this estimate — will be based on information from the four quarterly periods for which data were available at the time of the application review start date (date of a completed application). See TAC §9.1051(21) and (22).

   a. Average weekly wage for all jobs (all industries) in the county is 1,075.25

   b. 110% of the average weekly wage for manufacturing jobs in the county is 2,006.40

   c. 110% of the average weekly wage for manufacturing jobs in the region is 1,170.17

8. Which Tax Code section are you using to estimate the qualifying job wage standard required for this project? ..... ☐ §313.021(5)(A) or ☑ §313.021(5)(B)

9. What is the minimum required annual wage for each qualifying job based on the qualified property? 60,848.70

10. What is the annual wage you are committing to pay for each of the new qualifying jobs you create on the qualified property? 61,000.00

11. Will the qualifying jobs meet all minimum requirements set out in Tax Code §313.021(3)? ..... ☑ Yes ☐ No

12. Do you intend to satisfy the minimum qualifying job requirement through a determination of cumulative economic benefits to the state as provided by §313.024(d-2)? ..... ☐ Yes ☑ No

    12a. If yes, attach in **Tab 12** supporting documentation from the TWC, pursuant to §313.021(3)(F).

13. Do you intend to rely on the project being part of a single unified project, as allowed in §313.024(d-2), in meeting the qualifying job requirements? ..... ☐ Yes ☑ No

    13a. If yes, attach in **Tab 6** supporting documentation including a list of qualifying jobs in the other school district(s).

SECTION 15: Economic Impact

1. Complete and attach Schedules A1, A2, B, C, and D in **Tab 14.** Note: Excel spreadsheet versions of schedules are available for download and printing at URL listed below.

2. Attach an Economic Impact Analysis, if supplied by other than the Comptroller's Office, in **Tab 15.** *(not required)*

3. If there are any other payments made in the state or economic information that you believe should be included in the economic analysis, attach a separate schedule showing the amount for each year affected, including an explanation, in **Tab 15.**

APPLICATION TAB ORDER FOR REQUESTED ATTACHMENTS	
TAB	**ATTACHMENT**
1	Pages 1 through 11 of Application
2	Proof of Payment of Application Fee
3	Documentation of Combined Group membership under Texas Tax Code 171.0001(7), history of tax default, delinquencies and/or material litigation *(if applicable)*
4	Detailed description of the project
5	Documentation to assist in determining if limitation is a determining factor
6	Description of how project is located in more than one district, including list of percentage in each district and, if determined to be a single unified project, documentation from the Office of the Governor *(if applicable)*
7	Description of Qualified Investment
8	Description of Qualified Property
9	Description of Land
10	Description of all property not eligible to become qualified property *(if applicable)*
11	Maps that clearly show: a) Project vicinity b) Qualified investment including location of new buildings or new improvements c) Qualified property including location of new buildings or new improvements d) Existing property e) Land location within vicinity map f) Reinvestment or Enterprise Zone within vicinity map, showing the actual or proposed boundaries and size **Note:** Electronic maps should be high resolution files. Include map legends/markers.
12	Request for Waiver of Job Creation Requirement and supporting information *(if applicable)*
13	Calculation of three possible wage requirements with TWC documentation
14	Schedules A1, A2, B, C and D completed and signed Economic Impact *(if applicable)*
15	Economic Impact Analysis, other payments made in the state or other economic information *(if applicable)*
16	Description of Reinvestment or Enterprise Zone, including: a) evidence that the area qualifies as a enterprise zone as defined by the Governor's Office b) legal description of reinvestment zone* c) order, resolution or ordinance establishing the reinvestment zone* d) guidelines and criteria for creating the zone* *** To be submitted with application or before date of final application approval by school board**
17	Signature and Certification page, signed and dated by Authorized School District Representative and Authorized Company Representative *(applicant)*

TAB 02

Proof of Payment of Application Fee

Proof of payment of filing fee received by the Comptroller of Public Accounts per TAC Rule §9.1054 (b)(5)

(Page Inserted by Office of Texas Comptroller of Public Accounts)

TAB 03

Combined Group membership documentation

Texas Franchise Tax Affiliate Schedule

Comptroller of Public Accounts 05-168 (Rev.9-11/4)

■ Tcode 13253 Annual Franchise

■ Reporting entity taxpayer number	■ Report year	Reporting entity taxpayer name
1 1 6 1 0 9 0 8 0 9 4	2 0 1 3	BASF CORPORATION

Reporting entity must be included on Affiliate Schedule. Affiliate reporting period dates must be within combined group's accounting period dates.

1. Legal name of affiliate	■ 2. Affiliate taxpayer number (if none, use FEI number)	■ 3. Affiliate NAICS code
BASF CORPORATION	1 1 6 1 0 9 0 8 0 9 4	3 2 5 1 0 0

4. Blacken circle if entity is disregarded for franchise tax	5. Blacken circle if this affiliate does NOT have NEXUS in Texas	■ 6. Affiliate reporting begin date (m m d d y y)	■ 7. Affiliate reporting end date (m m d d y y)
■ ○	■ ○	0 1 0 1 1 2	1 2 3 1 1 2

■ 8. Gross receipts subject to throwback in other states (before eliminations)	■ 9. Gross receipts everywhere (before eliminations)
.00	3 3 3 4 6 9 5 6 8 9 3 . 0 0

■ 10. Gross receipts in Texas (before eliminations)	■ 11. Cost of goods sold or compensation (before eliminations)
2 4 2 5 8 0 9 7 7 9 . 0 0	2 7 9 6 5 8 2 0 8 0 4 . 0 0

Blacken circle if this is a Corporation or Limited Liability Company ● Blacken circle if this is an Entity other than a Corporation or Limited Liability Company ○

1. Legal name of affiliate	■ 2. Affiliate taxpayer number (if none, use FEI number)	■ 3. Affiliate NAICS code
BASF CATALYSTS LLC	2 2 1 5 8 6 0 0 2	3 2 5 1 0 0

4. Blacken circle if entity is disregarded for franchise tax	5. Blacken circle if this affiliate does NOT have NEXUS in Texas	■ 6. Affiliate reporting begin date (m m d d y y)	■ 7. Affiliate reporting end date (m m d d y y)
■ ●	■ ●	0 1 0 1 1 2	1 2 3 1 1 2

■ 8. Gross receipts subject to throwback in other states (before eliminations)	■ 9. Gross receipts everywhere (before eliminations)
0 . 0 0	0 . 0 0

■ 10. Gross receipts in Texas (before eliminations)	■ 11. Cost of goods sold or compensation (before eliminations)
0 . 0 0	0 . 0 0

Blacken circle if this is a Corporation or Limited Liability Company ● Blacken circle if this is an Entity other than a Corporation or Limited Liability Company ○

1. Legal name of affiliate	■ 2. Affiliate taxpayer number (if none, use FEI number)	■ 3. Affiliate NAICS code
BASF PIPELINE HOLDINGS LLC	5 8 1 5 4 7 7 2 4	

4. Blacken circle if entity is disregarded for franchise tax	5. Blacken circle if this affiliate does NOT have NEXUS in Texas	■ 6. Affiliate reporting begin date (m m d d y y)	■ 7. Affiliate reporting end date (m m d d y y)
■ ●	■ ○	0 1 0 1 1 2	1 2 3 1 1 2

■ 8. Gross receipts subject to throwback in other states (before eliminations)	■ 9. Gross receipts everywhere (before eliminations)
0 . 0 0	0 . 0 0

■ 10. Gross receipts in Texas (before eliminations)	■ 11. Cost of goods sold or compensation (before eliminations)
0 . 0 0	0 . 0 0

Blacken circle if this is a Corporation or Limited Liability Company ● Blacken circle if this is an Entity other than a Corporation or Limited Liability Company ○

The reporting entity of a combined group with a temporary credit for business loss and carryforwards preserved for itself and/or affiliates must electronically submit common owner information online at window.texas.gov/commonowner/. This information must be provided to satisfy franchise tax reporting requirements. An information report (Form 05-102 or Form 05-167) must be filed for each affiliate that is organized in Texas or that has a physical presence in Texas.

Texas Comptroller Official Use Only

VE/DE	○	FM	○

Texas Franchise Tax Affiliate Schedule

Comptroller of Public Accounts FORM 05-166 (Rev.9-11/4)

■ Tcode 13253 Annual Franchise

■ Reporting entity taxpayer number	■ Report year	Reporting entity taxpayer name
1 1 6 1 0 9 0 8 0 9 4	2 0 1 3	BASF CORPORATION

Reporting entity must be included on Affiliate Schedule. Affiliate reporting period dates must be within combined group's accounting period dates.

1. Legal name of affiliate	■ 2. Affiliate taxpayer number *(If none, use FEI number)*	■ 3. Affiliate NAICS code
AUTOMOTIVE REFINISH TECHNOLOGIES LLC	3 8 3 0 9 8 9 3 3	

4. Blacken circle if entity is disregarded for franchise tax	5. Blacken circle if this affiliate does NOT have NEXUS in Texas	■ 6. Affiliate reporting begin date (m m d d y y)	■ 7. Affiliate reporting end date (m m d d y y)
■ ●	■ ●	0 1 0 1 1 2	1 2 3 1 1 2

■ 8. Gross receipts subject to throwback in other states *(before eliminations)*	■ 9. Gross receipts everywhere *(before eliminations)*
0.00	0.00

■ 10. Gross receipts in Texas *(before eliminations)*	■ 11. Cost of goods sold or compensation *(before eliminations)*
0.00	0.00

Blacken circle if this is a Corporation or Limited Liability Company ● Blacken circle if this is an Entity other than a Corporation or Limited Liability Company ○

1. Legal name of affiliate	■ 2. Affiliate taxpayer number *(If none, use FEI number)*	■ 3. Affiliate NAICS code
BASF VERWALTUNG GMBH		

4. Blacken circle if entity is disregarded for franchise tax	5. Blacken circle if this affiliate does NOT have NEXUS in Texas	■ 6. Affiliate reporting begin date (m m d d y y)	■ 7. Affiliate reporting end date (m m d d y y)
■ ●	■ ●	0 1 0 1 1 2	1 2 3 1 1 2

■ 8. Gross receipts subject to throwback in other states *(before eliminations)*	■ 9. Gross receipts everywhere *(before eliminations)*
0.00	0.00

■ 10. Gross receipts in Texas *(before eliminations)*	■ 11. Cost of goods sold or compensation *(before eliminations)*
0.00	0.00

Blacken circle if this is a Corporation or Limited Liability Company ● Blacken circle if this is an Entity other than a Corporation or Limited Liability Company ○

1. Legal name of affiliate	■ 2. Affiliate taxpayer number *(If none, use FEI number)*	■ 3. Affiliate NAICS code
BASF CATALYSTS HOLDINGS LLC		

4. Blacken circle if entity is disregarded for franchise tax	5. Blacken circle if this affiliate does NOT have NEXUS in Texas	■ 6. Affiliate reporting begin date (m m d d y y)	■ 7. Affiliate reporting end date (m m d d y y)
■ ●	■ ●	0 1 0 1 1 2	1 2 3 1 1 2

■ 8. Gross receipts subject to throwback in other states *(before eliminations)*	■ 9. Gross receipts everywhere *(before eliminations)*
0.00	0.00

■ 10. Gross receipts in Texas *(before eliminations)*	■ 11. Cost of goods sold or compensation *(before eliminations)*
0.00	0.00

Blacken circle if this is a Corporation or Limited Liability Company ● Blacken circle if this is an Entity other than a Corporation or Limited Liability Company ○

The reporting entity of a combined group with a temporary credit for business loss and carryforwards preserved for itself and/or affiliates must electronically submit common owner information online at window.texas.gov/commonowner/. This information must be provided to satisfy franchise tax reporting requirements. An information report (Form 05-102 or Form 05-167) must be filed for each affiliate that is organized in Texas or that has a physical presence in Texas.

Texas Comptroller Official Use Only

VE/DE	○	FM	○

Texas Franchise Tax Affiliate Schedule

Comptroller of Public Accounts FORM 05-166 (Rev.9-11/4)

■ Tcode 13253 Annual Franchise

■ Reporting entity taxpayer number: 1 1 6 1 0 9 0 8 0 9 4

■ Report year: 2 0 1 3

Reporting entity taxpayer name: BASF CORPORATION

Reporting entity must be included on Affiliate Schedule. Affiliate reporting period dates must be within combined group's accounting period dates.

1. Legal name of affiliate: BASF CATALYSTS DELAWARE LLC

■ 2. Affiliate taxpayer number *(if none, use FEI number)*: 5 1 0 3 4 4 0 5 5

■ 3. Affiliate NAICS code:

4. Blacken circle if entity is disregarded for franchise tax: ■ ●

5. Blacken circle if this affiliate does NOT have **NEXUS** in Texas: ■ ●

■ 6. Affiliate reporting begin date (m m d d y y): 0 1 0 1 1 2

■ 7. Affiliate reporting end date (m m d d y y): 1 2 3 1 1 2

■ 8. Gross receipts subject to throwback in other states *(before eliminations)*: 0.00

■ 9. Gross receipts everywhere *(before eliminations)*: 0.00

■ 10. Gross receipts in Texas *(before eliminations)*: 0.00

■ 11. Cost of goods sold or compensation *(before eliminations)*: 0.00

Blacken circle if this is a Corporation or Limited Liability Company ●

Blacken circle if this is an Entity other than a Corporation or Limited Liability Company ○

1. Legal name of affiliate: TRADEWINDS HOLDINGS LLC

■ 2. Affiliate taxpayer number *(if none, use FEI number)*:

■ 3. Affiliate NAICS code:

4. Blacken circle if entity is disregarded for franchise tax: ■ ●

5. Blacken circle if this affiliate does NOT have **NEXUS** in Texas: ■ ●

■ 6. Affiliate reporting begin date (m m d d y y): 0 1 0 1 1 2

■ 7. Affiliate reporting end date (m m d d y y): 1 2 3 1 1 2

■ 8. Gross receipts subject to throwback in other states *(before eliminations)*: 0.00

■ 9. Gross receipts everywhere *(before eliminations)*: 0.00

■ 10. Gross receipts in Texas *(before eliminations)*: 0.00

■ 11. Cost of goods sold or compensation *(before eliminations)*: 0.00

Blacken circle if this is a Corporation or Limited Liability Company ●

Blacken circle if this is an Entity other than a Corporation or Limited Liability Company ○

1. Legal name of affiliate: BASF CANADA BV

■ 2. Affiliate taxpayer number *(if none, use FEI number)*: 9 8 0 5 6 5 0 5 6

■ 3. Affiliate NAICS code:

4. Blacken circle if entity is disregarded for franchise tax: ■ ●

5. Blacken circle if this affiliate does NOT have **NEXUS** in Texas: ■ ●

■ 6. Affiliate reporting begin date (m m d d y y): 0 1 0 1 1 2

■ 7. Affiliate reporting end date (m m d d y y): 1 2 3 1 1 2

■ 8. Gross receipts subject to throwback in other states *(before eliminations)*: 0.00

■ 9. Gross receipts everywhere *(before eliminations)*: 0.00

■ 10. Gross receipts in Texas *(before eliminations)*: 0.00

■ 11. Cost of goods sold or compensation *(before eliminations)*: 0.00

Blacken circle if this is a Corporation or Limited Liability Company ●

Blacken circle if this is an Entity other than a Corporation or Limited Liability Company ○

The reporting entity of a combined group with a temporary credit for business loss and carryforwards preserved for itself and/or affiliates must electronically submit common owner information online at window.texas.gov/commonowner/. This information must be provided to satisfy franchise tax reporting requirements. An information report (Form 05-102 or Form 05-167) must be filed for each affiliate that is organized in Texas or that has a physical presence in Texas.

Texas Comptroller Official Use Only

VE/DE	○	FM	○

Comptroller of Public Accounts FORM 05-166 (Rev.9-11/4)

Texas Franchise Tax Affiliate Schedule

■ Tcode 13253 Annual Franchise

■ Reporting entity taxpayer number: 1 1 6 1 0 9 0 8 0 9 4

■ Report year: 2 0 1 2

Reporting entity taxpayer name: BASF CORPORATION

Reporting entity must be included on Affiliate Schedule. Affiliate reporting period dates must be within combined group's accounting period dates.

1. Legal name of affiliate: BASF CATALYSTS CANADA ULC
■ 2. Affiliate taxpayer number (If none, use FEI number):
■ 3. Affiliate NAICS code:
4. Blacken circle if entity is disregarded for franchise tax: ■ ●
5. Blacken circle if this affiliate does NOT have NEXUS in Texas: ■ ●
■ 6. Affiliate reporting begin date (m m d d y y): 0 1 0 1 1 2
■ 7. Affiliate reporting end date (m m d d y y): 1 2 3 1 1 2
■ 8. Gross receipts subject to throwback in other states (before eliminations): 0.00
■ 9. Gross receipts everywhere (before eliminations): 0.00
■ 10. Gross receipts in Texas (before eliminations): 0.00
■ 11. Cost of goods sold or compensation (before eliminations): 0.00
Blacken circle if this is a Corporation or Limited Liability Company ●
Blacken circle if this is an Entity other than a Corporation or Limited Liability Company ○

1. Legal name of affiliate: POLYAD SERVICES LLC
■ 2. Affiliate taxpayer number (If none, use FEI number): 8 7 0 7 2 1 7 5 8
■ 3. Affiliate NAICS code:
4. Blacken circle if entity is disregarded for franchise tax: ■ ●
5. Blacken circle if this affiliate does NOT have NEXUS in Texas: ■ ●
■ 6. Affiliate reporting begin date (m m d d y y): 0 1 0 1 1 2
■ 7. Affiliate reporting end date (m m d d y y): 1 2 3 1 1 2
■ 8. Gross receipts subject to throwback in other states (before eliminations): 0.00
■ 9. Gross receipts everywhere (before eliminations): 0.00
■ 10. Gross receipts in Texas (before eliminations): 0.00
■ 11. Cost of goods sold or compensation (before eliminations): 0.00
Blacken circle if this is a Corporation or Limited Liability Company ○
Blacken circle if this is an Entity other than a Corporation or Limited Liability Company ○

1. Legal name of affiliate:
■ 2. Affiliate taxpayer number (If none, use FEI number):
■ 3. Affiliate NAICS code:
4. Blacken circle if entity is disregarded for franchise tax: ■ ○
5. Blacken circle if this affiliate does NOT have NEXUS in Texas: ■ ○
■ 6. Affiliate reporting begin date (m m d d y y):
■ 7. Affiliate reporting end date (m m d d y y):
■ 8. Gross receipts subject to throwback in other states (before eliminations): 0.00
■ 9. Gross receipts everywhere (before eliminations): 0.00
■ 10. Gross receipts in Texas (before eliminations): 0.00
■ 11. Cost of goods sold or compensation (before eliminations): 0.00
Blacken circle if this is a Corporation or Limited Liability Company ●
Blacken circle if this is an Entity other than a Corporation or Limited Liability Company ○

The reporting entity of a combined group with a temporary credit for business loss and carryforwards preserved for itself and/or affiliates must electronically submit common owner information online at window.texas.gov/commonowner/. This information must be provided to satisfy franchise tax reporting requirements. An information report (Form 05-102 or Form 05-167) must be filed for each affiliate that is organized in Texas or that has a physical presence in Texas.

Texas Comptroller Official Use Only

VE/DE	○	FM	○

Texas Franchise Tax Affiliate Schedule

Comptroller of Public Accounts (rev.9-11/4) 05-168 (Rev.9-11/4)

■ Tcode 13253 Annual Franchise

■ Reporting entity taxpayer number: 1 1 6 1 0 9 0 8 0 9 4

■ Report year: 2 0 1 3

Reporting entity taxpayer name: BASF CORPORATION

Reporting entity must be included on Affiliate Schedule. Affiliate reporting period dates must be within combined group's accounting period dates.

1. Legal name of affiliate: COGNIS USA LLC

■ 2. Affiliate taxpayer number *(if none, use FEI number)*: 3 1 1 6 6 7 0 8 1

■ 3. Affiliate NAICS code:

4. Blacken circle if entity is disregarded for franchise tax: ■ ●

5. Blacken circle if this affiliate does NOT have **NEXUS** in Texas: ■ ●

■ 6. Affiliate reporting begin date (m m d d y y): 0 1 0 1 1 2

■ 7. Affiliate reporting end date (m m d d y y): 1 2 3 1 1 2

■ 8. Gross receipts subject to throwback in other states *(before eliminations)*: 0.00

■ 9. Gross receipts everywhere *(before eliminations)*: 0.00

■ 10. Gross receipts in Texas *(before eliminations)*: 0.00

■ 11. Cost of goods sold or compensation *(before eliminations)*: 0.00

Blacken circle if this is a Corporation or Limited Liability Company ●

Blacken circle if this is an Entity other than a Corporation or Limited Liability Company ○

1. Legal name of affiliate: OLIVER WAREHOUSE LLC

■ 2. Affiliate taxpayer number *(if none, use FEI number)*:

■ 3. Affiliate NAICS code:

4. Blacken circle if entity is disregarded for franchise tax: ■ ●

5. Blacken circle if this affiliate does NOT have **NEXUS** in Texas: ■ ●

■ 6. Affiliate reporting begin date (m m d d y y): 1 0 0 1 1 2

■ 7. Affiliate reporting end date (m m d d y y): 1 2 3 1 1 2

■ 8. Gross receipts subject to throwback in other states *(before eliminations)*: 0.00

■ 9. Gross receipts everywhere *(before eliminations)*: 0.00

■ 10. Gross receipts in Texas *(before eliminations)*: 0.00

■ 11. Cost of goods sold or compensation *(before eliminations)*: 0.00

Blacken circle if this is a Corporation or Limited Liability Company ●

Blacken circle if this is an Entity other than a Corporation or Limited Liability Company ○

1. Legal name of affiliate: BASF CATALYSTS HOLDING ASIA BV

■ 2. Affiliate taxpayer number *(if none, use FEI number)*:

■ 3. Affiliate NAICS code:

4. Blacken circle if entity is disregarded for franchise tax: ■ ●

5. Blacken circle if this affiliate does NOT have **NEXUS** in Texas: ■ ●

■ 6. Affiliate reporting begin date (m m d d y y): 0 1 0 1 1 2

■ 7. Affiliate reporting end date (m m d d y y): 1 2 3 1 1 2

■ 8. Gross receipts subject to throwback in other states *(before eliminations)*: 0.00

■ 9. Gross receipts everywhere *(before eliminations)*: 0.00

■ 10. Gross receipts in Texas *(before eliminations)*: 0.00

■ 11. Cost of goods sold or compensation *(before eliminations)*: 0.00

Blacken circle if this is a Corporation or Limited Liability Company ●

Blacken circle if this is an Entity other than a Corporation or Limited Liability Company ○

The reporting entity of a combined group with a temporary credit for business loss and carryforwards preserved for itself and/or affiliates must electronically submit common owner information online at window.texas.gov/commonowner/. This information must be provided to satisfy franchise tax reporting requirements. An information report (Form 05-102 or Form 05-167) must be filed for each affiliate that is organized in Texas or that has a physical presence in Texas.

Texas Comptroller Official Use Only

VE/DE	○	FM	○

Texas Franchise Tax Affiliate Schedule

05-166 (Rev.9-11/4)

■ Tcode 13253 Annual Franchise

■ Reporting entity taxpayer number: 1 1 6 1 0 9 0 8 0 9 4

■ Report year: 2 0 1 3

Reporting entity taxpayer name: BASF CORPORATION

Reporting entity must be included on Affiliate Schedule. Affiliate reporting period dates must be within combined group's accounting period dates.

1. Legal name of affiliate	■ 2. Affiliate taxpayer number (if none, use FEI number)	■ 3. Affiliate NAICS code
BASF CATALYSTS INVESTMENTS EUROPE B	9 8 1 0 7 2 2 0 1	

4. Blacken circle if entity is disregarded for franchise tax	5. Blacken circle if this affiliate does NOT have NEXUS in Texas	■ 6. Affiliate reporting begin date (m m d d y y)	■ 7. Affiliate reporting end date (m m d d y y)
■ ●	■ ●	1 0 0 1 1 2	1 2 3 1 1 2

■ 8. Gross receipts subject to throwback in other states (before eliminations)	■ 9. Gross receipts everywhere (before eliminations)
0.00	0.00

■ 10. Gross receipts in Texas (before eliminations)	■ 11. Cost of goods sold or compensation (before eliminations)
0.00	0.00

Blacken circle if this is a Corporation or Limited Liability Company ● Blacken circle if this is an Entity other than a Corporation or Limited Liability Company ○

1. Legal name of affiliate	■ 2. Affiliate taxpayer number (if none, use FEI number)	■ 3. Affiliate NAICS code
BASF ENGELHARD UK BV	9 8 0 5 2 5 5 7 1	

4. Blacken circle if entity is disregarded for franchise tax	5. Blacken circle if this affiliate does NOT have NEXUS in Texas	■ 6. Affiliate reporting begin date (m m d d y y)	■ 7. Affiliate reporting end date (m m d d y y)
■ ●	■ ●	1 0 0 1 1 2	1 2 3 1 1 2

■ 8. Gross receipts subject to throwback in other states (before eliminations)	■ 9. Gross receipts everywhere (before eliminations)
0.00	0.00

■ 10. Gross receipts in Texas (before eliminations)	■ 11. Cost of goods sold or compensation (before eliminations)
0.00	0.00

Blacken circle if this is a Corporation or Limited Liability Company ● Blacken circle if this is an Entity other than a Corporation or Limited Liability Company ○

1. Legal name of affiliate	■ 2. Affiliate taxpayer number (if none, use FEI number)	■ 3. Affiliate NAICS code
BASF ENGELHARD GERMANY BV	9 8 0 5 2 5 9 1 5	

4. Blacken circle if entity is disregarded for franchise tax	5. Blacken circle if this affiliate does NOT have NEXUS in Texas	■ 6. Affiliate reporting begin date (m m d d y y)	■ 7. Affiliate reporting end date (m m d d y y)
■ ●	■ ●	1 0 0 1 1 2	1 2 3 1 1 2

■ 8. Gross receipts subject to throwback in other states (before eliminations)	■ 9. Gross receipts everywhere (before eliminations)
0.00	0.00

■ 10. Gross receipts in Texas (before eliminations)	■ 11. Cost of goods sold or compensation (before eliminations)
0.00	0.00

Blacken circle if this is a Corporation or Limited Liability Company ● Blacken circle if this is an Entity other than a Corporation or Limited Liability Company ○

The reporting entity of a combined group with a temporary credit for business loss and carryforwards preserved for itself and/or affiliates must electronically submit common owner information online at window.texas.gov/commonowner/. This information must be provided to satisfy franchise tax reporting requirements. An information report (Form 05-102 or Form 05-167) must be filed for each affiliate that is organized in Texas or that has a physical presence in Texas.

Texas Comptroller Official Use Only

VE/DE	○	FM	○

Comptroller of Public Accounts FORM 05-166 (Rev.9-11/4)

Texas Franchise Tax Affiliate Schedule

■ Tcode 13253 Annual Franchise

■ Reporting entity taxpayer number	■ Report year	Reporting entity taxpayer name
1 1 6 1 0 9 0 8 0 9 4	2 0 1 3	BASF CORPORATION

Reporting entity must be included on Affiliate Schedule. Affiliate reporting period dates must be within combined group's accounting period dates.

1. Legal name of affiliate	■ 2. Affiliate taxpayer number *(if none, use FEI number)*	■ 3. Affiliate NAICS code
BASF ENGELHARD ITALY BV	9 8 0 5 2 2 1 7 1	

4. Blacken circle if entity is disregarded for franchise tax	5. Blacken circle if this affiliate does NOT have NEXUS in Texas	■ 6. Affiliate reporting begin date (m m d d y y)	■ 7. Affiliate reporting end date (m m d d y y)
■ ●	■ ●	1 0 0 1 1 2	1 2 3 1 1 2

■ 8. Gross receipts subject to throwback in other states *(before eliminations)*	■ 9. Gross receipts everywhere *(before eliminations)*
0.00	0.00

■ 10. Gross receipts in Texas *(before eliminations)*	■ 11. Cost of goods sold or compensation *(before eliminations)*
0.00	0.00

Blacken circle if this is a Corporation or Limited Liability Company ● Blacken circle if this is an Entity other than a Corporation or Limited Liability Company ○

1. Legal name of affiliate	■ 2. Affiliate taxpayer number *(if none, use FEI number)*	■ 3. Affiliate NAICS code
BASF ENGELHARD FINLAND BV	9 8 0 5 2 6 3 4 4	

4. Blacken circle if entity is disregarded for franchise tax	5. Blacken circle if this affiliate does NOT have NEXUS in Texas	■ 6. Affiliate reporting begin date (m m d d y y)	■ 7. Affiliate reporting end date (m m d d y y)
■ ●	■ ●	1 0 0 1 1 2	1 2 3 1 1 2

■ 8. Gross receipts subject to throwback in other states *(before eliminations)*	■ 9. Gross receipts everywhere *(before eliminations)*
0.00	0.00

■ 10. Gross receipts in Texas *(before eliminations)*	■ 11. Cost of goods sold or compensation *(before eliminations)*
0.00	0.00

Blacken circle if this is a Corporation or Limited Liability Company ● Blacken circle if this is an Entity other than a Corporation or Limited Liability Company ○

1. Legal name of affiliate	■ 2. Affiliate taxpayer number *(if none, use FEI number)*	■ 3. Affiliate NAICS code
BASF ENGELHARD SA BV	9 8 0 5 2 8 7 2 2	

4. Blacken circle if entity is disregarded for franchise tax	5. Blacken circle if this affiliate does NOT have NEXUS in Texas	■ 6. Affiliate reporting begin date (m m d d y y)	■ 7. Affiliate reporting end date (m m d d y y)
■ ●	■ ●	1 0 0 1 1 2	1 2 3 1 1 2

■ 8. Gross receipts subject to throwback in other states *(before eliminations)*	■ 9. Gross receipts everywhere *(before eliminations)*
0.00	0.00

■ 10. Gross receipts in Texas *(before eliminations)*	■ 11. Cost of goods sold or compensation *(before eliminations)*
0.00	0.00

Blacken circle if this is a Corporation or Limited Liability Company ● Blacken circle if this is an Entity other than a Corporation or Limited Liability Company ○

The reporting entity of a combined group with a temporary credit for business loss and carryforwards preserved for itself and/or affiliates must electronically submit common owner information online at window.texas.gov/commonowner/. This information must be provided to satisfy franchise tax reporting requirements. An information report (Form 05-102 or Form 05-167) must be filed for each affiliate that is organized in Texas or that has a physical presence in Texas.

Texas Comptroller Official Use Only

VE/DE	○	FM	○

Texas Franchise Tax Affiliate Schedule

Comptroller of Public Accounts 05-166 (Rev.9-11/4)

■ Tcode 13253 Annual Franchise

■ Reporting entity taxpayer number: 1 1 6 1 0 9 0 8 0 9 4

■ Report year: 2 0 1 3

Reporting entity taxpayer name: BASF CORPORATION

Reporting entity must be included on Affiliate Schedule. Affiliate reporting period dates must be within combined group's accounting period dates.

1. Legal name of affiliate: BASF ENGELHARD SWEDEN BV

■ 2. Affiliate taxpayer number *(if none, use FEI number)*:

■ 3. Affiliate NAICS code:

4. Blacken circle if entity is disregarded for franchise tax: ●

5. Blacken circle if this affiliate does NOT have **NEXUS** in Texas: ●

■ 6. Affiliate reporting begin date (m m d d y y): 1 0 0 1 1 2

■ 7. Affiliate reporting end date (m m d d y y): 1 2 3 1 1 2

■ 8. Gross receipts subject to throwback in other states *(before eliminations)*: 0.00

■ 9. Gross receipts everywhere *(before eliminations)*: 0.00

■ 10. Gross receipts in Texas *(before eliminations)*: 0.00

■ 11. Cost of goods sold or compensation *(before eliminations)*: 0.00

Blacken circle if this is a Corporation or Limited Liability Company: ●

Blacken circle if this is an Entity other than a Corporation or Limited Liability Company: ○

1. Legal name of affiliate: BASF ENGELHARD SWITZERLAND BV

■ 2. Affiliate taxpayer number *(if none, use FEI number)*:

■ 3. Affiliate NAICS code:

4. Blacken circle if entity is disregarded for franchise tax: ●

5. Blacken circle if this affiliate does NOT have **NEXUS** in Texas: ●

■ 6. Affiliate reporting begin date (m m d d y y): 1 0 0 1 1 2

■ 7. Affiliate reporting end date (m m d d y y): 1 2 3 1 1 2

■ 8. Gross receipts subject to throwback in other states *(before eliminations)*: 0.00

■ 9. Gross receipts everywhere *(before eliminations)*: 0.00

■ 10. Gross receipts in Texas *(before eliminations)*: 0.00

■ 11. Cost of goods sold or compensation *(before eliminations)*: 0.00

Blacken circle if this is a Corporation or Limited Liability Company: ●

Blacken circle if this is an Entity other than a Corporation or Limited Liability Company: ○

1. Legal name of affiliate: BASF USA HOLDINGS LLC

■ 2. Affiliate taxpayer number *(if none, use FEI number)*: 4 6 1 1 7 7 4 8 6

■ 3. Affiliate NAICS code:

4. Blacken circle if entity is disregarded for franchise tax: ○

5. Blacken circle if this affiliate does NOT have **NEXUS** in Texas: ●

■ 6. Affiliate reporting begin date (m m d d y y): 1 0 1 0 1 2

■ 7. Affiliate reporting end date (m m d d y y): 1 2 3 1 1 2

■ 8. Gross receipts subject to throwback in other states *(before eliminations)*: 0.00

■ 9. Gross receipts everywhere *(before eliminations)*: 0.00

■ 10. Gross receipts in Texas *(before eliminations)*: 0.00

■ 11. Cost of goods sold or compensation *(before eliminations)*: 0.00

Blacken circle if this is a Corporation or Limited Liability Company: ●

Blacken circle if this is an Entity other than a Corporation or Limited Liability Company: ○

The reporting entity of a combined group with a temporary credit for business loss and carryforwards preserved for itself and/or affiliates must electronically submit common owner information online at window.texas.gov/commonowner/. This information must be provided to satisfy franchise tax reporting requirements. An information report (Form 05-102 or Form 05-167) must be filed for each affiliate that is organized in Texas or that has a physical presence in Texas.

Texas Comptroller Official Use Only

VE/DE	○	FM	○

Texas Franchise Tax Affiliate Schedule

Comptroller of Public Accounts 05-168 (Rev.9-11/4)

■ Tcode 13253 Annual Franchise

■ Reporting entity taxpayer number	■ Report year	Reporting entity taxpayer name
1 1 6 1 0 9 0 8 0 9 4	2 0 1 3	BASF CORPORATION

Reporting entity must be included on Affiliate Schedule. Affiliate reporting period dates must be within combined group's accounting period dates.

