

# POWELL & LEON, LLP

108 Wild Basin Road, Suite 100, Austin, TX 78746 T: (512) 494-1177 F: (512) 494-1188

---

December 4, 2018

*Via Electronic Mail and Hand Delivery*  
Local Government Assistance & Economic Analysis  
Texas Comptroller of Public Accounts  
111 E. 17<sup>th</sup> Street  
Austin, Texas 78774

Re: Application for a Chapter 313 Value Limitation Agreement between the Deer Park Independent School District and Pasadena Performance Products, LP

*First Year of Qualifying Time Period – 2019; First Year of Limitation – 2021*

Dear Local Government Assistance and Economic Analysis Division:

The Deer Park Independent School District Board of Trustees approved the enclosed Application for Limitation on Appraised Value of Property for School District Maintenance and Operations Taxes at a duly called meeting held on November 12, 2018. The Application was determined to be complete on December 3, 2018. The Applicant proposes to construct an alkylate manufacturing facility in Harris County, Texas.

A copy is being provided to the Harris County Appraisal District by copy of this correspondence. The Board of Trustees believes this project will be beneficial to the District and looks forward to your review and certification of this Application.

Thanks so much for your kind attention to this matter.

Respectfully submitted,



Sara Hardner Leon

Enclosures

cc: *Via Electronic Mail:* [help@bcad.org](mailto:help@bcad.org)  
Mr. Roland Altinger, Chief Appraiser, Harris County Appraisal District

*Via Electronic Mail:* [white@dpisd.org](mailto:white@dpisd.org)  
Mr. Victor White, Superintendent of Schools, Deer Park Independent School District

*Via Electronic Mail:* [tina.winninger@nextwaveenergy.com](mailto:tina.winninger@nextwaveenergy.com)  
Ms. Tina Wininger, Controller, Next Wave Energy Partners, LP

*Via Electronic Mail:* [gfrancis@deloitte.com](mailto:gfrancis@deloitte.com)  
Mr. George Francis, Managing Tax Director, Deloitte Tax, LLP

**Pasadena Performance Products, LP**

**Deer Park ISD**

**Chapter 313 Application**

**Tab #1**  
**Application for Appraised Value Limitation**  
**on Qualified Property**

# 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/](http://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 1: School District Information *(continued)*

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

First Name Last Name

Title

Firm Name

Phone Number Fax Number

Mobile Number *(optional)* Email Address

4. On what date did the district determine this application complete? .....

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

SECTION 2: Applicant Information

1. Authorized Company Representative *(Applicant)*

First Name Last Name

Title Organization

Street Address

Mailing Address

City State ZIP

Phone Number Fax Number

Mobile Number *(optional)* Business Email Address

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

\_\_\_\_\_  
Last Name

\_\_\_\_\_  
Title

\_\_\_\_\_  
Firm Name

\_\_\_\_\_  
Phone Number

\_\_\_\_\_  
Fax Number

\_\_\_\_\_  
Business Email Address

**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? \_\_\_\_\_

2. List the Texas Taxpayer I.D. number of entity subject to Tax Code, Chapter 171 (11 digits) \_\_\_\_\_

3. List the NAICS code \_\_\_\_\_

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

**SECTION 5: Applicant Business Structure**

1. Identify Business Organization of Applicant (*corporation, limited liability corporation, etc*) \_\_\_\_\_

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:
 

<input type="checkbox"/> Land has no existing improvements	<input type="checkbox"/> Land has existing improvements ( <i>complete Section 13</i> )
<input type="checkbox"/> Expansion of existing operation on the land ( <i>complete Section 13</i> )	<input type="checkbox"/> 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, contracts or letters of intent related to the proposed project?  Yes  No
3. Does the applicant have current business activities at the location where the proposed project will occur?  Yes  No
4. Has the applicant made public statements in SEC filings or other 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. Is the applicant evaluating other locations not in Texas for the proposed project?  Yes  No
8. Has the applicant provided capital investment or return on investment information for the proposed project in comparison with other alternative investment opportunities?  Yes  No
9. Has the applicant provided information related to the applicant's inputs, transportation and markets for the proposed project?  Yes  No
10. 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

**Chapter 313.026(e) states "the applicant may submit information to the Comptroller that would provide a basis for an affirmative determination under Subsection (c)(2)." 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 \_\_\_\_\_
2. Commencement of construction \_\_\_\_\_
3. Beginning of qualifying time period \_\_\_\_\_
4. First year of limitation \_\_\_\_\_
5. Begin hiring new employees \_\_\_\_\_
6. Commencement of commercial operations \_\_\_\_\_
7. 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.
8. When do you anticipate the new buildings or improvements will be placed in service? \_\_\_\_\_

**SECTION 10: The Property**

1. Identify county or counties in which the proposed project will be located \_\_\_\_\_
2. Identify Central Appraisal District (CAD) that will be responsible for appraising the property \_\_\_\_\_
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: \_\_\_\_\_ (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: \_\_\_\_\_ (Name, tax rate and percent of project)  
 Other (describe): \_\_\_\_\_ (Name, tax rate and percent of project)      Other (describe): \_\_\_\_\_ (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 [comptroller.texas.gov/economy/local/ch313/](http://comptroller.texas.gov/economy/local/ch313/).

1. At the time of application, what is the estimated minimum qualified investment required for this school district? \_\_\_\_\_
2. What is the amount of appraised value limitation for which you are applying? \_\_\_\_\_  
**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 tangible personal property to be placed in service during the qualifying time period and buildings to be constructed during the qualifying time period, 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): \_\_\_\_\_ \$
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): \_\_\_\_\_ \$

**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)? .....
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**.

**Tab #2**  
**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 #3**  
**Documentation of Combined Group**  
**Membership under Texas Tax Code**  
**171.0001(7)**

### Texas Franchise Tax Affiliate Schedule

■ Tcode 13253 Annual

<b>■ Reporting entity taxpayer number</b> 32055489028	<b>■ Report year</b> 2018	<b>Reporting entity taxpayer name</b> NEXT WAVE ENERGY PARTNERS, LP
--	------------------------------	--

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

<b>1. Legal name of affiliate</b> NEXT WAVE ENERGY PARTNERS, LP		<b>■ 2. Affiliate taxpayer number (if none, use FEI number)</b> 32055489028		<b>■ 3. Affiliate NAICS code</b> 325100	
<b>4. Check box if entity is disregarded for franchise tax</b> <input type="checkbox"/>		<b>5. Check box if this affiliate does NOT have NEXUS in Texas</b> <input type="checkbox"/>		<b>6. Affiliate reporting begin date</b> m m d d y y 010117	
				<b>7. Affiliate reporting end date</b> m m d d y y 123117	
<b>■ 8. Gross receipts subject to throwback in other states (before eliminations)</b> 0.00			<b>■ 9. Gross receipts everywhere (before eliminations)</b> 0.00		
<b>■ 10. Gross receipts in Texas (before eliminations)</b> 0.00			<b>■ 11. Cost of goods sold or compensation (before eliminations)</b> 0.00		

<b>1. Legal name of affiliate</b> PASADENA PERFORMANCE PRODUCTS, LP		<b>■ 2. Affiliate taxpayer number (if none, use FEI number)</b> 32064009700		<b>■ 3. Affiliate NAICS code</b> 325100	
<b>4. Check box if entity is disregarded for franchise tax</b> <input type="checkbox"/>		<b>5. Check box if this affiliate does NOT have NEXUS in Texas</b> <input type="checkbox"/>		<b>6. Affiliate reporting begin date</b> m m d d y y 060917	
				<b>7. Affiliate reporting end date</b> m m d d y y 123117	
<b>■ 8. Gross receipts subject to throwback in other states (before eliminations)</b> 0.00			<b>■ 9. Gross receipts everywhere (before eliminations)</b> 0.00		
<b>■ 10. Gross receipts in Texas (before eliminations)</b> 0.00			<b>■ 11. Cost of goods sold or compensation (before eliminations)</b> 0.00		

