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September 28, 2018

Via Email: Desiree.Caulfield@cpa.texas.gov
And Hand Delivery

Ms. Desiree Caulfield
Senior Research Analyst
Economic Development & Local Government
Data Analysis & Transparency Division
Texas Comptroller of Public Accounts
111 East 17th Street, Room 311
Austin, Texas 78774

Re: Amendment No. 2 to Application No. 1272 Barbers Hill ISD – Enterprise Products Operating LLC

Dear Ms. Caulfield:

On behalf of our client, Enterprise Products Operating LLC, submitting Amendment No. 2 to Application No. 1272 with the Barbers Hill ISD. The Agreement for Limitation on Appraised Value for Application No. 1272 was approved by the Barbers Hill ISD Board of Trustees at its meeting on September 24, 2018. The agreement is now being circulated for execution and will be submitted to your offices soon.

Enterprise wishes to amend the Agreement to provide for an increase in the qualified investment in the project because the scope of the project has been increased to add a second train at the project. The second train is to be added immediately adjacent to the first train and is within the same reinvestment zone.

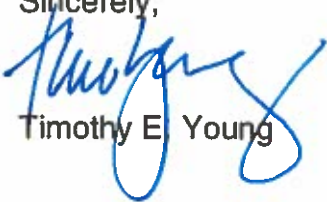
In Amendment No. 2, the following items have been changed and/or updated:

1. Page 7, Section 14 and TAB 13 have been updated to provide for current wage and employment information. We note that the number of new qualified jobs has not changed with the addition of the second train at the proposed project. This is because of the economies of scale by having the two trains located next to the

other and the synergistic manner in which Enterprise staffs its manufacturing plants.

2. Exhibit 1, Attachment 4a has been updated to include 2 new pending applications.
3. TAB 4 has been amended to include the addition of a second train in the proposed project description. The list of improvements has not changed, in that they are the same components for each train.
4. TAB 7 and TAB 8 have been amended to also include the addition of a second train in the proposed project description.
5. TAB 11 has been updated with a new map depicting the Qualified Investment/Qualified Property. You will note that the inset box in the lower half of the new map shows the addition of the second train.
6. As stated above, TAB 13 has been updated with current wage information.
7. TAB 14 has been amended with new Schedules showing the increased qualified investment for the addition of second train, the new wage information and the increased commitment for wages by the Applicant.

Electronic copies of the amended pages are transmitted with this letter along with a new signature page for the application. Hard copies will be hand-delivered to you as well. Please contact me if you need further information.

Sincerely,

Timothy E. Young

TEY/mee

cc: Stephanie Jones
Becky McManus
Curt Tate
Al Noor
Sara Leon
Shelly Leung

Application for Appraised Value Limitation on Qualified Property

(Tax Code, Chapter 313, Subchapter B or C)

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 not later than the 150th 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 comptroller.texas.gov/economy/local/ch313/. There are links 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

Date Application Received by District _____

First Name _____

Last Name _____

Title _____

School District Name _____

Street Address _____

Mailing Address _____

City _____

State _____

ZIP _____

Phone Number _____

Fax Number _____

Mobile Number (optional) _____

Email Address _____

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

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)?
2. What is the last complete calendar quarter before application review start date:
 First Quarter Second Quarter Third Quarter Fourth Quarter of _____
(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)?
- 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?
5. What is the number of new non-qualifying jobs you are estimating you will create?
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
 - b. 110% of the average weekly wage for manufacturing jobs in the county is
 - c. 110% of the average weekly wage for manufacturing jobs in the region is
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?
10. What is the annual wage you are committing to pay for each of the new qualifying jobs you create on the qualified property?
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 §313.021(3)(F)? 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**.

Exhibit 1

Attachment 4a.