1. Legal name of affiliate	■ 2. Affiliate taxpayer number (if none, use FEI number)	■ 3. Affiliate NAICS code
BASFIN CORPORATION	2 2 2 0 2 6 7 1 9	

4. Blacken circle if entity is disregarded for franchise tax	5. Blacken circle if this affiliate does NOT have NEXUS in Texas	■ 6. Affiliate reporting begin date (m m d d y y)	■ 7. Affiliate reporting end date (m m d d y y)
■ ○	■ ●	0 1 0 1 1 2	1 2 3 1 1 2

■ 8. Gross receipts subject to throwback in other states (before eliminations)	■ 9. Gross receipts everywhere (before eliminations)
0 0 0	3 4 5 2 0 0

■ 10. Gross receipts in Texas (before eliminations)	■ 11. Cost of goods sold or compensation (before eliminations)
0 0 0	0 0 0

Blacken circle if this is a Corporation or Limited Liability Company ● Blacken circle if this is an Entity other than a Corporation or Limited Liability Company ○

1. Legal name of affiliate	■ 2. Affiliate taxpayer number (if none, use FEI number)	■ 3. Affiliate NAICS code
BASF AMERICAS CORPORATION	2 2 3 7 4 0 2 9 0	

4. Blacken circle if entity is disregarded for franchise tax	5. Blacken circle if this affiliate does NOT have NEXUS in Texas	■ 6. Affiliate reporting begin date (m m d d y y)	■ 7. Affiliate reporting end date (m m d d y y)
■ ○	■ ●	0 1 0 1 1 2	1 2 3 1 1 2

■ 8. Gross receipts subject to throwback in other states (before eliminations)	■ 9. Gross receipts everywhere (before eliminations)
0 0	7 0 2 0 0

■ 10. Gross receipts in Texas (before eliminations)	■ 11. Cost of goods sold or compensation (before eliminations)
0 0	0 0

Blacken circle if this is a Corporation or Limited Liability Company ● Blacken circle if this is an Entity other than a Corporation or Limited Liability Company ○

1. Legal name of affiliate	■ 2. Affiliate taxpayer number (if none, use FEI number)	■ 3. Affiliate NAICS code
TRADEWINDS CHEMICAL CORPORATION	5 1 0 3 8 4 6 9 6	

4. Blacken circle if entity is disregarded for franchise tax	5. Blacken circle if this affiliate does NOT have NEXUS in Texas	■ 6. Affiliate reporting begin date (m m d d y y)	■ 7. Affiliate reporting end date (m m d d y y)
■ ○	■ ○	0 1 0 1 1 2	1 2 3 1 1 2

■ 8. Gross receipts subject to throwback in other states (before eliminations)	■ 9. Gross receipts everywhere (before eliminations)
0 0	1 8 0 2 7 0 8 0 0

■ 10. Gross receipts in Texas (before eliminations)	■ 11. Cost of goods sold or compensation (before eliminations)
0 0	3 6 3 0 0

Blacken circle if this is a Corporation or Limited Liability Company ● Blacken circle if this is an Entity other than a Corporation or Limited Liability Company ○

The reporting entity of a combined group with a temporary credit for business loss and carryforwards preserved for itself and/or affiliates must electronically submit common owner information online at window.texas.gov/commonowner/. This information must be provided to satisfy franchise tax reporting requirements. An information report (Form 05-102 or Form 05-167) must be filed for each affiliate that is organized in Texas or that has a physical presence in Texas.

Texas Comptroller Official Use Only

VE/DE	○	FM	○

Texas Franchise Tax Affiliate Schedule

Comptroller of Public Accounts FORM 05-166 (Rev.9-11/4)

■ Tcode 13253 Annual Franchise

■ Reporting entity taxpayer number	■ Report year	Reporting entity taxpayer name
1 1 6 1 0 9 0 8 0 9 4	2 0 1 3	BASF CORPORATION

Reporting entity must be included on Affiliate Schedule. Affiliate reporting period dates must be within combined group's accounting period dates.

1. Legal name of affiliate	■ 2. Affiliate taxpayer number *(if none, use FEI number)*	■ 3. Affiliate NAICS code
THOUSAND SPRINGS TROUT FARMS, INC	8 2 0 2 9 4 1 5 6	

4. Blacken circle if entity is disregarded for franchise tax	5. Blacken circle if this affiliate does NOT have **NEXUS** in Texas	■ 6. Affiliate reporting begin date (m m d d y y)	■ 7. Affiliate reporting end date (m m d d y y)
■ ○	■ ●	0 1 0 1 1 2	1 2 3 1 1 2

■ 8. Gross receipts subject to throwback in other states *(before eliminations)*	■ 9. Gross receipts everywhere *(before eliminations)*
.00	6,279,00

■ 10. Gross receipts in Texas *(before eliminations)*	■ 11. Cost of goods sold or compensation *(before eliminations)*
.00	.00

Blacken circle if this is a Corporation or Limited Liability Company ● Blacken circle if this is an Entity other than a Corporation or Limited Liability Company ○

1. Legal name of affiliate	■ 2. Affiliate taxpayer number *(if none, use FEI number)*	■ 3. Affiliate NAICS code
BASF FUEL CELLS INC	2 0 1 3 7 4 6 1 0	

4. Blacken circle if entity is disregarded for franchise tax	5. Blacken circle if this affiliate does NOT have **NEXUS** in Texas	■ 6. Affiliate reporting begin date (m m d d y y)	■ 7. Affiliate reporting end date (m m d d y y)
■ ○	■ ●	0 1 0 1 1 2	1 2 3 1 1 2

■ 8. Gross receipts subject to throwback in other states *(before eliminations)*	■ 9. Gross receipts everywhere *(before eliminations)*
.00	2,996,590,00

■ 10. Gross receipts in Texas *(before eliminations)*	■ 11. Cost of goods sold or compensation *(before eliminations)*
.00	1,622,560,00

Blacken circle if this is a Corporation or Limited Liability Company ● Blacken circle if this is an Entity other than a Corporation or Limited Liability Company ○

1. Legal name of affiliate	■ 2. Affiliate taxpayer number *(if none, use FEI number)*	■ 3. Affiliate NAICS code
BASF INTERTRADE CORPORATION	3 6 4 5 6 6 0 1 8	

4. Blacken circle if entity is disregarded for franchise tax	5. Blacken circle if this affiliate does NOT have **NEXUS** in Texas	■ 6. Affiliate reporting begin date (m m d d y y)	■ 7. Affiliate reporting end date (m m d d y y)
■ ○	■ ○	0 1 0 1 1 2	1 2 3 1 1 2

■ 8. Gross receipts subject to throwback in other states *(before eliminations)*	■ 9. Gross receipts everywhere *(before eliminations)*
.00	55,109,019,00

■ 10. Gross receipts in Texas *(before eliminations)*	■ 11. Cost of goods sold or compensation *(before eliminations)*
54,045,692,00	367,780,00

Blacken circle if this is a Corporation or Limited Liability Company ● Blacken circle if this is an Entity other than a Corporation or Limited Liability Company ○

The reporting entity of a combined group with a temporary credit for business loss and carryforwards preserved for itself and/or affiliates must electronically submit common owner information online at window.texas.gov/commonowner/. This information must be provided to satisfy franchise tax reporting requirements. An information report (Form 05-102 or Form 05-167) must be filed for each affiliate that is organized in Texas or that has a physical presence in Texas.

Texas Comptroller Official Use Only

VE/DE	○	FM	○

Texas Franchise Tax Affiliate Schedule

Comptroller of Public Accounts 05-166 (Rev.9-11/4) form

■ Tcode 13253 Annual Franchise

■ Reporting entity taxpayer number	■ Report year	Reporting entity taxpayer name
1 1 6 1 0 9 0 8 0 9 4	2 0 1 3	BASF CORPORATION

Reporting entity must be included on Affiliate Schedule. Affiliate reporting period dates must be within combined group's accounting period dates.

1. Legal name of affiliate	■ 2. Affiliate taxpayer number *(if none, use FEI number)*	■ 3. Affiliate NAICS code
WATSON BOWMAN ACME CORPORATION	3 4 1 8 8 6 5 6 5	

4. Blacken circle if entity is disregarded for franchise tax	5. Blacken circle if this affiliate does NOT have **NEXUS** in Texas	■ 6. Affiliate reporting begin date (m m d d y y)	■ 7. Affiliate reporting end date (m m d d y y)
■ ○	■ ○	0 1 0 1 1 2	1 2 3 1 1 2

■ 8. Gross receipts subject to throwback in other states *(before eliminations)*	■ 9. Gross receipts everywhere *(before eliminations)*
0 0	5 3 0 9 5 2 4 4 0 0

■ 10. Gross receipts in Texas *(before eliminations)*	■ 11. Cost of goods sold or compensation *(before eliminations)*
4 3 1 7 2 8 8 0 0	5 0 9 9 7 0 0 0

Blacken circle if this is a Corporation or Limited Liability Company ● Blacken circle if this is an Entity other than a Corporation or Limited Liability Company ○

1. Legal name of affiliate	■ 2. Affiliate taxpayer number *(if none, use FEI number)*	■ 3. Affiliate NAICS code
OLIVER WAREHOUSE INC.	2 2 1 7 1 5 7 6 1	

4. Blacken circle if entity is disregarded for franchise tax	5. Blacken circle if this affiliate does NOT have **NEXUS** in Texas	■ 6. Affiliate reporting begin date (m m d d y y)	■ 7. Affiliate reporting end date (m m d d y y)
■ ○	■ ●	0 1 0 1 1 2	1 0 0 1 1 2

■ 8. Gross receipts subject to throwback in other states *(before eliminations)*	■ 9. Gross receipts everywhere *(before eliminations)*
0 0	0 0

■ 10. Gross receipts in Texas *(before eliminations)*	■ 11. Cost of goods sold or compensation *(before eliminations)*
0 0	0 0

Blacken circle if this is a Corporation or Limited Liability Company ● Blacken circle if this is an Entity other than a Corporation or Limited Liability Company ○

1. Legal name of affiliate	■ 2. Affiliate taxpayer number *(if none, use FEI number)*	■ 3. Affiliate NAICS code
BASF CALIFORNIA INC	2 2 2 2 0 4 2 7 1	

4. Blacken circle if entity is disregarded for franchise tax	5. Blacken circle if this affiliate does NOT have **NEXUS** in Texas	■ 6. Affiliate reporting begin date (m m d d y y)	■ 7. Affiliate reporting end date (m m d d y y)
■ ○	■ ●	0 1 0 1 1 2	1 2 3 1 1 2

■ 8. Gross receipts subject to throwback in other states *(before eliminations)*	■ 9. Gross receipts everywhere *(before eliminations)*
0 0	0 0

■ 10. Gross receipts in Texas *(before eliminations)*	■ 11. Cost of goods sold or compensation *(before eliminations)*
0 0	0 0

Blacken circle if this is a Corporation or Limited Liability Company ● Blacken circle if this is an Entity other than a Corporation or Limited Liability Company ○

The reporting entity of a combined group with a temporary credit for business loss and carryforwards preserved for itself and/or affiliates must electronically submit common owner information online at window.texas.gov/commonowner/. This information must be provided to satisfy franchise tax reporting requirements. An information report (Form 05-102 or Form 05-167) must be filed for each affiliate that is organized in Texas or that has a physical presence in Texas.

Texas Comptroller Official Use Only

VE/DE	○	FM	○

Texas Franchise Tax Affiliate Schedule

Comptroller of Public Accounts FORM 05-166 (Rev.9-11/4)

■ Tcode 13253 Annual Franchise

■ Reporting entity taxpayer number	■ Report year	Reporting entity taxpayer name
1 1 6 1 0 9 0 8 0 9 4	2 0 1 3	BASF CORPORATION

Reporting entity must be included on Affiliate Schedule. Affiliate reporting period dates must be within combined group's accounting period dates.

1. Legal name of affiliate	■ 2. Affiliate taxpayer number *(If none, use FEI number)*	■ 3. Affiliate NAICS code
ENGELHARD ENERGY CORPORATION	2 2 3 4 0 7 0 1 5	

4. Blacken circle if entity is disregarded for franchise tax	5. Blacken circle if this affiliate does NOT have NEXUS in Texas	■ 6. Affiliate reporting begin date (m m d d y y)	■ 7. Affiliate reporting end date (m m d d y y)
■ ○	■ ●	0 1 0 1 1 2	1 2 3 1 1 2

■ 8. Gross receipts subject to throwback in other states *(before eliminations)*	■ 9. Gross receipts everywhere *(before eliminations)*
0 0	0 0
■ 10. Gross receipts in Texas *(before eliminations)*	■ 11. Cost of goods sold or compensation *(before eliminations)*
0 0	0 0

Blacken circle if this is a Corporation or Limited Liability Company ● Blacken circle if this is an Entity other than a Corporation or Limited Liability Company ○

1. Legal name of affiliate	■ 2. Affiliate taxpayer number *(If none, use FEI number)*	■ 3. Affiliate NAICS code
MUSTANG PROPERTIES INC	2 2 2 9 4 6 7 9 1	

4. Blacken circle if entity is disregarded for franchise tax	5. Blacken circle if this affiliate does NOT have NEXUS in Texas	■ 6. Affiliate reporting begin date (m m d d y y)	■ 7. Affiliate reporting end date (m m d d y y)
■ ○	■ ●	0 1 0 1 1 2	1 2 3 1 1 2

■ 8. Gross receipts subject to throwback in other states *(before eliminations)*	■ 9. Gross receipts everywhere *(before eliminations)*
0 0	3 4 9 0 0 0
■ 10. Gross receipts in Texas *(before eliminations)*	■ 11. Cost of goods sold or compensation *(before eliminations)*
0 0	0 0

Blacken circle if this is a Corporation or Limited Liability Company ● Blacken circle if this is an Entity other than a Corporation or Limited Liability Company ○

1. Legal name of affiliate	■ 2. Affiliate taxpayer number *(If none, use FEI number)*	■ 3. Affiliate NAICS code
ENGELHARD POWER MARKETING, INC	2 2 3 3 3 3 1 4 1	

4. Blacken circle if entity is disregarded for franchise tax	5. Blacken circle if this affiliate does NOT have NEXUS in Texas	■ 6. Affiliate reporting begin date (m m d d y y)	■ 7. Affiliate reporting end date (m m d d y y)
■ ○	■ ●	0 1 0 1 1 2	1 2 3 1 1 2

■ 8. Gross receipts subject to throwback in other states *(before eliminations)*	■ 9. Gross receipts everywhere *(before eliminations)*
0 0	0 0
■ 10. Gross receipts in Texas *(before eliminations)*	■ 11. Cost of goods sold or compensation *(before eliminations)*
0 0	0 0

Blacken circle if this is a Corporation or Limited Liability Company ● Blacken circle if this is an Entity other than a Corporation or Limited Liability Company ○

The reporting entity of a combined group with a temporary credit for business loss and carryforwards preserved for itself and/or affiliates must electronically submit common owner information online at window.texas.gov/commonowner/. This information must be provided to satisfy franchise tax reporting requirements. An information report (Form 05-102 or Form 05-167) must be filed for each affiliate that is organized in Texas or that has a physical presence in Texas.

Texas Comptroller Official Use Only

VE/DE	○	FM	○

Texas Franchise Tax Affiliate Schedule

Comptroller of Public Accounts FORM 05-166 (Rev.9-11/4)

■ Tcode 13253 Annual Franchise

■ Reporting entity taxpayer number	■ Report year	Reporting entity taxpayer name
1 1 6 1 0 9 0 8 0 9 4	2 0 1 3	BASF CORPORATION

Reporting entity must be included on Affiliate Schedule. Affiliate reporting period dates must be within combined group's accounting period dates.

1. Legal name of affiliate	■ 2. Affiliate taxpayer number (if none, use FEI number)	■ 3. Affiliate NAICS code
PROCAT TESTING HOLDINGS INC	3 8 3 4 2 1 0 9 2	

4. Blacken circle if entity is disregarded for franchise tax	5. Blacken circle if this affiliate does NOT have NEXUS in Texas	■ 6. Affiliate reporting begin date (m m d d y y)	■ 7. Affiliate reporting end date (m m d d y y)
■ ○	■ ●	0 1 0 1 1 2	1 2 3 1 1 2

■ 8. Gross receipts subject to throwback in other states (before eliminations)	■ 9. Gross receipts everywhere (before eliminations)
.00	83982500

■ 10. Gross receipts in Texas (before eliminations)	■ 11. Cost of goods sold or compensation (before eliminations)
.00	.00

Blacken circle if this is a Corporation or Limited Liability Company ● Blacken circle if this is an Entity other than a Corporation or Limited Liability Company ○

1. Legal name of affiliate	■ 2. Affiliate taxpayer number (if none, use FEI number)	■ 3. Affiliate NAICS code
BASF PLANT SCIENCE LP	2 2 3 6 7 3 6 4 4	

4. Blacken circle if entity is disregarded for franchise tax	5. Blacken circle if this affiliate does NOT have NEXUS in Texas	■ 6. Affiliate reporting begin date (m m d d y y)	■ 7. Affiliate reporting end date (m m d d y y)
■ ○	■ ○	0 1 0 1 1 2	1 2 3 1 1 2

■ 8. Gross receipts subject to throwback in other states (before eliminations)	■ 9. Gross receipts everywhere (before eliminations)
.00	19149503800

■ 10. Gross receipts in Texas (before eliminations)	■ 11. Cost of goods sold or compensation (before eliminations)
30506.00	69134920.00

Blacken circle if this is a Corporation or Limited Liability Company ● Blacken circle if this is an Entity other than a Corporation or Limited Liability Company ○

1. Legal name of affiliate	■ 2. Affiliate taxpayer number (if none, use FEI number)	■ 3. Affiliate NAICS code
BECKER UNDERWOOD INC	4 2 1 2 9 5 3 2 9	

4. Blacken circle if entity is disregarded for franchise tax	5. Blacken circle if this affiliate does NOT have NEXUS in Texas	■ 6. Affiliate reporting begin date (m m d d y y)	■ 7. Affiliate reporting end date (m m d d y y)
■ ○	■ ●	1 1 2 1 1 2	1 2 3 1 1 2

■ 8. Gross receipts subject to throwback in other states (before eliminations)	■ 9. Gross receipts everywhere (before eliminations)
.00	18796355.00

■ 10. Gross receipts in Texas (before eliminations)	■ 11. Cost of goods sold or compensation (before eliminations)
15135480.00	2785720.00

Blacken circle if this is a Corporation or Limited Liability Company ● Blacken circle if this is an Entity other than a Corporation or Limited Liability Company ○

The reporting entity of a combined group with a temporary credit for business loss and carryforwards preserved for itself and/or affiliates must electronically submit common owner information online at window.texas.gov/commonowner/. This information must be provided to satisfy franchise tax reporting requirements. An information report (Form 05-102 or Form 05-167) must be filed for each affiliate that is organized in Texas or that has a physical presence in Texas.

Texas Comptroller Official Use Only

VE/DE	○	FM	○

Texas Franchise Tax Affiliate Schedule

Comptroller of Public Accounts Form 05-166 (Rev.9-11/4)

■ Tcode 13253 Annual Franchise

■ Reporting entity taxpayer number	■ Report year	Reporting entity taxpayer name
1 1 6 1 0 9 0 8 0 9 4	2 0 1 2	BASF CORPORATION

Reporting entity must be included on Affiliate Schedule. Affiliate reporting period dates must be within combined group's accounting period dates.

1. Legal name of affiliate	■ 2. Affiliate taxpayer number (if none, use FEI number)	■ 3. Affiliate NAICS code
BASF PERFORMANCE MATERIALS LLC	3 2 0 3 1 9 2 9 7	

4. Blacken circle if entity is disregarded for franchise tax	5. Blacken circle if this affiliate does NOT have NEXUS in Texas	■ 6. Affiliate reporting begin date (m m d d y y)	■ 7. Affiliate reporting end date (m m d d y y)
■ ○	■ ●	0 4 2 5 1 2	1 2 3 1 1 2

■ 8. Gross receipts subject to throwback in other states (before eliminations)	■ 9. Gross receipts everywhere (before eliminations)
00	16621342 00

■ 10. Gross receipts in Texas (before eliminations)	■ 11. Cost of goods sold or compensation (before eliminations)
18617070 00	25954600

Blacken circle if this is a Corporation or Limited Liability Company ● Blacken circle if this is an Entity other than a Corporation or Limited Liability Company ○

1. Legal name of affiliate	■ 2. Affiliate taxpayer number (if none, use FEI number)	■ 3. Affiliate NAICS code
NOVOLYTE TECHNOLOGIES INC	3 0 0 5 0 5 5 2 9	

4. Blacken circle if entity is disregarded for franchise tax	5. Blacken circle if this affiliate does NOT have NEXUS in Texas	■ 6. Affiliate reporting begin date (m m d d y y)	■ 7. Affiliate reporting end date (m m d d y y)
■ ○	■ ●	0 4 2 5 1 2	1 0 0 1 1 2

■ 8. Gross receipts subject to throwback in other states (before eliminations)	■ 9. Gross receipts everywhere (before eliminations)
00	68576840 0

■ 10. Gross receipts in Texas (before eliminations)	■ 11. Cost of goods sold or compensation (before eliminations)
5755 00	17133600

Blacken circle if this is a Corporation or Limited Liability Company ● Blacken circle if this is an Entity other than a Corporation or Limited Liability Company ○

1. Legal name of affiliate	■ 2. Affiliate taxpayer number (if none, use FEI number)	■ 3. Affiliate NAICS code
OVONIC BATTERY INC	3 8 3 0 1 7 7 2 3	

4. Blacken circle if entity is disregarded for franchise tax	5. Blacken circle if this affiliate does NOT have NEXUS in Texas	■ 6. Affiliate reporting begin date (m m d d y y)	■ 7. Affiliate reporting end date (m m d d y y)
■ ○	■ ●	0 2 1 3 1 2	1 2 3 1 1 2

■ 8. Gross receipts subject to throwback in other states (before eliminations)	■ 9. Gross receipts everywhere (before eliminations)
00	10635728 00

■ 10. Gross receipts in Texas (before eliminations)	■ 11. Cost of goods sold or compensation (before eliminations)
00	31825100

Blacken circle if this is a Corporation or Limited Liability Company ● Blacken circle if this is an Entity other than a Corporation or Limited Liability Company ○

The reporting entity of a combined group with a temporary credit for business loss and carryforwards preserved for itself and/or affiliates must electronically submit common owner information online at window.texas.gov/commonowner/. This information must be provided to satisfy franchise tax reporting requirements. An information report (Form 05-102 or Form 05-167) must be filed for each affiliate that is organized in Texas or that has a physical presence in Texas.

Texas Comptroller Official Use Only

VE/DE	○	FM	○

Texas Franchise Tax Affiliate Schedule

Comptroller of Public Accounts Form 05-166 (Rev.9-11/4)

■ Tcode 13253 Annual Franchise

■ Reporting entity taxpayer number	■ Report year	Reporting entity taxpayer name
1 1 6 1 0 9 0 8 0 9 4	2 0 1 3	BASF CORPORATION

Reporting entity must be included on Affiliate Schedule. Affiliate reporting period dates must be within combined group's accounting period dates.

1. Legal name of affiliate	■ 2. Affiliate taxpayer number (if none, use FEI number)	■ 3. Affiliate NAICS code
BASF VENTURE CAPITAL USA INC	5 1 0 4 6 1 0 3 6	

4. Blacken circle if entity is disregarded for franchise tax	5. Blacken circle if this affiliate does NOT have NEXUS in Texas	■ 6. Affiliate reporting begin date (m m d d y y)	■ 7. Affiliate reporting end date (m m d d y y)
■ ○	■ ●	0 1 0 1 1 2	1 2 3 1 1 2

■ 8. Gross receipts subject to throwback in other states (before eliminations)	■ 9. Gross receipts everywhere (before eliminations)
00	17532000

■ 10. Gross receipts in Texas (before eliminations)	■ 11. Cost of goods sold or compensation (before eliminations)
00	00

Blacken circle if this is a Corporation or Limited Liability Company ● Blacken circle if this is an Entity other than a Corporation or Limited Liability Company ○

1. Legal name of affiliate	■ 2. Affiliate taxpayer number (if none, use FEI number)	■ 3. Affiliate NAICS code
WHITMIRE MICROGEN LABORATORIES INC	3 9 1 8 1 4 3 5 9	

4. Blacken circle if entity is disregarded for franchise tax	5. Blacken circle if this affiliate does NOT have NEXUS in Texas	■ 6. Affiliate reporting begin date (m m d d y y)	■ 7. Affiliate reporting end date (m m d d y y)
■ ○	■ ●	0 1 0 1 1 2	1 2 3 1 1 2

■ 8. Gross receipts subject to throwback in other states (before eliminations)	■ 9. Gross receipts everywhere (before eliminations)
00	00

■ 10. Gross receipts in Texas (before eliminations)	■ 11. Cost of goods sold or compensation (before eliminations)
00	15489300

Blacken circle if this is a Corporation or Limited Liability Company ● Blacken circle if this is an Entity other than a Corporation or Limited Liability Company ○

1. Legal name of affiliate	■ 2. Affiliate taxpayer number (if none, use FEI number)	■ 3. Affiliate NAICS code
BASF TOTAL PETROCHEMICALS LLC	2 2 3 6 2 0 4 8 8	

4. Blacken circle if entity is disregarded for franchise tax	5. Blacken circle if this affiliate does NOT have NEXUS in Texas	■ 6. Affiliate reporting begin date (m m d d y y)	■ 7. Affiliate reporting end date (m m d d y y)
■ ○	■ ○	0 1 0 1 1 2	1 2 3 1 1 2

■ 8. Gross receipts subject to throwback in other states (before eliminations)	■ 9. Gross receipts everywhere (before eliminations)
00	285036539100

■ 10. Gross receipts in Texas (before eliminations)	■ 11. Cost of goods sold or compensation (before eliminations)
285036539100	302153047000

Blacken circle if this is a Corporation or Limited Liability Company ● Blacken circle if this is an Entity other than a Corporation or Limited Liability Company ○

The reporting entity of a combined group with a temporary credit for business loss and carryforwards preserved for itself and/or affiliates must electronically submit common owner information online at window.texas.gov/commonowner/. This information must be provided to satisfy franchise tax reporting requirements. An information report (Form 05-102 or Form 05-167) must be filed for each affiliate that is organized in Texas or that has a physical presence in Texas.

Texas Comptroller Official Use Only

VE/DE	○	FM	○

Comptroller of Public Accounts FORM 05-166 (Rev.9-11/4)

Texas Franchise Tax Affiliate Schedule

■ Tcode 13253 Annual Franchise

■ Reporting entity taxpayer number: 1 1 6 1 0 9 0 8 0 9 4

■ Report year: 2 0 1 3

Reporting entity taxpayer name: BASF CORPORTION

Reporting entity must be included on Affiliate Schedule. Affiliate reporting period dates must be within combined group's accounting period dates.

1. Legal name of affiliate: SABINA PETROCHEMICALS LLC

■ 2. Affiliate taxpayer number (if none, use FEI number): 7 4 2 9 9 7 3 2 2

■ 3. Affiliate NAICS code:

4. Blacken circle if entity is disregarded for franchise tax: ■ ○

5. Blacken circle if this affiliate does NOT have NEXUS in Texas: ■ ○

■ 6. Affiliate reporting begin date (m m d d y y): 0 1 0 1 1 2

■ 7. Affiliate reporting end date (m m d d y y): 0 9 0 1 1 2

■ 8. Gross receipts subject to throwback in other states (before eliminations): 0 0

■ 9. Gross receipts everywhere (before eliminations): 4 5 6 8 6 3 9 7 0 0

■ 10. Gross receipts in Texas (before eliminations): 4 5 6 8 6 3 9 7 0 0

■ 11. Cost of goods sold or compensation (before eliminations): 4 2 3 4 7 3 0 0 0 0

Blacken circle if this is a Corporation or Limited Liability Company ●

Blacken circle if this is an Entity other than a Corporation or Limited Liability Company ○

1. Legal name of affiliate:

■ 2. Affiliate taxpayer number (if none, use FEI number):

■ 3. Affiliate NAICS code:

4. Blacken circle if entity is disregarded for franchise tax: ■ ○

5. Blacken circle if this affiliate does NOT have NEXUS in Texas: ■ ○

■ 6. Affiliate reporting begin date (m m d d y y):

■ 7. Affiliate reporting end date (m m d d y y):

■ 8. Gross receipts subject to throwback in other states (before eliminations): 0 0

■ 9. Gross receipts everywhere (before eliminations): 0 0

■ 10. Gross receipts in Texas (before eliminations): 0 0

■ 11. Cost of goods sold or compensation (before eliminations): 0 0

Blacken circle if this is a Corporation or Limited Liability Company ○

Blacken circle if this is an Entity other than a Corporation or Limited Liability Company ○

1. Legal name of affiliate:

■ 2. Affiliate taxpayer number (if none, use FEI number):

■ 3. Affiliate NAICS code:

4. Blacken circle if entity is disregarded for franchise tax: ■ ○

5. Blacken circle if this affiliate does NOT have NEXUS in Texas: ■ ○

■ 6. Affiliate reporting begin date (m m d d y y):

■ 7. Affiliate reporting end date (m m d d y y):

■ 8. Gross receipts subject to throwback in other states (before eliminations): 0 0

■ 9. Gross receipts everywhere (before eliminations): 0 0

■ 10. Gross receipts in Texas (before eliminations): 0 0

■ 11. Cost of goods sold or compensation (before eliminations): 0 0

Blacken circle if this is a Corporation or Limited Liability Company ○

Blacken circle if this is an Entity other than a Corporation or Limited Liability Company ○

The reporting entity of a combined group with a temporary credit for business loss and carryforwards preserved for itself and/or affiliates must electronically submit common owner information online at window.texas.gov/commonowner/. This information must be provided to satisfy franchise tax reporting requirements. An information report (Form 05-102 or Form 05-167) must be filed for each affiliate that is organized in Texas or that has a physical presence in Texas.

Texas Comptroller Official Use Only

VE/DE	○	FM	○

TAB 04

Project Description

PROJECT DESCRIPTION:

This project provides for the design and construction of an ammonia production facility as well as related utility, infrastructure and logistics improvements. The plant will manufacture ammonia that is used in products such as nylon, polyurethanes, water treatment products, personal health care products, and many others.

The project is estimated to commence construction on or about Q1 2015 with completion on or about Q1 2017.

Site Information:

If approved, the proposed Ammonia Facility will be constructed in the southwest corner of the BASF Corporation Freeport plant site with related Ammonia Storage Tank improvements constructed near Brazos Harbor. The BASF Corporation Freeport plant site is an existing facility with multiple plants producing a variety of chemical products. The proposed Ammonia Facility would reside on what is now vacant industrial land, while the Ammonia Storage Tank improvements would be located on land that contains existing improvements. Additional details regarding the Ammonia Storage Tank area can be found in **Tab 10**. All qualified property and investment would reside in a contiguous reinvestment zone within Brazosport ISD boundaries.

Proposed Improvements:

Potential improvements for which this value limitation is sought include site development, installation of pipeways, utility service lines, product and raw material pipelines, storage tanks, compressors, drums, heat exchangers, pumps, filters, piping, insulation, electrical, switchgear, transformers, instrumentation equipment, equipment and structural foundations and supports, control equipment and facilities, warehouses, raw material and utility distribution improvements, shipping facility improvements, inter-plant piping, and other chemical processing equipment.

Items For Which Value Limitation Is Requested:

BASF Corporation requests that a value limitation be approved for all items mentioned above under Proposed Improvements.

TAB 05

Limitation as a determining factor

LIMITATION AS A DETERMINING FACTOR:

BASF Corporation is considering locations on the US Gulf Coast for this project (see attached). BASF has received a sizable incentive package from another Gulf Coast state in which it has a significant presence that includes in part a 10 year /100% Property Tax Abatement including school property tax. Additionally, BASF has received from the Governor's Office of Economic Development a Texas Enterprise Zone Fund commitment for this project.

BASF SE is the world's leading chemical company with more than 110,000 employees and approximately 380 additional production sites worldwide. BASF Corporation (Applicant) is the primary US subsidiary of BASF SE. As of November 2013, BASF Corporation's Freeport site employs 752 employees and serves customers and partners in almost all countries of the world. BASF Corporation has 5 sites in Texas, 9 sites in the gulf coast states, and over 30 facilities in the greater United States. These attributes allow for the flexibility to invest in a variety of locations and in addition creates competition for capital investment worldwide. Tax incentives are considered favorably in the analysis of the investment.

BASF, Yara eyeing Gulf Coast for ammonia plant

Chemical giants BASF and Yara are talking about building "a world-scale ammonia plant" on the Gulf Coast, although few other details are available.

BASF, the world's largest chemical company, uses ammonia in its United States manufacturing facilities. Oslo-based Yara, which has a global fertilizer network, is looking to strengthen its U.S. presence.

BASF spokesman John Schmidt said the joint project, if it happens, would be the first between BASF and Yara.

The BASF-Yara plant, if built in Louisiana, would join a handful of major ammonia projects announced in the last year. The projects include CF Industries $2.1 billion expansion in Donaldsonville; Russian fertilizer company EuroChem's proposed $1.5 billion plant that will be built in either Carville or St. John the Baptist Parish; Dyno Nobel America and parent company Incitec Pivot Ltd.'s $850 million anhydrous ammonia production facility in Waggaman; and Mosaic's proposed $700 million expansion of the Faustina site in St. James Parish.

Rusty Braziel, president of RBN Energy, expects BASF and Yara will choose between Louisiana and Texas, with neither state having much of an advantage over the other.

"For competitive reasons and to protect confidential company information, we can't comment on current or potential prospects," said Stephen Moret, Louisiana's economic development secretary.

"In both states, there are a lot of industrials that have already announced expansions .... Also, both states have the lion's share of the LNG exports that have already been announced," Braziel said.

But both those things mean that the demand and the price for natural gas, the feedstock for the ammonia plant, will be higher in Louisiana and Texas than in other parts of the country.

Natural gas prices have historically been 3 cents to 5 cents cheaper at the Houston Ship Channel than at Louisiana's Henry Hub. But the Ship Channel has some air quality issues, unlike most of Louisiana, that could increase the new plant's cost, he said.

Federal regulations require companies planning new plants in areas with air quality issues, such as Houston, to buy emission reduction credits to offset the additional emissions from the plants.

The problem is that those credits are in short supply. In June, RBN Energy reported that the cost for the credits had risen from $4,500 per ton in 2011 to $300,000 per ton. The scarcity of those credits and the rising prices threaten to limit or delay new petrochemical plant construction, as well as hampering plant development and expansions.

Braziel said no one knows how many of the projects that have been announced will actually be built.

"Our feeling is that a lot of these plants that have been announced probably won't make it off the drawing board," he said.

October 23, 2013, Ted Griggs, The Advocate, http://theadvocate.com/news/business/
7353771-123/basf-yara-eyeing-gulf-coast

TAB 06

Description of Project located in more than one District

-Not Applicable-

TAB 07

Description of Qualified Investment

DESCRIPTION OF QUALIFIED INVESTMENT:

This project provides for the design and construction of an ammonia production facility as well as related utility, infrastructure and logistics improvements. The plant will manufacture ammonia that is used in products such as nylon, polyurethanes, water treatment products, personal health care products, and many others. The estimated total investment for this project is **$630,000,000**.

If approved, the proposed Ammonia Facility will be constructed in the southwest corner of the BASF Corporation Freeport plant site with related Ammonia Storage Tank improvements constructed near Brazos Harbor. The BASF Corporation Freeport plant site is an existing facility with multiple plants producing a variety of chemical products. The proposed Ammonia Facility would reside on what is now vacant industrial land, while the Ammonia Storage Tank improvements would be located on land that contains existing improvements. Additional details regarding the Ammonia Storage Tank area can be found in **Tab 10**. All qualified property and investment would reside in a contiguous reinvestment zone within Brazosport ISD boundaries.

Potential new improvements may include:

- Product and raw material pipelines
- Storage tanks
- Compressors
- Drums
- Heat exchangers
- Pumps
- Filters
- Insulation
- Electrical
- Switchgear
- Transformers
- Instrumentation equipment
- Equipment and structural foundations and supports
- Control equipment and facilities
- Warehouses
- Raw material and utility distribution improvements
- Shipping facility improvements
- Chemical processing equipment

Additional infrastructure to support this property will include:

- Site development
- Utility service lines

TAB 08

Description of Qualified Property

DESCRIPTION OF QUALIFIED PROPERTY:

This project provides for the design and construction of an ammonia production facility as well as related utility, infrastructure and logistics improvements. The plant will manufacture ammonia that is used in products such as nylon, polyurethanes, water treatment products, personal health care products, and many others. The estimated total investment for this project is **$630,000,000**.

If approved, the proposed Ammonia Facility will be constructed in the southwest corner of the BASF Corporation Freeport plant site with related Ammonia Storage Tank improvements constructed near Brazos Harbor. The BASF Corporation Freeport plant site is an existing facility with multiple plants producing a variety of chemical products. The proposed Ammonia Facility would reside on what is now vacant industrial land, while the Ammonia Storage Tank improvements would be located on land that contains existing improvements. Additional details regarding the Ammonia Storage Tank area can be found in **Tab 10**. All qualified property and investment would reside in a contiguous reinvestment zone within Brazosport ISD boundaries.