<b>1. Legal name of affiliate</b>		<b>■ 2. Affiliate taxpayer number (if none, use FEI number)</b>		<b>■ 3. Affiliate NAICS code</b>	
<b>4. Check box if entity is disregarded for franchise tax</b> <input type="checkbox"/>		<b>5. Check box if this affiliate does NOT have NEXUS in Texas</b> <input type="checkbox"/>		<b>6. Affiliate reporting begin date</b> m m d d y y	
				<b>7. Affiliate reporting end date</b> m m d d y y	
<b>■ 8. Gross receipts subject to throwback in other states (before eliminations)</b> 0.00			<b>■ 9. Gross receipts everywhere (before eliminations)</b> 0.00		
<b>■ 10. Gross receipts in Texas (before eliminations)</b> 0.00			<b>■ 11. Cost of goods sold or compensation (before eliminations)</b> 0.00		

The reporting entity of a combined group with a temporary credit for business loss carryforwards preserved for itself and/or affiliates must submit common owner information. **This information must be provided to satisfy franchise tax reporting requirements.** Learn more at [www.comptroller.texas.gov/taxes/franchise/](http://www.comptroller.texas.gov/taxes/franchise/). 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	<input type="checkbox"/>	FM	<input type="checkbox"/>
-------	--------------------------	----	--------------------------



# Tab #4

## Detailed Description of the Project

### Proposed Project Description

The proposed project to which this application pertains is to construct an on-purpose alkylate manufacturing facility. The facility will consist of two units, an olefins unit (“Olefins Unit”) and an alkylation unit, as well as associated process infrastructure, auxiliary equipment and logistics assets.

The Olefins Unit produces olefins via a catalyst and co-catalyst. The alkylation unit will react light olefins – including the olefins produced by the Olefins Unit – with isobutane in the presence of a sulfuric acid catalyst to form alkylate. Alkylate is a premium blendstock used in the formulation of gasoline and is sought after for its high octane and low vapor pressure characteristics.

Pasadena Performance Products, LP (hereinafter referred to as “Applicant”) anticipates investments for construction of approximately \$600 million. This anticipated investment amount includes engineering, equipment, and construction costs.

### Preliminary Project Timeline

- Q2 2019 – final investment decision
- Q3 2019 – begin construction, pending receipt of permits
- Q2 2021 – commencement of commercial production

# Tab #5

## Limitation is a Determining Factor

- 1. Does the applicant currently own the land on which the proposed project will occur?**

No. Applicant has long-term lease on the proposed project site, which has a termination clause that Applicant can utilize if project does not move forward.
- 2. Has the applicant entered into any agreements, contracts or letters of intent related to the proposed project?**

Applicant has entered into non-binding Letters of Intent (“LOI”) for a portion of feedstock supply and alkylate offtake. Applicant’s business model necessitates these LOI’s be in place prior to investment decisions being made so there is available feedstock if the proposed project moves forward.
- 3. Does the applicant have current business activities at the location where the proposed project will occur?**

No.
- 4. Has the applicant made any public statements in SEC filings or other documents regarding its intentions regarding the proposed project location?**

No.
- 5. Has the applicant received any local or state permits for activities on the proposed project site?**

Yes – Air Permit.
- 6. Has the applicant received commitments for state or local incentives at the proposed project site?**

No - Ongoing discussions are underway with the City of Pasadena.
- 7. Is the applicant evaluating other locations not in Texas for the proposed project?**

Yes. Applicant is evaluating other locations outside of Texas for the proposed project to which this application pertains.

Tab 5 Continued

Applicant is an independent energy company focused on the development, operation, acquisition, and expansion of midstream and downstream petrochemical and fuels assets. Applicant's core capabilities include customized toll processing, manufacturing and logistics solutions for natural gas liquids, petrochemicals and gasoline blending components.

Applicant's investment decisions are in part driven by geo-tech feasibility of a location. Applicant is currently spending dollars to move dirt for the purpose of evaluating the proposed project site.

Applicant's capital investments are allocated to projects and locations based on anticipated return on investment. Once the investment is made, one of the largest ongoing costs to operations is property tax liabilities. Diligence is one of the most important factors when securing funding for a capital investment, and the internal rate of return is a key driver in Applicant's cost/benefit analysis. The Chapter 313 Value Limitation, if granted, would make the location in Texas a feasible investment.

**8. Has the applicant provided capital investment or return on investment information for the proposed project in comparison with alternative investment opportunities?**

No.

**9. Has the applicant provided information related to the applicant's inputs, transportation and markets for the proposed project?**

N/A

**10. 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?**

No.

**Key Determining Factors:**

- An appraised value limitation agreement under Chapter 313 results in significant annual operating cost savings which would incentivize the Applicant to invest capital in the proposed project rather than making an alternative investment.
- The expected property tax burden for the Applicant's proposed project is significant to the internal rate of return expected. The property tax burden has both a direct and indirect impact on the proposed project's overall economic viability, and Applicant's ultimate decision to invest in Texas.

Tab 5 Continued

- The ability for Applicant to enter into a Chapter 313 appraised value limitation agreement with the school district is a determining factor in deciding whether to invest in this project.
- Capital investments by the Applicant are based on anticipated return on investment. Once the investment is made, one of the largest ongoing costs to operations is property tax liabilities. The property tax liabilities directly influence the internal rate of return on investment required by Applicant to secure funding. Without the Chapter 313 tax incentive, the economics of this project become less competitive with other capital-intensive projects, and the viability of the proposed project becomes increasingly uncertain.
- Tax incentives play an important role in calculating internal rate of return on investment for projects in Texas due to the high property tax burden.
- Applicant has taken Chapter 313 appraised value limitation as an important component for evaluating whether to commit a substantial amount of capital in this area of Texas.

# Tab #6

## Description of how project is located in more than one district

All of the project that is the subject of this application is located 100% in Deer Park ISD. The project is also located 100% in the following tax units and the 2017/2018 tax rate for each taxing unit is shown below.

Taxing Entity	2017 Rates	2018 Rates
Deer Park ISD	1.556700	
Harris County	0.418010	0.418580
Harris County Flood Control	0.028310	0.028770
Port of Houston Authority	0.012560	0.011550
Harris County Hosp Dist	0.171100	0.171080
Harris County Educ Dist	0.005195	0.005190
San Jacinto Com Col Dist	0.183335	0.179329
City of Pasadena	0.575388	0.615446

# Tab #7

## Detailed Description of Qualified Investment

### Proposed Project Description

The proposed project to which this application pertains is to construct an on-purpose alkylate manufacturing facility. The facility will consist of two units, an olefins unit (“Olefins Unit”) and an alkylation unit, as well as associated process infrastructure, auxiliary equipment and logistics assets.

The Olefins Unit produces olefins via a catalyst and co-catalyst. The alkylation unit will react light olefins – including the olefins produced by the Olefins Unit – with isobutane in the presence of a sulfuric acid catalyst to form alkylate. Alkylate is a premium blendstock used in the formulation of gasoline and is sought after for its high octane and low vapor pressure characteristics.

Applicant anticipates investments for construction of approximately \$600 million. This anticipated investment amount includes engineering, equipment, and construction costs.

### Significant Components of the Facility Include:

- Distillation towers
- Reactors
- Heat Exchangers, pumps and vessels
- Compressor and refrigeration units
- Acid and Caustic Storage & Neutralization Equipment
- Cooling Tower
- Steam Supply & Condensate Return Systems (connected to nearby cogen unit)
- Electrical Substation
- Waste Water Tank
- Firewater Tank and Distribution System
- Multiple feedstock and product pipelines & metering stations
- Feedstock and Product Storage
- Pipeline Transfer Pumps
- Byproduct Truck Loading, Unloading & Truck Scale
- Flare & Thermal Oxidizer
- Buildings: Administration, Control Room, Guard House, Lab & Maintenance Warehouse
- Future Rail
- Several miles of pipeline extending from property to gasoline blending
- Pipelines connecting feedstock

# Tab #8

## Detailed Description of Qualified Property

N/A - Qualified investment (tab 7) describes qualified property exactly.