School District & Application Number	Applying Entity	Application Date	First Full Tax Year
Barbers Hill ISD No. 166	Enterprise Products Operating LLC	9/1/2009	2010
Barbers Hill ISD No. 178	Enterprise Products Operating LLC	8/30/2010	2011
Barbers Hill ISD No. 192	Enterprise Products Operating, LLC	7/20/2010	2012
Barbers Hill ISD No. 253	Enterprise Products Operating, LLC	11/20/2012	2014
Barbers Hill ISD No. 254	Enterprise Products Operating, LLC	11/20/2012	2014
Barbers Hill ISD No. 278	Enterprise Products Operating, LLC	3/28/2013	2014
Barbers Hill ISD No. 349	Enterprise Products Operating, LLC	9/23/2013	2015
Barbers Hill ISD No. 363	Enterprise Products Operating, LLC	11/18/2013	2015
Barbers Hill ISD No. 364	Enterprise Products Operating, LLC	11/18/2013	2015
Yoakum ISD No. 187	Enterprise Hydrocarbons, L.P.	4/11/2011	2012
Pecos-Barstow-Toyah ISD No. 1122	Delaware Basin Gas Processing, LLC	2/1/2016	2017
Pecos-Barstow-Toyah ISD No. 1161	Enterprise Products Operating, LLC	11/29/2016	2019
Barbers Hill ISD No. 1162	Enterprise Products Operating, LLC	11/18/2016	2020
Barbers Hill ISD No. 1220	Enterprise Products Operating, LLC	9/27/2017	2021
Barbers Hill ISD No. 1272	Enterprise Products Operating, LLC	7/9/2018	2021
Carthage ISD No. 1270	BTA Gas Processing, LLC	6/26/2018	2021
Wink-Loving ISD No. 1278	Enterprise Products Operating, LLC	8/7/2018	2021

Tab # 4

Detailed Description of the Project

Proposed Project Description

Enterprise Products Operating LLC ("Enterprise") currently operates the Mont Belvieu Manufacturing Complex. Enterprise proposes to build a new manufacturing NGL fractionator facility consisting of two trains capable of processing 300 MBPD, a Deisobutanizer Unit and a Natural Gasoline Hydrotreater Unit in Mont Belvieu, Texas. If the proposed project is approved, the construction schedule projects construction to commence in the fourth quarter of 2018, with commercial operations anticipated to commence in the second quarter of 2020.

NGL Manufacturing Fractionation Plant

NGL manufacturing is the process of fractionating raw NGL mix produced by natural gas processing plants into discrete NGL purity components (i.e., ethane, propane, normal butane, iso-butane, and natural gasoline).

The manufacturing process is accomplished by applying heat and pressure to the mixture of raw NGL hydrocarbons and separating each discrete product at the different boiling points for each NGL component of the mixture.

The pipeline feed mixture is processed in feed filter, feed coalescer, and amine contractors to remove particulates, sulfides, and carbon dioxide. The sweetened feed is then dehydrated and fed to the Deethanizer column. The Deethanizer is used to manufacture the feed into two fractions. The overhead vapor fraction consists of ethane and lighter components and is condensed by heat exchange against propylene refrigerant. (Propylene vapor from the Deethanizer condenser is first compressed in a two-stage machine and then is condensed in a wet-surface air cooler. The liquid propylene is then sub-cooled against low –temperature ethane before being fed back to the Deethanizer column condenser as refrigerant.) A portion of the condensed ethane is pumped out of the unit as ethane product to the existing storage facility, and the balance is refluxed back to the column. The Bottom fraction from the column, consisting mainly of propane and heavier components, is fed to the Depropazizer column. Heat for the manufacturing is provided by a number of reboilers, including a hot oil reboiler at the bottom of the column.

The Depropanizer column takes the feed from the Deethanizer bottom and separates it into a propane and lighter fraction, which goes overhead, and a butane and heavier fraction, which exits the bottom. Condensing for the column is provided by a heat pump circuit and a wet surface air cooler. The propane heat pump circuit exchanges against the Depropanizer side reboiler and two reboilers attached to the Deethanzier column. The wet-surface air cooler is used to sub-cool the condensed propane. Part of the propane is refluxed back to the column and the balance is sent to the existing storage complex as product. Heat for manufacturing is provided by a hot oil reboiler at the bottom of the column.