Potential new improvements may include:

- Product and raw material pipelines
- Storage tanks
- Compressors
- Drums
- Heat exchangers
- Pumps
- Filters
- Insulation
- Electrical
- Switchgear
- Transformers
- Instrumentation equipment
- Equipment and structural foundations and supports
- Control equipment and facilities
- Warehouses
- Raw material and utility distribution improvements
- Shipping facility improvements
- Chemical processing equipment

Additional infrastructure to support this property will include:

- Site development
- Utility service lines

TAB 09

Description of Land

DESCRIPTION OF LAND:

The land properties associated with the proposed project are described as real industrial land located exclusively in Brazoria County, Texas. The legal descriptions of this land, all located within the approved contiguous reinvestment zone, can be found in **Tab 16**. Currently, no improvements related to the Ammonia Facility reside on the designated land in the southwest corner of the BASF Corporation Freeport Plant site. The land designated for the Ammonia Storage Tank improvements does contain existing improvements. Maps of the BASF Corporation Freeport Plant site and Brazos Harbor area can be found in **Tab 11** with certified values for existing improvements located at Brazos Harbor can be found in **Tab 10**. Associated Brazoria County Appraisal District land accounts include:

BASF Corporation Freeport Plant Site (**Ammonia Facility**)
-191982 (land)
-192133 (land)

Brazos Harbor (**Ammonia Storage Tank**)
-151518 (land)
-169640 (land)
-638821 (land)

BRAZORIA COUNTY APPRAISAL DISTRICT
CERTIFICATION OF APPRAISED VALUE OF PROPERTIES
AS OF JANUARY 1, 2013

TO: BRAZORIA COUNTY

FROM: BRAZORIA COUNTY APPRAISAL DISTRICT

DATE: December 19, 2013

The Brazoria County Appraisal District hereby certifies that the following appraised values as of January 1, 2013, for property of **"BASF CORPORATION CHEMICALS DIVISION"** described in Exhibit "A" attached hereto are listed in the records of the Brazoria County Appraisal District and indicated by the following account numbers:

PERSONAL PROPERTY ACCOUNT(S).	APPRAISED VALUE(S)
n/a	

LAND ACCOUNT(S)

2114-0230-007*	$108,820
2115-0004-110*	$248,060

IMPROVEMENT ACCOUNT(S)

Land = 25.923 ac @ $4,000 = $103,690*

Certified this 19th day of December, 2013.

BRAZORIA COUNTY APPRAISAL DISTRICT

Cheryl Evans

Cheryl Evans, Chief Appraiser

BRAZORIA COUNTY APPRAISAL DISTRICT
CERTIFICATION OF APPRAISED VALUE OF PROPERTIES
AS OF JANUARY 1, 2013

TO: BRAZORIA COUNTY

FROM: BRAZORIA COUNTY APPRAISAL DISTRICT

DATE: March 21, 2014

The Brazoria County Appraisal District hereby certifies that the following appraised values as of January 1, 2013, for property of "**BASF CORPORATION CHEMICALS DIVISION**" described in Exhibit "A" attached hereto are listed in the records of the Brazoria County Appraisal District and indicated by the following account numbers:

PERSONAL PROPERTY ACCOUNT(S).	APPRAISED VALUE(S)
8900-0487-150	$997,970

LAND ACCOUNT(S)	
0028-0004-110	$173,810
0335-0008-011	$1,130
0335-0014-001	$71,280

IMPROVEMENT ACCOUNT(S)	
8800-4003-000	$10,609,300

Certified this 21st day of March, 2014.

BRAZORIA COUNTY APPRAISAL DISTRICT

Cheryl Evans

Cheryl Evans, Chief Appraiser

TAB 10

Description of any Existing Improvements

Doyle & Wachtstetter, Inc
Surveying and Mapping • GPS/GIS

25.923 ACRES
S. F. AUSTIN 5 LEAGUES, ABSTRACT 19
ALEXANDER CALVIT LEAGUE, ABSTRACT 49
BRAZORIA COUNTY, TEXAS

ALL THAT CERTAIN 25.923 ACRES OF LAND in the BASF Freeport Plant Site out of a called 123.92469 acre tract conveyed to Dow Badische Company in Volume 1408, Page 300 of the Brazoria County Deed Records and being out of Lots 14, 15, 16, 17, 52, 53, 54, 55, and 56 of the Brazos Coast Investment Company Subdivision Number 15 recorded in Volume 2, Page 147 of the Brazoria County Plat Records and out of Lot 463 of the Brazos Coast Investment Company Subdivision Number 14 recorded in Volume 2, Page 148 of the Brazoria County Plat Records and situated in the Stephen F. Austin 5 Leagues, Abstract 19 and the Alexander Calvit League, Abstract 49, Brazoria County, Texas and more particularly described by metes and bounds using survey terminology which refer to the Texas State Plane Coordinate System, South Central Zone (NAD 27), in which the directions are Lambert grid bearings and the distances are horizontal, surface level lengths as follows:

COMMENCING at a found concrete monument with disk, National Geodetic Survey Triangulation Station "Plant B 2, 1967" at position X=3154584.44 and Y-442176.16;

THENCE North 89°01'58" West, a distance of 6933.85 feet to a set 5/8" iron rod for corner at position X=3147652.41 and Y=442293.20 and at BASF Plant Station (N 40 + 27.84, W 64 + 11.00) in the South line of the aforementioned 123.92469 acre tract for the **POINT OF BEGINNING** of the herein described tract;

THENCE North 65°52'26" West, coincident with the south line of the said 123.92469 acre tract, a distance of 1207.96 feet to a set 5/8" iron rod at position X=3146550.10 and Y=442786.89 and the BASF Plant Station (N 40 + 27.84, W 76 + 18.96) in the east right-of-way line of Sim Hodge Road;

THENCE North 2°52'00" West, coincident with the west line of the said 123.92469 acre tract, and along the east right-of-way line of Sim Hodge Road, a distance of 1115.70 feet to a set 5/8" iron rod for corner at position X=3146494.31 and Y=443901.07 and at BASF Plant Station (N 50 + 22.00, W 81 + 25.35);

THENCE South 65°52'26" East, a distance of 614.35 feet to a set 5/8" iron rod for corner at position X=3147054.93 and Y=443649.98 and at BASF Plant Station (N 50 + 22.00, W 75 + 11.00);

131 Commerce Street • Clute, Texas 77531-5601
Phone: 979-265-3622 • Fax: 979-265-9940 • Email: DW-Surveyor.com

25.923 ACRES
S. F. AUSTIN 5 LEAGUES, ABSTRACT 19
ALEXANDER CALVIT LEAGUE, ABSTRACT 49
BRAZORIA COUNTY, TEXAS

THENCE South 24°07'34" West, a distance of 294.00 feet to a set 5/8" iron rod for corner at position X=3146934.77 and Y=443381.69 and at BASF Plant Station (N 47 + 28.00, W 75 + 11.00);

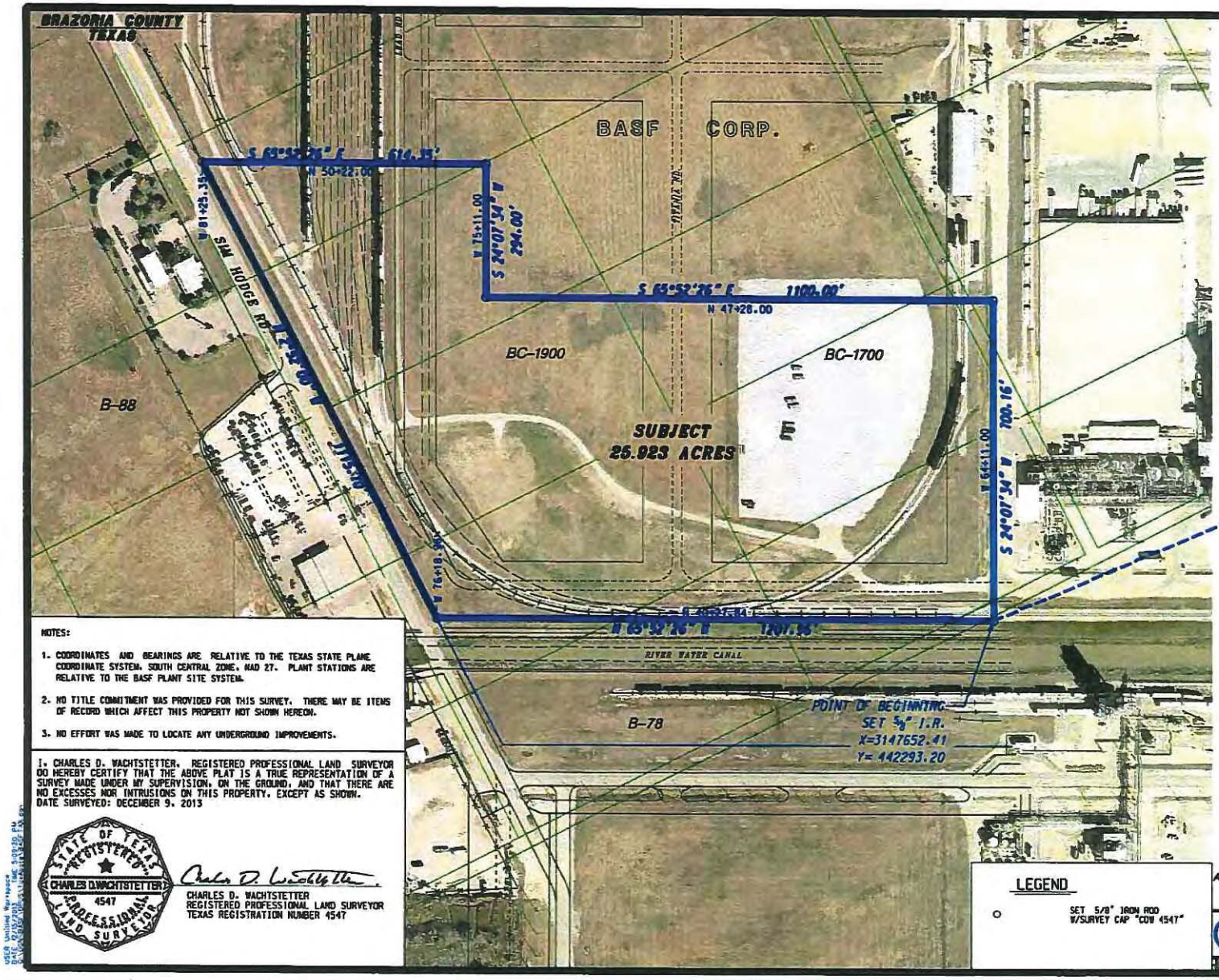
THENCE South 65°52'26" East, a distance of 1100.00 feet to a set 5/8" iron rod for corner at position X=3147938.57 and Y=442932.12 and at BASF Plant Station (N 47 + 28.00, W 64 + 11.00);

THENCE South 24°07'34" West, a distance of 700.16 feet to the **POINT OF BEGINNING**; containing 25.923 acres of land, more or less.

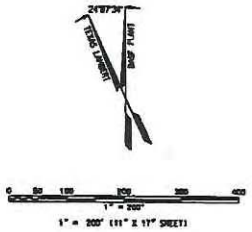
Charles D. Wachtstetter
Registered Professional Land Surveyor
Texas Registration Number 4547
December 9, 2013

This description is based on a survey, a plat of which dated December 9, 2013 is on file in the offices of Doyle & Wachtstetter, Inc.

131 Commerce Street • Clute, Texas 77531-5601
Phone: 979-265-3622 • Fax: 979-265-9940 • Email: DW-Surveyor.com



ALEXANDER CALVIT LEAGUE
ABSTRACT 49



NOTES:

1. COORDINATES AND BEARINGS ARE RELATIVE TO THE TEXAS STATE PLANE COORDINATE SYSTEM, SOUTH CENTRAL ZONE, NAD 27. PLANT STATIONS ARE RELATIVE TO THE BASF PLANT SITE SYSTEM.
2. NO TITLE COMMITMENT WAS PROVIDED FOR THIS SURVEY. THERE MAY BE ITEMS OF RECORD WHICH AFFECT THIS PROPERTY NOT SHOWN HEREON.
3. NO EFFORT WAS MADE TO LOCATE ANY UNDERGROUND IMPROVEMENTS.

I, CHARLES D. WACHTSTETTER, REGISTERED PROFESSIONAL LAND SURVEYOR DO HEREBY CERTIFY THAT THE ABOVE PLAT IS A TRUE REPRESENTATION OF A SURVEY MADE UNDER MY SUPERVISION, ON THE GROUND, AND THAT THERE ARE NO EXCESSES NOR INTRUSIONS ON THIS PROPERTY, EXCEPT AS SHOWN.
DATE SURVEYED: DECEMBER 9, 2013

STATE OF TEXAS REGISTERED CHARLES D. WACHTSTETTER 4547 PROFESSIONAL LAND SURVEYOR

CHARLES D. WACHTSTETTER
REGISTERED PROFESSIONAL LAND SURVEYOR
TEXAS REGISTRATION NUMBER 4547

LEGEND

○ SET 5/8" IRON ROD W/SURVEY CAP "CDW 4547"

PLAT OF

A 25.923 ACRE TRACT

IN THE
BASF CORPORATION
FREEPORT PLANT SITE
OUT OF A CALLED
123.92469 ACRE TRACT
CONVEYED TO DOW BADISCHE COMPANY
RECORDED IN
VOLUME 1408, PAGE 300
OF THE
BRAZORIA COUNTY DEED RECORDS
AND BEING OUT OF
LOTS 14, 15, 16, 17, 52, 53, 54, 55, AND 56
OF THE
BRAZOS COAST INVESTMENT COMPANY
SUBDIVISION NUMBER 15
RECORDED IN
VOLUME 2, PAGE 147
OF THE
BRAZORIA COUNTY PLAT RECORDS
SITUATED IN THE
STEPHEN F. AUSTIN 5 LEAGUES - ABSTRACT 19
AND THE ALEXANDER CALVIT LEAGUE - ABSTRACT 49
BRAZORIA COUNTY, TEXAS

Doyle & Wachtstetter, Inc.
Surveying and Mapping GPS/GIS
131 COMMERCE STREET, CLUTE, TEXAS 77531
OFFICE: 979.265.3025 FAX: 979.265.0940

BRAZORIA COUNTY APPRAISAL DISTRICT
CERTIFICATION OF APPRAISED VALUE OF PROPERTIES
AS OF JANUARY 1, 2013

TO: BRAZORIA COUNTY

FROM: BRAZORIA COUNTY APPRAISAL DISTRICT

DATE: December 19, 2013

The Brazoria County Appraisal District hereby certifies that the following appraised values as of January 1, 2013, for property of "**BASF CORPORATION CHEMICALS DIVISION**" described in Exhibit "A" attached hereto are listed in the records of the Brazoria County Appraisal District and indicated by the following account numbers:

PERSONAL PROPERTY ACCOUNT(S).	APPRAISED VALUE(S)
n/a	

LAND ACCOUNT(S)

2114-0230-007*	$108,820
2115-0004-110*	$248,060

IMPROVEMENT ACCOUNT(S)

Land = 25.923 ac @ $4,000 = $103,690*

Certified this 19th day of December, 2013.

BRAZORIA COUNTY APPRAISAL DISTRICT

Cheryl Evans

Cheryl Evans, Chief Appraiser

Doyle & Wachtstetter, Inc
Surveying and Mapping • GPS/GIS

BASF CORPORATION, 75.0000 ACRE TAX ABATEMENT TRACT
JOHN G. McNEEL SURVEY, ABSTRACT 335 &
STEPHEN F. AUSTIN SURVEY, ABSTRACT 28
BRAZORIA COUNTY, TEXAS

ALL THAT CERTAIN 75.0000 ACRE tract of land lying and situated in the John G. McNeel Survey, Abstract 335 and Stephen F. Austin Survey, Abstract 28, Brazoria County, Texas, being a portion of all that certain called 75.00 acre tract of land conveyed by deed on August 31, 1982 from Freeport Minerals Company to Badische Corporation, as recorded in Volume 1663, Page 67 of the Brazoria County Deed Records (B.C.D.R.) and all that certain called 3.7714 acre tract of land conveyed by warranty deed on January 10, 2011 from Port Freeport to BASF Corporation, as recorded in Clerk's File No. 2011-001478 of the Brazoria County Official Records (B.C.O.R.), said 75.0000 acre tract of land hereby conveyed being more particularly described by metes and bounds, using survey terminology which refers to the Texas State Plane Coordinate System, South Central Zone (NAD27), in which the directions are Lambert grid bearings and the distances are surface level horizontal lengths (S.F.= 0.9998870) as follows:

BEGINNING at a 5/8" iron rod in concrete found marking the most easterly southeast corner of the aforementioned all that certain called 75.00 acre tract of land conveyed by deed on August 31, 1982 from Freeport Minerals Company to Badische Corporation, as recorded in Volume 1663, Page 67 of the B.C.D.R., same being an interior corner of all that certain Tract 15, a called 108.72 acre tract of land convey by deed on April 28, 1952 from Phillips Oil Company to Phillips Petroleum Company, as recorded in Volume 533, Page 225 of the B.C.D.R., said Point of Beginning being located at Texas State Plane coordinate position X=3171151.73 and Y=418813.75;

THENCE South 58°13'01" West, coincident with the southeastern boundary line of said Badische Corporation called 75.00 acre tract, same being the northwestern boundary line of the said Phillips Petroleum Company called 108.72 acre tract, at a distance of 743.97 feet pass the southwestern boundary line of the Stephen F. Austin Survey, Abstract 28, same being the northeastern boundary line of the John G. McNeel Survey, Abstract 335, continuing for a total distance of 1338.07 feet to a 1" iron pipe found marking the northeast corner of all that certain 150 foot wide pipeline easement a strip of land conveyed on March 4, 1986 from Brazos River Harbor Navigation District to Phillips Petroleum Company, as recorded in Volume (86)249, Page 341 of the Brazoria County Official Records (B.C.O.R.) and the northeast corner all that certain called 3.7714 acre tract of land conveyed by warranty deed on January 10, 2011 from BASF Corporation to Port Freeport, as recorded in Clerk's File No. 2011-001477 of the B.C.O.R., for the most southerly southeast corner of the herein described 75.0000 acre tract, at position X=3170014.44 and Y=418109.07;

131 Commerce Street • Clute, Texas 77531-5601
Phone: 979-265-3622 • Fax: 979-265-9940 • Email: DW-Surveyor.com

THENCE North 83°33'24" West, coincident with the northern boundary line of the said Port Freeport called 3.7714 acre tract same being the northern boundary line of said Phillips Petroleum Company 150 foot wide pipeline easement, a distance of 2174.17 feet to a 5/8" iron rod with survey cap marked "WPD 4467" set to replace a found 1" iron pipe laid over, located in the northeastern curved right-of-way boundary line of Texas State Highway Farm to Market #1495, said curve having a central angle of 28°42'59" and a radius of 1562.02 feet, for the northwest corner of said Port Freeport called 3.7714 acre tract same being the northeast corner of said Phillips Petroleum Company 150 foot wide pipeline easement, for the southwest corner of the herein described 75.0000 acre tract, at position X=3167854.25 and Y=418353.03;

THENCE in a northwesterly and northern direction along said curve to the right, coincident with the southwestern or western boundary line of the said Badische Corporation called 75.00 acre tract, same being the northeastern or eastern right-of-way of said F.M. #1495, an arc distance of 782.88 feet, central angle of 28°42'59", radius of 1562.02 feet, chord bearing of North 9°57'52" West and a chord distance of 774.71 feet to a 1" iron pipe found marking the northwest corner of the aforementioned all that certain called 3.7714 acre tract of land conveyed by warranty deed on January 10, 2011 from Port Freeport to BASF Corporation, as recorded in Clerk's File No. 2011-001478 of the B.C.O.R. , for the most westerly northwest corner of the herein described 75.0000 acre tract, at position X=3167720.21 and Y=419115.97;

THENCE South 83°33'24" East, coincident with the northern boundary line of said BASF Corporation 3.7714 acre tract, same being the southern boundary line of all that certain residual Tract 7, a called 1384.40 acre tract of land convey by deed on August 31, 1982 from Freeport Minerals Company to Brazos River Harbor Navigation District, as recorded in Volume 1663, Page 22 of the B.C.D.R., a distance of 2217.67 feet to a 1" iron pipe found marking the eastern boundary line of said Brazos River Harbor Navigation District called 1384.40 acre tract, same being the western boundary line of said Badische Corporation called 75.00 acre tract, for the northeast corner of said BASF Corporation 3.7714 acre tract and an interior corner of the herein described 75.0000 acre tract, at position X=3169923.62 and Y=418867.12;

THENCE North 15°15'45" East, coincident with the eastern boundary line of said residual Brazos River Harbor Navigation District called 1384.40 acre tract, same being the western boundary line of the said Badische Corporation called 75.00 acre tract, at a distance of 620.00 feet pass a 4" x 4" concrete monument set for reference on the southern bank of Brazos Harbor, continuing for a total distance of 936.70 feet to a point in Brazos Harbor, for the most northerly northwest corner of the herein described 75.0000 acre tract, at position X=3170170.18 and Y=419770.69;

THENCE North 89°12'45" East, coincident with the northern boundary line of the said Badische Corporation called 75.00 acre tract, a distance of 415.81 feet to a point of curvature to the right having a central angle of 9°56'34" and a radius of 4695.56 feet, for a corner in the northern boundary line of the herein described 75.0000 acre tract, at position X=3170585.90 and Y=419776.40;

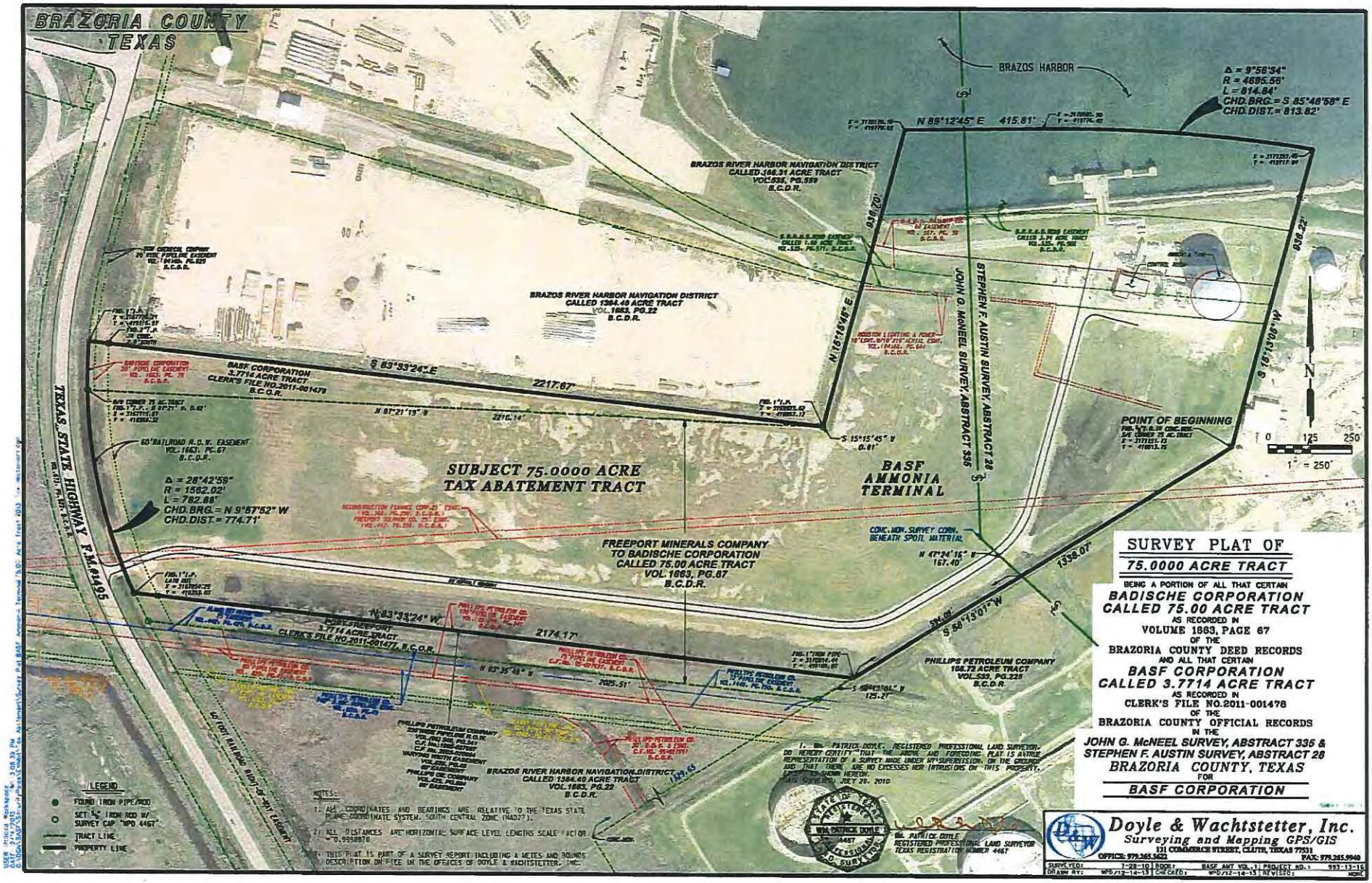
THENCE in a easterly direction along said curve to the right, coincident with the northern boundary line of the said Badische Corporation called 75.00 acre tract, an arc distance of 814.84 feet, central angle of 9°56'34", radius of 4695.56 feet, chord bearing of South 85°48'58" East and a chord distance of 813.82 feet to a point in Brazos Harbor, for the northwest corner of said Phillips Petroleum Company called 108.72 acre tract, same being the northeast corner of said Badische Corporation called 75.00 acre tract and the northeast corner of the herein described 75.0000 acre tract, at position X=3171397.45 and Y=419717.04;

THENCE South 15°13'05" West, coincident with the eastern boundary line of said Badische Corporation called 75.00 acre tract, same being the western boundary line of the said Phillips Petroleum Company called 108.72 acre tract, at a distance of 151.22 feet pass a 4" x 4" concrete monument set for reference on the southern bank of Brazos Harbor, continuing for a total distance of 936.22 feet to the **POINT OF BEGINNING**, containing 75.0000 acres of land, more or less.

STATE OF TEXAS
REGISTERED
WM. PATRICK DOYLE
4467
PROFESSIONAL
LAND SURVEYOR

Wm. Patrick Doyle
Registered Professional Land Surveyor
Texas Registration Number 4467
December 14, 2013

This description is based on a survey, a plat of which, dated December 14, 2013 is on file in the office of Doyle & Wachtstetter, Inc.
Legal\pat\BASF Ammonia Terminal 75.0000 Acre Tax Abatement Tract.doc


BRAZORIA COUNTY
TEXAS
TEXAS STATE HIGHWAY F.M.#1495
BRAZOS HARBOR
Δ = 9°56'34"
R = 4695.56'
L = 814.84'
CHD.BRG.= S 85°48'58" E
CHD.DIST.= 813.82'
N 89°12'45" E 415.81'
BRAZOS RIVER HARBOR NAVIGATION DISTRICT
CALLED 1384.40 ACRE TRACT
VOL.1883, PG.22
B.C.D.R.
BRAZOS RIVER HARBOR NAVIGATION DISTRICT
CALLED 384.31 ACRE TRACT
VOL.535, PG.599
B.C.D.R.
JOHN G. McNEEL SURVEY, ABSTRACT 335
STEPHEN F. AUSTIN SURVEY, ABSTRACT 28
N 15°15'45" E
S 15°13'06" W
S 83°33'24" E
2217.67'
BASF CORPORATION
3.7714 ACRE TRACT
CLERK'S FILE NO.2011-001478
B.C.O.R.
N 87°21'19" W
2210.14'
S 15°15'45" W
0.01'
POINT OF BEGINNING
0 125 250
1" = 250'
60' RAILROAD R.O.W. EASEMENT
VOL. 1663, PG. 67
B.C.D.R.
Δ = 28°42'59"
R = 1562.02'
L = 782.88'
CHD.BRG.= N 9°57'52" W
CHD.DIST.= 774.71'
SUBJECT 75.0000 ACRE
TAX ABATEMENT TRACT
BASF
AMMONIA
TERMINAL
FREEPORT MINERALS COMPANY
TO BADISCHE CORPORATION
CALLED 75.00 ACRE TRACT
VOL.1883, PG.67
B.C.D.R.
CONC. MON. SURVEY CORN.
BENEATH SPOIL MATERIAL
N 47°24'16" W
167.40'
1338.07'
S 58°13'01" W
N 83°33'24" W
2174.17'
BASF CORPORATION
3.7714 ACRE TRACT
CLERK'S FILE NO.2011-001477, B.C.O.R.
N 83°35'48" W
2025.51'
S 58°13'01" W
125.27'
PHILLIPS PETROLEUM COMPANY
108.72 ACRE TRACT
VOL.539, PG.225
B.C.D.R.
PHILLIPS PETROLEUM COMPANY
BRAZOS RIVER HARBOR NAVIGATION DISTRICT
CALLED 1384.40 ACRE TRACT
VOL.1883, PG.22
B.C.D.R.
1329.65'
60 FOOT RAILROAD RIGHT OF WAY EASEMENT
LEGEND
FOUND IRON PIPE/ROD
SET ½" IRON ROD W/ SURVEY CAP "WPD 4467"
TRACT LINE
PROPERTY LINE
NOTES:
1. ALL COORDINATES AND BEARINGS ARE RELATIVE TO THE TEXAS STATE PLANE COORDINATE SYSTEM, SOUTH CENTRAL ZONE (NAD27).
2. ALL DISTANCES ARE HORIZONTAL SURFACE LEVEL LENGTHS SCALE FACTOR = 0.9998870
3. THIS PLAT IS PART OF A SURVEY REPORT INCLUDING A METES AND BOUNDS DESCRIPTION ON FILE IN THE OFFICES OF DOYLE & WACHTSTETTER, INC.
I, WM. PATRICK DOYLE, REGISTERED PROFESSIONAL LAND SURVEYOR, DO HEREBY CERTIFY THAT THE WORK AND FOREGOING PLAT IS A TRUE REPRESENTATION OF A SURVEY MADE UNDER MY SUPERVISION ON THE GROUND AND THAT THERE ARE NO EXCESSES NOR INTRUSIONS ON THIS PROPERTY, AS SHOWN HEREON.
DATE SURVEYED: JULY 28, 2010
STATE OF TEXAS REGISTERED WM. PATRICK DOYLE 4467 PROFESSIONAL LAND SURVEYOR
WM. PATRICK DOYLE
REGISTERED PROFESSIONAL LAND SURVEYOR
TEXAS REGISTRATION NUMBER 4467
SURVEY PLAT OF
75.0000 ACRE TRACT
BEING A PORTION OF ALL THAT CERTAIN
BADISCHE CORPORATION
CALLED 75.00 ACRE TRACT
AS RECORDED IN
VOLUME 1883, PAGE 67
OF THE
BRAZORIA COUNTY DEED RECORDS
AND ALL THAT CERTAIN
BASF CORPORATION
CALLED 3.7714 ACRE TRACT
AS RECORDED IN
CLERK'S FILE NO.2011-001478
OF THE
BRAZORIA COUNTY OFFICIAL RECORDS
IN THE
JOHN G. McNEEL SURVEY, ABSTRACT 335 &
STEPHEN F. AUSTIN SURVEY, ABSTRACT 28
BRAZORIA COUNTY, TEXAS
FOR
BASF CORPORATION
Doyle & Wachtstetter, Inc.
Surveying and Mapping GPS/GIS
131 COMMERCE STREET, CLUTE, TEXAS 77531
OFFICE: 979.265.3422
FAX: 979.265.9940
SURVEY FIELD: 7-28-10 BOOK: BASF AMT VOL.7 PROJECT NO.: 993-13-16
DRAWN BY: WMD/12-14-13 CHECKED: WMD/12-14-13 REVISED: NONE

BRAZORIA COUNTY APPRAISAL DISTRICT
CERTIFICATION OF APPRAISED VALUE OF PROPERTIES
AS OF JANUARY 1, 2013

TO: BRAZORIA COUNTY

FROM: BRAZORIA COUNTY APPRAISAL DISTRICT

DATE: March 21, 2014

The Brazoria County Appraisal District hereby certifies that the following appraised values as of January 1, 2013, for property of **"BASF CORPORATION CHEMICALS DIVISION"** described in Exhibit "A" attached hereto are listed in the records of the Brazoria County Appraisal District and indicated by the following account numbers:

PERSONAL PROPERTY ACCOUNT(S).	APPRAISED VALUE(S)
8900-0487-150	$997,970

LAND ACCOUNT(S)	
0028-0004-110	$173,810
0335-0008-011	$1,130
0335-0014-001	$71,280

IMPROVEMENT ACCOUNT(S)	
8800-4003-000	$10,609,300

Certified this 21st day of March, 2014.

BRAZORIA COUNTY APPRAISAL DISTRICT

Cheryl Evans

Cheryl Evans, Chief Appraiser

TAB 11

Maps

Brazosport ISD

Schools4
- Schools

HigherEd
- Universities

Hwys2
- Other
- A11
- A15
- A17
- A21

Hwys2 (continued)
- A25
- A27
- A60

Gulf

Counties1
- Counties

Counties3

Districts2

School Districts
- School Districts

Districts

Texas

Gulf

TAB 11 MAP 9

TAB 12

Request for Waiver of Job Creation Requirement

-Not Applicable-

TAB 13

Calculation of three possible Wage Requirements and Supporting information

WAGE DATA CALCULATIONS

Year	Quarter	County	Ownership	Industry	Avg. Weekly Wages
2012	4th	Brazoria	Private	All Industries	$ 981
2013	1st	Brazoria	Private	All Industries	$ 1,023
2013	2nd	Brazoria	Private	All Industries	$ 963
2013	3rd	Brazoria	Private	All Industries	$ 943
				(Mean Avg.)	$ 977.50
					110%
					$ 1,075.25 *110% of County Average Weekly Wage for All Jobs*

Year	Quarter	County	Ownership	Industry	Avg. Weekly Wages
2012	4th	Brazoria	Private	Manufacturing	$ 1,764
2013	1st	Brazoria	Private	Manufacturing	$ 1,982
2013	2nd	Brazoria	Private	Manufacturing	$ 1,795
2013	3rd	Brazoria	Private	Manufacturing	$ 1,755
				(Mean Avg.)	$ 1,824.00
					110%
					$ 2,006.40 *110% of County Average Weekly Wage for Manufacturing Jobs*

$ 55,317
110%
$ 60,848.70 *110% of County Average Annual Wage for Manufacturing Jobs*
$ 1,170.17 *110% of County Average Weekly Wage for Manufacturing Jobs*

Houston-Galveston Area Council Annual Wage (as of July 2013)

*Note: All data was taken from the Texas Workforce Commission TRACER database.