# Tab #9

## Description of Land

**The Land upon which the new buildings or new improvements will be built WILL NOT be part of the qualified property as described by §313.021(2)(A).**

All of the tracts, pieces, or parcels of real property contained in the attached ground survey are leased by Applicant.

LEGAL DESCRIPTION OF THE PREMISES

TRACT 1:

A tract of land containing 52.9567 acres (2306792 square feet) located partially within the Thomas Earl Survey, Abstract 18, and partially within the James Seymour Survey, Abstract 698, both in Harris County Texas. Said tract being more particularly described by metes and bounds as follows:

BEING a 52.9567 acre (2306792 square feet) tract of land situated in the James Seymour Survey, Abstract No. 698, and the Thomas Earl Survey, Abstract No. 18, Harris County, Texas, and being a part of and out of that certain called 108.965 acre tract as described in conveyance to Lone Star Cement Co. and recorded in Volume 3167, Page 49, of the Harris County Deed Records, said 52.9567 acre parcel being more fully described by metes and bounds as follows:

COMMENCING at the Point Of Intersection of the North line of a 178' wide tract conveyed to H.L.& P. Co. in Volume 2243, Page 326, of the Harris County Deed Records and the East line of Phillips Co. Private Road (variable width);

THENCE North 87°33'52" East along and with the North line of said H.L.& P. Co. 178' wide tract, a distance of 26.30 feet to the POINT OF BEGINNING of the tract herein described, and being in the West line of said Lone Star Cement Co. tract;

THENCE North 02°35'53" West along and with the West line of said Lone Star Cement Co. tract, a distance of 2417.79 feet to a 5/8" iron rod set for the Northwest corner of the tract herein described and being in the South line of Port Terminal Railroad;

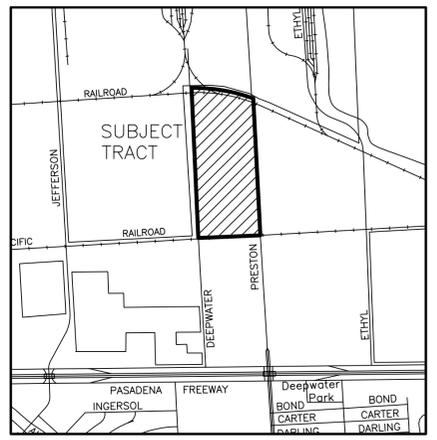
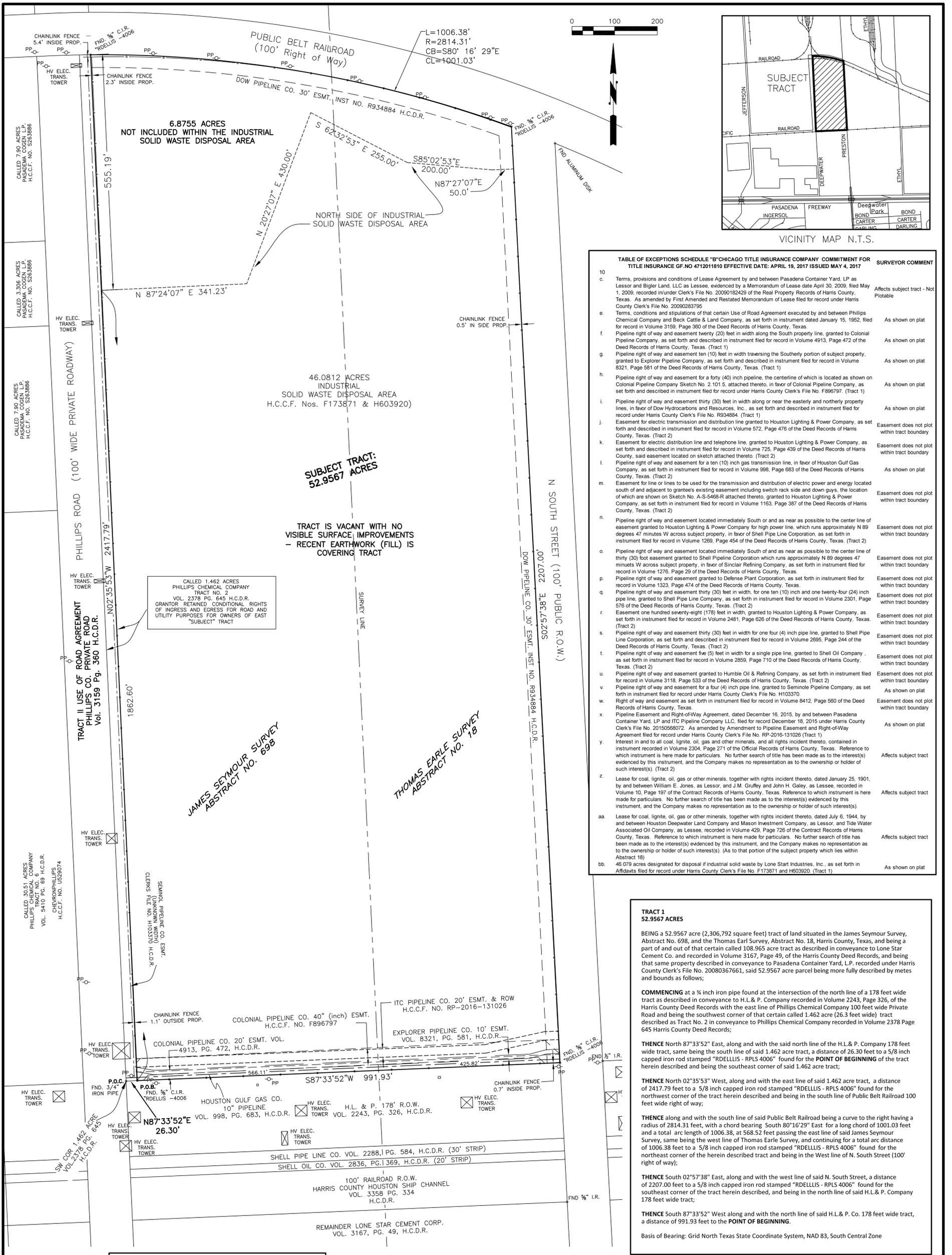
Thence, along a curve to the right having a radius of 2814.31 feet, an arc length of 568.52 feet to the East line of said James Seymour Survey, same being the West line of Thomas Earle Survey, and continuing for a total distance of 1006.38 feet to a 5/8" iron rod set for the Northeast corner of the tract herein described, and being in the West line of North South Street (100' R.O.W.);

THENCE South 02°57'38" East along and with the West line of said North South Street, a distance of 2207.00 feet to a 5/8" iron rod set for the Southeast corner of the tract herein described, and being in the North line of said H.L.& P. Co. 178' wide tract;

THENCE South 87°33'52" West along and with the North line of said H.L.& P. Co. 178' wide tract, a distance of 991.93 feet to the POINT OF BEGINNING.

TRACT 2:

Non-exclusive easement estate created by that certain Use of Road Agreement executed by and between Phillips Chemical Company and Beck Cattle & Land Company, as set forth in instrument dated January 15, 1952, filed for record in Volume 3159, Page 360 of the Deed Records of Harris County, Texas.