The stream from the bottom of the Depropanizer is fed to the Debutanizer column, which manufactures it into an overhead stream containing mixed butanes (primarily normal butane

and isobutene) and a bottoms gasoline stream which contains pentanes and heavier gasses. Part of the overhead butane stream is refluxed back to the column and the balance is sent to storage tanks as an intermediate feed for other units or as commercial butane product. The bottoms gasoline is routed to existing gasoline treating facilities. Condensing for the Debutanizer is provided by the Deethanizer Upper Side Reboiler, and heat for manufacturing in the Debutanizer is provided by a hot oil reboiler at the bottom of the column.

Deisobutanizer Unit

The deisobutanizer (DIB) unit is used to manufacture isobutene and normal butane from mixed butane streams.

The Butane mixtures arrive at the Mont Belvieu Complex via pipeline and enter the DIB unit from the butamer units, or from the Mont Belvieu Complex storage facility, as commercial butane mixtures. The mixed butanes are routed to the deisobutanizer distillation column, where the manufacturing of isobutene and normal butane occurs. The overhead vapor stream from the column is isobutene, which is compressed into liquid phase isobutene. The liquefied isobutene product is split into two streams, one providing reflux for the column, and the remaining stream sent to the storage area or delivered to other Enterprise units as feed material.

Natural Gasoline Hydrotreater Manufacturing Plant

Hydrotreating is a manufacturing process that removes sulfur from natural gasoline. Natural gasoline is a product of fractionating raw NGL mix.

The manufacturing process is accomplished by applying hydrogen, heat, and pressure to the natural gasoline in the presence of a catalyst.

Natural gasoline feed from the NGL Fractionators is pumped to the appropriate pressure for the reaction section and filtered to remove particulates. The liquid feed is combined with a hydrogen rich recycle gas before routing to reactor feed/effluent exchangers. The gasoline and hydrogen mix is first heated against the reactor effluent in the feed/effluent exchangers and heated to the reactor inlet temperature by the reactor charge heater. In the reactor, sulfur is removed from the gasoline by combining with hydrogen to form hydrogen sulfide in the presence of a catalyst. The reactor effluent is cooled against the feed in the feed/effluent exchangers and further in the reactor effluent air cooler. After cooling, liquid gasoline is separated from hydrogen in the separator drum. The hydrogen rich vapor from the separator drum is routed to a knockout drum to remove liquid droplets before routing to the recycle gas compressor. The recycle gas compressor pressurizes the hydrogen rich recycle gas so it can be recycled to mix with the liquid feed. Make-up hydrogen is added to the recycle gas to replace hydrogen consumed by the reaction section.

The liquid from the separator drum is routed to the stabilizer section to remove dissolved hydrogen, hydrogen sulfide, and light ends. The liquid is preheated against the stabilizer bottoms in the feed/bottoms exchanger before heading to the stabilizer column. The stabilizer is a trayed distillation column that boils the light components out of the gasoline with heat input from a fired heater type reboiler fed by a pump. The desulfurized gasoline bottoms product is cooled in the feed/bottoms exchanger and further in the product air cooler. The vapor from the stabilizer is cooled and partially condensed in the stabilizer condenser. The liquid and vapor are separated in the stabilizer reflux drum. The liquid is returned to the top of the stabilizer as reflux. The vapor from the stabilizer is further cooled by a postcondenser to limit gasoline losses and the residual vapor vent is routed to a caustic scrubber to remove hydrogen sulfide before use as a fuel in the fired heaters.

Frac #10 consisting of 2 trains, DIB & Hydrotreator proposed facility -List of Improvements

Plant Components

- DeEthanizer column
- DePropanizer column
- Debutanizer column
- Wet Surface Air Coolers
- Gas fired regenerant gas heaters
- Gas fired hot oil heaters
- Compression Equipment
- Deisobutanizer column
- Ancillary tanks
- Fired charge heater
- Reactor
- Heat exchangers
- Compressor
- Stabilizer column
- Fired reboiler
- Scrubber column
- Ancillary equipment