Quarterly Employment and Wages (QCEW)

Back

D.PERIODYEAR

Year	Period	Area	Ownership	Division	Level	Ind Code	Industry	Avg Weekly Wages
2013	1st Qtr	Brazoria County	Private	00	0	10	Total, All Industries	$1,023
2013	2nd Qtr	Brazoria County	Private	00	0	10	Total, All Industries	$963
2013	3rd Qtr	Brazoria County	Private	00	0	10	Total, All Industries	$943
2012	1st Qtr	Brazoria County	Private	00	0	10	Total, All Industries	$993
2012	2nd Qtr	Brazoria County	Private	00	0	10	Total, All Industries	$943
2012	3rd Qtr	Brazoria County	Private	00	0	10	Total, All Industries	$906
2012	4th Qtr	Brazoria County	Private	00	0	10	Total, All Industries	$981

Quarterly Employment and Wages (QCEW)

Back

D.PERIODYEAR

Year	Period	Area	Ownership	Division	Level	Ind Code	Industry	Avg Weekly Wages
2013	1st Qtr	Brazoria County	Private	31	2	31-33	Manufacturing	$1,982
2013	2nd Qtr	Brazoria County	Private	31	2	31-33	Manufacturing	$1,795
2013	3rd Qtr	Brazoria County	Private	31	2	31-33	Manufacturing	$1,755
2012	1st Qtr	Brazoria County	Private	31	2	31-33	Manufacturing	$1,928
2012	2nd Qtr	Brazoria County	Private	31	2	31-33	Manufacturing	$1,801
2012	3rd Qtr	Brazoria County	Private	31	2	31-33	Manufacturing	$1,626
2012	4th Qtr	Brazoria County	Private	31	2	31-33	Manufacturing	$1,764

2012 Manufacturing Wages by Council of Government Region
Wages for All Occupations

COG	Wages Hourly	Wages Annual
Texas	**$23.56**	**$48,996**
1. Panhandle Regional Planning Commission	$20.12	$41,850
2. South Plains Association of Governments	$16.18	$33,662
3. NORTEX Regional Planning Commission	$17.83	$37,076
4. North Central Texas Council of Governments	$24.68	$51,333
5. Ark-Tex Council of Governments	$16.84	$35,032
6. East Texas Council of Governments	$19.61	$40,797
7. West Central Texas Council of Governments	$18.24	$37,941
8. Rio Grande Council of Governments	$16.17	$33,631
9. Permian Basin Regional Planning Commission	$21.93	$45,624
10. Concho Valley Council of Governments	$16.33	$33,956
11. Heart of Texas Council of Governments	$19.07	$39,670
12. Capital Area Council of Governments	$26.03	$54,146
13. Brazos Valley Council of Governments	$16.55	$34,424
14. Deep East Texas Council of Governments	$16.20	$33,698
15. South East Texas Regional Planning Commission	$29.38	$61,118
16. Houston-Galveston Area Council	$26.59	$55,317
17. Golden Crescent Regional Planning Commission	$21.03	$43,742
18. Alamo Area Council of Governments	$18.40	$38,280
19. South Texas Development Council	$13.54	$28,170
20. Coastal Bend Council of Governments	$22.97	$47,786
21. Lower Rio Grande Valley Development Council	$16.33	$33,961
22. Texoma Council of Governments	$22.57	$46,949
23. Central Texas Council of Governments	$17.16	$35,689
24. Middle Rio Grande Development Council	$18.93	$39,380

Source: Texas Occupational Employment and Wages
Data published: July 2013
Data published annually, next update will be July 31, 2014

Note: Data is not supported by the Bureau of Labor Statistics (BLS).
Wage data is produced from Texas OES data, and is not to be compared to BLS estimates.
Data intended for TAC 313 purposes only.

TAB 14

Schedules A1 - D

Schedule A1: Total Investment for Economic Impact (through the Qualifying Time Period)

Applicant Name: BASF Corporation
ISD Name: Brazosport ISD

Form 50-296A
Revised Feb 2014

PROPERTY INVESTMENT AMOUNTS (Estimated investment in each year. Do not put cumulative totals.)	Year	School Year (YYYY-YYYY)	Tax Year (Fill in actual tax year below) YYYY	Column A: New investment (original cost) in tangible personal property placed in service during this year that will become Qualified Property	Column B: New investment made during this year in buildings or permanent nonremovable components of buildings that will become Qualified Property	Column C: Other new investment made during this year that will not become Qualified Property [SEE NOTE]	Column D: Other new investment made during this year that may become Qualified Property [SEE NOTE]	Column E: Total Investment (Sum of Columns A+B+C+D)
Investment made before filing complete application with district	–	Year preceding the first complete tax year of the qualifying time period (assuming no deferrals of qualifying time period)	2014				(The only other investment made before filing complete application with district that may become Qualified Property is land.)	
Investment made after filing complete application with district, but before final board approval of application				$ -	$ -	$ -	$ -	$ -
Investment made after final board approval of application and before Jan. 1 of first complete tax year of qualifying time period				$ -	$ -	$ -	$ -	$ -
Complete tax years of qualifying time period	QTP1	2015-2016	2015	$ 315,000,000.00	$ -	$ -	$ -	$ 315,000,000.00
	QTP2	2016-2017	2016	$ 315,000,000.00	$ -	$ -	$ -	$ 315,000,000.00
Total Investment through Qualifying Time Period (ENTER this row in Schedule A2)				$ 630,000,000.00	$ -	$ -	$ -	$ 630,000,000.00
				Enter amounts from TOTAL row above in Schedule A2				
Total Qualified Investment (sum of green cells)				$ 630,000,000.00				

For All Columns: List amount invested each year, not cumulative totals.

Column A: This represents the total dollar amount of planned investment in tangible personal property. Only include estimates of investment for "replacement" property if the property is specifically described in the application.
Only tangible personal property that is specifically described in the application can become qualified property.

Column B: The total dollar amount of planned investment each year in buildings or nonremovable component of buildings.

Column C: Dollar value of other investment that may affect economic impact and total value. Examples of other investment that will not become qualified property include investment meeting the definition of 313.021(1) but not creating a new improvement as defined by TAC § 1.051. This is proposed property that functionally replaces existing property; is used to maintain, refurbish, renovate, modify or upgrade existing property; or is affixed to existing property—described in SECTION 13, question #5 of the application.

Column D: Dollar value of other investment that may affect economic impact and total value. Examples of other investment that may result in qualified property are land or professional services.

Total Investment: Add together each cell in a column and enter the sum in the blue total investment row. Enter the data from this row into the first row in Schedule A2.

Qualified Investment: For the green qualified investment cell, enter the sum of all the green-shaded cells.

Schedule A2: Total Investment for Economic Impact (Including Qualified Property and other Investments)

Applicant Name: BASF Corporation
ISD Name: Brazosport ISD

Form 50-296A
Revised Feb 2014

PROPERTY INVESTMENT AMOUNTS (Estimated investment in each year. Do not put cumulative totals.)				Column A	Column B	Column C	Column D	Column E
	Year	School Year (YYYY-YYYY)	Tax Year (Fill in actual tax year below) YYYY	New investment (original cost) in tangible personal property placed in service during this year that will become Qualified Property	New investment made during this year in buildings or permanent nonremovable components of buildings that will become Qualified Property	Other investment made during this year that will not become Qualified Property [SEE NOTE]	Other investment made during this year that will become Qualified Property [SEE NOTE]	Total Investment (A+B+C+D)
Total Investment from Schedule A1*	–	TOTALS FROM SCHEDULE A1		Enter amounts from TOTAL row in Schedule A1 in the row below				
				$ 630,000,000.00	$ -	$ -	$ -	$ 630,000,000.00
Each year prior to start of value limitation period** (Insert as many rows as necessary)	0	2014-2017	2014-2016	$ -	$ -	$ -	$ -	$ -
Value limitation period***	1	2017-2018	2017	$ -	$ -	$ -	$ -	$ -
	2	2018-2019	2018	$ -	$ -	$ -	$ -	$ -
	3	2019-2020	2019	$ -	$ -	$ -	$ -	$ -
	4	2020-2021	2020	$ -	$ -	$ -	$ -	$ -
	5	2021-2022	2021	$ -	$ -	$ -	$ -	$ -
	6	2022-2023	2022	$ -	$ -	$ -	$ -	$ -
	7	2023-2024	2023	$ -	$ -	$ -	$ -	$ -
	8	2024-2025	2024	$ -	$ -	$ -	$ -	$ -
	9	2025-2026	2025	$ -	$ -	$ -	$ -	$ -
	10	2026-2027	2026	$ -	$ -	$ -	$ -	$ -
Total investment made through limitation				$ -	$ -	$ -	$ -	$ -
Continue to maintain viable presence	11	2027-2028	2027			$ -		$ -
	12	2028-2029	2028			$ -		$ -
	13	2029-2030	2029			$ -		$ -
	14	2030-2031	2030			$ -		$ -
	15	2031-2032	2031			$ -		$ -
Additional years for 25 year economic impact as required by 313.026(c)(1)	16	2032-2033	2032			$ -		$ -
	17	2033-2034	2033			$ -		$ -
	18	2034-2035	2034			$ -		$ -
	19	2035-2036	2035			$ -		$ -
	20	2036-2037	2036			$ -		$ -
	21	2037-2038	2037			$ -		$ -
	22	2038-2039	2038			$ -		$ -
	23	2039-2040	2039			$ -		$ -
	24	2040-2041	2040			$ -		$ -
	25	2041-2042	2041			$ -		$ -

* All investments made through the qualifying time period are captured and totaled on Schedule A1 [blue box] and incorporated into this schedule in the first row.

** Only investment made during deferrals of the start of the limitation (after the end of qualifying time period but before the start of the Value Limitation Period) should be included in the "year prior to start of value limitation period" row(s). If the limitation starts at the end of the qualifying time period or the qualifying time period overlaps the limitation, no investment should be included on this line.

*** If your qualifying time period will overlap your value limitation period, do not also include investment made during the qualifying time period in years 1 and/or 2 of the value limitation period, depending on the overlap. Only include investments/years that were not captured on Schedule A1.

For All Columns: List amount invested each year, not cumulative totals. Only include investments in the remaining rows of Schedule A2 that were not captured on Schedule A1.

Column A: This represents the total dollar amount of planned investment in tangible personal property. Only include estimates of investment for "replacement" property if the property is specifically described in the application. Only tangible personal property that is specifically described in the application can become qualified property.

Column B: The total dollar amount of planned investment each year in buildings or nonremovable component of buildings.

Column C: Dollar value of other investment that may affect economic impact and total value. Examples of other investment that will not become qualified property include investment meeting the definition of 313.021(1) but not creating a new improvement as defined by TAC § 1.051. This is proposed property that functionally replaces existing property; is used to maintain, refurbish, renovate, modify or upgrade existing property; or is affixed to existing property—described in SECTION 13, question #5 of the application.

Column D: Dollar value of other investment that may affect economic impact and total value. Examples of other investment that may result in qualified property are land or professional services.

Schedule B: Estimated Market And Taxable Value (of Qualified Property Only)

Applicant Name BASF Corporation

ISD Name Brazosport ISD

Form 50-296A

Revised Feb 2014

	Year	School Year (YYYY-YYYY)	Tax Year (Fill in actual tax year) YYYY	Qualified Property: Estimated Market Value of Land	Qualified Property: Estimated Total Market Value of new buildings or other new improvements	Qualified Property: Estimated Total Market Value of tangible personal property in the new buildings or "in or on the new improvements"	Estimated Taxable Value: Market Value less any exemptions (such as pollution control) and before limitation	Estimated Taxable Value: Final taxable value for I&S after all reductions	Estimated Taxable Value: Final taxable value for M&O after all reductions
Each year prior to start of Value Limitation Period *Insert as many rows as necessary*	0	2014-2015	2014	$ 349,910.00	$ -	$ -	$ -	$ 349,910.00	$ 349,910.00
	1	2015-2016	2015	$ 349,910.00	$ -	$ -	$ -	$ 349,910.00	$ 349,910.00
	2	2016-2017	2016	$ 349,910.00	$ -	$ 315,000,000	$ 283,500,000.00	$ 283,849,910.00	$ 283,849,910.00
Value Limitation Period	1	2017-2018	2017	$ 349,910.00	$ -	$ 504,000,000	$ 453,600,000.00	$ 453,949,910.00	**$ 30,000,000.00**
	2	2018-2019	2018	$ 349,910.00	$ -	$ 537,205,200	$ 483,484,680.00	$ 483,834,590.00	**$ 30,000,000.00**
	3	2019-2020	2019	$ 349,910.00	$ -	$ 598,500,000	$ 538,650,000.00	$ 538,999,910.00	**$ 30,000,000.00**
	4	2020-2021	2020	$ 349,910.00	$ -	$ 567,000,000	$ 510,300,000.00	$ 510,649,910.00	**$ 30,000,000.00**
	5	2021-2022	2021	$ 349,910.00	$ -	$ 535,000,000	$ 481,500,000.00	$ 481,849,910.00	**$ 30,000,000.00**
	6	2022-2023	2022	$ 349,910.00	$ -	$ 504,000,000	$ 453,600,000.00	$ 453,949,910.00	**$ 30,000,000.00**
	7	2023-2024	2023	$ 349,910.00	$ -	$ 472,500,000	$ 425,250,000.00	$ 425,599,910.00	**$ 30,000,000.00**
	8	2024-2025	2024	$ 349,910.00	$ -	$ 441,000,000	$ 396,900,000.00	$ 397,249,910.00	**$ 30,000,000.00**
	9	2025-2026	2025	$ 349,910.00	$ -	$ 409,500,000	$ 368,550,000.00	$ 368,899,910.00	**$ 30,000,000.00**
	10	2026-2027	2026	$ 349,910.00	$ -	$ 378,000,000	$ 340,200,000.00	$ 340,549,910.00	**$ 30,000,000.00**
Continue to maintain viable presence	11	2027-2028	2027	$ 349,910.00	$ -	$ 346,500,000	$ 311,850,000.00	$ 312,199,910.00	$ 312,199,910.00
	12	2028-2029	2028	$ 349,910.00	$ -	$ 315,000,000	$ 283,500,000.00	$ 283,849,910.00	$ 283,849,910.00
	13	2029-2030	2029	$ 349,910.00	$ -	$ 283,500,000	$ 255,150,000.00	$ 255,499,910.00	$ 255,499,910.00
	14	2030-2031	2030	$ 349,910.00	$ -	$ 283,500,000	$ 255,150,000.00	$ 255,499,910.00	$ 255,499,910.00
	15	2031-2032	2031	$ 349,910.00	$ -	$ 283,500,000	$ 255,150,000.00	$ 255,499,910.00	$ 255,499,910.00
Additional years for 25 year economic impact as required by 313.026(c)(1)	16	2032-2033	2032	$ 349,910.00	$ -	$ 283,500,000	$ 255,150,000.00	$ 255,499,910.00	$ 255,499,910.00
	17	2033-2034	2033	$ 349,910.00	$ -	$ 283,500,000	$ 255,150,000.00	$ 255,499,910.00	$ 255,499,910.00
	18	2034-2035	2034	$ 349,910.00	$ -	$ 277,200,000	$ 249,480,000.00	$ 249,829,910.00	$ 249,829,910.00
	19	2035-2036	2035	$ 349,910.00	$ -	$ 277,200,000	$ 249,480,000.00	$ 249,829,910.00	$ 249,829,910.00
	20	2036-2037	2036	$ 349,910.00	$ -	$ 277,200,000	$ 249,480,000.00	$ 249,829,910.00	$ 249,829,910.00
	21	2037-2038	2037	$ 349,910.00	$ -	$ 277,200,000	$ 249,480,000.00	$ 249,829,910.00	$ 249,829,910.00
	22	2038-2039	2038	$ 349,910.00	$ -	$ 270,900,000	$ 243,810,000.00	$ 244,159,910.00	$ 244,159,910.00
	23	2039-2040	2039	$ 349,910.00	$ -	$ 270,900,000	$ 243,810,000.00	$ 244,159,910.00	$ 244,159,910.00
	24	2040-2041	2040	$ 349,910.00	$ -	$ 270,900,000	$ 243,810,000.00	$ 244,159,910.00	$ 244,159,910.00
	25	2041-2042	2041	$ 349,910.00	$ -	$ 270,900,000	$ 243,810,000.00	$ 244,159,910.00	$ 244,159,910.00

Notes: Market value in future years is good faith estimate of future taxable value for the purposes of property taxation.
Only include market value for eligible property on this schedule.

Schedule C: Employment Information

Applicant Name BASF Corporation

ISD Name Brazosport ISD

Form 50-296A

Revised Feb 2014

				Construction		Non-Qualifying Jobs	Qualifying Jobs	
				Column A	Column B	Column C	Column D	Column E
	Year	School Year (YYYY-YYYY)	Tax Year (Actual tax year) YYYY	Number of Construction FTE's or man-hours (specify)	Average annual wage rates for construction workers	Number of non-qualifying jobs applicant estimates it will create (cumulative)	Number of new qualifying jobs applicant commits to create meeting all criteria of Sec. 313.021(3) (cumulative)	Average annual wage of new qualifying jobs
Each year prior to start of Value Limitation Period *Insert as many rows as necessary*	0	2014-2015	2014	0	N/A	N/A	0	N/A
	1	2015-2016	2015	126 FTE	$ 52,000.00	N/A	0	N/A
	2	2016-2017	2016	504 FTE	$ 52,000.00	N/A	10	$ 61,000.00
Value Limitation Period *The qualifying time period could overlap the value limitation period.*	1	2017-2018	2017			N/A	10	$ 61,000.00
	2	2018-2019	2018			N/A	10	$ 61,000.00
	3	2019-2020	2019			N/A	10	$ 61,000.00
	4	2020-2021	2020			N/A	10	$ 61,000.00
	5	2021-2022	2021			N/A	10	$ 61,000.00
	6	2022-2023	2022			N/A	10	$ 61,000.00
	7	2023-2024	2023			N/A	10	$ 61,000.00
	8	2024-2025	2024			N/A	10	$ 61,000.00
	9	2025-2026	2025			N/A	10	$ 61,000.00
	10	2026-2027	2026			N/A	10	$ 61,000.00
Years Following Value Limitation Period	11 through 25	2027-2042	2027-2041			N/A	10	$ 61,000.00

Notes: See TAC 9.1051 for definition of non-qualifying jobs.
Only include jobs on the project site in this school district.

C1. Are the cumulative number of qualifying jobs listed in Column D less than the number of qualifying jobs required by statute? (25 qualifying jobs in Subchapter B districts, 10 qualifying jobs in Subchapter C districts) ☐ Yes ☒ No

If yes, answer the following two questions:

C1a. Will the applicant request a job waiver, as provided under 313.025(f-1)? ☐ Yes ☒ No

C1b. Will the applicant avail itself of the provision in 313.021(3)(F)? ☐ Yes ☒ No

Schedule D: Other Incentives (Estimated)

Applicant Name BASF Corporation

ISD Name Brazosport ISD

Form 50-296A

Revised Feb 2014

State and Local Incentives for which the Applicant intends to apply (Estimated)						
Incentive Description	**Taxing Entity (as applicable)**	**Beginning Year of Benefit**	**Duration of Benefit**	**Annual Tax Levy without Incentive**	**Annual Incentive**	**Annual Net Tax Levy**
Tax Code Chapter 311	County:					
	City:					
	Other:					
Tax Code Chapter 312	County: Brazoria County and R&B (pending)	2016	7 Years	$23,130,956 (estimated)	100% - All years	$0 (estimated)
	City: Cities of Clute and Freeport (pending)	2016	N/A	N/A	N/A	N/A
	Other: Velasco Drainage District, Brazosport College, Port Freeport (pending)	2016	7 Years	$19,394,188 (estimated)	100% - All years	$0 (estimated)
Local Government Code Chapters 380/381	County: N/A					
	City: N/A					
	Other: N/A					
Freeport Exemptions	Information not available					
Non-Annexation Agreements	N/A					
Enterprise Zone/Project	N/A					
Economic Development Corporation	N/A					
Texas Enterprise Fund						
Employee Recruitment	N/A					
Skills Development Fund	N/A					
Training Facility Space and Equipment	N/A					
Infrastructure Incentives	N/A					
Permitting Assistance						
Other:						
Other:						
Other:						
Other:						
			TOTAL	$ 42,525,144.00		$ -

Additional information on incentives for this project:

TAB 15

Economic Impact Study

-Pending, Not Attached-

TAB 16

Description of Reinvestment Zone

Doyle & Wachtstetter, Inc
Surveying and Mapping • GPS/GIS

25.923 ACRES
S. F. AUSTIN 5 LEAGUES, ABSTRACT 19
ALEXANDER CALVIT LEAGUE, ABSTRACT 49
BRAZORIA COUNTY, TEXAS
PAGE 1 OF 2

ALL THAT CERTAIN 25.923 ACRES OF LAND in the BASF Freeport Plant Site out of a called 123.92469 acre tract conveyed to Dow Badische Company in Volume 1408, Page 300 of the Brazoria County Deed Records and being out of Lots 14, 15, 16, 17, 52, 53, 54, 55, and 56 of the Brazos Coast Investment Company Subdivision Number 15 recorded in Volume 2, Page 147 of the Brazoria County Plat Records and out of Lot 463 of the Brazos Coast Investment Company Subdivision Number 14 recorded in Volume 2, Page 148 of the Brazoria County Plat Records and situated in the Stephen F. Austin 5 Leagues, Abstract 19 and the Alexander Calvit League, Abstract 49, Brazoria County, Texas and more particularly described by metes and bounds using survey terminology which refer to the Texas State Plane Coordinate System, South Central Zone (NAD 27), in which the directions are Lambert grid bearings and the distances are horizontal, surface level lengths as follows:

COMMENCING at a found concrete monument with disk, National Geodetic Survey Triangulation Station "Plant B 2, 1967" at position X=3154584.44 and Y-442176.16;

THENCE North 89°01'58" West, a distance of 6933.85 feet to a set 5/8" iron rod for corner at position X=3147652.41 and Y=442293.20 and at BASF Plant Station (N 40 + 27.84, W 64 + 11.00) in the South line of the aforementioned 123.92469 acre tract for the **POINT OF BEGINNING** of the herein described tract;

THENCE North 65°52'26" West, coincident with the south line of the said 123.92469 acre tract, a distance of 1207.96 feet to a set 5/8" iron rod at position X=3146550.10 and Y=442786.89 and the BASF Plant Station (N 40 + 27.84, W 76 + 18.96) in the east right-of-way line of Sim Hodge Road;

THENCE North 2°52'00" West, coincident with the west line of the said 123.92469 acre tract, and along the east right-of-way line of Sim Hodge Road, a distance of 1115.70 feet to a set 5/8" iron rod for corner at position X=3146494.31 and Y=443901.07 and at BASF Plant Station (N 50 + 22.00, W 81 + 25.35);

THENCE South 65°52'26" East, a distance of 614.35 feet to a set 5/8" iron rod for corner at position X=3147054.93 and Y=443649.98 and at BASF Plant Station (N 50 + 22.00, W 75 + 11.00);

THENCE South 24°07'34" West, a distance of 294.00 feet to a set 5/8" iron rod for corner at position X=3146934.77 and Y=443381.69 and at BASF Plant Station (N 47 + 28.00, W 75 + 11.00);

THENCE South 65°52'26" East, a distance of 1100.00 feet to a set 5/8" iron rod for corner at position X=3147938.57 and Y=442932.12 and at BASF Plant Station (N 47 + 28.00, W 64 + 11.00);

THENCE South 24°07'34" West, a distance of 700.16 feet to the **POINT OF BEGINNING**; containing 25.923 acres of land, more or less.

Charles D. Wachtstetter
Registered Professional Land Surveyor
Texas Registration Number 4547
December 9, 2013

This description is based on a survey, a plat of which dated December 9, 2013 is on file in the offices of Doyle & Wachtstetter, Inc.

Doyle & Wachtstetter, Inc
Surveying and Mapping • GPS/GIS

BASF CORPORATION REINVESTMENT ZONE
BRAZORIA COUNTY TRACT 1– 0.033 ACRE TRACT
ALEXANDER CALVIT SURVEY, ABSTRACT 49
BRAZORIA COUNTY, TEXAS
PAGE 1 OF 1

ALL THAT CERTAIN 0.033 ACRE TRACT, situated in the Alexander Calvit Survey, Abstract 49, Brazoria County, Texas, the herein described 0.033 acre tract being more particularly described by metes and bounds as follows:

BEGINNING at the northeast corner of all that certain called 213.28691 acre tract conveyed by deed recorded on June 22, 1966 from the Dow Chemical Company to Dow Badische Company as recorded in Volume 944, Page 402 of the Brazoria County Deed Records, for the northwest corner of the herein described 0.033 acre tract

THENCE North 87°11'09" East, a distance of 277.9 feet to a point located in the western boundary line of the City of Lake Jackson city limits, for the northeast corner of the here described 0.033 acre tract;

THENCE South 33°27'35" East, coincident with the western boundary line of the City of Lake Jackson city limits, a distance of 5.8 feet to a point for the southeast corner of the here described 0.033 acre tract;

THENCE South 87°11'09" West, a distance of 290.9 feet to a point located on a curve to the right, having a radius of 811.3 feet, for the southwest corner of the here described 0.033 acre tract;

THENCE, along said curve to the right, having a radius of 811.3 feet, a central angle of 0°47'22", an arc distance of 11.2 feet, a chord bearing and distance of South 60°36'36" West - 11.2 feet to the **POINT OF BEGINNING,** containing 0.033 acre of land, more or less

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.

Y:\Projects\BASF\BASF - Brazoria County RZ tract 1.doc

131 Commerce Street • Clute, Texas 77531-5601
Phone: 979-265-3622 • Fax: 979-265-9940 • Email: DW-Surveyor.com

Doyle & Wachtstetter, Inc
Surveying and Mapping • GPS/GIS

BASF CORPORATION REINVESTMENT ZONE
BRAZORIA COUNTY TRACT 2– 0.657 ACRE TRACT
ALEXANDER CALVIT SURVEY, ABSTRACT 49
BRAZORIA COUNTY, TEXAS
PAGE 1 OF 2

ALL THAT CERTAIN 0.657 ACRE TRACT, situated in the Alexander Calvit Survey, Abstract 49, Brazoria County, Texas, the herein described 0.657 acre tract being more particularly described by metes and bounds as follows:

COMMENCING at the northeast corner of all that certain called 213.28691 acre tract conveyed by deed recorded on June 22, 1966 from the Dow Chemical Company to Dow Badische Company as recorded in Volume 944, Page 402 of the Brazoria County Deed Records;

THENCE North 87°11'09" East, at a distance of 277.9 feet pass the western boundary line of the City of Lake Jackson city limits, continuing for a total distance of 389.1 feet to a point in the eastern boundary line of said City of Lake Jackson city limits, for the northeast corner and the **POINT OF BEGINNING** of the herein described of the here described 0.657 acre tract;

THENCE North 87°11'09" East, a distance of 2758.6 feet to point located in the eastern boundary line of Dow Corridor "A", for an angle corner of the herein described 0.657 acre tract;

THENCE South 32°13'52" East, coincident with the eastern boundary line of Dow Corridor "A", a distance of 672.6 feet to an angle corner of the herein described 0.657 acre tract;

THENCE South 38°34'56" East, coincident with the eastern boundary line of Dow Corridor "A", a distance of 726.9 feet to an angle corner of the herein described 0.657 acre tract;

THENCE South 44°56'20" East, coincident with the eastern boundary line of Dow Corridor "A", a distance of 1191.6 feet to an angle corner of the herein described 0.657 acre tract;

THENCE South 38°35'38" East, coincident with the eastern boundary line of Dow Corridor "A", a distance of 353.6 feet to an angle corner of the herein described 0.657 acre tract;

THENCE North 71°55'12" East, coincident with the northern boundary line of Dow Corridor "A", a distance of 17.8 feet to a point located in the southwestern boundary line of a 10 foot wide City of Freeport city limit strip, for an angle corner of the herein described 0.657 acre tract;

THENCE South 38°13'22" East, coincident with the southwestern boundary line of said 10 foot wide City of Freeport city limit strip, a distance of 5.3 feet to an angle corner of the herein described 0.657 acre tract;

THENCE South 71°55'12" West, a distance of 23.1 feet to an angle corner of the herein described 0.657 acre tract;

THENCE North 38°35'38" West, a distance of 356.8 feet to an angle corner of the herein described 0.657 acre tract;

THENCE North 44°56'20" West, a distance of 1191.6 feet to an angle corner of the herein described 0.657 acre tract;

THENCE North 38°34'56" West, a distance of 727.4 feet to an angle corner of the herein described 0.657 acre tract;

THENCE North 32°13'52" West, a distance of 669.9 feet to an angle corner of the herein described 0.657 acre tract;

BASF CORPORATION REINVESTMENT ZONE

131 Commerce Street • Clute, Texas 77531-5601
Phone: 979-265-3622 • Fax: 979-265-9940 • Email: DW-Surveyor.com

BRAZORIA COUNTY TRACT 2– 0.657 ACRE TRACT
ALEXANDER CALVIT SURVEY, ABSTRACT 49
BRAZORIA COUNTY, TEXAS
PAGE 2 OF 2

THENCE South 87°11'09" West, a distance of 2752.9 feet to point located in the eastern boundary line of the City of Lake Jackson city limits, for an angle corner of the herein described 0.657 acre tract;

THENCE North 32°01'32" West, coincident with eastern boundary line of the City of Lake Jackson city limits, a distance of 5.7 feet to the **POINT OF BEGINNING**, containing 0.657 acre of land, more or less.

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.

V:\Proj\BASF\BASF - Brazoria County EZ near Lake

Doyle & Wachtstetter, Inc
Surveying and Mapping • GPS/GIS

BASF CORPORATION REINVESTMENT ZONE
BRAZORIA COUNTY TRACT 3 – 1.351 ACRE TRACT
ALEXANDER CALVIT SURVEY, ABSTRACT 49
ELI MITCHELL SURVEY, ABSTRACT 99,
M. HENRY SURVEY, ABSTRACT 74
BRAZORIA COUNTY, TEXAS
PAGE 1 OF 4

ALL THAT CERTAIN 1.351 ACRE TRACT, situated in the Alexander Calvit Survey, Abstract 49, the Eli Mitchell Survey, Abstract 99 and the Maurice Henry Survey, Abstract 74, Brazoria County, Texas, the herein described 1.351 acre tract being more particularly described by metes and bounds as follows:

COMMENCING at the northeast corner of all that certain called 213.28691 acre tract conveyed by deed recorded on June 22, 1966 from the Dow Chemical Company to Dow Badische Company as recorded in Volume 944, Page 402 of the Brazoria County Deed Records, for the northwest corner of the herein described 1.351 acre tract

THENCE North 87°11'09" East, at a distance of 277.9 feet pass the western boundary line of the City of Lake Jackson city limits, at a distance of 389.1 feet pass the eastern boundary line of said City of Lake Jackson city limits, continuing for a total distance of 3147.7 feet to point located in the eastern boundary line of Dow Corridor "A", for an angle point;

THENCE South 32°13'52" East, coincident with the eastern boundary line of Dow Corridor "A", a distance of 672.6 feet to an angle point;

THENCE South 38°34'56" East, coincident with the eastern boundary line of Dow Corridor "A", a distance of 726.9 feet to an angle point;

THENCE South 44°56'20" East, coincident with the eastern boundary line of Dow Corridor "A", a distance of 1191.6 feet to an angle point;

THENCE South 38°35'38" East, coincident with the eastern boundary line of Dow Corridor "A", a distance of 353.6 feet to an angle point;

THENCE North 71°55'12" East, coincident with the northern boundary line of Dow Corridor "A", at a distance of 17.8 feet pass the southwestern boundary line of a 10 foot wide City of Freeport city limit strip, continuing for a total distance of 28.4 feet to a point located in the northeastern boundary line of said 10 foot wide City of Freeport city limit strip to the northwest corner and the **POINT OF BEGINNING** of the herein described 1.351 acre tract;

THENCE North 71°55'12" East, coincident with the northern boundary line of Dow Corridor "A", a distance of 78.5 feet to an angle corner of the herein described 1.351 acre tract;

THENCE South 87°03'30" East, coincident with the northern boundary line of Dow Corridor "A", a distance of 285.4 feet to an angle corner of the herein described 1.351 acre tract;

THENCE South 84°04'38" East, coincident with the northern boundary line of Dow Corridor "A", a distance of 200.9 feet to an angle corner of the herein described 1.351 acre tract;

THENCE South 76°36'11" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 232.2 feet to an angle corner of the herein described 1.351 acre tract;

131 Commerce Street • Clute, Texas 77531-5601
Phone: 979-265-3622 • Fax: 979-265-9940 • Email: DW-Surveyor.com

THENCE South 70°47'07" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 230.7 feet to an angle corner of the herein described 1.351 acre tract;

THENCE South 65°01'56" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 252.1 feet to an angle corner of the herein described 1.351 acre tract;

THENCE South 59°18'13" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 661.1 feet to an angle corner of the herein described 1.351 acre tract;

THENCE South 59°14'54" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 514.6 feet to an angle corner of the herein described 1.351 acre tract;

THENCE South 51°09'59" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 274.3 feet to an angle corner of the herein described 1.351 acre tract;

THENCE South 39°16'42" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 5760.6 feet to an angle corner of the herein described 1.351 acre tract;

THENCE North 87°15'54" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 209.3 feet to an angle corner of the herein described 1.351 acre tract;

THENCE South 39°31'51" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 111.6 feet to an angle corner of the herein described 1.351 acre tract;

THENCE South 48°08'56" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 297.6 feet to an angle corner of the herein described 1.351 acre tract;

THENCE North 43°38'00" East, a distance of 175.3 feet to point located in the southwestern boundary line of that certain Dow Chemical Company 22.3 acre Reinvestment Zone, for an angle corner of the herein described 1.351 acre tract;

THENCE South 48°26'00" East, coincident with the southwestern boundary line of said certain Dow Chemical Company 22.3 acre Reinvestment Zone, a distance of 5.0 feet to an angle corner of the herein described 1.351 acre tract;

THENCE South 43°38'00" West, a distance of 175.3 feet to a point located in the northeastern boundary line of Dow Corridor "A", for an angle corner of the herein described 1.351 acre tract;

THENCE South 48°08'56" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 117.8 feet to an angle corner of the herein described 1.351 acre tract;

THENCE South 52°12'36" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 439.9 feet to an angle corner of the herein described 1.351 acre tract;

THENCE South 52°40'18" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 1825.5 feet to an angle corner of the herein described 1.351 acre tract;

THENCE South 53°11'13" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 101.5 feet to a point located in the northwestern right-of-way boundary line of State Highway 523, same being the northwestern boundary line of the City of Freeport city limits, for an angle corner of the herein described 1.351 acre tract;

BASF CORPORATION REINVESTMENT ZONE
BRAZORIA COUNTY TRACT 3 – 1.351 ACRE TRACT
ALEXANDER CALVIT SURVEY, ABSTRACT 49

THENCE South 34°03'36" West, coincident with the northeastern right-of-way boundary line of State Highway 523, same being the northeastern boundary line of the City of Freeport city limits, a distance of 5.0 feet to an angle corner of the herein described 1.351 acre tract;

THENCE North 53°11'13" West, a distance of 101.8 feet to an angle corner of the herein described 1.351 acre tract;

THENCE North 52°40'18" West, a distance of 1825.6 feet to an angle corner of the herein described 1.351 acre tract;

THENCE North 52°12'36" West, a distance of 440.1 feet to an angle corner of the herein described 1.351 acre tract;

THENCE North 48°08'56" West, a distance of 420.9 feet to an angle corner of the herein described 1.351 acre tract;

THENCE North 39°31'51" West, a distance of 109.4 feet to an angle corner of the herein described 1.351 acre tract;

THENCE South 87°15'54" West, a distance of 209.3 feet to an angle corner of the herein described 1.351 acre tract;

THENCE North 39°16'42" West, a distance of 5762.6 feet to an angle corner of the herein described 1.351 acre tract;

THENCE North 51°09'59" West, a distance of 273.4 feet to an angle corner of the herein described 1.351 acre tract;

THENCE North 59°14'54" West, a distance of 514.2 feet to an angle corner of the herein described 1.351 acre tract;

THENCE North 59°18'13" West, a distance of 660.9 feet to an angle corner of the herein described 1.351 acre tract;

THENCE North 65°01'56" West, a distance of 251.6 feet to an angle corner of the herein described 1.351 acre tract;

THENCE North 70°47'07" West, a distance of 230.2 feet to an angle corner of the herein described 1.351 acre tract;

THENCE North 76°36'11" West, a distance of 231.6 feet to an angle corner of the herein described 1.351 acre tract;

THENCE North 84°04'38" West, a distance of 200.5 feet to an angle corner of the herein described 1.351 acre tract;

THENCE North 87°03'30" West, a distance of 284.4 feet to an angle corner of the herein described 1.351 acre tract;

THENCE South 71°55'12" West, a distance of 75.8 feet to point located in the eastern boundary line of said 10 foot wide City of Freeport city limits, for an angle corner of the herein described 1.351 acre tract;

BASF CORPORATION REINVESTMENT ZONE
BRAZORIA COUNTY TRACT 3 – 1.351 ACRE TRACT
ALEXANDER CALVIT SURVEY, ABSTRACT 49
ELI MITCHELL SURVEY, ABSTRACT 99,
M. HENRY SURVEY, ABSTRACT 74
BRAZORIA COUNTY, TEXAS
PAGE 4 OF 4

THENCE North 38°13'22" West, coincident with eastern boundary line of said 10 foot wide City of Freeport city limits, a distance of 5.3 feet to the **POINT OF BEGINNING**, containing 1.351 acre of land, more or less.

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.