**TABLE OF EXCEPTIONS SCHEDULE "B" CHICAGO TITLE INSURANCE COMPANY COMMITMENT FOR TITLE INSURANCE GF NO 4712011810 EFFECTIVE DATE: APRIL 19, 2017 ISSUED MAY 4, 2017**

NO.	SURVEYOR COMMENT
10	
c.	Terms, provisions and conditions of Lease Agreement by and between Pasadena Container Yard, LP as Lessor and Bigler Land, LLC as Lessee, evidenced by a Memorandum of Lease dated April 30, 2009, filed May 1, 2009, recorded in under Clerk's File No. 20090182429 of the Real Property Records of Harris County, Texas. As amended by First Amended and Restated Memorandum of Lease filed for record under Harris County Clerk's File No. 20090283795
e.	Terms, conditions and stipulations of that certain Use of Road Agreement executed by and between Phillips Chemical Company and Beck Cattle & Land Company, as set forth in instrument dated January 15, 1952, filed for record in Volume 3159, Page 360 of the Deed Records of Harris County, Texas.
f.	Pipeline right of way and easement twenty (20) feet in width along the South property line, granted to Colonial Pipeline Company, as set forth and described in instrument filed for record in Volume 4913, Page 472 of the Deed Records of Harris County, Texas. (Tract 1)
g.	Pipeline right of way and easement ten (10) feet in width traversing the southerly portion of subject property, granted to Explorer Pipeline Company, as set forth and described in instrument filed for record in Volume 8321, Page 581 of the Deed Records of Harris County, Texas. (Tract 1)
h.	Pipeline right of way and easement for a forty (40) inch pipeline, the centerline of which is located as shown on Colonial Pipeline Company Sketch No. 2.101.5, attached thereto, in favor of Colonial Pipeline Company, as set forth and described in instrument filed for record under Harris County Clerk's File No. F896797. (Tract 1)
i.	Pipeline right of way and easement thirty (30) feet in width along or near the easterly and northerly property lines, in favor of Dow Hydrocarbons and Resources, Inc., as set forth and described in instrument filed for record under Harris County Clerk's File No. R934884. (Tract 1)
j.	Easement for electric transmission and distribution line granted to Houston Lighting & Power Company, as set forth and described in instrument filed for record in Volume 572, Page 476 of the Deed Records of Harris County, Texas. (Tract 2)
k.	Easement for electric distribution line and telephone line, granted to Houston Lighting & Power Company, as set forth and described in instrument filed for record in Volume 725, Page 439 of the Deed Records of Harris County, Texas. (Tract 2)
l.	Pipeline right of way and easement for a ten (10) inch gas transmission line, in favor of Houston Gulf Gas Company, as set forth in instrument filed for record in Volume 988, Page 683 of the Deed Records of Harris County, Texas. (Tract 2)
m.	Easement for line or lines to be used for the transmission and distribution of electric power and energy located south of and adjacent to grantee's existing easement including switch rack side and down guys, the location of which are shown on Sketch No. A-S-5468-R attached thereto, granted to Houston Lighting & Power Company, as set forth in instrument filed for record in Volume 1163, Page 387 of the Deed Records of Harris County, Texas. (Tract 2)
n.	Pipeline right of way and easement located immediately South of and as near as possible to the center line of easement granted to Houston Lighting & Power Company for high power line, which runs approximately N 89 degrees 47 minutes W across subject property, in favor of Shell Pipe Line Corporation, as set forth in instrument filed for record in Volume 1269, Page 454 of the Deed Records of Harris County, Texas. (Tract 2)
o.	Pipeline right of way and easement located immediately South of and as near as possible to the center line of thirty (30) foot easement granted to Shell Pipeline Corporation which runs approximately N 89 degrees 47 minutes W across subject property, in favor of Sinclair Refining Company, as set forth in instrument filed for record in Volume 1276, Page 29 of the Deed Records of Harris County, Texas.
p.	Pipeline right of way and easement granted to Defense Plant Corporation, as set forth in instrument filed for record in Volume 1323, Page 474 of the Deed Records of Harris County, Texas.
q.	Pipeline right of way and easement thirty (30) feet in width, for one ten (10) inch and one twenty-four (24) inch pipe line, granted to Shell Pipe Line Company, as set forth in instrument filed for record in Volume 2301, Page 576 of the Deed Records of Harris County, Texas. (Tract 2)
r.	Easement one hundred seventy-eight (178) feet in width, granted to Houston Lighting & Power Company, as set forth in instrument filed for record in Volume 2481, Page 626 of the Deed Records of Harris County, Texas. (Tract 2)
s.	Pipeline right of way and easement thirty (30) feet in width for one four (4) inch pipe line, granted to Shell Pipe Line Corporation, as set forth and described in instrument filed for record in Volume 2695, Page 244 of the Deed Records of Harris County, Texas. (Tract 2)
t.	Pipeline right of way and easement five (5) feet in width for a single pipe line, granted to Shell Oil Company, as set forth in instrument filed for record in Volume 2859, Page 710 of the Deed Records of Harris County, Texas. (Tract 2)
u.	Pipeline right of way and easement granted to Humble Oil & Refining Company, as set forth in instrument filed for record in Volume 3118, Page 533 of the Deed Records of Harris County, Texas. (Tract 2)
v.	Pipeline right of way and easement for a four (4) inch pipe line, granted to Seminole Pipeline Company, as set forth in instrument filed for record under Harris County Clerk's File No. H103370.
w.	Right of way and easement as set forth in instrument filed for record in Volume 8412, Page 560 of the Deed Records of Harris County, Texas.
x.	Pipeline Easement and Right-of-Way Agreement, dated December 16, 2015, by and between Pasadena Container Yard, LP and ITC Pipeline Company LLC, filed for record December 18, 2015 under Harris County Clerk's File No. 2015068072. As amended by Amendment to Pipeline Easement and Right-of-Way Agreement filed for record under Harris County Clerk's File No. RP-2016-131026 (Tract 1)
y.	Interest in and to all coal, lignite, oil, gas and other minerals, and all rights incident thereto, contained in instrument recorded in Volume 2304, Page 271 of the Official Records of Harris County, Texas. Reference to which instrument is here made for particulars. No further search of title has been made as to the interest(s) evidenced by this instrument, and the Company makes no representation as to the ownership or holder of such interest(s). (Tract 2)
z.	Lease for coal, lignite, oil, gas or other minerals, together with rights incident thereto, dated January 25, 1901, by and between William E. Jones, as Lessor, and J.M. Grulley and John H. Galey, as Lessee, recorded in Volume 104, Page 197 of the Contract Records of Harris County, Texas. Reference to which instrument is here made for particulars. No further search of title has been made as to the interest(s) evidenced by this instrument, and the Company makes no representation as to the ownership or holder of such interest(s).
aa.	Lease for coal, lignite, oil, gas or other minerals, together with rights incident thereto, dated July 6, 1944 by and between Houston Deepwater Land Company and Mason Investment Company, as Lessor, and Tide Water Associated Oil Company, as Lessee, recorded in Volume 429, Page 726 of the Contract Records of Harris County, Texas. Reference to which instrument is here made for particulars. No further search of title has been made as to the interest(s) evidenced by this instrument, and the Company makes no representation as to the ownership or holder of such interest(s). (As to that portion of the subject property which lies within Abstract 10)
bb.	46.079 acres designated for disposal of industrial solid waste by Lone Start Industries, Inc., as set forth in Affidavits filed for record under Harris County Clerk's File No. F173871 and H603920. (Tract 1)

**TRACT 1**  
52.9567 ACRES

BEING a 52.9567 acre (2,306,792 square feet) tract of land situated in the James Seymour Survey, Abstract No. 698, and the Thomas Earl Survey, Abstract No. 18, Harris County, Texas, and being a part of and out of that certain called 108.965 acre tract as described in conveyance to Lone Star Cement Co. and recorded in Volume 1167, Page 49, of the Harris County Deed Records, and being that same property described in conveyance to Pasadena Container Yard, L.P. recorded under Harris County Clerk's File No. 20080367661, said 52.9567 acre parcel being more fully described by metes and bounds as follows;

**COMMENCING** at a 3/4 inch iron pipe found at the intersection of the north line of a 178 feet wide tract as described in conveyance to H.L. & P. Company recorded in Volume 2243, Page 326, of the Harris County Deed Records with the east line of Phillips Chemical Company 100 feet wide Private Road and being the southwest corner of that certain called 1.462 acre (26.3 feet wide) tract described as Tract No. 2 in conveyance to Phillips Chemical Company recorded in Volume 2378 Page 645 Harris County Deed Records;