Tab # 7

Detailed Description of the Project

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Plant Components

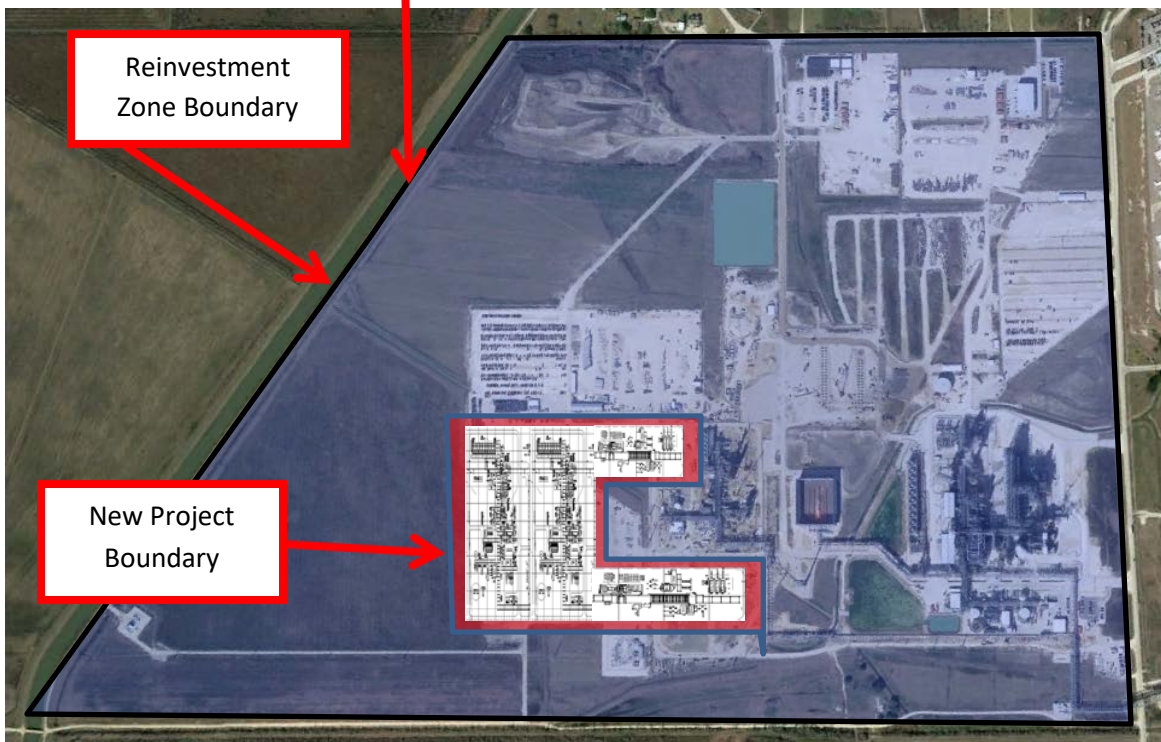
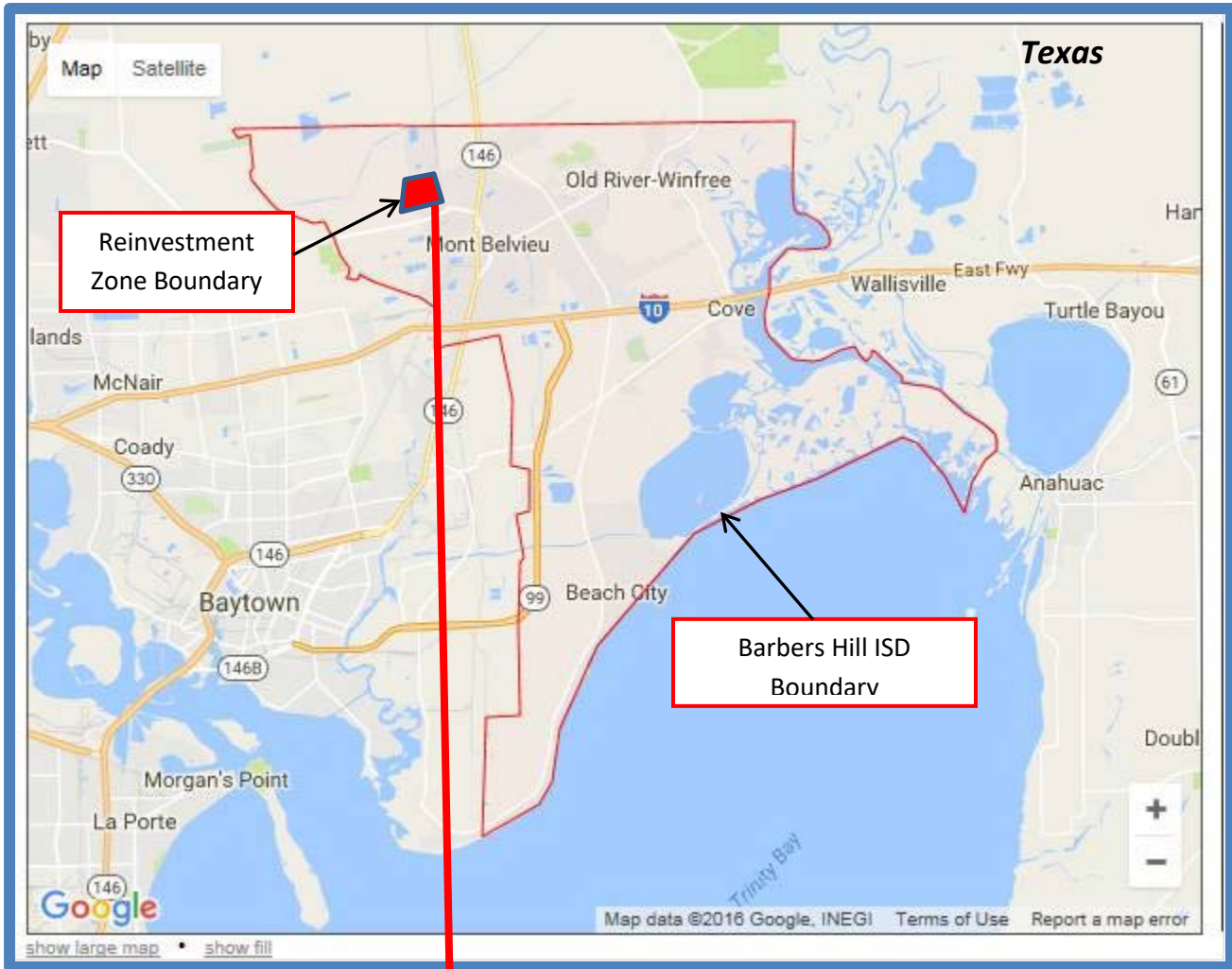
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Tab # 11