V:\Fs\BASF\BASF - Brazoria County RZ tract 1.doc

Doyle & Wachtstetter, Inc
Surveying and Mapping • GPS/GIS

BASF CORPORATION REINVESTMENT ZONE
BRAZORIA COUNTY TRACT 4 – 2.122 ACRE TRACT
MAURICE HENRY SURVEY, ABSTRACT 74
ALEXANDER CALVIT SURVEY, ABSTRACT 50
BRAZORIA COUNTY, TEXAS
PAGE 1 OF 4

ALL THAT CERTAIN 2.122 ACRE TRACT, situated in the Maurice Henry Survey, Abstract 74 and the Alexander Calvit Survey, Abstract 49, Brazoria County, Texas, the herein described 2.122 acre tract being more particularly described by metes and bounds as follows:

COMMENCING at the northeast corner of all that certain called 213.28691 acre tract conveyed by deed recorded on June 22, 1966 from the Dow Chemical Company to Dow Badishce Company as recorded in Volume 944, Page 402 of the Brazoria County Deed Records, for the northwest corner of the herein described 2.122 acre tract

THENCE North 87°11'09" East, at a distance of 277.9 feet pass the western boundary line of the City of Lake Jackson city limits, at a distance of 389.1 feet pass the eastern boundary line of said City of Lake Jackson city limits, continuing for a total distance of 3147.7 feet to point located in the eastern boundary line of Dow Corridor "A", for an angle point;

THENCE South 32°13'52" East, coincident with the eastern boundary line of Dow Corridor "A", a distance of 672.6 feet to an angle point;

THENCE South 38°34'56" East, coincident with the eastern boundary line of Dow Corridor "A", a distance of 726.9 feet to an angle point;

THENCE South 44°56'20" East, coincident with the eastern boundary line of Dow Corridor "A", a distance of 1191.6 feet to an angle point;

THENCE South 38°35'38" East, coincident with the eastern boundary line of Dow Corridor "A", a distance of 353.6 feet to an angle point;

THENCE North 71°55'12" East, coincident with the northern boundary line of Dow Corridor "A", a distance of 107.00 feet to an angle point;

THENCE North 71°55'12" East, coincident with the northern boundary line of Dow Corridor "A", a distance of 78.5 feet to an angle point:

THENCE South 87°03'30" East, coincident with the northern boundary line of Dow Corridor "A", a distance of 285.4 feet to an angle point:

THENCE South 84°04'38" East, coincident with the northern boundary line of Dow Corridor "A", a distance of 200.9 feet to an angle point:

THENCE South 76°36'11" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 232.2 feet to an angle point:

THENCE South 70°47'07" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 230.7 feet to an angle point:

THENCE South 65°01'56" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 252.1 feet to an angle point:

131 Commerce Street • Clute, Texas 77531-5601
Phone: 979-265-3622 • Fax: 979-265-9940 • Email: DW-Surveyor.com

THENCE South 59°18'13" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 661.1 feet to an angle point;

THENCE South 59°14'54" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 514.6 feet to an angle point;

THENCE South 51°09'59" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 274.3 feet to an angle point;

THENCE South 39°16'42" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 5760.6 feet to an angle point;

THENCE North 87°15'54" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 209.3 feet to an angle point;

THENCE South 39°31'51" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 111.6 feet to an angle point;

THENCE South 48°08'56" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 420.37 feet to an angle point;

THENCE South 52°12'36" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 439.9 feet to an angle point;

THENCE South 52°40'18" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 1825.5 feet to an angle point;

THENCE South 53°11'13" East, coincident with the northeastern boundary line of Dow Corridor "A", at a distance of 101.5 feet pass the northwestern right-of-way boundary line of State Highway 523, same being the northwestern boundary line of the City of Freeport city limits, continuing for a total distance of 226.6 feet to a point located in the southeastern boundary line of State Highway 523, same being the southeastern boundary line of the City of Freeport city limits, for the **POINT OF BEGINNING** of the herein described 2.122 acre tract;

THENCE South 53°11'13" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 2462.5 feet to a point at the intersection of the western boundary line of Dow Corridor "R", for an angle corner of the herein described 2.122 acre tract;

THENCE North 2°45'55" West, coincident with the western boundary line of Dow Corridor "R", a distance of 3461.1 feet to a point located in the southeastern right-of-way boundary line of State Highway 523, same being the southeastern boundary line of the City of Freeport city limits, for an angle corner of the herein described 2.122 acre tract;

THENCE North 45°18'48" East, coincident with the southeastern right-of-way boundary line of State Highway 523, same being the southeastern boundary line of the City of Freeport city limits, a distance of 6.7 feet to an angle corner of the herein described 2.122 acre tract;

THENCE South 2°45'55" East, a distance of 3476.2 feet to an angle corner of the herein described 2.122 acre tract;

THENCE North 53°11'13" West, a distance of 2467.8 feet to an angle corner of the herein described 2.122 acre tract;

THENCE South 34°03'48" West, a distance of 278.4 feet to an angle corner of the herein described 2.122 acre tract;

THENCE South 56°07'52" East, a distance of 36.7 feet to an angle corner of the herein described 2.122 acre tract;

THENCE South 33°51'59" West, a distance of 1318.4 feet to an angle corner of the herein described 2.122 acre tract;

THENCE South 28°53'18" East, a distance of 448.1 feet to an angle corner of the herein described 2.122 acre tract;

THENCE South 69°00'05" East, a distance of 484.9 feet to an angle corner of the herein described 2.122 acre tract;

THENCE South 62°21'09" East, a distance of 301.2 feet to an angle corner of the herein described 2.122 acre tract;

THENCE South 55°34'31" East, a distance of 247.0 feet to an angle corner of the herein described 2.122 acre tract;

THENCE South 52°40'27" East, a distance of 4946.3 feet to an angle corner of the herein described 2.122 acre tract;

THENCE South 51°40'14" East, a distance of 382.3 feet to an angle corner of the herein described 2.122 acre tract;

THENCE South 2°25'52" East, a distance of 299.4 feet to a point located in the northern boundary line of Dow Corridor "B", for an angle corner of the herein described 2.122 acre tract;

THENCE South 2°27'59" West, a distance of 1495.8 feet to an angle corner of the herein described 2.122 acre tract;

THENCE North 87°36'15" West, a distance of 1225.1 feet to an angle corner of the herein described 2.122 acre tract;

THENCE South 2°20'13" West, a distance of 17.7 feet to an angle corner of the herein described 2.122 acre tract;

THENCE North 38°13'22" West, a distance of 5.3 feet to an angle corner of the herein described 2.122 acre tract;

THENCE North 87°52'48" West, a distance of 448.9 feet to an angle corner of the herein described 2.122 acre tract;

THENCE South 12°53'11" East, a distance of 618.7 feet to a point located in the northern boundary line of the City of Freeport city limits, for an angle corner of the herein described 2.122 acre tract;

THENCE South 80°33'01" West, coincident with the northern boundary line of the City of Freeport city limits, a distance of 5.0 feet to a point located in the western boundary line of Dow Corridor "C", for an angle corner of the herein described 2.122 acre tract;

THENCE North 12°53'11" West, coincident with the western boundary line of Dow Corridor "C", a distance of 624.9 feet to an angle corner of the herein described 2.122 acre tract;

THENCE South 87°52'48" East, coincident with the northern boundary line of Dow Corridor "C", a distance of 450.4 feet to an angle corner of the herein described 2.122 acre tract;

BASF CORPORATION REINVESTMENT ZONE
BRAZORIA COUNTY TRACT 4 – 2.122 ACRE TRACT
MAURICE HENRY SURVEY, ABSTRACT 74
ALEXANDER CALVIT SURVEY, ABSTRACT 50
BRAZORIA COUNTY, TEXAS
PAGE 4 OF 4

THENCE North 2°20'13" East, coincident with the western boundary line of Dow Corridor "C", a distance of 17.7 feet to an angle corner of the herein described 2.122 acre tract;

THENCE South 87°36'15" East, coincident with the northern boundary line of Dow Corridor "C", a distance of 1225.2 feet to an angle corner of the herein described 2.122 acre tract;

THENCE North 2°27'59" East, a distance of 1490.5 feet to an angle corner of Dow Corridor "B", for an angle corner of the herein described 2.122 acre tract;

THENCE North 2°25'52" West, coincident with the western boundary line of said Dow Corridor "B", a distance of 296.9 feet to an angle corner of the herein described 2.122 acre tract;

THENCE North 51°40'14" West, coincident with the southwestern boundary line of said Dow Corridor "B", a distance of 380.0 feet to an angle corner of the herein described 2.122 acre tract;

THENCE North 52°40'27" West, coincident with the southwestern boundary line of said Dow Corridor "B", a distance of 4946.2 feet to an angle corner of the herein described 2.122 acre tract;

THENCE North 55°34'31" West, coincident with the southwestern boundary line of said Dow Corridor "B", a distance of 246.6 feet to an angle corner of the herein described 2.122 acre tract;

THENCE North 62°21'09" West, coincident with the southwestern boundary line of said Dow Corridor "B", a distance of 300.6 feet to an angle corner of the herein described 2.122 acre tract;

THENCE North 69°00'05" West, coincident with the southwestern boundary line of said Dow Corridor "B", a distance of 486.4 feet to an angle corner of the herein described 2.122 acre tract;

THENCE North 28°53'18" West, a distance of 453.0 feet to an angle corner of the herein described 2.122 acre tract;

THENCE North 33°51'59" East, a distance of 1316.5 feet to an angle corner of the herein described 2.122 acre tract;

THENCE North 56°07'52" West, a distance of 36.8 feet to an angle corner of the herein described 2.122 acre tract;

THENCE North 34°03'47" East, a distance of 288.7 feet to the **POINT OF BEGINNING**, containing 2.122 acres of land, more or less.

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.

V:\Fwt\BASF\BASF - Brazoria County RZ tract 4.doc

Doyle & Wachtstetter, Inc
Surveying and Mapping • GPS/GIS

BASF CORPORATION REINVESTMENT ZONE
BRAZORIA COUNTY TRACT 5 - 0.185 ACRE TRACT
MAURICE HENRY SURVEY, ABSTRACT 74
BRAZORIA COUNTY, TEXAS
PAGE 1 OF 2

ALL THAT CERTAIN 0.185 ACRE TRACT, situated in the Maurice Henry Survey, Abstract 74, Brazoria County, Texas, the herein described 0.185 acre tract being more particularly described by metes and bounds as follows:

COMMENCING at the northeast corner of all that certain called 213.28691 acre tract conveyed by deed recorded on June 22, 1966 from the Dow Chemical Company to Dow Badishce Company as recorded in Volume 944, Page 402 of the Brazoria County Deed Records, for the northwest corner of the herein described 2.122 acre tract

THENCE North 87°11'09" East, at a distance of 277.9 feet pass the western boundary line of the City of Lake Jackson city limits, at a distance of 389.1 feet pass the eastern boundary line of said City of Lake Jackson city limits, continuing for a total distance of 3147.7 feet to point located in the eastern boundary line of Dow Corridor "A", to an angle point;

THENCE South 32°13'52" East, coincident with the eastern boundary line of Dow Corridor "A", a distance of 672.6 feet to an angle point;

THENCE South 38°34'56" East, coincident with the eastern boundary line of Dow Corridor "A", a distance of 726.9 feet to an angle point;

THENCE South 44°56'20" East, coincident with the eastern boundary line of Dow Corridor "A", a distance of 1191.6 feet to an angle point;

THENCE South 38°35'38" East, coincident with the eastern boundary line of Dow Corridor "A", a distance of 353.6 feet to an angle point;

THENCE North 71°55'12" East, coincident with the northern boundary line of Dow Corridor "A", a distance of 107.00 feet to an angle point;

THENCE North 71°55'12" East, coincident with the northern boundary line of Dow Corridor "A", a distance of 78.5 feet to an angle point:

THENCE South 87°03'30" East, coincident with the northern boundary line of Dow Corridor "A", a distance of 285.4 feet to an angle point:

THENCE South 84°04'38" East, coincident with the northern boundary line of Dow Corridor "A", a distance of 200.9 feet to an angle point:

THENCE South 76°36'11" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 232.2 feet to an angle point:

THENCE South 70°47'07" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 230.7 feet to an angle point:

THENCE South 65°01'56" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 252.1 feet to an angle point:

THENCE South 59°18'13" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 661.1 feet to an angle point:

THENCE South 59°14'54" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 514.6 feet to an angle point:

131 Commerce Street • Clute, Texas 77531-5601
Phone: 979-265-3622 • Fax: 979-265-9940 • Email: DW-Surveyor.com

BASF CORPORATION REINVESTMENT ZONE
BRAZORIA COUNTY TRACT 5 - 0.185 ACRE TRACT
MAURICE HENRY SURVEY, ABSTRACT 74
ALEXANDER CALVIT SURVEY, ABSTRACT 50
BRAZORIA COUNTY, TEXAS
PAGE 2 OF 2

THENCE South 51°09'59" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 274.3 feet to an angle point:

THENCE South 39°16'42" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 5760.6 feet to an angle point:

THENCE North 87°15'54" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 209.3 feet to an angle point:

THENCE South 39°31'51" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 111.6 feet to an angle point:

THENCE South 48°08'56" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 420.37 feet to an angle point:

THENCE South 52°12'36" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 439.9 feet to an angle point:

THENCE South 52°40'18" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 1825.5 feet to an angle point:

THENCE South 53°11'13" East, coincident with the northeastern boundary line of Dow Corridor "A", at a distance of 101.5 feet pass the northwestern right-of-way boundary line of State Highway 523, same being the northwestern boundary line of the City of Freeport city limits, at distance of 226.6 feet pass the southeastern boundary line of State Highway 523, same being the southeastern boundary line of the City of Freeport city limits, continuing for a total distance of 2689.1 feet to a point at the intersection of the western boundary line of Dow Corridor "R", for an angle point;

THENCE North 2°45'55" West, coincident with the western boundary line of Dow Corridor "R", at a distance of 3461.1 feet pass the southeastern right-of-way boundary line of State Highway 523, same being the southeastern boundary line of the City of Freeport city limits, continuing for a total distance of 3633.0 feet to a point in the northwestern right-of-way boundary line of State Highway 523, same being the northwestern boundary line of the City of Freeport city limits, for the southwest corner and the **POINT OF BEGINNING** of the herein described 0.185 acre tract;

THENCE North 2°45'55" West, coincident with the western boundary line of Dow Corridor "R", a distance of 1616.7 feet to a point located in the southern boundary line of the City of Freeport city limits, for the northwest corner of the herein described 0.185 acre tract;

THENCE South 63°18'04" East, coincident with the southern boundary line of the City of Freeport city limits, a distance of 5.7 feet to the northeast corner of the herein described 0.185 acre tract;

THENCE South 2°45'55" East, a distance of 1609.1 feet to a point in the northwestern right-of-way boundary line of State Highway 523, same being the northwestern boundary line of the City of Freeport city limits, for the southeast corner of the herein described 0.185 acre tract;

THENCE South 43°31'59" West, coincident with the northwestern right-of-way boundary line of State Highway 523, same being the northwestern boundary line of the City of Freeport city limits, a distance of 6.9 feet to the **POINT OF BEGINNING**, containing 0.185 acre of land, more or less.

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.

V:\Ref\BASF\BASF - Brazoria County EZ tract 4.doc

Doyle & Wachtstetter, Inc
Surveying and Mapping • GPS/GIS

BASF CORPORATION REINVESTMENT ZONE
BRAZORIA COUNTY TRACT 6 - 0.679 ACRE TRACT
MAURICE HENRY SURVEY, ABSTRACT 74
BRAZORIA COUNTY, TEXAS
PAGE 1 OF 3

ALL THAT CERTAIN 0.679 ACRE TRACT, situated in the Maurice Henry Survey, Abstract 74, Brazoria County, Texas, the herein described 0.679 acre tract being more particularly described by metes and bounds as follows:

COMMENCING at the northeast corner of all that certain called 213.28691 acre tract conveyed by deed recorded on June 22, 1966 from the Dow Chemical Company to Dow Badishce Company as recorded in Volume 944, Page 402 of the Brazoria County Deed Records, for the northwest corner of the herein described 2.122 acre tract

THENCE North 87°11'09" East, at a distance of 277.9 feet pass the western boundary line of the City of Lake Jackson city limits, at a distance of 389.1 feet pass the eastern boundary line of said City of Lake Jackson city limits, continuing for a total distance of 3147.7 feet to point located in the eastern boundary line of Dow Corridor "A", to an angle point;

THENCE South 32°13'52" East, coincident with the eastern boundary line of Dow Corridor "A", a distance of 672.6 feet to an angle point;

THENCE South 38°34'56" East, coincident with the eastern boundary line of Dow Corridor "A", a distance of 726.9 feet to an angle point;

THENCE South 44°56'20" East, coincident with the eastern boundary line of Dow Corridor "A", a distance of 1191.6 feet to an angle point;

THENCE South 38°35'38" East, coincident with the eastern boundary line of Dow Corridor "A", a distance of 353.6 feet to an angle point;

THENCE North 71°55'12" East, coincident with the northern boundary line of Dow Corridor "A", a distance of 107.00 feet to an angle point;

THENCE North 71°55'12" East, coincident with the northern boundary line of Dow Corridor "A", a distance of 78.5 feet to an angle point:

THENCE South 87°03'30" East, coincident with the northern boundary line of Dow Corridor "A", a distance of 285.4 feet to an angle point:

THENCE South 84°04'38" East, coincident with the northern boundary line of Dow Corridor "A", a distance of 200.9 feet to an angle point:

THENCE South 76°36'11" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 232.2 feet to an angle point:

THENCE South 70°47'07" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 230.7 feet to an angle point:

THENCE South 65°01'56" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 252.1 feet to an angle point:

THENCE South 59°18'13" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 661.1 feet to an angle point:

THENCE South 59°14'54" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 514.6 feet to an angle point:

131 Commerce Street • Clute, Texas 77531-5601
Phone: 979-265-3622 • Fax: 979-265-9940 • Email: DW-Surveyor.com

THENCE South 51°09'59" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 274.3 feet to an angle point;

THENCE South 39°16'42" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 5760.6 feet to an angle point;

THENCE North 87°15'54" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 209.3 feet to an angle point;

THENCE South 39°31'51" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 111.6 feet to an angle point;

THENCE South 48°08'56" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 420.37 feet to an angle point;

THENCE South 52°12'36" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 439.9 feet to an angle point;

THENCE South 52°40'18" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 1825.5 feet to an angle point;

THENCE South 53°11'13" East, coincident with the northeastern boundary line of Dow Corridor "A", at a distance of 101.5 feet pass the northwestern right-of-way boundary line of State Highway 523, same being the northwestern boundary line of the City of Freeport city limits, at distance of 226.6 feet pass the southeastern boundary line of State Highway 523, same being the southeastern boundary line of the City of Freeport city limits, continuing for a total distance of 2689.1 feet to a point at the intersection of the western boundary line of Dow Corridor "R", for an angle point;

THENCE North 2°45'55" West, coincident with the western boundary line of Dow Corridor "R", at a distance of 3461.1 feet pass the southeastern right-of-way boundary line of State Highway 523, same being the southeastern boundary line of the City of Freeport city limits, at a distance of 3633.0 feet pass the northwestern boundary line of State Highway 523, same being the northwestern boundary line of said City of Freeport city limits, at a distance of 5249.8 feet pass the southwestern boundary line of the City of Freeport city limits, continuing for a total distance of 5477.8 feet to a point in the northeastern right-of-way boundary line of State Highway 332, same being the northeastern boundary line of the City of Freeport city limits, for the southwest corner and the **POINT OF BEGINNING** of the herein described 0.679 acre tract;

THENCE North 2°45'55" West, coincident with the western boundary line of Dow Corridor "R", a distance of 2122.6 feet to an angle corner of the herein described 0.679 acre tract;

THENCE South 87°16'29" West, coincident with the southern boundary line of Dow Corridor "R", a distance of 187.1 feet to an angle corner of the herein described 0.679 acre tract;

THENCE North 2°28'39" West, coincident with the western boundary line of Dow Corridor "R", a distance of 3603.1 feet to point located in the southern boundary line of a 10 foot wide City of Freeport city limit strip, for the northwest corner of the herein described 0.679 acre tract;

THENCE North 87°00'50" East, coincident with the southern boundary line of said 10 foot wide City of Freeport city limit strip, a distance of 5.0 feet to an angle corner of the herein described 0.679 acre tract;

THENCE South 2°28'39" East, a distance of 3598.2 feet to an angle corner of the herein described 0.679 acre tract;

THENCE North 87°16'29" East, a distance of 187.1 feet to an angle corner of the herein described 0.679 acre tract;

THENCE South 2°45'55" East, a distance of 2130.4 feet to a point located in the northeastern right-of-way boundary line of State Highway 332, same being the northeastern boundary line of the City of Freeport city limits, for the southeast corner of the herein described 0.679 acre tract;

THENCE North 63°21'45" West, coincident with the northeastern right-of-way boundary line of State Highway 332, same being the northeastern boundary line of the City of Freeport city limits, a distance of 5.7 feet to the **POINT OF BEGINNING**, containing 0.679 acre of land, more or less.

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.

V:\Pw\BASF\BASF - Brazoria County EZ tract 4.doc

Doyle & Wachtstetter, Inc
Surveying and Mapping • GPS/GIS

BASF CORPORATION REINVESTMENT ZONE
BRAZORIA COUNTY TRACT 7 – 4.908 ACRE TRACT
S.F. AUSTIN SURVEY, ABSTRACT 21, JARED GROCE 5 LEAGUE GRANT, ABSTRACT 66, J. BROWN SURVEY, ABSTRACT 153, J. M. MUSQUEZ SURVEY, ABSTRACT 332
BRAZORIA COUNTY, TEXAS
PAGE 1 OF 4

ALL THAT CERTAIN 4.908 ACRE TRACT, situated in the S.F. Austin Survey, Abstract 21, Jared Groce 5 League Grant, Abstract 66, J. Brown Survey, Abstract 153, and the J. M. Musquez Survey, Abstract 332, Brazoria County, Texas, the herein described 4.908 acre tract being more particularly described by metes and bounds as follows:

COMMENCING at the northeast corner of all that certain called 213.28691 acre tract conveyed by deed recorded on June 22, 1966 from the Dow Chemical Company to Dow Badishce Company as recorded in Volume 944, Page 402 of the Brazoria County Deed Records, for the northwest corner of the herein described 2.122 acre tract

THENCE North 87°11'09" East, at a distance of 277.9 feet pass the western boundary line of the City of Lake Jackson city limits, at a distance of 389.1 feet pass the eastern boundary line of said City of Lake Jackson city limits, continuing for a total distance of 3147.7 feet to point located in the eastern boundary line of Dow Corridor "A", to an angle point;

THENCE South 32°13'52" East, coincident with the eastern boundary line of Dow Corridor "A", a distance of 672.6 feet to an angle point;

THENCE South 38°34'56" East, coincident with the eastern boundary line of Dow Corridor "A", a distance of 726.9 feet to an angle point;

THENCE South 44°56'20" East, coincident with the eastern boundary line of Dow Corridor "A", a distance of 1191.6 feet to an angle point;

THENCE South 38°35'38" East, coincident with the eastern boundary line of Dow Corridor "A", a distance of 353.6 feet to an angle point;

THENCE North 71°55'12" East, coincident with the northern boundary line of Dow Corridor "A", a distance of 107.00 feet to an angle point;

THENCE North 71°55'12" East, coincident with the northern boundary line of Dow Corridor "A", a distance of 78.5 feet to an angle point:

THENCE South 87°03'30" East, coincident with the northern boundary line of Dow Corridor "A", a distance of 285.4 feet to an angle point:

THENCE South 84°04'38" East, coincident with the northern boundary line of Dow Corridor "A", a distance of 200.9 feet to an angle point:

THENCE South 76°36'11" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 232.2 feet to an angle point:

THENCE South 70°47'07" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 230.7 feet to an angle point:

THENCE South 65°01'56" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 252.1 feet to an angle point:

131 Commerce Street • Clute, Texas 77531-5601
Phone: 979-265-3622 • Fax: 979-265-9940 • Email: DW-Surveyor.com

THENCE South 59°18'13" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 661.1 feet to an angle point:

THENCE South 59°14'54" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 514.6 feet to an angle point:

THENCE South 51°09'59" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 274.3 feet to an angle point:

THENCE South 39°16'42" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 5760.6 feet to an angle point:

THENCE North 87°15'54" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 209.3 feet to an angle point:

THENCE South 39°31'51" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 111.6 feet to an angle point:

THENCE South 48°08'56" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 420.37 feet to an angle point:

THENCE South 52°12'36" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 439.9 feet to an angle point:

THENCE South 52°40'18" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 1825.5 feet to an angle point:

THENCE South 53°11'13" East, coincident with the northeastern boundary line of Dow Corridor "A", at a distance of 101.5 feet pass the northwestern right-of-way boundary line of State Highway 523, same being the northwestern boundary line of the City of Freeport city limits, at distance of 226.6 feet pass the southeastern boundary line of State Highway 523, same being the southeastern boundary line of the City of Freeport city limits, continuing for a total distance of 2689.1 feet to a point at the intersection of the western boundary line of Dow Corridor "R", for an angle point;

THENCE North 2°45'55" West, coincident with the western boundary line of Dow Corridor "R", at a distance of 3461.1 feet pass the southeastern right-of-way boundary line of State Highway 523, same being the southeastern boundary line of the City of Freeport city limits, at a distance of 3633.0 feet pass the northwestern boundary line of State Highway 523, same being the northwestern boundary line of said City of Freeport city limits, at a distance of 5249.8 feet pass the southwestern boundary line of the City of Freeport city limits, at a distance of 5477.8 feet pass the northeastern right-of-way boundary line of State Highway 332, same being the northeastern boundary line of the City of Freeport city limits, continuing for a total distance of 7600.4 to an angle point;

THENCE South 87°16'29" West, coincident with the southern boundary line of Dow Corridor "R", a distance of 187.1 feet to an angle corner of the herein described 4.908 acre tract;

THENCE North 2°28'39" West, coincident with the western boundary line of Dow Corridor "R", at a distance of 3603.1 feet pass the southern boundary line of a 10 foot wide City of Freeport city limit strip, continuing for a total distance of 3613.1 feet to a point located in the northern boundary line of said 10 foot wide City of Freeport city limit strip, for the southwest corner and the **POINT OF BEGINNING** of the herein described 4.908 acre tract

THENCE North 2°28'39" West, a distance of 5657.7 feet to an angle corner of the herein described 4.908 acre tract;

THENCE South 87°31'32" West, a distance of 99.4 feet to an angle corner of the herein described 4.908 acre tract;

THENCE North 3°08'53" West, a distance of 829.7 feet to an angle corner of the herein described 4.908 acre tract;

THENCE North 24°19'57" East, a distance of 240.4 feet to an angle corner of the herein described 4.908 acre tract;

THENCE North 2°29'31" West, a distance of 1920.4 feet to an angle corner of the herein described 4.908 acre tract;

THENCE North 87°34'44" East, a distance of 137.6 feet to an angle corner of the herein described 4.908 acre tract;

THENCE North 2°55'34" West, a distance of 3377.6 feet to an angle corner of the herein described 4.908 acre tract;

THENCE North 16°22'29" West, a distance of 1002.4 feet to an angle corner of the herein described 4.908 acre tract;

THENCE North 29°49'21" West, a distance of 3253.3 feet to an angle corner of the herein described 4.908 acre tract;

THENCE North 45°07'34" East, a distance of 4717.7 feet to an angle corner of the herein described 4.908 acre tract;

THENCE North 1°05'13" West, a distance of 1350.2 feet to an angle corner of the herein described 4.908 acre tract;

THENCE North 0°44'47" West, a distance of 6511.9 feet to an angle corner of the herein described 4.908 acre tract;

THENCE North 30°11'05" East, a distance of 13526.5 feet to a point located in the eastern boundary line of a 10 foot wide City of Freeport city limit strip, an angle corner of the herein described 4.908 acre tract;

THENCE South 11°46'25" East, coincident with the eastern boundary line of said 10 foot wide City of Freeport city limit strip, a distance of 7.5 feet to an angle corner of the herein described 4.908 acre tract;

THENCE South 30°11'05" West, a distance of 13519.5 feet to an angle corner of the herein described 4.908 acre tract;

THENCE South 0°44'47" East, a distance of 6510.3 feet to an angle corner of the herein described 4.908 acre tract;

THENCE South 01°05'12" East, a distance of 1352.5 feet to an angle corner of the herein described 4.908 acre tract;

THENCE South 45°07'34" West, a distance of 4715.6 feet to an angle corner of the herein described 4.908 acre tract;

THENCE South 29°48'54" East, a distance of 3250.2 feet to an angle corner of the herein described 4.908 acre tract;

THENCE South 16°22'29" East, a distance of 1003.6 feet to an angle corner of the herein described 4.908 acre tract;

THENCE South 02°55'34" East, a distance of 3383.3 feet to an angle corner of the herein described 4.908 acre tract;

THENCE South 87°34'44" West, a distance of 137.6 feet to an angle corner of the herein described 4.908 acre tract;

THENCE South 2°29'31" East, a distance of 1916.6 feet to an angle corner of the herein described 4.908 acre tract;

THENCE South 24°19'57" West, a distance of 240.4 feet to an angle corner of the herein described 4.908 acre tract;

THENCE South 3°08'53" East, a distance of 823.5 feet to an angle corner of the herein described 4.908 acre tract;

THENCE North 87°31'32" East, a distance of 99.4 feet to an angle corner of the herein described 4.908 acre tract;

THENCE South 2°28'39" East, a distance of 5662.7 feet to a point located in the northern boundary line of said 10 foot wide City of Freeport city limit strip, for the southeast corner of the herein described 4.908 acre tract;

THENCE South 87°00'42" West, coincident with the northern boundary line of said 10 foot wide City of Freeport city limit strip, a distance of 5.00 feet to the **POINT OF BEGINNING**, containing 4.908 acre 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.

V:\Pw\BASF\BASF - Brazoria County EZ tract 7.doc

Doyle & Wachtstetter, Inc
Surveying and Mapping • GPS/GIS

BASF CORPORATION REINVESTMENT ZONE
BRAZORIA COUNTY TRACT 8 – 8.821 ACRE TRACT
J. H. KUYKENDALL SURVEY, ABSTRACT 577, J. ARMENDARIS SURVEY, ABSTRACT 406, J. S. MOORE SURVEY, ABSTRACT 435, H.H. RUSSELL SURVEY, ABSTRACT 439, W. PACE SURVEY, ABSTRACT 353, G. W. FOSTER SURVEY, ABSTRACT 746, H. T. & B. RR CO. SURVEY, ABSTRACT 272, H. T. & B. RR CO. SURVEY, ABSTRACT 273, W. J. MARSHALL SURVEY, ABSTRACT 437, HOSKINS AND HUNTER SURVEY, ABSTRACT 613, H. T. & B. RR CO. SURVEY, ABSTRACT 276, PERRY AND AUSTIN SURVEY, ABSTRACT 106, PERRY AND AUSTIN SURVEY, ABSTRACT 107,
BRAZORIA COUNTY, TEXAS

ALL THAT CERTAIN 8.821 ACRE TRACT, situated in the J. H. Kuykendall Survey, Abstract 577, J. Armendaris Survey, Abstract 406, J. S. Moore Survey, Abstract 435, H.H. Russell Survey, Abstract 439, W. Pace Survey, Abstract 353, G. W. Foster Survey, Abstract 746, H. T. & B. RR Co. Survey, Abstract 272, H. T. & B. RR Co. Survey, Abstract 273, W. J. Marshall Survey, Abstract 437, Hoskins And Hunter Survey, Abstract 613, H. T. & B. RR Co. Survey, Abstract 276, Perry And Austin Survey, Abstract 106, and the Perry And Austin Survey, Abstract 107, Brazoria County, Texas, the herein described 4.908 acre tract being more particularly described by metes and bounds as follows:

COMMENCING at the northeast corner of all that certain called 213.28691 acre tract conveyed by deed recorded on June 22, 1966 from the Dow Chemical Company to Dow Badishce Company as recorded in Volume 944, Page 402 of the Brazoria County Deed Records, for the northwest corner of the herein described 2.122 acre tract

THENCE North 87°11'09" East, at a distance of 277.9 feet pass the western boundary line of the City of Lake Jackson city limits, at a distance of 389.1 feet pass the eastern boundary line of said City of Lake Jackson city limits, continuing for a total distance of 3147.7 feet to point located in the eastern boundary line of Dow Corridor "A", to an angle point;

THENCE South 32°13'52" East, coincident with the eastern boundary line of Dow Corridor "A", a distance of 672.6 feet to an angle point;

THENCE South 38°34'56" East, coincident with the eastern boundary line of Dow Corridor "A", a distance of 726.9 feet to an angle point;

THENCE South 44°56'20" East, coincident with the eastern boundary line of Dow Corridor "A", a distance of 1191.6 feet to an angle point;

THENCE South 38°35'38" East, coincident with the eastern boundary line of Dow Corridor "A", a distance of 353.6 feet to an angle point;

THENCE North 71°55'12" East, coincident with the northern boundary line of Dow Corridor "A", a distance of 107.00 feet to an angle point;

THENCE North 71°55'12" East, coincident with the northern boundary line of Dow Corridor "A", a distance of 78.5 feet to an angle point:

THENCE South 87°03'30" East, coincident with the northern boundary line of Dow Corridor "A", a distance of 285.4 feet to an angle point:

THENCE South 84°04'38" East, coincident with the northern boundary line of Dow Corridor "A", a distance of 200.9 feet to an angle point:

THENCE South 76°36'11" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 232.2 feet to an angle point:

131 Commerce Street • Clute, Texas 77531-5601
Phone: 979-265-3622 • Fax: 979-265-9940 • Email: DW-Surveyor.com

BASF CORPORATION REINVESTMENT ZONE
BRAZORIA COUNTY TRACT 8 – 8.821 ACRE TRACT
J. H. KUYKENDALL SURVEY, ABSTRACT 577, J. ARMENDARIS SURVEY, ABSTRACT 406, J. S. MOORE SURVEY, ABSTRACT 435, H.H. RUSSELL SURVEY, ABSTRACT 439, W. PACE SURVEY, ABSTRACT 353, G. W. FOSTER SURVEY, ABSTRACT 746, H. T. & B. RR CO. SURVEY, ABSTRACT 272, H. T. & B. RR CO. SURVEY, ABSTRACT 273, W. J. MARSHALL SURVEY, ABSTRACT 437, HOSKINS AND HUNTER SURVEY, ABSTRACT 613, H. T. & B. RR CO. SURVEY, ABSTRACT 276, PERRY AND AUSTIN SURVEY, ABSTRACT 106, PERRY AND AUSTIN SURVEY, ABSTRACT 107,
BRAZORIA COUNTY, TEXAS

THENCE South 70°47'07" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 230.7 feet to an angle point:

THENCE South 65°01'56" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 252.1 feet to an angle point:

THENCE South 59°18'13" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 661.1 feet to an angle point:

THENCE South 59°14'54" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 514.6 feet to an angle point:

THENCE South 51°09'59" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 274.3 feet to an angle point:

THENCE South 39°16'42" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 5760.6 feet to an angle point:

THENCE North 87°15'54" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 209.3 feet to an angle point:

THENCE South 39°31'51" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 111.6 feet to an angle point:

THENCE South 48°08'56" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 420.37 feet to an angle point:

THENCE South 52°12'36" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 439.9 feet to an angle point:

THENCE South 52°40'18" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 1825.5 feet to an angle point:

THENCE South 53°11'13" East, coincident with the northeastern boundary line of Dow Corridor "A", at a distance of 101.5 feet pass the northwestern right-of-way boundary line of State Highway 523, same being the northwestern boundary line of the City of Freeport city limits, at distance of 226.6 feet pass the southeastern boundary line of State Highway 523, same being the southeastern boundary line of the City of Freeport city limits, continuing for a total distance of 2689.1 feet to a point at the intersection of the western boundary line of Dow Corridor "R", for an angle point;

THENCE North 2°45'55" West, coincident with the western boundary line of Dow Corridor "R", at a distance of 3461.1 feet pass the southeastern right-of-way boundary line of State Highway 523, same being the southeastern boundary line of the City of Freeport city limits, at a distance of 3633.0 feet pass the northwestern boundary line of State Highway 523, same being the northwestern boundary line of said City of Freeport city limits, at a distance of 5249.8 feet pass the southwestern boundary line of the City of Freeport city limits, at a distance of 5477.8 feet pass the northeastern right-of-way boundary line of State Highway 332, same being the northeastern boundary line of the City of Freeport city limits, continuing for a total distance of 7600.4 to an angle point;

THENCE South 87°16'29" West, coincident with the southern boundary line of Dow Corridor "R", a distance of 187.1 feet to an angle point;

THENCE North 2°28'39" West, coincident with the western boundary line of Dow Corridor "R", at a distance of 3603.1 feet pass the southern boundary line of a 10 foot wide City of Freeport city limit strip, at a distance of 3613.1 feet pass the northern boundary line of said 10 foot wide City of Freeport city limit strip, continuing for a total distance of 7600.4 feet to an angle point;

THENCE North 2°28'39" West, a distance of 5657.7 feet to an angle point;

THENCE South 87°31'32" West, a distance of 99.4 feet to an angle point;

THENCE North 3°08'53" West, a distance of 829.7 feet to an angle point;

THENCE North 24°19'57" East, a distance of 240.4 feet to an angle point;

THENCE North 2°29'31" West, a distance of 1920.4 feet to an angle point;

THENCE North 87°34'44" East, a distance of 137.6 feet to an angle point;

THENCE North 2°55'34" West, a distance of 3377.6 feet to an angle point;

THENCE North 16°22'29" West, a distance of 1002.4 feet to an angle point;

THENCE North 29°49'21" West, a distance of 3253.3 feet to an angle point;

THENCE North 45°07'34" East, a distance of 4717.7 feet to an angle point;

THENCE North 1°05'13" West, a distance of 1350.2 feet to an angle point;

THENCE North 0°44'47" West, a distance of 6511.9 feet to an angle point;

THENCE North 30°11'05" East, at a distance of 13526.5 feet pass the eastern boundary line of a 10 foot wide City of Freeport city limit strip, continuing for a total distance of 13541.4 feet to a point located in the western boundary line of said 10 foot wide City of Freeport city limit strip, for the **POINT OF BEGINNING** of the herein described 8.821 acre tract;

THENCE North 30°11'05" East, a distance of 10768.8 feet to an angle point of the herein described 8.821 acre tract;;

THENCE North 30°24'52" East, a distance of 15535.7 feet to an angle point of the herein described 8.821 acre tract;;

THENCE North 60°18'34" East, a distance of 10109.9 feet to an angle point of the herein described 8.821 acre tract;;

THENCE North 40°39'01" East, a distance of 5956.8 feet to an angle point of the herein described 8.821 acre tract;;

THENCE North 40°31'18" East, a distance of 21882.45 feet to an angle point of the herein described 8.821 acre tract;;

THENCE North 51°24'13" West, a distance of 12732.0 feet to a point located in the southeastern boundary line of the Ascend Performance Material, LLC 72.801 acre Reinvestment Zone, for an angle corner of the herein described 8.821 acre tract,

THENCE North 38°35'47" East, coincident with the southeastern boundary line of said Ascend Performance Material, LLC 72.801 acre Reinvestment Zone, a distance of 5.0 feet to a point for the North corner of the herein described 8.821 acre tract;

THENCE South 51°24'13" East, a distance of 12737.1 feet to an angle point of the herein described 8.821 acre tract;;

THENCE South 40°31'18" West, a distance of 21887.6 feet to an angle point of the herein described 8.821 acre tract;;

THENCE South 40°39'01" West, a distance of 5957.6 feet to an angle point of the herein described 8.821 acre tract;;

THENCE South 60°18'34" West, a distance of 10109.4 feet to an angle point of the herein described 8.821 acre tract;;

THENCE South 30°24'52" West, a distance of 15534.4 feet to an angle point of the herein described 8.821 acre tract;;

THENCE South 30°11'05" West, a distance of 10774.3 feet to located in the eastern boundary line of said 10 foot wide City of Freeport city limit strip for an angle corner of the herein described 8.821 acre tract;

THENCE North 11°46'25" West, coincident with the eastern boundary line of said 10 foot wide City of Freeport city limit strip, a distance of 7.5 feet to the **POINT OF BEGINNING**, containing 8.821 acre of land, more or less.