**THENCE** North 87°33'52" East, along and with the said north line of the H.L. & P. Company 178 feet wide tract, same being the south line of said 1.462 acre tract, a distance of 26.30 feet to a 5/8 inch capped iron rod stamped "RDELLIS - RPLS 4006" found for the **POINT OF BEGINNING** of the tract herein described and being the southeast corner of said 1.462 acre tract;

**THENCE** North 02°35'53" West, along and with the east line of said 1.462 acre tract, a distance of 2417.79 feet to a 5/8 inch capped iron rod stamped "RDELLIS - RPLS 4006" found for the northwest corner of the tract herein described and being in the south line of Public Belt Railroad 100 feet wide right of way;

**THENCE** along and with the south line of said Public Belt Railroad being a curve to the right having a radius of 2814.31 feet, with a chord bearing South 80°16'29" East for a long chord of 1001.03 feet and a total arc length of 1006.38 feet, at 568.52 feet passing the east line of said James Seymour Survey, same being the west line of Thomas Earl Survey, and continuing for a total arc distance of 1006.38 feet to a 5/8 inch capped iron rod stamped "RDELLIS - RPLS 4006" found for the northeast corner of the herein described tract and being in the West line of N. South Street (100' right of way);

**THENCE** South 02°35'38" East, along and with the west line of said N. South Street, a distance of 2207.00 feet to a 5/8 inch capped iron rod stamped "RDELLIS - RPLS 4006" found for the southeast corner of the tract herein described, and being in the north line of said H.L. & P. Company 178 feet wide tract;

**THENCE** South 87°33'52" West along and with the north line of said H.L. & P. Co. 178 feet wide tract, a distance of 991.93 feet to the **POINT OF BEGINNING**.

Basis of Bearing: Grid North Texas State Coordinate System, NAD 83, South Central Zone

**TRACT 2**  
EASEMENT ESTATE, created by that certain Use of Road Agreement executed by and between Phillips Chemical Company and Beck Cattle & Land Company, as set forth in instrument dated January 15, 1952, filed for record in Volume 3159, Page 360 of the Deed Records of Harris County, Texas.

**LEGEND**

FENCE - B/W	X
FIBRE OPTIC	FO
FENCE - WOOD	FD
GAS LINE	GL
OH ELECTRIC	OE
TELEPHONE	TE
FENCE - IRON	FI
FENCE - WOOD	FW
SANITARY SEWER	SS
STORM SEWER	ST
RAILROAD	RR
UNDERGRD ELEC	UE
UNDERGRD TEL	UT
WATER LINE	WL
ELECTRIC BOX	EB
GAS VALVE	GV
GAS METER	GM
POWER POLE	PP
SAN SEW MANHOLE	SM
STORM MANHOLE	STM
TEL - PEDestal	TP
WATER VALVE	WV
WATER WELL	WW
FIRE HYDRANT	FH
WATER METER	WM
C.I.R., CAPPED IRON ROD	CIR
H.V. HIGH VOLTAGE	HV
H.C.D.R., HARRIS COUNTY DEED RECORDS	HCDR

**SURVEYOR NOTES:**

- This property lies within Flood Zone Unshaded X as shown on the FEMA Flood Insurance Rate Map No. 48201C0910M dated Jan. 6, 2017.
- Tract II "Use of Road Agreement" legals are noted on this survey plat for lender information and have not been surveyed on the ground and are not a part of this survey.
- Bearing Reference: Grid North Texas Coordinate System NAD83, Texas South Central Zone.
- This survey was prepared based on easement and title information contained in the title commitment prepared by Chicago Title Company GF No. 4712011810 effective date April 19, 2017.

To: (i) Next Wave Energy Partners, LP; (ii) Pasadena Performance Products, LP; and (iii) Chicago Title Insurance Company.

This is to certify that this map or plat and the survey on which it is based were made in accordance with the 2016 Minimum Standard Detail Requirements for ALTA/NSPS Land Title Surveys, jointly established and adopted by ALTA and NSPS, and includes Items 1, 2, 3, 4, 7a, 8, 9, 11, 13, 14 and 20 of Table A thereof. The field work was updated on May 30, 2017.

Date of Plat: June 7, 2017.

Robert D. Ellis, R.P.L.S.  
Registration No. 4006



REV. NO.	DATE	COMMENT	DATE: MAY 30, 2017
			SCALE: 1"=100'
			PROJECT NO. P2627
			PROPERTY ADDRESS: 0 South Ave. N Pasadena, Texas 77506
A			

**ELLIS**  
SURVEYING SERVICES

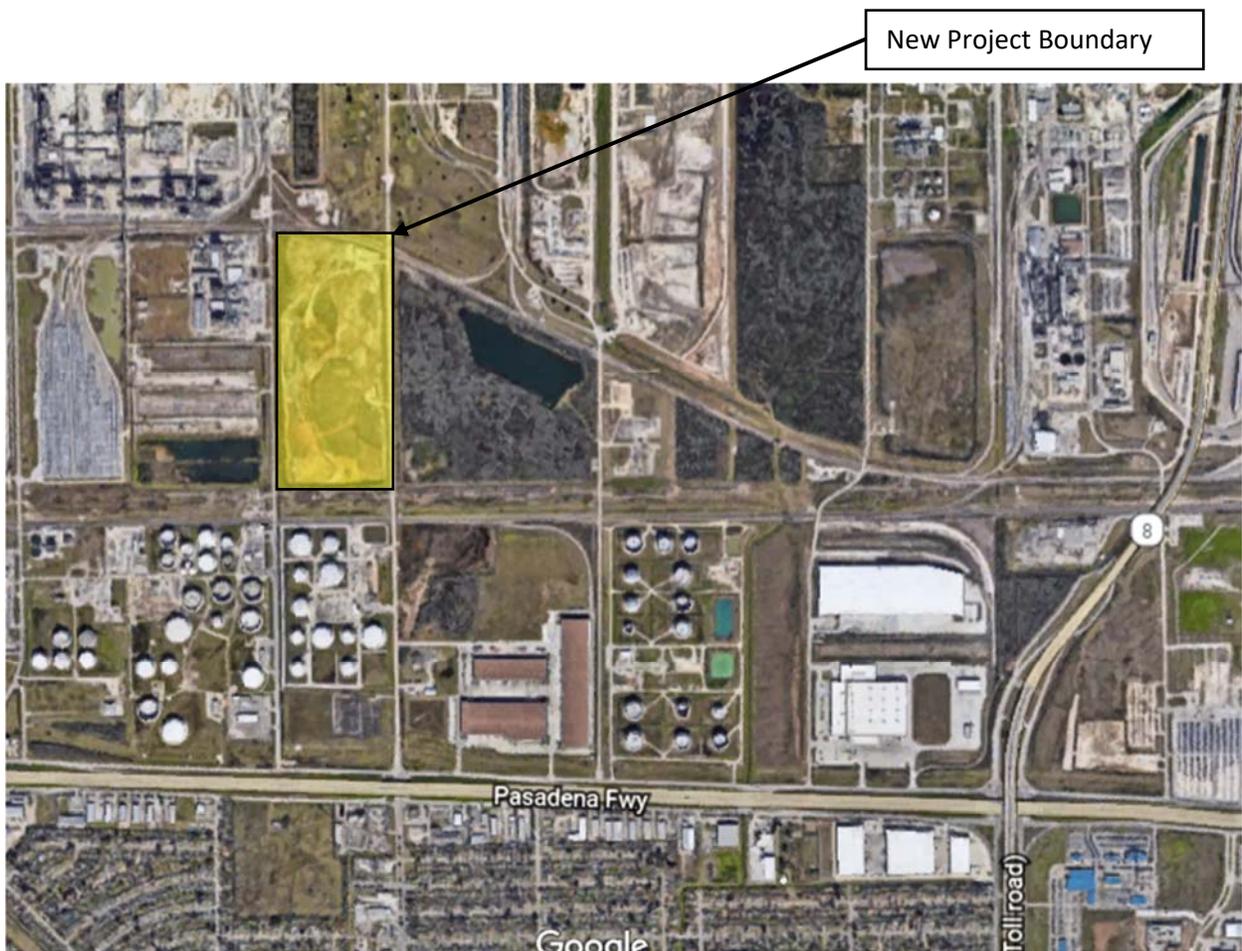
Ellis Surveying Services, LLC.  
2805 25th Ave. North Texas City, TX 77590  
Tel: (409) 938-8700 Fax (866) 678-7685  
Texas Firm Reg. No. 100340-00