Maps that clearly show:

- a) **Project Vicinity** – See following map labeled “Project Vicinity Map”
- b) **Qualified Investment** – See following map labeled “Qualified Investment / Qualified Property Map”
- c) **Qualified Property** – See following map labeled “Qualified Investment / Qualified Property Map”
- d) **Existing Property** – See Tab #10.
- e) **Land location and vicinity map** – See following map labeled “Project Vicinity Map”
- f) **Reinvestment Zone within vicinity map, showing the actual or proposed boundaries and size** – See following map labeled “Reinvestment Zone Map”

Qualified Investment / Qualified Property Map



Tab # 13

Calculation of three possible wage requirements with TWC documentation

Calculations of Wages for Chambers County

Based on Most Recent Data Available

Average Weekly Wage for all jobs (all Industries) in the County		
Year	Period	Wages
2018	1st Qtr	\$1,340
2017	2nd Qtr	\$1,092
2017	3rd Qtr	\$1,146
2017	4th Qtr	\$1,185
Average		\$1,190.75

110% of Average Weekly Wage for Manufacturing jobs in the County		
Year	Period	Wages
2018	1st Qtr	\$2,952
2017	2nd Qtr	\$1,859
2017	3rd Qtr	\$2,064
2017	4th Qtr	\$1,950
Average Weekly Wage		\$2,206
110% of Average Weekly Wage		\$2,426.88

110% of Average Weekly Wage for Manufacturing jobs in the Region	
Houston-Galveston Area Council	
Rate per Hour	\$28.94
Hours Per Week	40
Average Weekly Wage	\$1,157.60
110% of Average Weekly Wage	\$1,273.36

Minimum Required Annual(52 weeks) Wage	\$66,214.72
---	--------------------

Page 1 of 1 (40 results/page)