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.

Doyle & Wachtstetter, Inc
Surveying and Mapping • GPS/GIS

BASF CORPORATION, 75.0000 ACRE TAX ABATEMENT TRACT
JOHN G. McNEEL SURVEY, ABSTRACT 335 &
STEPHEN F. AUSTIN SURVEY, ABSTRACT 28
BRAZORIA COUNTY, TEXAS

ALL THAT CERTAIN 75.0000 ACRE tract of land lying and situated in the John G. McNeel Survey, Abstract 335 and Stephen F. Austin Survey, Abstract 28, Brazoria County, Texas, being a portion of all that certain called 75.00 acre tract of land conveyed by deed on August 31, 1982 from Freeport Minerals Company to Badische Corporation, as recorded in Volume 1663, Page 67 of the Brazoria County Deed Records (B.C.D.R.) and all that certain called 3.7714 acre tract of land conveyed by warranty deed on January 10, 2011 from Port Freeport to BASF Corporation, as recorded in Clerk's File No. 2011-001478 of the Brazoria County Official Records (B.C.O.R.), said 75.0000 acre tract of land hereby conveyed being more particularly described by metes and bounds, using survey terminology which refers to the Texas State Plane Coordinate System, South Central Zone (NAD27), in which the directions are Lambert grid bearings and the distances are surface level horizontal lengths (S.F.= 0.9998870) as follows:

BEGINNING at a 5/8" iron rod in concrete found marking the most easterly southeast corner of the aforementioned all that certain called 75.00 acre tract of land conveyed by deed on August 31, 1982 from Freeport Minerals Company to Badische Corporation, as recorded in Volume 1663, Page 67 of the B.C.D.R., same being an interior corner of all that certain Tract 15, a called 108.72 acre tract of land convey by deed on April 28, 1952 from Phillips Oil Company to Phillips Petroleum Company, as recorded in Volume 533, Page 225 of the B.C.D.R., said Point of Beginning being located at Texas State Plane coordinate position X=3171151.73 and Y=418813.75;

THENCE South 58°13'01" West, coincident with the southeastern boundary line of said Badische Corporation called 75.00 acre tract, same being the northwestern boundary line of the said Phillips Petroleum Company called 108.72 acre tract, at a distance of 743.97 feet pass the southwestern boundary line of the Stephen F. Austin Survey, Abstract 28, same being the northeastern boundary line of the John G. McNeel Survey, Abstract 335, continuing for a total distance of 1338.07 feet to a 1" iron pipe found marking the northeast corner of all that certain 150 foot wide pipeline easement a strip of land conveyed on March 4, 1986 from Brazos River Harbor Navigation District to Phillips Petroleum Company, as recorded in Volume (86)249, Page 341 of the Brazoria County Official Records (B.C.O.R.) and the northeast corner all that certain called 3.7714 acre tract of land conveyed by warranty deed on January 10, 2011 from BASF Corporation to Port Freeport, as recorded in Clerk's File No. 2011-001477 of the B.C.O.R., for the most southerly southeast corner of the herein described 75.0000 acre tract, at position X=3170014.44 and Y=418109.07;

131 Commerce Street • Clute, Texas 77531-5601
Phone: 979-265-3622 • Fax: 979-265-9940 • Email: DW-Surveyor.com

BASF CORPORATION, 75.0000 ACRE TAX ABATEMENT TRACT
JOHN G. McNEEL SURVEY, ABSTRACT 335 &
STEPHEN F. AUSTIN SURVEY, ABSTRACT 28
BRAZORIA COUNTY, TEXAS

THENCE North 83°33'24" West, coincident with the northern boundary line of the said Port Freeport called 3.7714 acre tract same being the northern boundary line of said Phillips Petroleum Company 150 foot wide pipeline easement, a distance of 2174.17 feet to a 5/8" iron rod with survey cap marked "WPD 4467" set to replace a found 1" iron pipe laid over, located in the northeastern curved right-of-way boundary line of Texas State Highway Farm to Market #1495, said curve having a central angle of 28°42'59" and a radius of 1562.02 feet, for the northwest corner of said Port Freeport called 3.7714 acre tract same being the northeast corner of said Phillips Petroleum Company 150 foot wide pipeline easement, for the southwest corner of the herein described 75.0000 acre tract, at position X=3167854.25 and Y=418353.03;

THENCE in a northwesterly and northern direction along said curve to the right, coincident with the southwestern or western boundary line of the said Badische Corporation called 75.00 acre tract, same being the northeastern or eastern right-of-way of said F.M. #1495, an arc distance of 782.88 feet, central angle of 28°42'59", radius of 1562.02 feet, chord bearing of North 9°57'52" West and a chord distance of 774.71 feet to a 1" iron pipe found marking the northwest corner of the aforementioned all that certain called 3.7714 acre tract of land conveyed by warranty deed on January 10, 2011 from Port Freeport to BASF Corporation, as recorded in Clerk's File No. 2011-001478 of the B.C.O.R. , for the most westerly northwest corner of the herein described 75.0000 acre tract, at position X=3167720.21 and Y=419115.97;

THENCE South 83°33'24" East, coincident with the northern boundary line of said BASF Corporation 3.7714 acre tract, same being the southern boundary line of all that certain residual Tract 7, a called 1384.40 acre tract of land convey by deed on August 31, 1982 from Freeport Minerals Company to Brazos River Harbor Navigation District, as recorded in Volume 1663, Page 22 of the B.C.D.R., a distance of 2217.67 feet to a 1" iron pipe found marking the eastern boundary line of said Brazos River Harbor Navigation District called 1384.40 acre tract, same being the western boundary line of said Badische Corporation called 75.00 acre tract, for the northeast corner of said BASF Corporation 3.7714 acre tract and an interior corner of the herein described 75.0000 acre tract, at position X=3169923.62 and Y=418867.12;

THENCE North 15°15'45" East, coincident with the eastern boundary line of said residual Brazos River Harbor Navigation District called 1384.40 acre tract, same being the western boundary line of the said Badische Corporation called 75.00 acre tract, at a distance of 620.00 feet pass a 4" x 4" concrete monument set for reference on the southern bank of Brazos Harbor, continuing for a total distance of 936.70 feet to a point in Brazos Harbor, for the most northerly northwest corner of the herein described 75.0000 acre tract, at position X=3170170.18 and Y=419770.69;

BASF CORPORATION, 75.0000 ACRE TAX ABATEMENT TRACT
JOHN G. McNEEL SURVEY, ABSTRACT 335 &
STEPHEN F. AUSTIN SURVEY, ABSTRACT 28
BRAZORIA COUNTY, TEXAS
PAGE 3 OF 3

THENCE North 89°12'45" East, coincident with the northern boundary line of the said Badische Corporation called 75.00 acre tract, a distance of 415.81 feet to a point of curvature to the right having a central angle of 9°56'34" and a radius of 4695.56 feet, for a corner in the northern boundary line of the herein described 75.0000 acre tract, at position X=3170585.90 and Y=419776.40;

THENCE in a easterly direction along said curve to the right, coincident with the northern boundary line of the said Badische Corporation called 75.00 acre tract, an arc distance of 814.84 feet, central angle of 9°56'34", radius of 4695.56 feet, chord bearing of South 85°48'58" East and a chord distance of 813.82 feet to a point in Brazos Harbor, for the northwest corner of said Phillips Petroleum Company called 108.72 acre tract, same being the northeast corner of said Badische Corporation called 75.00 acre tract and the northeast corner of the herein described 75.0000 acre tract, at position X=3171397.45 and Y=419717.04;

THENCE South 15°13'05" West, coincident with the eastern boundary line of said Badische Corporation called 75.00 acre tract, same being the western boundary line of the said Phillips Petroleum Company called 108.72 acre tract, at a distance of 151.22 feet pass a 4" x 4" concrete monument set for reference on the southern bank of Brazos Harbor, continuing for a total distance of 936.22 feet to the **POINT OF BEGINNING**, containing 75.0000 acres of land, more or less.

STATE OF TEXAS
REGISTERED
WM. PATRICK DOYLE
4467
PROFESSIONAL
LAND SURVEYOR

Wm. Patrick Doyle
Registered Professional Land Surveyor
Texas Registration Number 4467
December 14, 2013

This description is based on a survey, a plat of which, dated December 14, 2013 is on file in the office of Doyle & Wachtstetter, Inc.
Legal\pat\BASF Amoco Terminal 75.0000 Acre Tax Abatement Tract.doc

Date: 12/23/2013

THE SPECIAL COMMISSIONERS COURT SESSION OF BRAZORIA COUNTY, TEXAS

ORDER NO. VII.B.1.f.

RE: Grant BASF Corporation tax abatement application

That the application for tax abatement of BASF Corporation attached hereto be granted in accordance with the Guidelines and Criteria for Granting Tax Abatement, in the Reinvestment Zone created in Brazoria County, for a term of seven (7) years, and at 100% abatement of eligible properties; that the subject location described in the attached application be designated a reinvestment zone for tax abatement purposes in accordance with the guidelines and criteria of Brazoria County and applicable law; and further that the County Judge is authorized to execute a tax abatement with BASF Corporation in accordance with the same guidelines and criteria.

Exhibit A

Doyle & Wachtstetter, Inc
Surveying and Mapping • GPS/GIS

BASF CORPORATION REINVESTMENT ZONE
CITY OF LAKE JACKSON – 0.013 ACRE TRACT
ALEXANDER CALVIT SURVEY, ABSTRACT 49
BRAZORIA COUNTY, TEXAS
PAGE 1 OF 1

ALL THAT CERTAIN 0.013 ACRE TRACT, situated in the Alexander Calvit Survey, Abstract 49, Brazoria County, Texas, the herein described 0.013 acre tract being more particularly described by metes and bounds as follows:

COMMENCING at the northeast corner of all that certain called 213.28691 acre tract conveyed by deed recorded on June 22, 1966 from the Dow Chemical Company to Dow Badische Company as recorded in Volume 944, Page 402 of the Brazoria County Deed Records;

THENCE North 87°11'09" East, a distance of 277.9 feet to a point in the western boundary line of the City of Lake Jackson city limits, for the northwest corner and the **POINT OF BEGINNING** of the herein described 0.013 acre tract;

THENCE North 87°11'09" East, a distance of 111.2 feet to a point located in the eastern boundary line of the City of Lake Jackson city limits, for the northeast corner of the herein described 0.013 acre tract;

THENCE South 32°01'32" East, coincident with the eastern boundary line of the City of Lake Jackson city limits, a distance of 5.7 feet to a point for the southeast corner of the herein described 0.013 acre tract;

THENCE South 87°11'09" West, a distance of 111.0 feet to a point located in the western boundary line of the City of Lake Jackson city limits for the southwest corner of the herein described 0.013 tract;

THENCE North 33°27'35" West, coincident with the western boundary line of the City of Lake Jackson city limits, a distance of 5.8 feet to the **POINT OF BEGINNING**, containing 0.013 acre of land, more or less.

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.

T:\Projects\BASF – City of Freeport EZ Tract 1.doc

131 Commerce Street • Clute, Texas 77531-5601
Phone: 979-265-3622 • Fax: 979-265-9940 • Email: DW-Surveyor.com

RESOLUTION NO. 2014-679

WHEREAS, the City of Lake Jackson (City) has previously adopted Ordinance No. 04-1773 and Ordinance 05-1773 electing to participate in the Texas Enterprise Zone Program, and

WHEREAS, the City desires to pursue the creation of the proper economic and social environment in order to induce the investment of private resources in productive business enterprises located in the City and to provide employment to residents of enterprise zones and to other economically disadvantaged individuals; and

WHEREAS, pursuant to Chapter 312 (Property Redevelopment and Abatement Act) of the Texas Tax Code, designation of an area as an enterprise zone under Chapter 2303 (Texas Enterprise Zone Act) of the Texas Government Code constitutes designation of an area as a reinvestment zone.

NOW, THEREFORE, BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF LAKE JACKSON, TEXAS:

1. The real property described in Exhibit A is in a 2000 and a 2010 Enterprise Zone; and
2. The real property described in Exhibit A is hereby designated as a reinvestment zone in accordance with Ch. 312 of the Texas Tax Code.

PASSED AND APPROVED on this 24th day of March, 2014.

Joe Rinehart, Mayor

ATTEST:

Alice A. Rodgers
City Secretary

APPROVED AS TO FORM:

Sherri Russell
City Attorney

Doyle & Wachtstetter, Inc
Surveying and Mapping • GPS/GIS

BASF CORPORATION REINVESTMENT ZONE
CITY OF FREEPORT TRACT 1 – 0.001 ACRE TRACT
ALEXANDER CALVIT SURVEY, ABSTRACT 49
BRAZORIA COUNTY, TEXAS
PAGE 1 OF 1

ALL THAT CERTAIN 0.001 ACRE TRACT, situated in the Alexander Calvit Survey, Abstract 49, Brazoria County, Texas, the herein described 0.001 acre tract being more particularly described by metes and bounds as follows:

COMMENCING at the northeast corner of all that certain called 213.28691 acre tract conveyed by deed recorded on June 22, 1966 from the Dow Chemical Company to Dow Badische Company as recorded in Volume 944, Page 402 of the Brazoria County Deed Records;

THENCE North 87°11'09" East, a distance of 3147.7 feet to a point located in the northeastern boundary line of Dow Corridor "A", for an angle point;

THENCE South 32°13'52" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 672.6 feet to an angle point;

THENCE South 38°34'56" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 726.9 feet to an angle point;

THENCE South 44°56'20" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 1191.6 feet to an angle point;

THENCE South 38°35'38" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 353.6 feet to an angle point;

THENCE North 71°55'12" East, coincident with the northern boundary line of Dow Corridor "A", a distance of 17.8 feet to a point located in the western boundary line of a 10 foot wide City of Freeport city limit strip, for the **POINT OF BEGINNING** and the northwest corner of the herein described 0.001 acre tract;

THENCE North 71°55'12" East, coincident with the northern boundary line of Dow Corridor "A", a distance of 10.6 feet to a point located in the eastern boundary line of said 10 foot wide City of Freeport city limit strip, for the northeast corner of the herein described 0.001 acre tract;

THENCE South 38°13'22" East, coincident with the eastern boundary line of said 10 foot wide City of Freeport city limit strip, a distance of 5.3 feet to a point for the southeast corner of the herein described 0.001 acre tract;

THENCE South 71°55'12" West, 5 feet south of and parallel with said Dow Corridor "A", a distance of 10.6 feet to a point located in the western boundary line of said 10 foot wide City of Freeport city limit strip, for the southwest corner of the herein described 0.001 acre tract;

THENCE North 38°13'22" West, coincident with the western boundary line of said 10 foot wide City of Freeport city limit strip, a distance of 5.3 feet to the **POINT OF BEGINNING**, containing 0.001 acre of land, more or less.

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.

V:\WORKPROJ\- City of Freeport EZ Tract 1.doc

131 Commerce Street • Clute, Texas 77531-5601
Phone: 979-265-3622 • Fax: 979-265-9940 • Email: DW-Surveyor.com

Doyle & Wachtstetter, Inc
Surveying and Mapping • GPS/GIS

BASF CORPORATION REINVESTMENT ZONE
CITY OF FREEPORT TRACT 2 – 0.014 ACRE TRACT
MAURICE HENRY SURVEY, ABSTRACT 74
BRAZORIA COUNTY, TEXAS
PAGE 1 OF 2

ALL THAT CERTAIN 0.014 ACRE TRACT, situated in the Maurice Henry Survey, Abstract 74, Brazoria County, Texas, the herein described 0.014 acre tract being more particularly described by metes and bounds as follows:

COMMENCING at the northeast corner of all that certain called 213.28691 acre tract conveyed by deed recorded on June 22, 1966 from the Dow Chemical Company to Dow Badische Company as recorded in Volume 944, Page 402 of the Brazoria County Deed Records;

THENCE North 87°11'09" East, a distance of 3147.7 feet to a point located in the northeastern boundary line of Dow Corridor "A", for an angle point;

THENCE South 32°13'52" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 672.6 feet to an angle point;

THENCE South 38°34'56" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 726.9 feet to an angle point;

THENCE South 44°56'20" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 1191.6 feet to an angle point;

THENCE South 38°35'38" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 353.6 feet to an angle point;

THENCE North 71°55'12" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 107.0 feet to an angle point;

THENCE South 87°03'30" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 285.4 feet to an angle point;

THENCE South 84°04'38" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 200.9 feet to an angle point;

THENCE South 76°36'11" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 232.2 feet to an angle point;

THENCE South 70°47'07" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 230.7 feet to an angle point;

THENCE South 65°01'56" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 252.1 feet to an angle point;

THENCE South 59°18'13" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 661.1 feet to an angle point;

THENCE South 59°14'54" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 514.6 feet to an angle point;

THENCE South 51°09'59" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 274.3 feet to an angle point;

THENCE South 39°16'42" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 5760.6 feet to an angle point;

131 Commerce Street • Clute, Texas 77531-5601
Phone: 979-265-3622 • Fax: 979-265-9940 • Email: DW-Surveyor.com

BASF CORPORATION REINVESTMENT ZONE
CITY OF FREEPORT TRACT 2 – 0.014 ACRE TRACT
MAURICE HENRY SURVEY, ABSTRACT 74
BRAZORIA COUNTY, TEXAS
PAGE 2 OF 2

THENCE North 87°15'54" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 209.3 feet to an angle point;

THENCE South 39°31'51" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 111.6 feet to an angle point;

THENCE South 48°08'56" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 420.4 feet to an angle point;

THENCE South 52°12'36" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 439.9 feet to an angle point;

THENCE South 52°40'18" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 1825.5 feet to an angle point;

THENCE South 53°11'13" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 101.5 feet to point located in the northwestern boundary line of State Highway 523, same being the northwest boundary line of the City of Freeport city limits, for the North corner and the **POINT OF BEGINNING** of the herein described 0.014 acre tract;

THENCE South 53°11'13" East, a distance of 125.1 feet to a point located in the southeastern right-of-way boundary of said State Highway 523, same being the southeastern boundary line of the City of Freeport city limits, for the East corner of the herein described 0.014 acre tract;

THENCE South 34°03'47" West, coincident with the southeastern right-of-way boundary of said State Highway 523, same being the southeastern boundary line of the City of Freeport city limits, a distance of 5.0 feet to a point for the South corner of the herein described 0.014 acre tract;

THENCE North 53°11'13" West, a distance of 125.1 feet to a point located in the northwestern right-of-way boundary of said State Highway 523, same being the northwestern boundary line of the City of Freeport city limits, for the West corner of the herein described 0.014 acre tract;;

THENCE North 34°03'47" East, coincident with the northwestern right-of-way boundary of said State Highway 523, same being the northwestern boundary line of the City of Freeport city limits, a distance of 5.0 feet to the **POINT OF BEGINNING** of the herein described tract, containing 0.014 acre of land, more or less.

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.

V:\WGS\PROJ\[illegible]

Doyle & Wachtstetter, Inc
Surveying and Mapping • GPS/GIS

BASF CORPORATION REINVESTMENT ZONE
CITY OF FREEPORT TRACT 3 – 0.020 ACRE TRACT
ALEXANDER CALVIT SURVEY, ABSTRACT 49
BRAZORIA COUNTY, TEXAS
PAGE 1 OF 2

ALL THAT CERTAIN 0.020 ACRE TRACT, situated in the Alexander Calvit Survey, Abstract 49, Brazoria County, Texas, the herein described 0.020 acre tract being more particularly described by metes and bounds as follows:

COMMENCING at the northeast corner of all that certain called 213.28691 acre tract conveyed by deed recorded on June 22, 1966 from the Dow Chemical Company to Dow Badische Company as recorded in Volume 944, Page 402 of the Brazoria County Deed Records;

THENCE North 87°11'09" East, a distance of 3147.7 feet to a point located in the eastern boundary line of Dow Corridor "A", for an angle point;

THENCE South 32°13'52" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 672.6 feet to an angle point;

THENCE South 38°34'56" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 726.9 feet to an angle point;

THENCE South 44°56'20" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 1191.6 feet to an angle point;

THENCE South 38°35'38" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 353.6 feet to an angle point;

THENCE North 71°55'12" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 107.0 feet to an angle point;

THENCE South 87°03'30" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 285.4 feet to an angle point;

THENCE South 84°04'38" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 200.9 feet to an angle point;

THENCE South 76°36'11" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 232.2 feet to an angle point;

THENCE South 70°47'07" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 230.7 feet to an angle point;

THENCE South 65°01'56" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 252.1 feet to an angle point;

THENCE South 59°18'13" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 661.1 feet to an angle point;

THENCE South 59°14'54" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 514.6 feet to an angle point;

THENCE South 51°09'59" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 274.3 feet to an angle point;

THENCE South 39°16'42" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 5760.6 feet to an angle point;

131 Commerce Street • Clute, Texas 77531-5601
Phone: 979-265-3622 • Fax: 979-265-9940 • Email: DW-Surveyor.com

BASF CORPORATION REINVESTMENT ZONE
CITY OF FREEPORT TRACT 3 – 0.020 ACRE TRACT
ALEXANDER CALVIT SURVEY, ABSTRACT 49
BRAZORIA COUNTY, TEXAS
PAGE 2 OF 2

THENCE North 87°15'54" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 209.3 feet to an angle point;

THENCE South 39°31'51" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 111.6 feet to an angle point;

THENCE South 48°08'56" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 420.4 feet to an angle point;

THENCE South 52°12'36" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 439.9 feet to an angle point;

THENCE South 52°40'18" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 1825.5 feet to an angle point;

THENCE South 53°11'13" East, coincident with eastern boundary line of Dow Corridor "A", at a distance of 101.5 feet pass the northwestern right-of-way boundary line of State Highway 523, at a distance of 226.6 feet pass the southeastern right-of-way boundary line of State Highway 523, continuing for a total distance of 2689.1 feet to an angle point at the intersection of the northeastern boundary line of said Dow Corridor "A" with the western boundary line of Dow Corridor "R", for an angle point for corner;

THENCE North 2°45'55" West, coincident with the western boundary line of Dow Corridor "R", a distance of 3461.1 feet to point located in the southeastern right-of-way boundary line of State Highway 523, same being the southeastern boundary line of the City of Freeport city limits, for the **POINT OF BEGINNING** and the southwest corner of the herein described 0.20 acre tract;

THENCE North 2°45'55" West, a distance of 171.9 feet to a point located in the northwestern boundary line of said State Highway 523, same being the northwestern boundary line of the City of Freeport city limits, for the northwest corner of the herein described 0.020 acre tract;

THENCE North 43°31'59" East, coincident with the northwestern boundary line of said State Highway 523, same being the northwestern boundary line of the City of Freeport city limits, a distance of 6.9 feet to a point for the northeast corner of the herein described 0.020 acre tract;

THENCE South 2°45'55" East, a distance of 172.2 feet to a point located in the southeastern boundary line of said State Highway 523, same being the southeastern boundary line of the City of Freeport city limits, for the southeast corner of the herein described 0.020 acre tract;

THENCE South 45°18'48" West, coincident with the southeastern boundary line of said State Highway 523, same being the southeastern boundary line of the City of Freeport city limits,, a distance of 6.7 feet to the **POINT OF BEGINNING**, containing 0.020 acre of land, more or less.

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.

Doyle & Wachtstetter, Inc
Surveying and Mapping • GPS/GIS

BASF CORPORATION REINVESTMENT ZONE
CITY OF FREEPORT TRACT 4 – 0.026 ACRE TRACT
MAURICE HENRY SURVEY, ABSTRACT 74
BRAZORIA COUNTY, TEXAS
PAGE 1 OF 2

ALL THAT CERTAIN 0.026 ACRE TRACT, situated in the Maurice Henry Survey, Abstract 74, Brazoria County, Texas, the herein described 0.026 acre tract being more particularly described by meter and bounds as follows:

COMMENCING at the northeast corner of all that certain called 213.28691 acre tract conveyed by deed recorded on June 22, 1966 from the Dow Chemical Company to Dow Badische Company as recorded in Volume 944, Page 402 of the Brazoria County Deed Records;

THENCE North 87°11'09" East, a distance of 3147.7 feet to a point located in the eastern boundary line of Dow Corridor "A", for an angle point;

THENCE South 32°13'52" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 672.6 feet to an angle point;

THENCE South 38°34'56" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 726.9 feet to an angle point;

THENCE South 44°56'20" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 1191.6 feet to an angle point;

THENCE South 38°35'38" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 353.6 feet to an angle point;

THENCE North 71°55'12" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 107.0 feet to an angle point;

THENCE South 87°03'30" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 285.4 feet to an angle point;

THENCE South 84°04'38" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 200.9 feet to an angle point;

THENCE South 76°36'11" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 232.2 feet to an angle point;

THENCE South 70°47'07" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 230.7 feet to an angle point;

THENCE South 65°01'56" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 252.1 feet to an angle point;

THENCE South 59°18'13" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 661.1 feet to an angle point;

THENCE South 59°14'54" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 514.6 feet to an angle point;

THENCE South 51°09'59" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 274.3 feet to an angle point;

THENCE South 39°16'42" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 5760.6 feet to an angle point;

131 Commerce Street • Clute, Texas 77531-5601
Phone: 979-265-3622 • Fax: 979-265-9940 • Email: DW-Surveyor.com

BASF CORPORATION REINVESTMENT ZONE
CITY OF FREEPORT TRACT 4 – 0.026 ACRE TRACT
MAURICE HENRY SURVEY, ABSTRACT 74
BRAZORIA COUNTY, TEXAS
PAGE 2 OF 2

THENCE North 87°15'54" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 209.3 feet to an angle point;

THENCE South 39°31'51" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 111.6 feet to an angle point;

THENCE South 48°08'56" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 420.4 feet to an angle point;

THENCE South 52°12'36" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 439.9 feet to an angle point;

THENCE South 52°40'18" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 1825.5 feet to an angle point;

THENCE South 53°11'13" East, coincident with eastern boundary line of Dow Corridor "A", at a distance of 101.5 feet pass the northwestern right-of-way boundary line of State Highway 523, at a distance of 226.6 feet pass the southeastern right-of-way boundary line of State Highway 523, continuing for a total distance of 2689.1 feet to an angle point at the intersection of the northeastern boundary line of said Dow Corridor "A" with the western boundary line of Dow Corridor "R", for an angle point for corner;

THENCE North 2°45'55" West, coincident with the western boundary line of Dow Corridor "R", at a distance of 3461.1 feet pass the southeastern right-of-way boundary line of State Highway 523, at a distance of 3633.0 feet pass the northwestern boundary line of said State Highway 523, continuing for a total distance of 5249.8 feet to a point in the southwestern boundary line of the City of Freeport city limits, for the southwest corner and the **POINT OF BEGINNING** of the herein described 0.026 acre tract;

THENCE North 2°45'55" West, coincident with western boundary line of Dow Corridor "R", at a distance of 56.1 feet pass the southwestern boundary line of State Highway 332, continuing for a total distance of 228.0 feet to a point located in the northeastern boundary line of said State Highway 332, same being the northeastern boundary line of the City of Freeport city limits for the northwest corner of the herein described 0.026 acre tract;

THENCE South 63°21'45" East, coincident with the northeastern boundary line of said State Highway 332, same being the northeastern boundary line of the City of Freeport city limits, a distance of 5.7 feet to a point for the northeast corner of the herein described 0.026 acre tract;

THENCE South 2°45'55" East, at a distance of 171.9 feet pass the southwestern right-of-way boundary line of said State Highway 332, continuing for a total distance of 228.0 feet to a point for the southeast corner of the herein described 0.026 acre tract;

THENCE North 63°18'04" West, coincident with the southwestern boundary line of the City of Freeport city limits,, a distance of 5.7 feet to the **POINT OF BEGINNING**, containing 0.026 acre of land, more or less.

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.

V:\WORKSPACE\City of Freeport\22 Tract 1\...

Doyle & Wachtstetter, Inc
Surveying and Mapping • GPS/GIS

BASF CORPORATION REINVESTMENT ZONE
CITY OF FREEPORT TRACT 5 – 0.001 ACRE TRACT
MAURICE HENRY SURVEY, ABSTRACT 74
BRAZORIA COUNTY, TEXAS
PAGE 1 OF 2

ALL THAT CERTAIN 0.001 ACRE TRACT, situated in the Maurice Henry Survey, Abstract 74, Brazoria County, Texas, the herein described 0.001 acre tract being more particularly described by metes and bounds as follows:

COMMENCING at the northeast corner of all that certain called 213.28691 acre tract conveyed by deed recorded on June 22, 1966 from the Dow Chemical Company to Dow Badische Company as recorded in Volume 944, Page 402 of the Brazoria County Deed Records;

THENCE North 87°11'09" East, a distance of 3147.7 feet to a point located in the eastern boundary line of Dow Corridor "A", for an angle point;

THENCE South 32°13'52" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 672.6 feet to an angle point;

THENCE South 38°34'56" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 726.9 feet to an angle point;

THENCE South 44°56'20" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 1191.6 feet to an angle point;

THENCE South 38°35'38" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 353.6 feet to an angle point;

THENCE North 71°55'12" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 107.0 feet to an angle point;

THENCE South 87°03'30" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 285.4 feet to an angle point;

THENCE South 84°04'38" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 200.9 feet to an angle point;

THENCE South 76°36'11" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 232.2 feet to an angle point;

THENCE South 70°47'07" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 230.7 feet to an angle point;

THENCE South 65°01'56" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 252.1 feet to an angle point;

THENCE South 59°18'13" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 661.1 feet to an angle point;

THENCE South 59°14'54" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 514.6 feet to an angle point;

THENCE South 51°09'59" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 274.3 feet to an angle point;

THENCE South 39°16'42" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 5760.6 feet to an angle point;

131 Commerce Street • Clute, Texas 77531-5601
Phone: 979-265-3622 • Fax: 979-265-9940 • Email: DW-Survey@.com

BASF CORPORATION REINVESTMENT ZONE
CITY OF FREEPORT TRACT 5 – 0.001 ACRE TRACT
MAURICE HENRY SURVEY, ABSTRACT 74
BRAZORIA COUNTY, TEXAS
PAGE 2 OF 2

THENCE North 87°15'54" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 209.3 feet to an angle point;

THENCE South 39°31'51" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 111.6 feet to an angle point;

THENCE South 48°08'56" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 420.4 feet to an angle point;

THENCE South 52°12'36" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 439.9 feet to an angle point;

THENCE South 52°40'18" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 1825.5 feet to an angle point;

THENCE South 53°11'13" East, coincident with eastern boundary line of Dow Corridor "A", at a distance of 101.5 feet pass the northwestern right-of-way boundary line of State Highway 523, at a distance of 226.6 feet pass the southeastern right-of-way boundary line of State Highway 523, continuing for a total distance of 2689.1 feet to an angle point at the intersection of the northeastern boundary line of said Dow Corridor "A" with the western boundary line of Dow Corridor "R", for an angle point for corner;

THENCE North 2°45'55" West, coincident with the western boundary line of Dow Corridor "R", at a distance of 3461.1 feet pass the southeastern right-of-way boundary line of State Highway 523, at a distance of 3633.0 feet pass the northwestern boundary line of said State Highway 523, at a distance of 5305.9 feet pass the southwestern right-of-way boundary line of State Highway 332, at a distance of 5477.8 feet pass the northeastern right-of-way boundary line of State Highway 332, continuing for a total distance of 7600.4 feet to an angle point;

THENCE South 87°16'29" West, coincident with the southern boundary line of Dow Corridor "R" a distance of 187.1 feet to an angle point;

THENCE North 2°28'39" West, coincident with the western boundary line of Dow Corridor "R", a distance of 3603.1 feet to a point located in the southern boundary line of a 10 foot wide City of Freeport city limit strip, for the **POINT OF BEGINNING** and the southwest corner of the herein described 0.001 acre tract;

THENCE North 2°28'39" West, a distance of 10.2 feet to a point located in the northern boundary line of said 10 foot wide City of Freeport city limit strip, for the northwest corner of the herein described 0.001 acre tract;

THENCE North 87°00'42" East, coincident with the northern boundary line of said 10 foot wide City of Freeport city limit strip, a distance of 5.0 feet to a point for the northeast corner of the herein described 0.001 acre tract;

THENCE South 2°28'39" East, coincident with xxx, a distance of 10.2 feet to a point for the southeast corner of the herein described 0.001 acre tract;

THENCE South 87°00'50" West, coincident with the southern boundary line of said 10 foot wide City of Freeport city limit strip, a distance of 5.0 feet to the **POINT OF BEGINNING**, containing 0.001 acre of land, more or less.