ALTA LAND TITLE SURVEY  
of  
52.9567 ACRES  
BEING A TRACT OF LAND  
OUT OF THE THOMAS EARL SURVEY A-18 AND THE  
JAMES SEYMOUR SURVEY A-698  
HARRIS COUNTY, TEXAS

# Tab #10

## Description of all property not eligible to become qualified property

The new construction area for the proposed project is in the yellow shading. There is no existing property within the yellow shading, the parcels of land are raw and undeveloped.

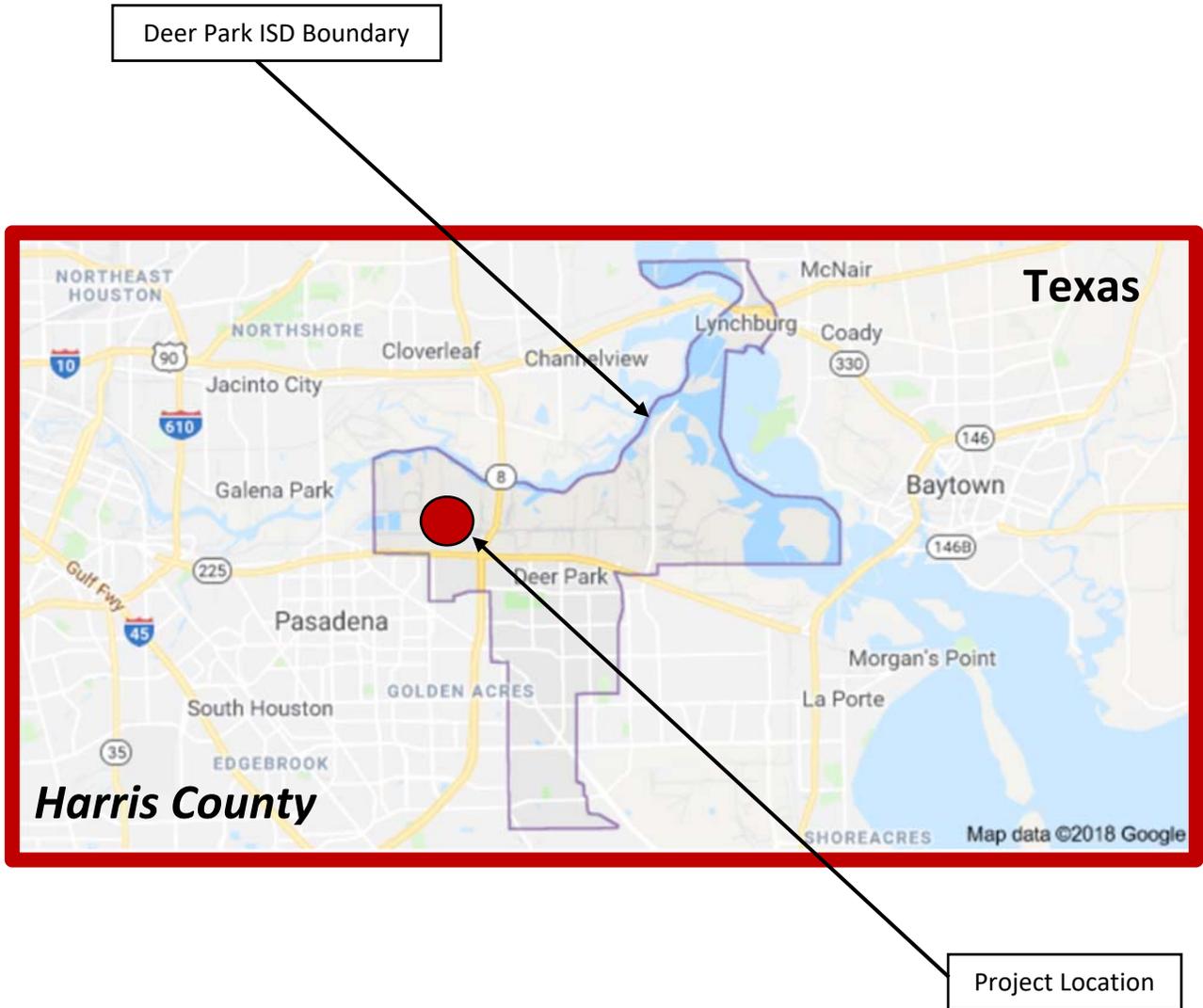


# Tab #11

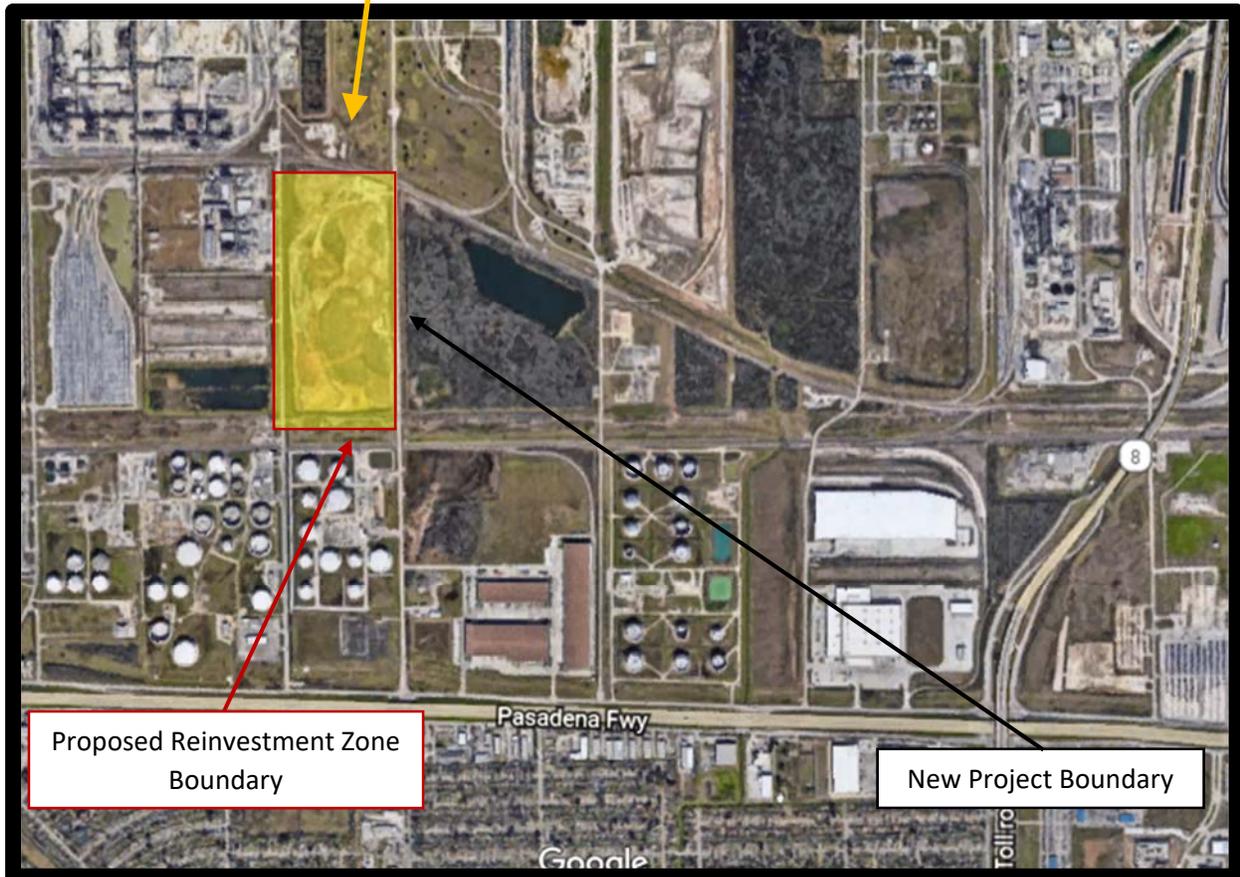
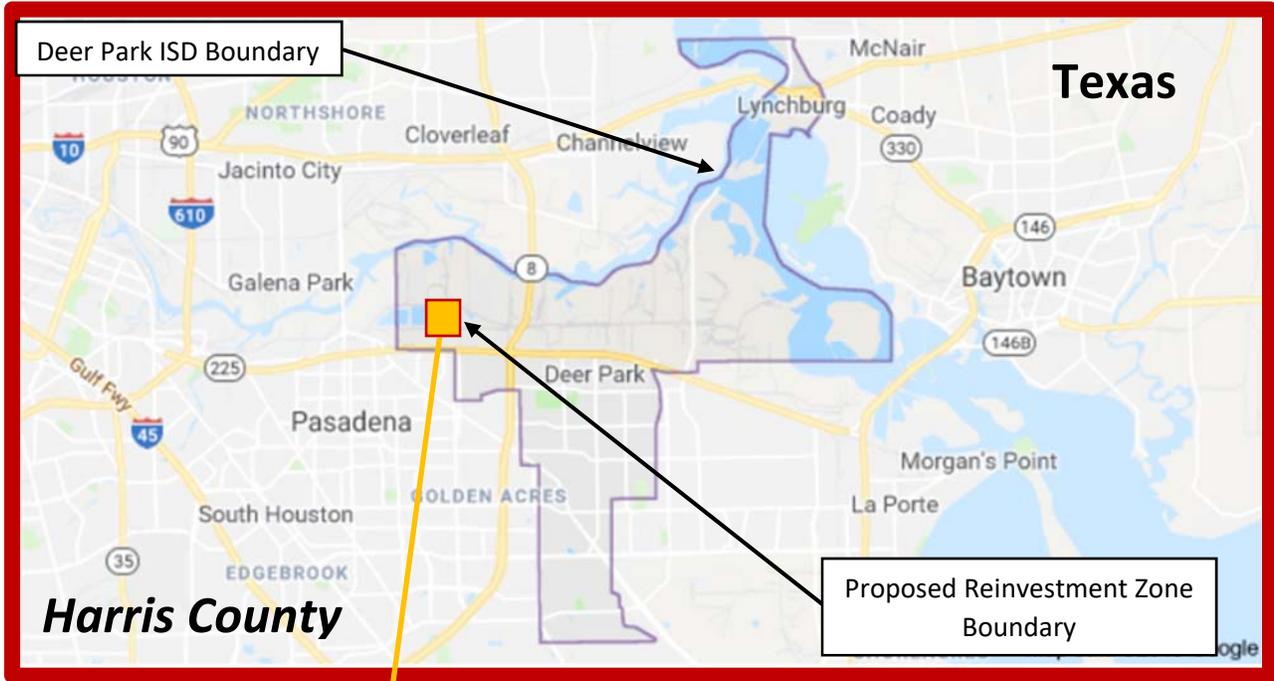
## Maps that clearly show:

- 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 containing the label “Proposed Reinvestment Zone Boundary”

# Project Vicinity Map



# Qualified Investment / Qualified Property Map



**Tab #12**  
**Request for Waiver of Job Creation  
Requirement and supporting information**

Not applicable to this proposed project

## **Tab #13**

**Calculation of three possible wage requirements with TWC Documentation**

# Calculations of Wages for Harris County

Based on Most Recent Data Available

Average Weekly Wage for all jobs (all industries) in the County		
Year	Period	Wages
2018	Q1	\$1,544
2017	Q4	\$1,375
2017	Q3	\$1,257
2017	Q2	\$1,247
<b>Average</b>		<b>\$1,355.75</b>

110% of Average Weekly Wage for Manufacturing jobs in the County		
Year	Period	Wages
2018	Q1	\$1,926
2017	Q4	\$1,671
2017	Q3	\$1,599
2017	Q2	\$1,558
<b>Average</b>		<b>\$1,689</b>
<b>110% of Average Weekly Wage</b>		<b>\$1,857.35</b>

110% of Average Weekly Wage for Manufacturing jobs in the Region Houston-Galveston Area Council	
Rate per Hour	\$28.94
110% of Rate Per Hour	\$31.83
Hours per Week	40
<b>110% of Average Weekly Wage</b>	<b>\$1,273.36</b>
<b>Annual Average Wage (52 Weeks)</b>	<b>\$66,214.72</b>

110% of Average Annual Wage for Manufacturing jobs in the Region	
Average Annual Wage	\$60,202.00
<b>110% of Average Annual Wage</b>	<b>\$66,222.20</b>

<b>Minimum Required Annual Wage</b>	<b>\$66,222.20</b>
-------------------------------------	--------------------

<b>Year</b>	<b>Period</b>	<b>Area</b>	<b>Ownership</b>	<b>Division</b>	<b>Level</b>	<b>Ind Code</b>	<b>Industry</b>	<b>Avg Weekly Wages</b>
2018	1st Qtr	Harris County	Private		0	0	10 Total, all industries	\$1,544
2017	2nd Qtr	Harris County	Private		0	0	10 Total, all industries	\$1,247
2017	3rd Qtr	Harris County	Private		0	0	10 Total, all industries	\$1,257
2017	4th Qtr	Harris County	Private		0	0	10 Total, all industries	\$1,375

<https://tracer2.com/cgi/dataanalysis/industryReport.asp?menuchoice=industry>

<b>Year</b>	<b>Period</b>	<b>Area</b>	<b>Ownership</b>	<b>Division</b>	<b>Level</b>	<b>Ind Code</b>	<b>Industry</b>	<b>Avg Weekly Wages</b>
2018	1st Qtr	Harris County	Total All	31	2	31-33	Manufacturing	\$1,926
2017	2nd Qtr	Harris County	Total All	31	2	31-33	Manufacturing	\$1,558
2017	3rd Qtr	Harris County	Total All	31	2	31-33	Manufacturing	\$1,599
2017	4th Qtr	Harris County	Total All	31	2	31-33	Manufacturing	\$1,671

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

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

Date 11/16/2018

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

Applicant Name Pasadena Performance Products, LP

Form 50-296A

ISD Name Deer Park ISD

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	
	Year	School Year (YYYY-YYYY)	Tax Year (Fill in actual tax year below) YYYY	New investment (original cost) in <b>tangible personal property</b> placed in service during this year that will become Qualified Property	New investment made during this year in <b>buildings or permanent nonremovable components of buildings</b> that will become Qualified Property	Other new investment made during this year that will <u>not</u> become Qualified Property [SEE NOTE]	Other new investment made during this year that may become Qualified Property [SEE NOTE]	<b>Total Investment</b> (Sum of Columns A+B+C+D)	
Investment made before filing complete application with district	Pre	Year preceding the first complete tax year of the qualifying time period (assuming no deferrals of qualifying time period)	2018	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	2019-2020	2019	193,000,000	2,000,000	-	-	195,000,000	
	QTP2	2020-2021	2020	374,000,000	-	-	-	374,000,000	
<b>Total Investment through Qualifying Time Period [ENTER this row in Schedule A2]</b>				567,000,000	2,000,000			569,000,000	
				Enter amounts from TOTAL row above in Schedule A2					
<b>Total Qualified Investment (sum of green cells)</b>				569,000,000					

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)**

Date **11/16/2018**  
 Applicant Name **Pasadena Performance Products, LP**  
 ISD Name **Deer Park ISD**

Form 50-296A  
 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
	Year	School Year (YYYY-YYYY)	Tax Year (Fill in actual tax year below) YYYY	New investment (original cost) in <b>tangible personal property</b> placed in service during this year that will become Qualified Property	New investment made during this year in <b>buildings or permanent nonremovable components of buildings</b> that will become Qualified Property	Other investment made during this year that will <u>not</u> 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*	--	<b>TOTALS FROM SCHEDULE A1</b>		Enter amounts from TOTAL row in Schedule A1 in the row below				
Each year prior to start of value limitation period** <i>Insert as many rows as necessary</i>	QTP1	2019-2020	2019	193,000,000	2,000,000			195,000,000
	QTP2	2020-0201	2020	374,000,000				374,000,000
Value limitation period***	1	2021-2022	2021	31,000,000				31,000,000
	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					
<b>Total Investment made through limitation</b>				598,000,000	2,000,000			600,000,000
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					
Additional years for 25 year economic impact as required by 313.026(c)(1)	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.

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)**

Date

**11/16/2018**

Applicant Name

**Pasadena Performance Products, LP**

**Form 50-296A**

ISD Name

**Deer Park ISD**

*Revised May 2014*

	Year	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
Each year prior to start of Value Limitation Period <i>Insert as many rows as necessary</i>	QTP 1	2019-2020	2019		2,000,000	191,000,000	-	193,000,000	193,000,000
	QTP 2	2020-2021	2020		2,000,000	565,000,000	-	567,000,000	567,000,000
Value Limitation Period	1	2021-2022	2021		1,960,000	584,700,000	5,749,268	580,910,732	80,000,000
	2	2022-2023	2022		1,920,800	573,006,000	5,634,283	569,292,517	80,000,000
	3	2023-2024	2023		1,882,384	561,545,880	5,521,597	557,906,667	80,000,000
	4	2024-2025	2024		1,844,736	550,314,962	5,411,165	546,748,534	80,000,000
	5	2025-2026	2025		1,807,842	539,308,663	5,302,942	535,813,563	80,000,000
	6	2026-2027	2026		1,771,685	528,522,490	5,196,883	525,097,292	80,000,000
	7	2027-2028	2027		1,736,251	517,952,040	5,092,945	514,595,346	80,000,000
	8	2028-2029	2028		1,701,526	507,592,999	4,991,086	504,303,439	80,000,000
	9	2029-2030	2029		1,667,496	497,441,139	4,891,265	494,217,370	80,000,000
	10	2030-2031	2030		1,634,146	487,492,317	4,793,439	484,333,023	80,000,000
Continue to maintain viable presence	11	2031-2032	2031		1,601,463	477,742,470	4,697,571	474,646,362	474,646,362
	12	2032-2033	2032		1,569,433	468,187,621	4,603,619	465,153,435	465,153,435
	13	2033-2034	2033		1,538,045	458,823,868	4,511,547	455,850,366	455,850,366
	14	2034-2035	2034		1,507,284	449,647,391	4,421,316	446,733,359	446,733,359
	15	2035-2036	2035		1,477,138	440,654,443	4,332,889	437,798,692	437,798,692
Additional years for 25 year economic impact as required by 313.026(c)(1)	16	2036-2037	2036		1,447,595	431,841,354	4,246,232	429,042,718	429,042,718
	17	2037-2038	2037		1,418,644	423,204,527	4,161,307	420,461,864	420,461,864
	18	2038-2039	2038		1,390,271	414,740,437	4,078,081	412,052,626	412,052,626
	19	2039-2040	2039		1,362,465	406,445,628	3,996,519	403,811,574	403,811,574
	20	2040-2041	2040		1,335,216	398,316,715	3,916,589	395,735,342	395,735,342
	21	2041-2042	2041		1,308,512	390,350,381	3,838,257	387,820,636	387,820,636
	22	2042-2043	2042		1,282,341	382,543,373	3,761,492	380,064,223	380,064,223
	23	2043-2044	2043		1,256,695	374,892,506	3,686,262	372,462,938	372,462,938
	24	2044-2045	2044		1,231,561	367,394,656	3,612,537	365,013,680	365,013,680
	25	2045-2046	2045		1,206,929	360,046,763	3,540,286	357,713,406	357,713,406

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** 11/16/2018  
**Applicant Name** Pasadena Performance Products, LP  
**ISD Name** Deer Park ISD

**Form 50-296A**

*Revised May 2014*

	Year	School Year (YYYY-YYYY)	Tax Year (Actual tax year) YYYY	Construction		Non-Qualifying Jobs	Qualifying Jobs	
				Column A Number of Construction FTE's or man-hours (specify)	Column B Average annual wage rates for construction workers	Column C Number of non-qualifying jobs applicant estimates it will create (cumulative)	Column D Number of new qualifying jobs applicant commits to create meeting all criteria of Sec. 313.021(3) (cumulative)	Column E Average annual wage of new qualifying jobs
Each year prior to start of Value Limitation Period <i>Insert as many rows as necessary</i>	QTP 1	2019-2020	2019	400 FTE	70,000			70,000
	QTP 2	2020-2021	2020	400 FTE	70,000		18	70,000
Value Limitation Period <i>The qualifying time period could overlap the value limitation period.</i>	1	2021-2022	2021				25	70,000
	2	2022-2023	2022				25	70,000
	3	2023-2024	2023				25	70,000
	4	2024-2025	2024				25	70,000
	5	2025-2026	2025				25	70,000
	6	2026-2027	2026				25	70,000
	7	2027-2028	2027				25	70,000
	8	2028-2029	2028				25	70,000
	9	2029-2030	2029				25	70,000
	10	2030-2031	2030				25	70,000
Years Following Value Limitation Period	11 through 25	2032-2047	2045				25	70,000

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(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)**

**Date** 11/16/2018  
**Applicant Name** Pasadena Performance Products, LP  
**ISD Name** Deer Park ISD

**Form 50-296A**  
 Revised May 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:					
	City: Pasadena	2021	10 Years	3,313,395	1,988,037	1,325,358
	Other:					
Local Government Code Chapters 380/381	County:					
	City:					
	Other:					
Freeport Exemptions						
Non-Annexation Agreements						
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:						
<b>TOTAL</b>				3,313,395	1,988,037	1,325,358

Additional information on incentives for this project:

**Tab #15**  
**Economic Impact Analysis, other payments  
made in the state or other economic  
information**

Not applicable to this proposed project

# **Tab #16**

## **Description of Reinvestment Zone**

APPLICATION OF REINVESTMENT ZONE IS IN PROGRESS

## **Tab #17**

**Signature and Certification page, signed  
and dated by Authorized School District  
Representative and Authorized Company  
Representative (applicant)**

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** → VICTOR E. WHITE, JR. SUPERINTENDENT  
Print Name (Authorized School District Representative) Title

**sign here** → *Victor E. White, Jr.* 11-28-18  
Signature (Authorized School District Representative) 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** → A. Patrick Diamond Executive Chairman  
Print Name (Authorized Company Representative (Applicant)) Title

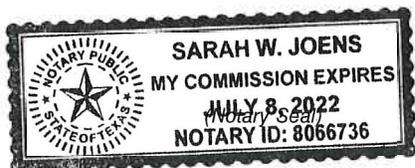
**sign here** → *A. Patrick Diamond* November 13, 2018  
Signature (Authorized Company Representative (Applicant)) Date

GIVEN under my hand and seal of office this, the

13<sup>th</sup> day of November, 2018

*Sarah W. Joens*  
 Notary Public in and for the State of Texas

My Commission expires: July 8, 2022



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.