Year	Period	Area	Ownership	Division	Level	Ind Code	Industry	Avg Weekly Wages
2018	1st Qtr	Chambers County	Total All	00	0	10	Total, all industries	\$1,340
2017	1st Qtr	Chambers County	Total All	00	0	10	Total, all industries	\$1,323
2017	2nd Qtr	Chambers County	Total All	00	0	10	Total, all industries	\$1,092
2017	3rd Qtr	Chambers County	Total All	00	0	10	Total, all industries	\$1,146
2017	4th Qtr	Chambers County	Total All	00	0	10	Total, all industries	\$1,185

Page 1 of 1 (40 results/page)

Year	Period	Area	Ownership	Division	Level	Ind Code	Industry	Avg Weekly Wages
2018	1st Qtr	Chambers County	Private	31	2	31-33	Manufacturing	\$2,952
2017	1st Qtr	Chambers County	Private	31	2	31-33	Manufacturing	\$2,916
2017	2nd Qtr	Chambers County	Private	31	2	31-33	Manufacturing	\$1,859
2017	3rd Qtr	Chambers County	Private	31	2	31-33	Manufacturing	\$2,064
2017	4th Qtr	Chambers County	Private	31	2	31-33	Manufacturing	\$1,950

source:

<http://www.tracer2.com/cgi/dataanalysis/AreaSelection.asp?tableName=Industry>

**2017 Manufacturing Average Wages by Council of Government Region
Wages for All Occupations**

COG	Wages	
	Hourly	Annual
Texas	\$26.24	\$54,587
1. Panhandle Regional Planning Commission	\$23.65	\$49,190
2. South Plains Association of Governments	\$19.36	\$40,262
3. NORTEX Regional Planning Commission	\$23.46	\$48,789
4. North Central Texas Council of Governments	\$26.80	\$55,747
5. Ark-Tex Council of Governments	\$18.59	\$38,663
6. East Texas Council of Governments	\$21.07	\$43,827
7. West Central Texas Council of Governments	\$21.24	\$44,178
8. Rio Grande Council of Governments	\$18.44	\$38,351
9. Permian Basin Regional Planning Commission	\$26.24	\$54,576
10. Concho Valley Council of Governments	\$19.67	\$40,924
11. Heart of Texas Council of Governments	\$21.53	\$44,781
12. Capital Area Council of Governments	\$31.49	\$65,497
13. Brazos Valley Council of Governments	\$17.76	\$39,931
14. Deep East Texas Council of Governments	\$17.99	\$37,428
15. South East Texas Regional Planning Commission	\$34.98	\$72,755
16. Houston-Galveston Area Council	\$28.94	\$60,202
17. Golden Crescent Regional Planning Commission	\$26.94	\$56,042
18. Alamo Area Council of Governments	\$22.05	\$48,869
19. South Texas Development Council	\$15.07	\$31,343
20. Coastal Bend Council of Governments	\$28.98	\$60,276
21. Lower Rio Grande Valley Development Council	\$17.86	\$37,152
22. Texoma Council of Governments	\$21.18	\$44,060
23. Central Texas Council of Governments	\$19.30	\$40,146
24. Middle Rio Grande Development Council	\$24.07	\$50,058

Source: Texas Occupational Employment and Wages

Data published: July 2018

Data published annually, next update will be July 31, 2019

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

**Schedule A1, A2, B, C and D completed
and signed economic impact**

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

Date **9/27/2018**

Applicant Name **Enterprise Products Operating LLC**

ISD Name **Barbers Hill ISD**

Amendment #2 9/27/2018

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Revised May 2014

			PROPERTY INVESTMENT AMOUNTS				
			(Estimated Investment in each year. Do not put cumulative totals.)				
			Column A	Column B	Column C	Column D	Column E
			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 new investment made during this year that will <u>not</u> become Qualified Property [NOTE]	Other new investment made during this year that may become Qualified Property [NOTE]	Total Investment (Sum of Columns A+B+C+D)
Investment made before filing complete application with district	Year	School Year (YYYY-YYYY)					
		Year preceding the first complete tax year of the qualifying time period (assuming no deferrals of qualifying time period)					
Investment made after filing complete application with district, but before final board approval of application	Tax Year (Fill in actual tax year below) YYYY	2018					
		2019					
Investment made after final board approval of application and before Jan. 1 of first complete tax year of qualifying time period	Pre		27,860,243				27,860,243
	QTP1	2019-2020	355,367,183				355,367,183
Complete tax years of qualifying time period	QTP2	2020-2021	406,477,425				406,477,425
		2020					
Total Investment through Qualifying Time Period [ENTER this row in Schedule A2]			789,704,850				789,704,850
Total Qualified Investment (sum of green cells)			789,704,850				789,704,850

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 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—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.

Enter amounts from TOTAL row above in Schedule A2

Applicant Name Enterprise Products Operating LLC
ISD Name Barbers Hill ISD

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 investment made during this year that will not become Qualified Property [SEE NOTE]	Column D Other investment made during this year that will become Qualified Property [SEE NOTE]	Column E Total Investment (A+B+C+D)
Total Investment from Schedule A1*	-	TOTALS FROM SCHEDULE A1						
Each year prior to start of value limitation period** <i>Insert as many rows as necessary</i>	Pre	2018-2019	2018	27,860,243				27,860,243
	QTP1	2019-2020	2019	355,367,183				355,367,183
	QTP 2	2020-2021	2020	406,477,425				406,477,425
	1	2021-2022	2021					
	2	2022-2023	2022					
	3	2023-2024	2023					
	4	2024-2025	2024					
	5	2025-2026	2025					
	6	2026-2027	2026					
	7	2027-2028	2027					
8	2028-2029	2028						
9	2029-2030	2029						
10	2030-2031	2030						
Total Investment made through limitation				789,704,850				789,704,850
Continue to maintain viable presence								
	11	2031-2032	2031					
	12	2032-2033	2032					
	13	2033-2034	2033					
	14	2034-2035	2034					
	15	2035-2036	2035					
	16	2036-2037	2036					
	17	2037-2038	2037					
	18	2038-2039	2038					
	19	2039-2040	2039					
	20	2040-2041	2040					
	21	2041-2042	2041					
	22	2042-2043	2042					
	23	2043-2044	2043					
	24	2044-2045	2044					
	25	2045-2046	2045					

* 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. 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—described in SECTION 13, question #5 of the application.

Column C: 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.

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) Amendment #2 9/27/2018

9/27/2018

Date
Applicant Name
ISD Name

Enterprise Products Operating LLC
Barbers Hill ISD

Form 50-296A
Revised May 2014

Each year prior to start of Value Limitation Period <i>Insert as many rows as necessary</i>	School Year (YYYY-YYYY)	Tax Year (Fill in actual tax year) YYYY	Qualified Property			Estimated Taxable Value		
			Estimated Market Value of Land	Estimated Total Market Value of new buildings or other new improvements	Estimated Total Market 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
Pre	2018-2019	2018			13,930,122	13,930,122	13,930,122	13,930,122
QTP1	2019-2020	2019			177,683,591	177,683,591	177,683,591	177,683,591
QTP2	2020-2021	2020			394,852,425	394,852,425	394,852,425	394,852,425
1	2021-2022	2021			773,910,753	765,589,132	765,589,132	80,000,000
2	2022-2023	2022			758,116,656	749,964,864	749,964,864	80,000,000
3	2023-2024	2023			742,322,559	734,340,596	734,340,596	80,000,000
4	2024-2025	2024			726,528,462	718,716,328	718,716,328	80,000,000
5	2025-2026	2025			710,734,365	703,092,060	703,092,060	80,000,000
6	2026-2027	2026			694,940,268	687,467,792	687,467,792	80,000,000
7	2027-2028	2027			679,146,171	671,843,524	671,843,524	80,000,000
8	2028-2029	2028			663,352,074	656,219,256	656,219,256	80,000,000
9	2029-2030	2029			647,557,977	640,594,988	640,594,988	80,000,000
10	2030-2031	2030			631,763,880	624,970,720	624,970,720	80,000,000
11	2031-2032	2031			615,969,783	609,346,452	609,346,452	80,000,000
12	2032-2033	2032			600,175,686	593,722,184	593,722,184	80,000,000
13	2033-2034	2033			584,381,589	578,097,916	578,097,916	80,000,000
14	2034-2035	2034			568,587,492	562,473,648	562,473,648	80,000,000
15	2035-2036	2035			552,793,395	546,849,380	546,849,380	80,000,000
16	2036-2037	2036			536,999,298	531,225,112	531,225,112	80,000,000
17	2037-2038	2037			521,205,201	515,600,844	515,600,844	80,000,000
18	2038-2039	2038			505,411,104	499,976,576	499,976,576	80,000,000
19	2039-2040	2039			489,617,007	484,352,308	484,352,308	80,000,000
20	2040-2041	2040			473,822,910	468,728,040	468,728,040	80,000,000
21	2041-2042	2041			458,028,813	453,103,772	453,103,772	80,000,000
22	2042-2043	2042			442,234,716	437,479,504	437,479,504	80,000,000
23	2043-2044	2043			426,440,619	421,855,236	421,855,236	80,000,000
24	2044-2045	2044			410,646,522	406,230,968	406,230,968	80,000,000
25	2045-2046	2045			394,852,425	390,606,700	390,606,700	80,000,000

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

Date **9/27/2018**
 Applicant Name **Enterprise Products Operating LLC**
 ISD Name **Barbers Hill ISD**

	Construction		Non-Qualifying Jobs		Qualifying Jobs			
	Column A	Column B	Column C	Column D	Column E			
	Year (YYYY-YYYY)	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 <i>Insert as many rows as necessary</i>	Pre	2018-2019	2018	1,000 FTE	67,000			67,000
	QTP1	2019-2020	2019	1,500 FTE	67,000			67,000
	QTP2	2020-2021	2020	1,500 FTE	67,000			67,000
	1	2021-2022	2021				25	67,000
	2	2022-2023	2022				25	67,000
	3	2023-2024	2023				25	67,000
	4	2024-2025	2024				25	67,000
	5	2025-2026	2025				25	67,000
	6	2026-2027	2026				25	67,000
	7	2027-2028	2027				25	67,000
8	2028-2029	2028				25	67,000	
9	2029-2030	2029				25	67,000	
10	2030-2031	2030				25	67,000	
Years Following Value Limitation Period	11 through 25	2031-2046	2045				25	67,000

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) Yes No
- If yes, answer the following two questions:
- C1a.** Will the applicant request a job waiver, as provided under 313.025(-1)? Yes No
- C1b.** Will the applicant avail itself of the provision in 313.021(3)(F)? Yes No

Date

9/27/2018

Schedule D: Other Incentives (Estimated)

Amendment #2 9/27/2018

Applicant Name

Enterprise Products Operating LLC
Barbers Hill ISD

Form 50-296A

Revised May 2014

ISD Name

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: Chambers					
	City: City of Baytown ETJ					
	Other:					
Local Government Code Chapters 380/381	County: Chambers	2020	10 Years	3,429,765	1,714,883	1,714,883
	City:					
	Other:					
Freeport Exemptions						
Non-Annexation Agreements	City of Baytown ETJ	2020	10 Years	5,196,534	2,220,999	2,975,535
Enterprise Zone/Project						
Economic Development Corporation						
Texas Enterprise Fund						
Employee Recruitment						
Skills Development Fund						
Training Facility Space and Equipment						
Infrastructure Incentives						
Permitting Assistance						
Other:						
Other:						
Other:						
Other:						
TOTAL				-	-	-

Additional information on incentives for this project:

The Chambers County Annual Percentage of Abatement is: 50%. The City of Baytown ETJ Annual Percentage of Abatement is: 42.74%

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

Greg Poole
Print Name (Authorized School District Representative)

Superintendent
Title

sign here

[Handwritten Signature]
Signature (Authorized School District Representative)

10/1/2018
Date

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

Curt Tate
Print Name (Authorized Company Representative (Applicant))

Senior Tax Director
Title

sign here

[Handwritten Signature]
Signature (Authorized Company Representative (Applicant))

September 26, 2018
Date

GIVEN under my hand and seal of office this, the

26th day of September, 2018



[Handwritten Signature]
Notary Public in and for the State of Texas

My Commission expires: 8/7/2020

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.