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.

V:\Wells\BASF - City of Freeport\EZ Tract 5.doc

Doyle & Wachtstetter, Inc
Surveying and Mapping • GPS/GIS

BASF CORPORATION REINVESTMENT ZONE
CITY OF FREEPORT TRACT 6 – 0.002 ACRE TRACT
J. BROWN SURVEY, ABSTRACT 153
J. H. KUYKENDALL, ABSTRACT 577
BRAZORIA COUNTY, TEXAS
PAGE 3 OF 3

ALL THAT CERTAIN 0.002 ACRE TRACT, situated in the J. Brown Survey, Abstract 153 and the J. H. Kuykendall, Abstract 577, Brazoria County, Texas, the herein described 0.002 acre tract being more particularly described by metes and bounds as follows:

COMMENCING at the northeast corner of all that certain called 213.28691 acre tract conveyed by deed recorded on June 22, 1966 from the Dow Chemical Company to Dow Badische Company as recorded in Volume 944, Page 402 of the Brazoria County Deed Records;

THENCE North 87°11'09" East, a distance of 3147.7 feet to a point located in the eastern boundary line of Dow Corridor "A", for an angle point;

THENCE South 32°13'52" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 672.6 feet to an angle point;

THENCE South 38°34'56" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 726.9 feet to an angle point;

THENCE South 44°56'20" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 1191.6 feet to an angle point;

THENCE South 38°35'38" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 353.6 feet to an angle point;

THENCE North 71°55'12" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 107.0 feet to an angle point;

THENCE South 87°03'30" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 285.4 feet to an angle point;

THENCE South 84°04'38" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 200.9 feet to an angle point;

THENCE South 76°36'11" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 232.2 feet to an angle point;

THENCE South 70°47'07" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 230.7 feet to an angle point;

THENCE South 63°01'56" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 252.1 feet to an angle point;

THENCE South 59°18'13" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 661.1 feet to an angle point;

THENCE South 59°14'54" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 514.6 feet to an angle point;

THENCE South 51°09'59" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 274.3 feet to an angle point;

THENCE South 39°16'42" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 5760.6 feet to an angle point;

131 Commerce Street • Clute, Texas 77531-3601
Phone: 979-265-3622 • Fax: 979-265-9940 • Email: DW-Surveyor.com

THENCE North 87° 15'54" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 209.3 feet to an angle point;

THENCE South 39°31'51" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 111.6 feet to an angle point;

THENCE South 48°08'56" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 420.4 feet to an angle point;

THENCE South 52° 12'36" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 439.9 feet to an angle point;

THENCE South 52° 40'18" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 1825.5 feet to an angle point;

THENCE South 53° 11'13" East, coincident with eastern boundary line of Dow Corridor "A", at a distance of 101.5 feet pass the northwestern right-of-way boundary line of State Highway 523, at a distance of 226.6 feet pass the southeastern right-of-way boundary line of State Highway 523, continuing for a total distance of 2689.1 feet to an angle point at the intersection of the northeastern boundary line of said Dow Corridor "A" with the western boundary line of Dow Corridor "R", for an angle point for corner;

THENCE North 2°45'55" West, coincident with the western boundary line of Dow Corridor "R", at a distance of 3461.1 feet pass the southeastern right-of-way boundary line of State Highway 523, at a distance of 3633.0 feet pass the northwestern boundary line of said State Highway 523, at a distance of 5305.9 feet pass the southwestern right-of-way boundary line of State Highway 332, at a distance of 5477.8 feet pass the northeastern right-of-way boundary line of State Highway 332, continuing for a total distance of 7600.4 feet to an angle point;

THENCE South 87°16'29" West, coincident with the southern boundary line of Dow Corridor "R" a distance of 187.1 feet to an angle point;

THENCE North 2°28'39" West, coincident with the western boundary line of Dow Corridor "R", a distance of 9271.1 feet to an angle point;

THENCE South 87°31'32" West, coincident with the western boundary line of Dow Corridor "R",, a distance of 99.4 feet to an angle point;

THENCE North 3°08'53" West, coincident with the western boundary line of Dow Corridor "R",, a distance of 829.7 feet to an angle point;

THENCE North 24°19'57" East, coincident with the western boundary line of Dow Corridor "R", a distance of 240.4 feet to an angle point;

THENCE North 2°29'31" West, coincident with the western boundary line of Dow Corridor "R",a distance of 1920.4 feet to an angle point;

THENCE North 87°34'44" East, coincident with the western boundary line of Dow Corridor "R",a distance of 137.6 feet to an angle point;

THENCE North 2°55'34" West, coincident with the western boundary line of Dow Corridor "R", a distance of 3377.6 feet to an angle point;

THENCE North 16°22'29" West, c coincident with the western boundary line of Dow Corridor "R",, a distance of 1002.4 feet to an angle point;

THENCE North 29°49'21" West, coincident with the western boundary line of Dow Corridor "R",, a distance of 3253.3 feet to an angle point;

THENCE North 45°07'34" East, a distance of 4717.7 feet to an angle point;

THENCE North 1°05'13" West, a distance of 1350.2 feet to an angle point;

THENCE North 0°44'47" West, a distance of 6511.9 feet to an angle point;

THENCE North 30°11'05" East, a distance of 13526.5 feet to a point in the western boundary line of a 10 foot wide City of Freeport city limit strip, for the POINT OF BEGINNING and the northwest corner of the herein described 0.002 acre tract;;

THENCE North 30°11'05" East, a distance of 15.0 feet to a point located in the eastern boundary line of said 10 foot wide City of Freeport city limit strip, for the northeast corner of the herein described 0.002 acre tract;

THENCE South 11°46'25" East, coincident with eastern boundary line of said 10 foot wide City of Freeport city limit strip,, a distance of 7.5 feet to a point for the southeast corner of the herein described tract;

THENCE South 30°11'05" West, a distance of 14.9 feet to a point located in the western boundary line of said 10 foot wide City of Freeport city limit strip, for the southwest corner of the herein described tract;

THENCE North 11°46'25" West, coincident with western boundary line of said 10 foot wide City of Freeport city limit strip,, a distance of 7.5 feet to the **POINT OF BEGINNING**, containing 0.002 acre of land, more or less.

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.

V:\WORKPAGE\ [illegible]

Doyle & Wachtstetter, Inc
Surveying and Mapping • GPS/ GIS

BASF CORPORATION REINVESTMENT ZONE
CITY OF FREEPORT TRACT 7 – 2.568 ACRE TRACT
S. F. AUSTIN SURVEY, ABSTRACT 28
T. F. McKINNEY SURVEY, ABSTRACT 87
J.G. McNEEL SURVEY, ABSTRACT 335
BRAZORIA COUNTY, TEXAS
PAGE 1 OF 4

ALL THAT CERTAIN 2.568 ACRE TRACT, situated in the S. F. Austin Survey, Abstract 28, the T. F. McKinney Survey, Abstract 87 and the J.G. McNeel Survey, Abstract 335, Brazoria County, Texas, the herein described 2.568 acre tract being more particularly described by metes and bounds as follows:

COMMENCING at the northeast corner of all that certain called 213.28691 acre tract conveyed by deed recorded on June 22, 1966 from the Dow Chemical Company to Dow Badische Company as recorded in Volume 944, Page 402 of the Brazoria County Deed Records;

THENCE North 87°11'09" East, a distance of 3147.7 feet to a point located in the eastern boundary line of Dow Corridor "A", for an angle point;

THENCE South 32°13'52" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 672.6 feet to an angle point;

THENCE South 38°34'56" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 726.9 feet to an angle point;

THENCE South 44°56'20" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 1191.6 feet to an angle point;

THENCE South 38°35'38" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 353.6 feet to an angle point;

THENCE North 71°55'12" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 107.0 feet to an angle point;

THENCE South 87°03'30" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 285.4 feet to an angle point;

THENCE South 84°04'38" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 200.9 feet to an angle point;

THENCE South 76°36'11" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 232.2 feet to an angle point;

THENCE South 70°47'07" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 230.7 feet to an angle point;

THENCE South 65°01'56" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 252.1 feet to an angle point;

THENCE South 59°18'13" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 661.1 feet to an angle point;

THENCE South 59°14'54" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 514.6 feet to an angle point;

THENCE South 51°09'59" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 274.3 feet to an angle point;

131 Commerce Street • Clute, Texas 77531-5601
Phone: 979-265-3622 • Fax: 979-265-9940 • Email: DW-Surveyor.com

THENCE South 39°16'42" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 5760.6 feet to an angle point;

THENCE North 87°15'54" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 209.3 feet to an angle point;

THENCE South 39°31'51" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 111.6 feet to an angle point;

THENCE South 48°08'56" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 420.4 feet to an angle point;

THENCE South 52°12'36" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 439.9 feet to an angle point;

THENCE South 52°40'18" East, coincident with the northeastern boundary line of Dow Corridor "A", a distance of 1825.5 feet to an angle point;

THENCE South 53°11'13" East, coincident with eastern boundary line of Dow Corridor "A", at a distance of 101.5 feet pass the northwestern right-of-way boundary line of State Highway 523, at a distance of 226.6 feet pass the southeastern right-of-way boundary line of State Highway 523, continuing for a total distance of 231.6 feet to an angle point at the intersection of the northeastern boundary line of said Dow Corridor "A" with the western boundary line of Dow Corridor "R", for an angle point for corner;

THENCE South 34°03'48" West, a distance of 283.4 feet to an angle point;

THENCE South 56°07'52" East, a distance of 36.7 feet to an angle point;

THENCE South 33°51'59" West, a distance of 1318.4 feet to an angle point;

THENCE South 28°53'18" East, a distance of 448.1 feet to an angle point;

THENCE South 62°21'09" East, coincident with the southwestern boundary line of Dow Corridor "B" a distance of 301.2 feet to an angle point;

THENCE South 55°34'31" East, coincident with the southwestern boundary line of Dow Corridor "B", a distance of 247.0 feet to an angle point;

THENCE South 52°40'27" East, coincident with the southwestern boundary line of Dow Corridor "B", a distance of 4946.3 feet to an angle point;

THENCE South 51°40'14" East, coincident with the southwestern boundary line of Dow Corridor "B", a distance of 382.3 feet to an angle point;

THENCE South 2°25'52" East, coincident with the western boundary line of Dow Corridor "B", a distance of 299.4 feet to an angle point;

THENCE South 2°27'59" West, a distance of 1495.8 feet to a point located in the northern boundary line of Dow Corridor "C", for an angle corner;

THENCE North 87°36'15" West, coincident with northern boundary line of Dow Corridor "C", a distance of 1225.1 feet to an angle corner;;

THENCE South 2°20'13" West, coincident with northern boundary line of Dow Corridor "C", a distance of 17.7 feet to a point for the xxx corner of the herein described tract;

THENCE North 87°52'48" West, coincident with northern boundary line of Dow Corridor "C", a distance of 448.9 feet to an angle corner;

THENCE South 12°53'11" East, coincident with western boundary line of Dow Corridor "C", a distance of 618.7 feet to point in the northern boundary line of the City of Freeport city limits, for the **POINT OF BEGINNING** and the northeast corner of the herein described 2.568 acre tract;

THENCE South 12°53'11" East, a distance of 424.9 feet to a point for an angle corner of the herein described 2.568 acre tract;

THENCE South 82°11'47" West, a distance of 190.8 feet to a point for an angle corner of the herein described 2.568 acre tract;

THENCE South 15°13'55" West, a distance of 3070.1 feet to a point for an angle corner of the herein described 2.568 acre tract;

THENCE North 74°48'35" West, a distance of 1936.5 feet to a point for an angle corner of the herein described 2.568 acre tract;

THENCE South 15°12'06" West, a distance of 564.0 feet to a point for an angle corner of the herein described 2.568 acre tract;

THENCE South 39°46'32" East, a distance of 97.8 feet to a point for an angle corner of the herein described 2.568 acre tract;

THENCE South 15°11'39" West, a distance of 908.5 feet to a point for an angle corner of the herein described 2.568 acre tract;

THENCE North 74°38'40" West, a distance of 20.0 feet to a point for an angle corner of the herein described 2.568 acre tract;

THENCE South 15°16'02" West, a distance of 445.1 feet to a point for an angle corner of the herein described 2.568 acre tract;

THENCE North 74°48'26" West, a distance of 25.0 feet to a point for an angle corner of the herein described 2.568 acre tract;

THENCE South 15°11'25" West, a distance of 397.0 feet to point of curvature to the left, having a radius of 1562.0 feet;

THENCE, along said curve to the left, having a radius of 1535.6 feet, a central angle of 10°50'15", an arc length of 290.46 feet, a chord bearing and distance of S 9°45'40" West – 290.03 feet to a point for corner in the northern boundary line of all that certain BASF Corporation called 75.00 acre Reinvestment Zone, for the southeast corner of the herein described tract;

THENCE North 83°33'24" West, coincident with the northern boundary line of said BASF Corporation called 75.00 acre Reinvestment Zone, a distance of 20.0 feet to a point located in the eastern right-of-way boundary line of Farm-to Market Highway 1459, for the southwest corner of the herein described tract, located on a curve to the right, having a radius of 1628.07 feet, a central angle of 1-0°22'16", a chord bearing and distance of North 9°45'40" East – 290.03 feet;;

THENCE North 15°11'27" East, coincident with eastern right-of-way boundary line of Farm-to Market Highway 1459, a distance of 409.4 feet to an angle point for corner;

THENCE South 77°54'25" East, coincident with western boundary line of Dow Corridor "C", a distance of 25.0 feet to a point for an angle corner of the herein described 2.568 acre tract;

THENCE North 15°11'29" East, coincident with western boundary line of Dow Corridor "C", a distance of 450.1 feet to a point for an angle corner of the herein described 2.568 acre tract;

THENCE South 74°43'12" East, coincident with western boundary line of Dow Corridor "C", a distance of 20.1 feet to a point for an angle corner of the herein described 2.568 acre tract;

THENCE North 15°11'19" East, coincident with western boundary line of Dow Corridor "C", a distance of 877.9 feet to a point for an angle corner of the herein described 2.568 acre tract;

THENCE North 39°46'32" West, coincident with western boundary line of Dow Corridor "C", a distance of 97.8 feet to a point for an angle corner of the herein described 2.568 acre tract;

THENCE North 15°12'34" East, coincident with western boundary line of Dow Corridor "C", a distance of 594.6 feet to a point for an angle corner of the herein described 2.568 acre tract;

THENCE South 74°48'22" East, coincident with northern boundary line of Dow Corridor "C", a distance of 1951.4 feet to a point for an angle corner of the herein described 2.568 acre tract;

THENCE North 15°13'55" East, a distance of 3053.4 feet to a point for an angle corner of the herein described 2.568 acre tract;

THENCE North 82°11'47" East, coincident with northern boundary line of Dow Corridor "C", a distance of 188.7 feet to a point for an angle corner of the herein described 2.568 acre tract;

THENCE North 12°53'11" West, coincident with western boundary line of Dow Corridor "C", a distance of 419.7 feet to a point located in the northern boundary line of the City of Freeport city limits for the northwest corner of the herein described tract;

THENCE North 80°33'01" East, with northern boundary line of the City of Freeport city limits, a distance of 5.0 feet to the **POINT OF BEGINNING**, containing 2.568 acres of land, more or less.

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.

V:\WDAT\BASF - Copy of Freeport RZ Tract 1.doc

ORDINANCE NO. 2014-2062

AN ORDINANCE OF THE CITY OF FREEPORT, TEXAS, CONTAINING A PREAMBLE; CONTAINING FINDINGS OF FACT; DESIGNATING IMPROVEMENTS TO LAND LOCATED WITHIN THE INCORPORATED LIMITS OF SAID CITY AS A REINVESTMENT ZONE TO BE KNOWN AS THE BASF CORPORATION REINVESTMENT ZONE AND PROVIDING FOR ITS INITIAL TERM AND THE RENEWAL THEREOF; CONTAINING SAVINGS CLAUSES; CONTAINING A SEVERANCE CLAUSE; AND PROVIDING THAT THIS ORDINANCE SHALL TAKE EFFECT AND BE IN FORCE FROM AND AFTER ITS PASSAGE AND ADOPTION.

WHEREAS, the City of Freeport, Texas, is a "Home Rule City" and a "Home Rule Municipality" lying and situated in Brazoria County, Texas, as described in and defined by Section 5, Article XI of the Constitution of Texas and Section 1.005 of the Local Government Code of Texas, respectively; and,

WHEREAS, Sections 51.072 and 54.004 of the Local Government Code, Subchapter B of Chapter 312 of the Property Tax Code and Sections 2.01, 2.02 and 9.18 of the Home Rule Charter of the City of Freeport authorize the City Council thereof to adopt the provisions of this Resolution; and,

WHEREAS, the City Council of the City of Freeport has determined and does here now declare that the adoption of this ordinance is necessary to the health, safety and general welfare of the inhabitants of said City.

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

First, the City Council of the City of Freeport, Texas, (herein after sometimes "the City") makes the following findings of fact:

(1) That by its Resolution 2013-2411 adopted August 5, 2013, the City Council of the City, pursuant to Subchapter B of Chapter 312 of the Property Tax Code, adopted a resolution establishing a tax abatement and reinvestment zone policy and adopting guidelines and criteria for the same.

(2) That pursuant to such guidelines and criteria, on February 12, 2014, BASF Corporation (hereinafter sometimes "the Owner") filed a written application for a tax abatement for and the designation of a reinvestment zone consisting of improvements to the hereinafter described land for which the Owner is requesting a tax abatement.

(3) That the land the improvements of which the Owner seeks to have designated as a reinvestment zone is within the corporate limits of the City.

(4) That the adoption of this ordinance designating such reinvestment zone was preceded by a public hearing at which all interested persons were given the opportunity to speak and present evidence for or against such designation.

(5) That written notice of such hearing was given to the presiding officer of each of the other taxing units having real property within such zone more than seven (7) days prior to the date of such hearing.

(6) That notice of such hearing was also published in a newspaper of general circulation within the City of Freeport, Texas, more than seven (7) days prior to the date of such hearing.

(7) That the designation of such zone is reasonably likely to contribute to the retention or expansion of primary employment or attract major investment to such zone.

Second, the request of the Owner to have the improvements to the following described land, to-wit:

LEGAL DESCRIPTION ATTACHED

designated as a reinvestment zone, as such zone is defined in Subchapter B of Chapter 312 of the Property Tax Code and in the guidelines and criteria adopted by the above mentioned resolution, is hereby approved and such improvements to such land is hereby designated as the BASF Corporation Reinvestment Zone.

Third, as provided in Subchapter B of Chapter 312 of the Property Tax Code, such designation shall last for an initial term of five (5) years from the date on which this ordinance is read, passed and adopted as indicated below; and such designation may be renewed, with the consent of the City Council of the City of Freeport, Texas, for successive periods up to five (5) additional years.

Fourth, this ordinance is cumulative of and in addition to all other ordinances of the City of Freeport, Texas, on the same subject and all such ordinances are hereby expressly saved from repeal. Provided however, where this ordinance and the comprehensive zoning ordinance of the city conflict or overlap, the zoning ordinance shall prevail and where this ordinance and any other ordinance conflict or overlap, whichever imposes the more stringent regulations or penalties, as the case may be, shall prevail.

Fifth, nothing contained in this ordinance shall cause any rights heretofore vested to be altered, affected or impaired in any way and all such rights may be hereafter enforced as if this ordinance had not been adopted.

Sixth, in the event any section or provision of this ordinance is found to be unconstitutional, void or inoperative by the final judgment of a court of competent jurisdiction, such defective provision, if any, is hereby declared to be severable from the remaining sections and provisions of this ordinance and such remaining sections and provisions shall remain in full force and effect.

Seventh, this ordinance shall take effect and be in force from and after its passage and adoption.

READ, PASSED AND ADOPTED this 17th day of March, ~~200~~ 2014.

Norma Moreno Garcia

Norma Moreno Garcia, Mayor

City of Freeport, Texas
ATTEST:

Delia Munoz

Delia Munoz, City Secretary
City of Freeport, Texas

APPROVED AS TO FORM ONLY:

Wallace Shaw

Wallace Shaw, City Attorney,
City of Freeport, Texas

C\Freeport.Abt\BASF-TaxAbte-ReinvZn-Ord

GUIDELINES AND CRITERIA FOR GRANTING TAX ABATEMENT IN A REINVESTMENT ZONE CREATED IN BRAZORIA COUNTY

WHEREAS, the creation, retention and diversification of job opportunities that bring new wealth are among the highest civic priority; and

WHEREAS, the purpose of tax abatement is to provide an incentive offered by the tax-payers, i.e. citizens of Brazoria County, to attract investments, that lead to better quality of life and better services. The wealth created by these enterprises leads to more service and retail businesses, which in addition to improving quality of life, increases the tax base. In summary, by giving incentive in terms of tax abatement, the citizens agree to give up short term tax benefits, for long term benefits; and

WHEREAS, new jobs, investment and industrial diversification will benefit the area economy, provide needed opportunities, strengthen the real estate market and generate tax revenue to support local services; and

WHEREAS, the communities within Brazoria County must compete with other localities across the nation currently offering tax inducements to attract new plant and modernization projects; and

WHEREAS, any tax incentives offered in Brazoria County would reduce needed tax revenue unless strictly limited in application to those new and existing industries that bring new wealth to the community; and

WHEREAS, the abatement of property taxes, when offered to attract capital investment and primary jobs in industries which bring in money from outside a community instead of merely recirculating dollars within a community, has been shown to be an effective method of enhancing and diversifying an area of economy; and

WHEREAS, Texas law requires any eligible taxing jurisdiction to establish Guidelines and Criteria as to eligibility for tax abatement agreements prior to granting of any future tax abatement, and said Guidelines and Criteria to be unchanged for a two year period unless amended by a three-quarters vote;

Now, therefore, be it resolved that Brazoria County does hereby adop these Guidelines and Criteria for granting tax abatement in reinvestment zones in Brazoria County.

DEFINITIONS Section 1

(a) "Abatement" means the full or partial exemption from ad valorem taxes on certain real property in a reinvestment zone designated by Brazoria County for economic development purposes.

(b) "Abatement Period" means the period during which all or a portion of the value of real property or tangible personal property that is the subject of a tax abatement agreement is exempt from taxation.

(c) "Abated Facility Site" (or "proposed abated facility site") means the tract(s) or area of land underlying the proposed improvements to be abated.

(d) "Agreement" means a contractual agreement between a property owner and/or lessee and Brazoria County for the purpose of tax abatement.

(e) "Base year value" means the assessed value of eligible property January 1 preceding the execution of the agreement plus the agreed upon value of eligible property improvements made after January 1 but before the execution of the agreement.

(f) "Brazoria County Vendor and Services" means a company that employs Brazoria County residents and pays Brazoria County taxes.

(g) "Deferred maintenance" means the improvements necessary for continued operations which do not improve productivity or alter the process technology.

(h) "Distribution Center Facility" means buildings and structures, including machinery and equipment, used or to be used primarily to receive, store, service, or distribute goods or materials owned by the facility operator where seventy percent (70%) of the goods or services are distributed outside of Brazoria County.

(i) "Economic Development" means participation in or support of an organized program or entity which for the purpose of its mission, engages in activities designed to encourage employment opportunities development/commercial and manufacturing business/industry to locate and/or expand in Brazoria County, thus expanding and diversifying the tax base as well as increasing the economic strength and stability of Brazoria County.

(j) "Eligible jurisdiction" means Brazoria County and any municipality or other local taxing jurisdictions eligible to abate taxes according to Texas law, the majority of which is located in Brazoria County that levies ad valorem taxes upon and provides services to reinvestment zone designated by Brazoria County.

(k) "Employee" for the purposes of the economic qualifications of Section 2(h)(2) of these Guidelines and Criteria shall include all persons directly employed by the owner of the planned improvement at the abated facility site/reinvestment zone together with any independent contractor or employee of independent contractors employed on a full-time (40 hours per week equivalent) basis at the facility site/reinvestment zone continuously for the duration of the abatement agreement.

(l) "Existing facility" is the facility described in Section 2 (a) that will be expanded or modernized and which contains the proposed improvements to be abated. A manufacturing or processing unit or units of a larger plant complex that separately comprise a manufacturing or production sub-unit of the larger plant shall be considered the existing facility for purposes of the Section 2 (h) (2) employment retention requirement (that the planned improvements cause the retention or prevention of loss of employment of 10 employees or 50% of the employees of the existing facility, whichever is greater). For example, if an existing facility has 100 employees, an expansion or modernization of all or part of that facility must result in the retention of at least 50 employees employed at or in connection with the expanded or modernized "existing facility" in order for the facility improvements to qualify for abatement.

(m) "Expansion" means the addition of buildings, structures, machinery or equipment for purposes of increasing production capacity.

(n) "Facility" means property improvements completed or in the process of construction which together comprise an integral whole.

(o) "Manufacturing Facility" means buildings and structures, including machinery and equipment, the primary purpose of which is or will be the manufacture of tangible goods or materials or the processing of such goods or materials by physical or chemical change.

(p) "Modernization" means the replacement and upgrading of existing facilities which increases the productive input or output, updates the technology or substantially lowers the unit cost of the operation. Modernization may result from the construction, alteration or installation of buildings, structures, fixed machinery or equipment. It shall not be for the purpose of reconditioning, refurbishing, or repairing.

(q) "New Facility" means a property previously undeveloped which is placed into service by means other than or in conjunction with expansion or modernization.

(r) "Other Basic Industry" means buildings and structures including fixed machinery and equipment not elsewhere described, used or to be used for the production of products or services which serve a market primarily outside Brazoria County.

(s) "Productive Life" means the number of years a property improvement is expected to be in service. After a cessation of production, the productive life of property improvements may be deemed to end, at County's election, on the date of cessation of production either upon (1) a determination by the County that it is unlikely the improvement(s) will be reactivated as an integral part of a producing facility, and/or (2) the expiration of eighteen (18) continuous or non-consecutive months of non-production in any twenty-four (24) month period following the date the property improvement(s) cease to be in active service as part of a facility operating in a producing capacity. Upon cessation of production and for calculation of the recapture amount of taxes, the "productive life" will be determined to begin on the effective date of the tax abatement as set forth in the Agreement.

(t) "Qualified Vendors and Services" means those vendors and services that meet the company's individual stated requirements, which can include but are not limited to: safety, financial condition, environmental record, quality or ability to perform.

(u) "Regional Entertainment Facility" means buildings and structures, including machinery and equipment, used or to be used to provide entertainment through the admission of the general public where seventy percent (70%) of users reside at least 50 miles from its location in Brazoria County.

(v) "Research Facility" means buildings and structures, including machinery and equipment, used or to be used primarily for research or experimentation to improve or develop new tangible goods or materials or to improve or develop the production processes thereto.

(w) "Regional Service Facility" means buildings and structures, including machinery and equipment, used or to be used to service goods where seventy percent (70%) of the goods being serviced originate outside of Brazoria County.

(x) "Tangible personal property" means tangible personal property classified as such under state law, but excludes inventory and/or supplies, ineligible property as defined herein, and tangible personal property that was located in the investment zone at any time before the period covered by the agreement with the County.

ABATEMENT AUTHORIZED Section 2

(a) Authorized Facility. A facility may be eligible for abatement if it is a: Manufacturing Facility, Research Facility, Distribution Center or Regional Service Facility, Regional Entertainment Facility, Other Basic Industry, or a facility that Commissioners Court determines would enhance job creation and the economic future of Brazoria County.

(b) Creation of New Value. Abatement may only be granted for the additional value of eligible property improvements made subsequent to and specified in an abatement agreement between Brazoria County and the real property owner, tangible personal property owner, leasehold interest, and/or lessee, subject to such limitations as Brazoria County may require.

(c) New and Existing Facilities. Abatement may be granted for new facilities and improvements to existing facilities for purposes of modernization or expansion.

(d) Eligible Property. Abatement may be extended to the value of buildings, structures, tangible personal property as defined in the Tax Code including fixed machinery and equipment, site improvements and related fixed improvements necessary to the operation and administration of the facility.

Tangible Personal Property: Abatement may be granted with the owner of tangible personal property located on real property in a reinvestment zone to exempt from taxation (1) all or a portion of the value of the real property, (2) all or a portion of the value of the tangible personal property located on the real property, or (3) all or a portion of the value of both.

An abatement may be granted with the owner of tangible personal property or an improvement located on tax-exempt real property that is located in a designated reinvestment zone to exempt all or a portion of the value of the tangible personal property or improvement located on the real property.

(e) Ineligible Property. The following type of property shall be fully taxable and ineligible for tax abatement: land, existing improvements, tangible personal property that the Brazoria County Appraisal District classifies as inventory or supplies, tools, furnishings, and other forms of movable personal property; vehicles, watercraft, aircraft, housing, hotel accommodations, retail facilities, deferred maintenance investments, property to be rented or leased except as provided in Section 2(f), tangible personal property located in the reinvestment zone prior to the effective date of the tax abatement agreement, real property with a productive life of less than 10 years, property owned or used by the State of Texas or its political subdivisions or by any organizations owned, operated or directed by a political subdivision of the State of Texas, or any other property for which abatement is not allowed by state law.

(f) Leased Facilities. Leasehold Interest: Abatement may be granted with the owner of a leasehold interest in tax-exempt real property located in a reinvestment zone designated to exempt all or a portion of the value of the leasehold interest in the real property.

Lessee Interest: Abatement may be granted with a lessee of taxable real property located in a reinvestment zone to exempt from taxation (1) all or a portion of the value of the fixtures, improvements, or other real property owned by the lessee and located on the property that is subject to the lease, (2) all or a portion of the value of tangible personal property owned by the lessee and located on the real property that is the subject of the lease, or (3) all or a portion of the value of both the fixtures, improvements, or other real property and the tangible personal property defined herein.

Leasehold Interest/Lessee shall be required to submit with its application a copy of the executed lease agreement between lessor/lessee demonstrating a minimum lease term double the abatement term granted.

(g) Value and Term of Abatement. Abatement shall be granted effective with the January 1 valuation date immediately following the date of the Commissioners Court Order granting the abatement and approving the abatement application. One hundred percent of the value (or such percentage of value that shall be set by Commissioners' Court order) of new eligible properties shall be abated for up to seven years or one-half (1/2) the productive life of the improvement whichever is less. The "productive life" will be calculated from the effective date of the tax abatement and the date the equipment ceased to be in service. The abatement may be extended through an initial agreement and a subsequent agreement may be required to comply with state law regarding the term of the reinvestment zone.

If it is determined that the abatement period would better benefit the County and the Applicant by deferring the commencement date beyond the January 1st following the Commissioners Court Order granting the abatement and approving the abatement application, the County may defer the commencement date of the abatement period to a future date certain. The deferral of the commencement date will not allow the duration of the abatement period to extend beyond seven (7) years. However, in no event shall the abatement begin later than the January 1 following the commencement of construction.

If a modernization project includes facility replacement, the abated value shall be the value of the new unit(s) less the value of the old unit(s).

New eligible properties must be in active service and operation as part of a facility operating in a producing capacity for a period equal to double the abatement period (*i.e.* seven year abatement, then in producing capacity for 14 years) in order to receive the full term of the abatement granted and not be subject to the term reduction and recapture/payment obligation provisions.

(h) Economic Qualification. In order to be eligible for designation as a reinvestment zone and to qualify for tax abatement the planned improvement:

(1) must be reasonably expected to increase and must actually increase the value of the property in the amount of $1 million or more;

(2) must create employment for at least 10 people on a full-time (40 hours per week equivalent) basis in Brazoria County for the duration of the abatement period at the abated facility site described in the tax abatement application; or alternatively, must retain and prevent the loss of employment of 10 employees or fifty percent (50%) of the existing number of employees, at the time of application, employed at or in connection with the existing facility containing the abated facility site described in the tax abatement application, whichever is greater, for the duration of the abatement period. The following is applicable to the employment retention/preventing loss of employment requirement:

a. "Existing facility" is the facility described in Section 2 (a) that will be expanded or modernized and which contains the proposed improvements to be abated. A manufacturing or processing unit or units of a larger plant complex that separately comprise a manufacturing or production sub-unit of the larger plant shall be

considered the existing facility for purposes of the Section 2(h)(2) employment retention requirement (that the planned improvements cause the retention or prevention of loss of employment of 10 employees or 50% of the employees of the existing facility, whichever is greater). For example, if a large plant complex has a sub-unit that produces chlorine and 100 employees are employed at or in connection with that unit, an expansion or modernization of all or part of that facility must result in the retention of at least 50 employees employed at or in connection with the expanded or modernized "existing facility" in order for the facility improvements to qualify for abatement.

b. Employees of a larger plant unit transferred or assigned to and employed at or in connection with a new sub-unit containing the planned improvements, constructed on undeveloped land constituting the proposed abated facility site/reinvestment zone shall be considered "created" employment for purposes of this sub-section.

The proposed number of employees to be employed at the abated facility as stated in the abatement application for the property that is the subject of the tax abatement agreement (including the projected creation or retention of employment) must be maintained for the duration of the abatement period at the abated facility site. For purposes of this sub-section, in order for a planned improvement to be considered as preventing the loss of employment or retaining employment, the abated facility/project must be necessary in order to retain or keep employment at levels as indicated in the application and in order to retain the proposed number of employees at the abated facility as indicated in the application. The owner/Applicant seeking to qualify on the basis of retention or preventing loss of employment must provide a detailed statement as an attachment to its application affirmatively representing compliance with this sub-section and explaining the necessity of this project to prevent loss of employment. Any variance from the requirements of this sub-section is subject to approval of Commissioners Court in accordance with the variance section of these Guidelines & Criteria.

(3) must be not expected to solely or primarily have the effect of transferring employment from one part of the county to another part of the county. A variance may be requested relative to this provision which approval shall be at the sole discretion of the County.

(4) must be necessary because capacity cannot be provided efficiently utilizing existing improved property;

Additionally, the owner of the project:

(5) must provide for and pay, at the time of filing an application for tax abatement, a non-refundable application fee of $1,000. A part of the application fee will be dedicated by Brazoria County to economic development programs authorized by Local Government Code, Section 381.004.

(6) must file a plan statement with application demonstrating willingness and planned efforts to use qualified Brazoria County vendors and services where applicable in the construction and operations of the facility. Brazoria County vendors and services must be competitive with non-county vendors and services regarding price, quality, safety, availability and ability perform. It is preferred that applicant seek qualified workers who are United States citizens and veterans and also legal residents prior to seeking workers from other countries.

(7) will annually, for the term of the abatement, contribute .000165 of the value reported in "Part IV Section F" of the abatement application (estimated value of abated improvements at the conclusion of the abatement period). Air carriers receiving abatement will contribute an amount equal to .000165 of the estimated value of the personal property of the air carrier indicated in its Application. Each project will contribute no more than $15,000 nor less than $1,000 annually to be used specifically to fund economic development in Brazoria County as authorized by Local Government Code, Section 381.004. The annual contribution shall be paid to Brazoria County through the County Auditor's Office on or before January 1 of each year of the tax abatement contract term.

(8) must not file with the Brazoria County Appraisal District a valuation or taxpayer protest or notice of protest pursuant to the Texas Property Tax Code during the abatement period legally protesting the valuation of the abated improvements of a manufacturing facility pursuant to an appraisal method that produces a valuation of improvements based on each improvement's value as a separate item of personal property rather than the improvements' value as integral fixtures of a producing manufacturing facility. An owner's legal protest the improvements' value pursuant to the Texas Property Tax Code must be based on and use accepted appraisal methods and techniques allowed by law (Texas Property Tax Code) and uniform standards of professional appraisal practice. The filing of a valuation protest or notice of protest contrary to this standard shall cause the tax abatement agreement to be subject to termination and recapture of all previously abated taxes.

(9) must not be a defendant in any litigation by the County seeking recovery or recapture of previously abated taxes.

(i) Taxability. From the execution of the abatement contract to the end of the agreement period, taxes shall be payable as follows:

(1) The value of ineligible property as provided in Section 2(e) shall be fully taxable;

(2) the base year value of existing eligible property as determined each year shall be fully taxable; and

(3) the additional value of new eligible property shall be taxable in the manner described in Section 2(g).

APPLICATION Section 3

(a) The Application for tax abatement may be obtained from the County Judge's Office or on the Brazoria County website at www.brazoria-county.com. Applicant may contact the Judge's Office at (979) 864-1200 or (281) 756-1200.

(b) Any present or potential owner of taxable property in Brazoria County may request the creation of a reinvestment zone and tax abatement by filing a tax abatement application with Brazoria County. The application shall be filed with the County Judge by providing twelve (12) copies or an electronic version and five (5) copies. The additional copies provided will be furnished to each member of Commissioners Court and the Tax Abatement Review Committee (TARC). After filing the application,

the Applicant shall provide an economic impact analysis report, in a format comparable to the Texas Governor's economic impact analysis report, to the County Judge's Office prior to the TARC meeting on the Applicant's tax abatement application.

(c) The application shall consist of a completed application form accompanied by: a general description of the proposed use and the general nature and extent of the modernization, expansion or new improvements which will be a part of the facility; a map and property description; a time schedule for undertaking and completing the planned improvements. In the case of modernizing, a statement of the assessed value of the facility, separately stated for real and personal property, shall be given for the tax year immediately preceding the application. The application form shall require such financial and other information as Brazoria County deems appropriate for evaluating the financial capacity and other factors of the Applicant. Applicant should not submit confidential information as part of the application. If doing so cannot be avoided, a general description in non-confidential terms should be included on the application, along with a sealed document containing the confidential information as an attachment and clearly marked "CONFIDENTIAL".

(d) Upon receipt of a completed application, the County Judge shall notify in writing the presiding officer of the legislative body of each eligible jurisdiction. Before acting upon the application, Brazoria County Commissioners' Court shall hold a public hearing at which interested parties shall be entitled to speak and present written materials for or against the approval of the tax abatement. The public hearing shall also afford the Applicant and the designated representative of any eligible jurisdiction opportunity to show cause why the abatement should or should not be granted. Notice of the public hearing shall be clearly identified on a Brazoria County notice to be posted at least 30 days prior to the hearing.

(e) After receipt of an application for creation of a reinvestment zone and application for abatement, the Tax Abatement Review Committee (TARC) shall prepare a feasibility study setting out the impact of the proposed reinvestment zone and tax abatement. The feasibility study shall include, but not be limited to, an estimate of the economic effect of the creation of the zone and the abatement of taxes and the benefit to the eligible jurisdiction and the property to be included in the zone. The economic impact analysis report provided by the Applicant shall be attached to the feasibility study and included as part of the feasibility study report.

(f) If upon written request for a legal opinion or interpretation from the Commissioners' Court or its members, the legal counsel for Brazoria County determines that the application does not appear to comply with the written language of the Guidelines and Criteria, a public hearing on said application if already set, shall be postponed for a period of at least thirty days from the scheduled date of public hearing to allow time for further review by the Commissioners' Court or any duly appointed review committee, or if an initial setting has not been made, the hearing on such application shall be set on the Commissioners' Court agenda no sooner than sixty (60) days from the time the Court enters an order to set the public hearing date.

The Applicant shall file a supplement or addendum to its application to show cause why the application should be approved and shall present reasons at the public hearing on the same.

Provided that any final decision or interpretation as to the intent and meaning or policy of any provision or its written language; any final decision as to whether or not an application complies or does not comply with the guidelines and criteria; and any final decision as to whether to grant or deny tax abatement shall be made by the Commissioners' Court at its sole discretion.

(g) Brazoria County shall not establish a reinvestment zone for the purpose of abatement if it finds that the request for the abatement was filed after the commencement of construction, alteration, or installation of improvements related to a proposed modernization, expansion or new facility.

(h) Variance. Requests for variance from the provisions of Subsections (a) (b) (e) (g), (h) (1), (h) (2) and/or (h) (3) of Section 2 may be made in written form to the County Judge with a copy forwarded to the TARC. Such requests shall include a complete description of the circumstances explaining why the Applicant should be granted a variance. Approval of a request requires a four-fifths (4/5) vote of the Commissioners Court.

(i) Special Variance: Air Carriers. A special variance from all applicable provisions of these guidelines and criteria, with the exception of Section 2 (h) (5) and (h) (7) may be granted allowing abatement or partial abatement of ad valorem taxes on the personal property of a certificated or non-certificated air carrier that owns or leases taxable real property in Brazoria County provided that the personal property has a value of at least $10,000,000. Approval of a request for this variance requires a three-fourth (3/4) vote of the Commissioners Court.

PUBLIC HEARING Section 4

(a) Neither a reinvestment zone nor abatement agreement shall be authorized if it is determined that:

(1) there would be a substantial adverse affect on the provision of government service or tax base;

(2) the Applicant has insufficient financial capacity;

(3) planned or potential use of the property would constitute hazard to public safety, health or morals; or,

(4) violation of other codes or laws.

AGREEMENT Section 5

(a) After approval, Brazoria County Commissioners' Court shall formally pass a resolution and execute an agreement with the Applicant as required which shall include:

(1) estimated value to be abated and the base year value;

(2) percent of value to be abated each year as provided in Section 2(g);

(3) the commencement date and the termination date of abatement;

(4) the proposed use of the facility; nature of construction, time schedule, map, property description and improvement list as provided in Application, Sections II and III;

(5) contractual obligations in the event of default, violation of terms or conditions, delinquent taxes, recapture, administration and assignment as provided in Sections 2(a), 2(f), 2(g), 2(h) 6, 7, and 8;

(6) size of investment and average number of jobs involved for the period of abatement; and

(7) provision that Applicant shall annually furnish information necessary for Brazoria County's evaluation of Applicant's compliance with the terms and conditions of the tax abatement agreement and these guidelines and criteria (in the form of an annual report/statement of compliance), together with an additional provision that Brazoria County may, at its election, request and obtain information from Applicant as is necessary for the County's evaluation of Applicant's compliance with the terms and conditions of the tax abatement agreement and these guidelines and criteria. See Attachment A.

(8) provision that, upon expiration of the tax abatement agreement, Applicant shall begin annually reporting the status of the abated improvements regarding active service and operation as part of a facility operating in a producing capacity. Reporting will be for the same amount of years as the tax abatement period (*i.e.* seven year abatement, then follow-up reporting for seven more years). See Attachment B.

(b) Such agreement shall be executed within sixty (60) days after the Applicant has forwarded all necessary information and documentation to Brazoria County.

RECAPTURE Section 6

(a) In the event the facility contemplated herein is completed and begins producing product or service, but the company fails to maintain the level of employment (including the projected creation or retention of employment) stated in the abatement application for the property that is the subject of the abatement agreement, the county may elect to: (1) Declare a default and terminate the abatement agreement without recapturing prior years' abated taxes; (2) Declare a default, terminate the agreement and order a recapture of all or part of the previous years' abated taxes; or (3) Set specific terms and conditions for the continuation of the abatement exemption for the duration of the term of the agreement under its present terms or alter the amount of the abatement for the remaining term of the agreement.

(b) Should Brazoria County determine that the company or individual is in default according to the terms and conditions of its agreement, Brazoria County shall notify the company or individual in writing at the address stated in the agreement and if such is not cured within sixty (60) days from the date of such notice ("Cure Period"), then the agreement may be terminated.

(c) In the event that the company or individual (1) allows its ad valorem taxes owed the County to become delinquent and fails to timely and properly follow the legal procedures for their protest and/or contest, or (2) violates any of the terms and conditions of the abatement agreement and fails to cure during the Cure Period, the agreement then may be terminated and all taxes previously abated by virtue of the agreement will be recaptured and paid within sixty (60) days of the termination.

(d) Failure to provide any requested statement or information pursuant to the provisions described in Section 5(a)(7) without just cause within sixty (60) days of the request for the information or the presentation of any false or misleading statement may, at the County's option, be construed as a default by the company

or individual and cause for immediate termination of the tax abatement agreement and recapture of all previously abated taxes, if after written notice of default, the company or individual has not cured such default prior to the expiration of thirty (30) days from such written notice. The Cure Period provisions of sub-sections (b) and (c) above are not applicable to a default and termination under this paragraph.

ADMINISTRATION Section 7

(a) The Chief Appraiser of the County shall annually determine an assessment of the real and personal property comprising the reinvestment zone. Each year, the company or individual receiving abatement shall furnish the assessor with such information as may be necessary for the abatement. Once value has been established, the Chief Appraiser shall notify the eligible jurisdictions which levies taxes on the amount of the assessment.

(b) The agreement shall stipulate that TARC of Brazoria County will have access to the reinvestment zone during the term of the abatement to inspect the facility to determine if the terms and conditions of the agreement are being met. All inspections will be made only after the giving of twenty-four (24) hours prior notice and will only be conducted in such a manner as to not unreasonably interfere with the construction and/or operation of the facility. All inspections will be made with one or more representatives of the company or individual and in accordance with their safety standards.

(c) Tax Abatement Review Committee:

The Commissioners' Court shall appoint a standing Tax Abatement Review Committee (TARC) for purposes of (i) reviewing the tax abatement application and preparing the feasibility study report required by Section 3(d) of these guidelines; (ii) conducting annual inspections and/or evaluations of the abated facilities to insure compliance with the terms/conditions of the tax abatement agreement.

(d) The Tax Abatement Review Committee shall be comprised of, but not limited to, a representative appointed by each Commissioners' Court member. The County Auditor, County Treasurer, District Attorney representative, and County Tax Assessor Collector shall serve as ex-officio members of the Committee to advise on abatement qualifications and procedures. The County Judge and the Commissioner of the Precinct in which a proposed abated facility will be located will serve on the Committee during the period when the Committee is preparing the feasibility study report and conducting the annual inspection and/or evaluation of the facility.

(e) Upon completion of construction, the owner of an abated facility must submit a written report/statement of compliance annually during the life of the abatement to the Brazoria County Commissioners' Court and the Tax Abatement Review Committee clearly detailing the status of the facility and how it is complying with the abatement guidelines. The Committee shall annually evaluate each abated facility and report possible violations to the contract and agreement to the Brazoria County Commissioners' Court. A form of annual report that may be used by the owner is attached as Attachment A to these Guidelines & Criteria, and the owner's annual report shall, at a minimum, contain the information shown in the Attachment A form.

(f) Upon expiration of the Tax Abatement term, the owner of the abated improvements must submit a written report/statement of compliance annually, beginning January 1 after the expiration of the tax abatement term, documenting that the abated improvements remain in active service and operation as

part of a facility operating in a producing capacity for an additional period equal to the abatement period granted and completed (*i.e.* seven year abatement, then in producing capacity for an additional 7 years after expiration of the tax abatement agreement) in order to receive the full term of the abatement granted and not be subject to the term reduction and recapture/payment obligation provisions. The Report shall be delivered to the County Judge. The Committee shall annually evaluate each abated facility and report possible violations to the contract and agreement to the Brazoria County Commissioners' Court. A form of annual report that may be used by the owner is attached as Attachment B to these Guidelines & Criteria, and the owner's annual report shall, at a minimum, contain the information shown in the Attachment B form.

(g) The County shall timely file with the Texas Department of Commerce and the Property Tax Division of the State Comptroller's office all information required by the Tax Code.

ASSIGNMENT Section 8

Abatement may be transferred and assigned by the holder to a new owner or lessee of the same facility upon the approval by resolution of Brazoria County subject to the financial capacity of the assignee and provided that all conditions and obligations in the abatement agreement are guaranteed by the execution of a new contractual agreement with Brazoria County. No assignment or transfer shall be approved if the new parties to the existing agreement, the new owner or new lessee are liable to Brazoria County or any eligible jurisdiction for delinquent taxes or other obligations. Approval shall not be unreasonably withheld.

PROVISIONS REGARDING CITY-INITIATED ABATEMENTS Section 9

(a) This section is applicable to tax abatement applications for property located in a reinvestment zone designated by a city and applications by Applicants who have previously entered into a tax abatement agreement with a city regarding that property.

(b) All provisions of these Guidelines & Criteria are applicable to city-initiated reinvestment zones and abated areas within a city's territorial limits unless otherwise stated herein or provided by law.

(c) An Applicant shall file a tax abatement application on the County's application form together with all attachments and statements described in the application instructions and in subsection (d) herein below.

(d) Upon receipt of a tax abatement application applicable to property within a city-designated reinvestment zone subject to a city's tax abatement agreement, the application shall be reviewed for approval as to (a) correct application form, (b) represented compliance with economic value estimates and employment criteria of Section 2(h) of the Guidelines & Criteria, (c) legal description requirements, (d) attachment of a correct copy of the city's ordinance designating the area as a reinvestment zone and granting abatement and (e) attachment of a correct copy of the fully executed tax abatement agreement between the city and the Applicant.

(e) After review (and subject to approval of the matters in (d) above), the public hearing on the tax abatement shall be scheduled at the Commissioners Court meeting that next follows the one at which the Order Setting Hearing Date is entered, unless otherwise ordered by Commissioners Court. If there are any compliance problems with the application (including any problems to be resolved or amendments to

the application to be made prior to the public hearing), the County Judge and Precinct Commissioners shall be advised of these compliance problems/matters to be resolved in a memo from the Civil Division-District Attorney's Office transmitting the Order Setting Hearing Date. No hearing shall be set on any application that fails to attach both the ordinance designating reinvestment zone and the copy of the fully executed tax abatement agreement between the city and the Applicant, or which is deficient as to application form or legal description. In such case the Applicant shall be informed of the necessity of attaching those documents or making necessary corrections, and there will be no further processing of the application until the same are received.

(f) The notice provisions of Section 3 (c) are not applicable to an application under this section.

(g) The percentage of property value abated and the term of abatement shall be the same as that stated in the city's tax abatement agreement unless otherwise specifically ordered in the Commissioners Court order granting abatement.

SUNSET PROVISION Section 10

(a) These Guidelines and Criteria are effective upon the date of their adoption and will remain in force for two years, at which time all reinvestment zones and tax abatement contracts created pursuant to its provisions will be reviewed by Brazoria County to determine whether the goals have been achieved. Based on that review, the Guidelines and Criteria will be modified, renewed or eliminated, provided that such actions shall not affect existing contracts or applications for tax abatement filed prior to the expiration of said Guidelines and Criteria. Applications for abatement filed prior to the expiration of the Guidelines and Criteria shall be governed by the provisions of these Guidelines and Criteria regardless of any subsequent modification or amendment.

(b) This policy is mutually exclusive of existing Industrial District Contracts and owners of real property in areas deserving of special attention as agreed by the eligible jurisdictions.

(c) These guidelines and policies for Tax Abatement shall be effective May 11, 2012, and shall remain in force until May 11, 2014, unless amended or superseded, modified, renewed, or eliminated by Commissioners' Court prior to that date.

ATTACHMENT
A

(TO THE BRAZORIA COUNTY GUIDELINES & CRITERIA FOR GRANTING TAX ABATEMENT)
(This form is located at www.brazoria-county.com)

ANNUAL REPORT FORM

ANNUAL REPORT

PURSUANT TO SECTION 5(a)(7) AND 7(e) OF
THE BRAZORIA COUNTY GUIDELINES &
CRITERIA ON TAX ABATEMENT

RE: TAX ABATEMENT AGREEMENT

_____ (Company/Owner Name)

REINVESTMENT ZONE (RZ) NO. _____(Number of RZ, if applicable)

1. Commencement and/or completion date of the contemplated improvements described in the tax abatement agreement.

   Date of commencement of construction: _____

   Date of completion all contemplated improvements: _____

2. Number of permanent employees, contract employees and temporary contract employees currently employed by you at the tax abated facility location or construction site as of the date of this Report. (See definitions below).

   Permanent Employees: _____

   * Permanent Contract Employees _____
   (* List contract employees employed on a full-time, 40 hours per week equivalency basis and who are expected to be employed on a full-time basis for the duration of the abatement period. Do not include temporary contract employees.)

   **Temporary Contract Employees _____
   (**List temporary contract employees who are employed for a temporary period ending prior to expiration of the tax abatement term)

3. Status of construction of the contemplated improvements, percentage of construction completed and Owner's estimate of taxable value of constructed improvements on the date of the Report.

   Percentage of construction completed: _____

   Estimated value of Improvements: _____
   As of_____

4. Status of production of the completed facility and the productive service capacity of the improvements. (*only applicable to a completed facility that has previously commenced production*)

Is the abated facility currently producing the product or similar product described in the tax abatement agreement? **Check One** ( ) Yes or ( ) No

If the answer to the above question is "No", please state the date or time period when production ceased and attach a narrative explanation of the reason for cessation of production as Attachment B. _____

If production at this abated facility is shut down, please state the expected date or time period, if any, at which/during which you expect the facility to resume production operations. If you do not expect to resume production at this abated facility, please state "plant closed" in the blank space. _____

State your estimate of the expected productive life of the abated facility and its improvements as measured from the beginning date of production until the expected permanent cessation of production (*or in other words*, the total number of years, if any, that you expect the abated facility improvements to be in service as part of the operations of a producing facility, including in your total any previous years of production prior to the date of this report.) _____

5. Include a narrative of your use of Brazoria County vendors and services and attach the same as Attachment A to this Report.

Is the narrative on use of Brazoria County vendors and Services attached? **Check One** ( ) Yes or ( ) No

To the best of my knowledge, the above information and estimates are true and correct.

Owner: _____

By: _____

Printed Name: _____

Title/Position _____

Date: _____

ATTACHMENT

B

(TO THE BRAZORIA COUNTY GUIDELINES & CRITERIA FOR GRANTING TAX ABATEMENT)

(This form is located at www.brazoria-county.com)

REPORT FORM
After the initial term of the
Tax Abatement Agreement

PRODUCTIVE LIFE REPORT
TAX ABATEMENT TERM COMPLETED
PURSUANT TO SECTION 5(a)(8) AND 7(f) OF
THE BRAZORIA COUNTY GUIDELINES &
CRITERIA ON TAX ABATEMENT

RE: TAX ABATEMENT AGREEMENT

_____ (Company/Owner Name)

REINVESTMENT ZONE (RZ) NO. _____(Number of RZ, if applicable)

Effective Date of Tax Abatement:_____

1. Status of production of the completed facility and the productive service capacity of the improvements.

Is the abated facility currently producing the product or similar product described in the tax abatement agreement?	**Check One** ( ) Yes or ( ) No
If the answer to the above question is "No", please state the date or time period when production ceased and attach a narrative explanation of the reason for cessation of production as Attachment A.	_____
If production at this abated facility is shut down, please state the expected date or time period, if any, at which/during which you expect the facility to resume production operations. If you do not expect to resume production at this abated facility, please state "plant closed" in the blank space.	_____
State your estimate of the expected productive life of the abated facility and its improvements as measured from the beginning date of production until the expected permanent cessation of production (*or in other words*, the total number of years, if any, that you expect the abated facility improvements to be in service as part of the operations of a producing facility, including in your total any previous years of production prior to the date of this report.)	_____

To the best of my knowledge, the above information and estimates are true and correct.

Owner: _____

By: _____

Printed Name:_____

Title/Position_____

Date: _____

TAB 17

Signature and Certification Page

SECTION 16: Authorized Signatures and Applicant Certification

After the application and schedules are complete, an authorized representative from the school district and the business should review the application documents and complete this authorization page. Attach the completed authorization page in Tab 17. NOTE: If you amend your application, you will need to obtain new signatures and resubmit this page, Section 16, with the amendment request.

1. Authorized School District Representative Signature

I am the authorized representative for the school district to which this application is being submitted. I understand that this application is a government record as defined in Chapter 37 of the Texas Penal Code.

print here ▶ Karin Holacka
Print Name (Authorized School District Representative)

Title: Superintendent

sign here ▶
Signature (Authorized School District Representative)

Date: 5/8/14

2. Authorized Company Representative (Applicant) Signature and Notarization

I am the authorized representative for the business entity for the purpose of filing this application. I understand that this application is a government record as defined in Chapter 37 of the Texas Penal Code. The information contained in this application and schedules is true and correct to the best of my knowledge and belief.

I hereby certify and affirm that the business entity I represent is in good standing under the laws of the state in which the business entity was organized and that no delinquent taxes are owed to the State of Texas.

print here ▶
Print Name (Authorized Company Representative (Applicant))

Title: Sr. Vice President

sign here ▶
Signature (Authorized Company Representative (Applicant))

Date: May 8th, 2014

ELIDA R. SAENZ
MY COMMISSION EXPIRES
June 13, 2016

(Notary Seal)

GIVEN under my hand and seal of office this, the

8 day of May 2014

Elida R. Saenz
Notary Public in and for the State of Texas

My Commission expires June 13, 2016

If you make a false statement on this application, you could be found guilty of a Class A misdemeanor or a state jail felony under Texas Penal Code Section 37.10.

Schedule A1: Total Investment for Economic Impact (through the Qualifying Time Period)

Applicant Name BASF Corporation
ISD Name Brazosport ISD

Form 50-296A
Revised Feb 2014

PROPERTY INVESTMENT AMOUNTS

(Estimated Investment in each year. Do not put cumulative totals.)

	Year	School Year (YYYY-YYYY)	Tax Year (Fill in actual tax year below) YYYY	Column A New investment (original cost) in **tangible personal property** placed in service during this year that will become Qualified Property	Column B New investment made during this year in **buildings or permanent nonremovable components of buildings** that will become Qualified Property	Column C Other new investment made during this year that will not become Qualified Property [SEE NOTE]	Column D Other new investment made during this year that may become Qualified Property [SEE NOTE]	Column E **Total Investment** (Sum of Columns A+B+C+D)
Investment made before filing complete application with district	–	Year preceding the first complete tax year of the qualifying time period (assuming no deferrals of qualifying time period)	2014	Not eligible to become Qualified Property			[The only other investment made before filing complete application with district that may become Qualified Property is land.]	
Investment made after filing complete application with district, but before final board approval of application				$ -	$ -	$ -	$ -	$ -
Investment made after final board approval of application and before Jan. 1 of first complete tax year of qualifying time period				$ -	$ -	$ -	$ -	$ -
Complete tax years of qualifying time period	QTP1	2015-2016	2015	$ 315,000,000.00	$ -	$ -	$ -	$ 315,000,000.00
	QTP2	2016-2017	2016	$ 315,000,000.00	$ -	$ -	$ -	$ 315,000,000.00
Total Investment through Qualifying Time Period [ENTER this row in Schedule A2]				$ 630,000,000.00	$ -	$ -	$ -	$ 630,000,000.00
				Enter amounts from TOTAL row above in Schedule A2				
Total Qualified Investment (sum of green cells)				$ 630,000,000.00				

For All Columns: List amount invested each year, not cumulative totals.

Column A: This represents the total dollar amount of planned investment in tangible personal property. Only include estimates of investment for "replacement" property if the property is specifically described in the application. Only tangible personal property that is specifically described in the application can become qualified property.

Column B: The total dollar amount of planned investment each year in buildings or nonremovable component of buildings.

Column C: Dollar value of other investment that may affect economic impact and total value. Examples of other investment that will not become qualified property include investment meeting the definition of 313.021(1) but not creating a new improvement as defined by TAC 9.1051. This is proposed property that functionally replaces existing property; is used to maintain, refurbish, renovate, modify or upgrade existing property; or is affixed to existing property—described in SECTION 13, question #5 of the application.

Column D: Dollar value of other investment that may affect economic impact and total value. Examples of other investment that may result in qualified property are land or professional services.

Total Investment: Add together each cell in a column and enter the sum in the blue total investment row. Enter the data from this row into the first row in Schedule A2.

Qualified Investment: For the green qualified investment cell, enter the sum of all the green-shaded cells.

Schedule A2: Total Investment for Economic Impact (including Qualified Property and other investments)

Applicant Name BASF Corporation
ISD Name Brazosport ISD

Form 50-296A
Revised Feb 2014

PROPERTY INVESTMENT AMOUNTS								
(Estimated Investment in each year. Do not put cumulative totals.)								
				Column A	Column B	Column C	Column D	Column E
	Year	School Year (YYYY-YYYY)	Tax Year (Fill in actual tax year below) YYYY	New investment (original cost) in tangible personal property placed in service during this year that will become Qualified Property	New investment made during this year in buildings or permanent nonremovable components of buildings that will become Qualified Property	Other investment made during this year that will not become Qualified Property [SEE NOTE]	Other investment made during this year that will become Qualified Property [SEE NOTE]	Total Investment (A+B+C+D)
				Enter amounts from TOTAL row in Schedule A1 in the row below				
Total Investment from Schedule A1*	–	TOTALS FROM SCHEDULE A1		$ 630,000,000.00	$ -	$ -	$ -	$ 630,000,000.00
Each year prior to start of value limitation period** *Insert as many rows as necessary*	0	2014-2017	2014-2016	$ -	$ -	$ -	$ -	$ -
Value limitation period***	1	2017-2018	2017	$ -	$ -	$ -	$ -	$ -
	2	2018-2019	2018	$ -	$ -	$ -	$ -	$ -
	3	2019-2020	2019	$ -	$ -	$ -	$ -	$ -
	4	2020-2021	2020	$ -	$ -	$ -	$ -	$ -
	5	2021-2022	2021	$ -	$ -	$ -	$ -	$ -
	6	2022-2023	2022	$ -	$ -	$ -	$ -	$ -
	7	2023-2024	2023	$ -	$ -	$ -	$ -	$ -
	8	2024-2025	2024	$ -	$ -	$ -	$ -	$ -
	9	2025-2026	2025	$ -	$ -	$ -	$ -	$ -
	10	2026-2027	2026	$ -	$ -	$ -	$ -	$ -
Total Investment made through limitation				$ -	$ -	$ -	$ -	$ -
Continue to maintain viable presence	11	2027-2028	2027			$ -		$ -
	12	2028-2029	2028			$ -		$ -
	13	2029-2030	2029			$ -		$ -
	14	2030-2031	2030			$ -		$ -
	15	2031-2032	2031			$ -		$ -
Additional years for 25 year economic impact as required by 313.026(c)(1)	16	2032-2033	2032			$ -		$ -
	17	2033-2034	2033			$ -		$ -
	18	2034-2035	2034			$ -		$ -
	19	2035-2036	2035			$ -		$ -
	20	2036-2037	2036			$ -		$ -
	21	2037-2038	2037			$ -		$ -
	22	2038-2039	2038			$ -		$ -
	23	2039-2040	2039			$ -		$ -
	24	2040-2041	2040			$ -		$ -
	25	2041-2042	2041			$ -		$ -

* All investments made through the qualifying time period are captured and totaled on Schedule A1 [blue box] and incorporated into this schedule in the **first row.**

** Only investment made during deferrals of the start of the limitation (after the end of qualifying time period but before the start of the Value Limitation Period) should be included in the "year prior to start of value limitation period" row(s). If the limitation starts at the end of the qualifying time period or the qualifying time period overlaps the limitation, no investment should be included on this line.

*** If your qualifying time period will overlap your value limitation period, do not also include investment made during the qualifying time period in years 1 and/or 2 of the value limitation period, depending on the overlap. Only include investments/years that were **not** captured on Schedule A1.

For All Columns: List amount invested each year, not cumulative totals. Only include investments in the remaining rows of Schedule A2 that were not captured on Schedule A1.

Column A: This represents the total dollar amount of planned investment in tangible personal property. Only include estimates of investment for "replacement" property if the property is specifically described in the application.
Only tangible personal property that is specifically described in the application can become qualified property.

Column B: The total dollar amount of planned investment each year in buildings or nonremovable component of buildings.

Column C: Dollar value of other investment that may affect economic impact and total value. Examples of other investment that will not become qualified property include investment meeting the definition of 313.021(1) but not creating a new improvement as defined by TAC 9.1051. This is proposed property that functionally replaces existing property; is used to maintain, refurbish, renovate, modify or upgrade existing property; or is affixed to existing property—described in SECTION 13, question #5 of the application.

Column D: Dollar value of other investment that may affect economic impact and total value. Examples of other investment that may result in qualified property are land or professional services.

Schedule B: Estimated Market And Taxable Value (of Qualified Property Only)

Applicant Name **BASF Corporation**

ISD Name **Brazosport ISD**

Form 50-296A

Revised Feb 2014

				Qualified Property			Estimated Taxable Value		
	Year	School Year (YYYY-YYYY)	Tax Year (Fill in actual tax year) YYYY	Estimated Market Value of Land	Estimated Total Market Value of new buildings or other new improvements	Value of tangible personal property in the new buildings or "in or on the new improvements"	Market Value less any exemptions (such as pollution control) and before limitation	Final taxable value for I&S after all reductions	Final taxable value for M&O after all reductions
Each year prior to start of Value Limitation Period *Insert as many rows as necessary*	0	2014-2015	2014	$ 349,910.00	$ -	$ -	$ -	$ 349,910.00	$ 349,910.00
	1	2015-2016	2015	$ 349,910.00	$ -	$ -	$ -	$ 349,910.00	$ 349,910.00
	2	2016-2017	2016	$ 349,910.00	$ -	$ 315,000,000	##############	##############	##############
Value Limitation Period	1	2017-2018	2017	$ 349,910.00	$ -	$ 504,000,000	##############	##############	**$ 30,000,000.00**
	2	2018-2019	2018	$ 349,910.00	$ -	$ 537,205,200	##############	##############	**$ 30,000,000.00**
	3	2019-2020	2019	$ 349,910.00	$ -	$ 598,500,000	##############	##############	**$ 30,000,000.00**
	4	2020-2021	2020	$ 349,910.00	$ -	$ 567,000,000	##############	##############	**$ 30,000,000.00**
	5	2021-2022	2021	$ 349,910.00	$ -	$ 535,000,000	##############	##############	**$ 30,000,000.00**
	6	2022-2023	2022	$ 349,910.00	$ -	$ 504,000,000	##############	##############	**$ 30,000,000.00**
	7	2023-2024	2023	$ 349,910.00	$ -	$ 472,500,000	##############	##############	**$ 30,000,000.00**
	8	2024-2025	2024	$ 349,910.00	$ -	$ 441,000,000	##############	##############	**$ 30,000,000.00**
	9	2025-2026	2025	$ 349,910.00	$ -	$ 409,500,000	##############	##############	**$ 30,000,000.00**
	10	2026-2027	2026	$ 349,910.00	$ -	$ 378,000,000	##############	##############	**$ 30,000,000.00**
Continue to maintain viable presence	11	2027-2028	2027	$ 349,910.00	$ -	$ 346,500,000	##############	##############	##############
	12	2028-2029	2028	$ 349,910.00	$ -	$ 315,000,000	##############	##############	##############
	13	2029-2030	2029	$ 349,910.00	$ -	$ 283,500,000	##############	##############	##############
	14	2030-2031	2030	$ 349,910.00	$ -	$ 283,500,000	##############	##############	##############
	15	2031-2032	2031	$ 349,910.00	$ -	$ 283,500,000	##############	##############	##############
Additional years for 25 year economic impact as required by 313.026(c)(1)	16	2032-2033	2032	$ 349,910.00	$ -	$ 283,500,000	##############	##############	##############
	17	2033-2034	2033	$ 349,910.00	$ -	$ 283,500,000	##############	##############	##############
	18	2034-2035	2034	$ 349,910.00	$ -	$ 277,200,000	##############	##############	##############
	19	2035-2036	2035	$ 349,910.00	$ -	$ 277,200,000	##############	##############	##############
	20	2036-2037	2036	$ 349,910.00	$ -	$ 277,200,000	##############	##############	##############
	21	2037-2038	2037	$ 349,910.00	$ -	$ 277,200,000	##############	##############	##############
	22	2038-2039	2038	$ 349,910.00	$ -	$ 270,900,000	##############	##############	##############
	23	2039-2040	2039	$ 349,910.00	$ -	$ 270,900,000	##############	##############	##############
	24	2040-2041	2040	$ 349,910.00	$ -	$ 270,900,000	##############	##############	##############
	25	2041-2042	2041	$ 349,910.00	$ -	$ 270,900,000	##############	##############	##############

Notes: Market value in future years is good faith estimate of future taxable value for the purposes of property taxation.
Only include market value for eligible property on this schedule.

Schedule C: Employment Information

Applicant Name BASF Corporation
ISD Name Brazosport ISD

Form 50-296A
Revised Feb 2014

				Construction		Non-Qualifying Jobs	Qualifying Jobs	
				Column A	Column B	Column C	Column D	Column E
	Year	School Year (YYYY-YYYY)	Tax Year (Actual tax year) YYYY	Number of Construction FTE's or man-hours (specify)	Average annual wage rates for construction workers	Number of non-qualifying jobs applicant estimates it will create (cumulative)	Number of new qualifying jobs applicant commits to create meeting all criteria of Sec. 313.021(3) (cumulative)	Average annual wage of new qualifying jobs
Each year prior to start of Value Limitation Period *Insert as many rows as necessary*	0	2014-2015	2014	0	N/A	N/A	0	N/A
	1	2015-2016	2015	126 FTE	$ 52,000.00	N/A	0	N/A
	2	2016-2017	2016	504 FTE	$ 52,000.00	N/A	10	$ 61,000.00
Value Limitation Period *The qualifying time period could overlap the value limitation period.*	1	2017-2018	2017			N/A	10	$ 61,000.00
	2	2018-2019	2018			N/A	10	$ 61,000.00
	3	2019-2020	2019			N/A	10	$ 61,000.00
	4	2020-2021	2020			N/A	10	$ 61,000.00
	5	2021-2022	2021			N/A	10	$ 61,000.00
	6	2022-2023	2022			N/A	10	$ 61,000.00
	7	2023-2024	2023			N/A	10	$ 61,000.00
	8	2024-2025	2024			N/A	10	$ 61,000.00
	9	2025-2026	2025			N/A	10	$ 61,000.00
	10	2026-2027	2026			N/A	10	$ 61,000.00
Years Following Value Limitation Period	11 through 25	2027-2042	2027-2041			N/A	10	$ 61,000.00

Notes: See TAC 9.1051 for definition of non-qualifying jobs.
Only include jobs on the project site in this school district.

C1. Are the cumulative number of qualifying jobs listed in Column D less than the number of qualifying jobs required by statute? (25 qualifying jobs in Subchapter B districts, 10 qualifying jobs in Subchapter C districts) ☐ Yes ☒ No
If yes, answer the following two questions:

C1a. Will the applicant request a job waiver, as provided under 313.025(f-1)? ☐ Yes ☒ No

C1b. Will the applicant avail itself of the provision in 313.021(3)(F)? ☐ Yes ☒ No

Schedule D: Other Incentives (Estimated)

Applicant Name BASF Corporation
ISD Name Brazosport ISD

Form 50-296A
Revised Feb 2014

State and Local Incentives for which the Applicant intends to apply (Estimated)						
Incentive Description	**Taxing Entity (as applicable)**	**Beginning Year of Benefit**	**Duration of Benefit**	**Annual Tax Levy without Incentive**	**Annual Incentive**	**Annual Net Tax Levy**
Tax Code Chapter 311	County:					
	City:					
	Other:					
Tax Code Chapter 312	County: Brazoria County and R&B (pending)	2016	7 Years	$23,130,956 (estimated)	100% - All years	$0 (estimated)
	City: Cities of Clute and Freeport (pending)	2016	N/A	N/A	N/A	N/A
	Other: Velasco Drainage District, Brazosport College, Port Freeport (pending)	2016	7 Years	$19,394,188 (estimated)	100% - All years	$0 (estimated)
Local Government Code Chapters 380/381	County: N/A					
	City: N/A					
	Other: N/A					
Freeport Exemptions	Information not available					
Non-Annexation Agreements	N/A					
Enterprise Zone/Project	N/A					
Economic Development Corporation	N/A					
Texas Enterprise Fund						
Employee Recruitment	N/A					
Skills Development Fund	N/A					
Training Facility Space and Equipment	N/A					
Infrastructure Incentives	N/A					
Permitting Assistance						
Other:						
Other:						
Other:						
Other:						
			TOTAL	$ 42,525,144.00		$ -

Additional information on incentives for this project: