



**CHAPTER 313 APPLICATION  
FOR APPRAISED VALUE LIMITATION  
TO BRAZOSPORT I.S.D.**

**APPLICATION II (#245) - Amended**

**August 26, 2014**

Application II

**ATTACHMENT 1**

Please see the related application.



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

**Form 50-296**  
(Revised May 2010)

**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 completed application to the Comptroller in a three-ring binder with tabs 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 Web site. 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 as explained in the Confidentiality Notice below.

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. 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, make a recommendation to the school board regarding the application and prepare an economic impact evaluation by the 90th day after the Comptroller receives a complete application—as determined by the Comptroller.

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

Please visit the Comptroller's Web site to find out more about the program at <http://www.window.state.tx.us/taxinfo/proptax/hb1200/index.html>. There are links on this Web page to the Chapter 313 statute, rules and forms. Information about minimum limitation values for particular districts and wage standards may also be found at that site.

**SCHOOL DISTRICT INFORMATION - CERTIFICATION OF APPLICATION**

<b>Authorized School District Representative</b>		Date application received by district 8/31/12 - Amended on 8/26/14
First Name <b>Karin</b>	Last Name <b>Holacka</b>	
Title <b>Superintendent</b>		
School District Name <b>Brazosport ISD</b>		
Street Address <b>301 Brazosport Dr</b>		
Mailing Address <b>PO Drawer Z</b>		
City <b>Freeport</b>	State <b>TX</b>	ZIP <b>77542</b>
Phone Number <b>979-730-7000</b>	Fax Number <b>979-266-2486</b>	
Mobile Number (optional)	E-mail Address <b>kholacka@brazosportisd.net</b>	

authorize the consultant to provide and obtain information related to this application.....  Yes  No

Will consultant be primary contact? .....  Yes  No

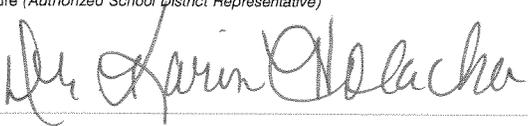


SCHOOL DISTRICT INFORMATION - CERTIFICATION OF APPLICATION (CONTINUED)

Authorized School District Consultant (If Applicable)

First Name <b>Daniel T.</b>		Last Name <b>Casey</b>	
Title <b>Partner</b>			
Firm Name <b>Moak, Casey &amp; Associates LLP</b>			
Street Address <b>400 W. 15th Street, Suite 1410</b>			
Mailing Address <b>400 W. 15th Street, Suite 1410</b>			
City <b>Austin</b>		State <b>TX</b>	ZIP <b>78701-1648</b>
Phone Number <b>512-485-7878</b>		Fax Number <b>512-485-7888</b>	
Mobile Number (Optional)		E-mail Address <b>dcasey@moakcasey.com</b>	

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.

Signature (Authorized School District Representative) 	Date <b>8/26/14</b>
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Has the district determined this application complete?  Yes  No

If yes, date determined complete. 8/25/14

Have you completed the school finance documents required by TAC 9.1054(c)(3)?  Yes  No

SCHOOL DISTRICT CHECKLIST AND REQUESTED ATTACHMENTS

	Checklist	Page X of 16	Check Completed
1	Date application received by the ISD	1 of 16	✓
2	Certification page signed and dated by authorized school district representative	2 of 16	✓
3	Date application deemed complete by ISD	2 of 16	✓
4	Certification pages signed and dated by applicant or authorized business representative of applicant	4 of 16	✓
5	Completed company checklist	12 of 16	✓
6	School finance documents described in TAC 9.1054(c)(3) (Due within 20 days of district providing notice of completed application)	2 of 16	✓

**APPLICANT INFORMATION - CERTIFICATION OF APPLICATION**

**Authorized Business Representative (Applicant)**

First Name <b>Sig</b>		Last Name <b>Cornelius</b>	
Title <b>President</b>			
Organization <b>Freeport LNG Development, L.P.</b>			
Street Address <b>333 Clay St., Suite 5050</b>			
Mailing Address <b>333 Clay St., Suite 5050</b>			
City <b>Houston</b>		State <b>TX</b>	ZIP <b>77002-4173</b>
Phone Number <b>713-980-2888</b>		Fax Number <b>713-980-2903</b>	
Mobile Number (optional)		Business e-mail Address <b>SCornelius@freeportlng.com</b>	

Will a company official other than the authorized business representative be responsible for responding to future information requests?  Yes  No

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

First Name <b>Lauren</b>		Last Name <b>Inbody</b>	
Title <b>Commercial Manager, Power &amp; Analytics</b>			
Organization <b>Freeport LNG Development, L.P.</b>			
Street Address <b>333 Clay St., Suite 5050</b>			
Mailing Address <b>333 Clay St., Suite 5050</b>			
City <b>Houston</b>		State <b>TX</b>	ZIP <b>77002-4173</b>
Phone Number <b>713-634-3502</b>		Fax Number <b>713-980-2903</b>	
Mobile Number (optional)		E-mail Address <b>linbody@freeportlng.com</b>	

I authorize the consultant to provide and obtain information related to this application..  Yes  No

Will consultant be primary contact?  Yes  No



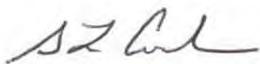
APPLICANT INFORMATION - CERTIFICATION OF APPLICATION (CONTINUED)

Authorized Company Consultant (If Applicable)

First Name <b>Wes</b>	Last Name <b>Jackson</b>	
Title <b>Partner</b>		
Firm Name <b>Cummings Westlake LLC</b>		
Street Address <b>12837 Louetta Rd, Suite 201</b>		
Mailing Address <b>12837 Louetta Rd, Suite 201</b>		
City <b>Cypress</b>	State <b>TX</b>	ZIP <b>77429</b>
Phone Number <b>713-266-4456 x1</b>	Fax Number <b>713-266-2333</b>	
Business email Address <b>wjackson@cwlp.net</b>		

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 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.

Signature (Authorized Business Representative (Applicant)) 	Date <b>8-14-14</b>
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GIVEN under my hand and seal of office this 14<sup>th</sup> day of August, 2014



(Notary Seal)

  
Notary Public, State of Texas

My commission expires 7/28/15

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 § 37.10.



FEES AND PAYMENTS

Enclosed is proof of application fee paid to the school district.

For the purpose of this question, "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.

Please answer only either A OR B:

A. 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)?

B. 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)?

BUSINESS APPLICANT INFORMATION

Legal Name under which application is made

Freeport LNG Development, L.P. and its affiliates \*

\*FLNG Liquefaction 2, LLC TX Tax ID # 32048303864
\*FLNG Liquefaction 3, LLC TX Tax ID # 32048642410
\*FLIQ Common Facilities, LLC TX Tax ID # 32048756746
\*Angler Pipeline, LLC TX Tax ID # 32041445050

Texas Taxpayer I.D. Number of entity subject to Tax Code, Chapter 171 (11 digits)

12700304111

NAICS code

325120

Is the applicant a party to any other Chapter 313 agreements?

If yes, please list name of school district and year of agreement.

Brazosport ISD - 2012 (Value Limitation Agreement #244 and Value Limitation Agreement #246)

APPLICANT BUSINESS STRUCTURE

Registered to do business in Texas with the Texas Secretary of State?

Identify business organization of applicant (corporation, limited liability corporation, etc.)

Limited Partnership

1. Is the applicant a combined group, or comprised of members of a combined group, as defined by Texas Tax Code Chapter 171.0001(7)?

2. Is the applicant current on all tax payments due to the State of Texas?

3. Are all applicant members of the combined group current on all tax payments due to the State of Texas?

If the answer to either question is no, please explain and/or disclose any history of default, delinquencies and/or any material litigation, including litigation involving the State of Texas. (Use attachment if necessary.)

**ELIGIBILITY UNDER TAX CODE CHAPTER 313.024**

- Are you an entity to which Tax Code, Chapter 171 applies?  Yes  No
- The property will be used as an integral part, or as a necessary auxiliary part, in 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
- Are you requesting that any of the land be classified as qualified investment?  Yes  No
- Will any of the proposed qualified investment be leased under a capitalized lease?  Yes  No
- Will any of the proposed qualified investment be leased under an operating lease?  Yes  No
- Are you including property that is owned by a person other than the applicant?  Yes  No
- 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

**PROJECT DESCRIPTION**

Provide 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. (Use attachments as necessary)

**See Attachment # 4**

Describe the ability of your company to locate or relocate in another state or another region of the state.

**See Attachment # 4A**

**PROJECT CHARACTERISTICS (CHECK ALL THAT APPLY)**

- New Jobs
- Construct New Facility
- New Business / Start-up
- Expand Existing Facility
- Relocation from Out-of-State
- Expansion
- Purchase Machinery & Equipment
- Consolidation
- Relocation within Texas

**PROJECTED TIMELINE**

Begin Construction Q2 2015      Begin Hiring New Employees Q1-Q2 2018  
 Construction Complete Q2 2019      Fully Operational Q2 2019  
 Purchase Machinery & Equipment Q2 2015 - Q1 2019

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.

When do you anticipate the new buildings or improvements will be placed in service? Q2 2019

**ECONOMIC INCENTIVES**

Identify state programs the project will apply for:

State Source	Amount
None	
Total	

Will other incentives be offered by local units of government?  Yes  No

Please use the following box for additional details regarding incentives. (Use attachments if necessary.)

Chapter 312 tax abatement agreements with Brazoria County, Velasco Drainage District, Brazosport College District, and Port Freeport. We are currently in negotiations with the City of Freeport and City of Oyster Creek for Industrial District Agreements.

**THE PROPERTY**

Identify county or counties in which the proposed project will be located Brazoria

Central Appraisal District (CAD) that will be responsible for appraising the property Brazoria

Will this CAD be acting on behalf of another CAD to appraise this property?  Yes  No

List all taxing entities that have jurisdiction for the property and the portion of project within each entity

County: Brazoria (100%) City: n/a  
(Name and percent of project) (Name and percent of project)

Hospital District: n/a Water District: Velasco Drainage District (100%)  
(Name and percent of project) (Name and percent of project)

Other (describe): Port Freeport (100%) Other (describe): Brazosport College District (100%)  
(Name and percent of project) (Name and percent of project)

Is the project located entirely within this ISD?  Yes  No

If not, please provide additional information on the project scope and size to assist in the economic analysis.

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 rural, and the taxable value of the property within the school district. For assistance in determining estimates of these minimums, access the Comptroller's Web site at www.window.state.tx.us/taxinfo/proptax/hb1200/values.html.

At the time of application, what is the estimated minimum qualified investment required for this school district? \$30,000,000

What is the amount of appraised value limitation for which you are applying? \$30,000,000

What is your total estimated qualified investment? \$768,058,000

NOTE: See 313.021(1) for full definition. Generally, Qualified Investment is the sum of the investment in tangible personal property and buildings and new improvements made between beginning of the qualifying time period (date of application final approval by the school district) and the end of the second complete tax year.

What is the anticipated date of application approval? December 2, 2014

What is the anticipated date of the beginning of the qualifying time period? January 2, 2017

What is the total estimated investment for this project for the period from the time of application submission to the end of the limitation period? \$1,966,136,000

Describe the qualified investment. [See 313.021(1).]

Attach the following items to this application:

- (1) 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,
(2) a description of any new buildings, proposed improvements or personal property which you intend to include as part of your minimum qualified investment and
(3) a map of the qualified investment showing location of new buildings or new improvements with vicinity map.

Do you intend to make at least the minimum qualified investment required by Tax Code §313.023 (or 313.053 for rural school districts) for the relevant school district category during the qualifying time period? [X] Yes [ ] No

Except for new equipment described in Tax Code §151.318(q) or (q-1), is the proposed tangible personal property to be placed in service for the first time:

- (1) in or on the new building or other new improvement for which you are applying? [X] Yes [ ] No
(2) if not in or on the new building or other new improvement for which you are applying for an appraised value limitation, is the personal property necessary and ancillary to the business conducted in the new building or other new improvement? [X] Yes [ ] No
(3) on the same parcel of land as the building for which you are applying for an appraised value limitation? [X] Yes [ ] No

("First placed in service" means the first use of the property by the taxpayer.)

Will the investment in real or personal property you propose be counted toward the minimum qualified investment required by Tax Code §313.023, (or 313.053 for rural school districts) be first placed in service in this state during the applicable qualifying time period? [X] Yes [ ] No

Does the investment in tangible personal property meet the requirements of Tax Code §313.021(1)? [X] Yes [ ] No

If the proposed investment includes a building or a permanent, non-removable component of a building, does it house tangible personal property? [X] Yes [ ] No

QUALIFIED PROPERTY

Describe the qualified property. [See 313.021(2)] (If qualified investment describes qualified property exactly you may skip items (1), (2) and (3) below.)

Attach the following items to this application:

- (1) 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,
(2) a description of any new buildings, proposed improvements or personal property which you intend to include as part of your qualified property and
(3) a map of the qualified property showing location of new buildings or new improvements - with vicinity map.

Land

Is the land on which you propose new construction or 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? [X] Yes [ ] No

If you answered "no" to the question above, what is the anticipated date on which you will submit proof of a reinvestment zone with boundaries encompassing the land on which you propose new construction or improvements?

Will the applicant own the land by the date of agreement execution? [X] Yes [ ] No

Will the project be on leased land? [X] Yes [ ] No

All new property on Quintana Island is located on land leased from Port Freeport. The proposed new pipelines, with the minor exception of the segments at the Pre-Treatment Facility (PTF), are located on land leased from multiple owners. The PTF is to be located on land owned by Freeport LNG.



**QUALIFIED PROPERTY (CONTINUED)**

If the land upon which the new building or new improvement is to be built is part of the qualified property described by §313.021(2)(A), please attach complete documentation, including:

1. Legal description of the land
2. Each existing appraisal parcel number of the land on which the improvements will be constructed, regardless of whether or not all of the land described in the current parcel will become qualified property
3. Owner
4. The current taxable value of the land. Attach estimate if land is part of larger parcel.
5. A detailed map (with a vicinity map) showing the location of the land

Attach a map of the reinvestment zone boundaries, certified to be accurate by either the governmental entity creating the zone, the local appraisal district, or a licensed surveyor. (With vicinity map)

Attach the order, resolution or ordinance establishing the zone, and the guidelines and criteria for creating the zone, if applicable.

**Miscellaneous**

Is the proposed project a building or new improvement to an existing facility?  Yes  No

Attach a description of any existing improvements and include existing appraisal district account numbers.

List current market value of existing property at site as of most recent tax year. See Attachment 12 2012  
(Market Value) (Tax Year)

Is any of the existing property subject to a value limitation agreement under Tax Code 313?  Yes  No

Will all of the property for which you are requesting an appraised value limitation be free of a tax abatement agreement entered into by a school district for the duration of the limitation?  Yes  No

**WAGE AND EMPLOYMENT INFORMATION**

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)? 65

The last complete calendar quarter before application review start date is the:

First Quarter  Second Quarter  Third Quarter  Fourth Quarter of 2012  
(year)

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 TWC?  
95

**Note:** For job definitions see TAC §9.1051(14) and Tax Code 313.021(3). If the applicant intends to apply a definition for "new job" other than TAC §9.1051(14)(C), then please provide the definition of "new job" as used in this application. Not applicable

Total number of new jobs that will have been created when fully operational 52 **In addition to the 95 jobs above**

Do you plan to create at least 25 new jobs (at least 10 new jobs for rural school districts) on the land and in connection with the new building or other improvement?  Yes  No

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

If you answered "yes" to the question above, attach evidence documenting that the new job creation requirement above exceeds the number of employees necessary for the operation, according to industry standards. **Note: Even if a minimum new job waiver is provided, 80% of all new jobs must be qualifying jobs pursuant to Texas Tax Code, §313.024(d).**

What is the maximum number of qualifying jobs meeting all criteria of §313.021(3) you are committing to create? 42

If this project creates more than 1,000 new jobs, the minimum required wage for this project is 110% of the average county weekly wage for all jobs as described by 313.021(3)(E)(ii).

If this project creates less than 1,000 new jobs, does this district have territory in a county that meets the demographic characteristics of 313.051(2)? (see table of information showing this district characteristic at <http://www.window.state.tx.us/taxinfo/proptax/hb1200/values.html>)

If yes, the applicant must meet wage standard described in 313.051(b) (110% of the regional average weekly wage for manufacturing)

If no, the applicant shall designate one of the wage standards set out in §§313.021(5)(A) or 313.021(5)(B).

**WAGE AND EMPLOYMENT INFORMATION (CONTINUED)**

For the following three wage calculations please include on an attachment the four most recent quarters of data for each wage calculation. Show the average and the 110% calculation. Include documentation from TWC Web site. 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(7).

110% of the county average weekly wage for all jobs (all industries) in the county is \$1,044

110% of the county average weekly wage for manufacturing jobs in the county is \$1,934

110% of the county average weekly wage for manufacturing jobs in the region is \$1,136

Please identify which Tax Code section you are using to estimate the wage standard required for this project:

§313.021(5)(A) or  §313.021(5)(B) or  §313.021(3)(E)(ii), or  §313.051(b)?

What is the estimated minimum required annual wage for each qualifying job based on the qualified property? \$59,082

What is the estimated minimum required annual wage you are committing to pay for each of the qualifying jobs you create on the qualified property? \$65,000

Will 80% of all new jobs created by the owner be qualifying jobs as defined by 313.021(3)?  Yes  No

Will each qualifying job require at least 1,600 of work a year?  Yes  No

Will any of the qualifying jobs be jobs transferred from one area of the state to another?  Yes  No

Will any of the qualifying jobs be retained jobs?  Yes  No

Will any of the qualifying jobs be created to replace a previous employee?  Yes  No

Will any required qualifying jobs be filled by employees of contractors?  Yes  No

If yes, what percent? 2%

Does the applicant or contractor of the applicant offer to pay at least 80% of the employee's health insurance premium for each qualifying job?  Yes  No

Describe each type of benefits to be offered to qualifying jobholders. (Use attachments as necessary.)

**See Attachment 15**

**ECONOMIC IMPACT**

Is an Economic Impact Analysis attached (If supplied by other than the Comptroller's office)?  Yes  No

Is Schedule A completed and signed for all years and attached?  Yes  No

Is Schedule B completed and signed for all years and attached?  Yes  No

Is Schedule C (Application) completed and signed for all years and attached?  Yes  No

Is Schedule D completed and signed for all years and attached?  Yes  No

Note: Excel spreadsheet versions of schedules are available for download and printing at URL listed below.

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

**CONFIDENTIALITY NOTICE****Property Tax Limitation Agreement Applications  
Texas Government Code Chapter 313  
Confidential Information Submitted to the Comptroller**

Generally, an application for property tax value limitation, the information provided therein, and documents submitted in support thereof, are considered public information subject to release under the Texas Public Information Act.

There is an exception, outlined below, by which information will be withheld from disclosure.

The Comptroller's office will withhold information from public release if:

- 1) it describes the specific processes or business activities to be conducted or the specific tangible personal property to be located on real property covered by the application;
- 2) the information has been segregated in the application from other information in the application; and
- 3) the party requesting confidentiality provides the Comptroller's office a list of the documents for which confidentiality is sought and for each document lists the specific reasons, including any relevant legal authority, stating why the material is believed to be confidential.

All applications and parts of applications which are not segregated and marked as confidential as outlined above will be considered public information and will be posted on the internet.

Such information properly identified as confidential will be withheld from public release unless and until the governing body of the school district acts on the application, or we are directed to do so by a ruling from the Attorney General.

Other information in the custody of a school district or the comptroller submitted in connection with the application, including information related to the economic impact of a project or the essential elements of eligibility under Texas Tax Code, Chapter 313, such as

the nature and amount of the projected investment, employment, wages, and benefits, will not be considered confidential business information and will be posted on the internet.

All documents submitted to the Comptroller, as well as all information in the application once the school district acts thereon, are subject to public release unless specific parts of the application or documents submitted with the application are identified as confidential. Any person seeking to limit disclosure of such submitted records is advised to consult with their legal counsel regarding disclosure issues and also to take the appropriate precautions to safeguard copyrighted material, trade secrets, or any other proprietary information. The Comptroller assumes no obligation or responsibility relating to the disclosure or nondisclosure of information submitted by respondents. A person seeking to limit disclosure of information must submit in writing specific detailed reasons, including any relevant legal authority, stating why that person believes the material to be confidential.

The following outlines how the Comptroller's office will handle requests for information submitted under the Texas Public Information Act for application portions and submitted records appropriately identified as confidential.

- This office shall forward the request for records and a copy of the documents at issue to the Texas Attorney General's office for an opinion on whether such information may be withheld from disclosure under the Texas Public Information Act.
- The Comptroller will notify the person who submitted the application/documents when the information is forwarded to the Attorney General's office.
- Please be aware that this Office is obligated to comply with an Attorney General's decision, including release of information ruled public even if it was marked confidential.

**COMPANY CHECKLIST AND REQUESTED ATTACHMENTS**

	Checklist	Page X of 16	Check Completed
1	Certification pages signed and dated by Authorized Business Representative (applicant)	4 of 16	✓
2	Proof of Payment of Application Fee (Attachment)	5 of 16	✓
3	For applicant members, documentation of Combined Group membership under Texas Tax Code 171.0001(7) (if Applicable) (Attachment)	5 of 16	✓
4	Detailed description of the project	6 of 16	✓
5	If project is located in more than one district, name other districts and list percentage in each district (Attachment)	7 of 16	✓
6	Description of Qualified Investment (Attachment)	8 of 16	✓
7	Map of qualified investment showing location of new buildings or new improvements with vicinity map.	8 of 16	✓
8	Description of Qualified Property (Attachment)	8 of 16	✓
9	Map of qualified property showing location of new buildings or new improvements with vicinity map	8 of 16	✓
10	Description of Land (Attachment)	9 of 16	✓
11	A detailed map showing location of the land with vicinity map.	9 of 16	✓
12	A description of all existing (if any) improvements (Attachment)	9 of 16	✓
13	Request for Waiver of Job Creation Requirement (if applicable) (Attachment)	9 of 16	✓
14	Calculation of three possible wage requirements with TWC documentation. (Attachment)	10 of 16	✓
15	Description of Benefits	10 of 16	✓
16	Economic Impact (if applicable)	10 of 16	✓
17	Schedule A completed and signed	13 of 16	✓
18	Schedule B completed and signed	14 of 16	✓
19	Schedule C (Application) completed and signed	15 of 16	✓
20	Schedule D completed and signed	16 of 16	✓
21	Map of Reinvestment Zone (Attachment) (Showing the actual or proposed boundaries and size, Certified to be accurate by either the government entity creating the zone, the local appraisal district, or a licensed surveyor, with vicinity map)*	9 of 16	✓
22	Order, Resolution, or Ordinance Establishing the Zone (Attachment)*	9 of 16	✓
23	Legal Description of Reinvestment Zone (Attachment)*	9 of 16	✓
24	Guidelines and Criteria for Reinvestment Zone(Attachment)*	9 of 16	✓

\*To be submitted with application or before date of final application approval by school board.

Schedule A (Rev. Jan. 2010): Investment

**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: Tangible Personal Property The amount of new investment (original cost) placed in service during this year	Column B: Building or Permanent Nonremovable Component of Building (annual amount only)	Column C: Sum of A and B Qualifying Investment (during the qualify- ing time period)	Column D: Other investment that is not qualified investment but investment affecting economic impact and total value	Column E: Total Investment (A+B+D)
The year preceding the first complete tax year of the qualifying time period (assuming no deferrals)	Investment made before filing complete application with district (neither qualified property nor eligible to become qualified investment)					X		
	Investment made after filing complete application with district, but before final board approval of application (eligible to become qualified property)							
	Investment made after final board approval of application and before Jan. 1 of first complete tax year of qualifying time period (qualified investment and eligible to become qualified property)							
Complete tax years of qualifying time period	1					X		
	2							
Tax Credit Period (with 50% cap on credit)	Value Limitation Period	3						
		4						
		5						
		6						
		7						
		8						
		9						
		10						
Credit Settle-Up Period	Continue to Maintain Viable Presence	11						
		12						
		13						
Post- Settle-Up Period		14						
Post- Settle-up Period		15						

Schedules A through D are in the Excel file and shown separately as Attachments 17 - 20

Qualifying Time Period usually begins with the final board approval of the application and extends generally for the following two complete tax years.

**Column A:** This represents the total dollar amount of planned investment in tangible personal property the applicant considers qualified investment- as defined in Tax Code §313.021(1)(A)-(D). For the purposes of investment, please list amount invested each year, not cumulative totals. [For the years outside the qualifying time period, this number should simply represent the planned investment in tangible personal property]. Include estimates of investment for "replacement" property-property that is part of original agreement but scheduled for probable replacement during limitation period.

**Column B:** The total dollar amount of planned investment each year in buildings or nonremovable component of buildings that the applicant considers qualified investment under Tax Code §313.021(1)(E). For the years outside the qualifying time period, this number should simply represent the planned investment in new buildings or nonremovable components of buildings.

**Column D:** Dollar value of other investment that may not be qualified investment but that may affect economic impact and total value – for planning, construction and operation of the facility. The most significant example for many projects would be land. Other examples may be items such as professional services, etc. Note: Land can be listed as part of investment during the "pre-year 1" time period. It cannot be part of qualifying investment.

Notes: For advanced clean energy projects, nuclear projects, projects with deferred qualifying time periods, and projects with lengthy application review periods, insert additional rows as needed.

This schedule must be submitted with the original application and any application for tax credit. When using this schedule for any purpose other than the original application, replace original estimates with actual appraisal district data for past years and update estimates for current and future years. If original estimates have not changed, enter those amounts for future years.

SIGNATURE OF AUTHORIZED COMPANY REPRESENTATIVE

DATE



### Schedule B (Rev. Jan. 2010): Estimated Market and Taxable Value

Applicant Name \_\_\_\_\_

ISD Name \_\_\_\_\_

		Year	School Year (YYYY-YYYY)	Tax Year (Fill in actual tax year) YYYY	Qualified Property			Reductions From Market Value	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 building or "in or on the new improvement"	Exempted Value	Final taxable value for I&S - after all reductions	Final taxable value for M&O - after all reductions
		pre- year 1								
	Complete tax years of qualifying time period	1								
		2								
Tax Credit Period (with 50% cap on credit)	Value Limitation Period	3								
		4								
		5								
		6								
		7								
		8								
		9								
		10								
Credit Settle-Up period	Continue to Maintain Viable Presence	11								
		12								
		13								
Post- Settle-Up Period		14								
Post- Settle-Up Period		15								

Schedules A through D are in the Excel file and shown separately as Attachments 17 - 20

Notes: Market value in future years is good faith estimate of future taxable value for the purposes of property taxation.

This schedule must be submitted with the original application and any application for tax credit. When using this schedule for any purpose other than the original application, replace original estimates with actual appraisal district data for past years and update estimates for current and future years. If original estimates have not changed, enter those amounts for future years.

SIGNATURE OF AUTHORIZED COMPANY REPRESENTATIVE \_\_\_\_\_

DATE \_\_\_\_\_

## Schedule C - Application: Employment Information

Applicant Name \_\_\_\_\_

ISD Name \_\_\_\_\_

		Year	School Year (YYYY-YYYY)	Tax Year (Fill in actual tax year) YYYY	Construction		New Jobs	Column D: Average annual wage rate for all new 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 new jobs applicant commits to create (cumulative)		Column E: Number of quali- fying jobs appli- cant commits to create meeting all criteria of Sec. 313.021(3) (cumulative)	Column F: Average annual wage of qualifying jobs
		pre- year 1								
Tax Credit Period (with 50% cap on credit)	Complete tax years of qualify- ing time period	1			Schedules A through D are in the Excel file and shown separately as Attachments 17 - 20					
		2								
		3								
	Value Limitation Period	4								
		5								
		6								
		7								
		8								
		9								
		10								
Credit Settle-Up period	Continue to Maintain Viable Presence	11								
		12								
		13								
Post- Settle-Up Period		14								
Post- Settle-Up Period		15								

Notes: For job definitions see TAC §9.1051(14) and Tax Code §313.021(3).

**This schedule must be submitted with the original application and any application for tax credit. When using this schedule for any purpose other than the original application, replace original estimates with actual appraisal district data for past years and update estimates for current and future years. If original estimates have not changed, enter those amounts for future years.**

\_\_\_\_\_  
SIGNATURE OF AUTHORIZED COMPANY REPRESENTATIVE

\_\_\_\_\_  
DATE

### Schedule D: (Rev. Jan. 2010): Other Tax Information

Applicant Name \_\_\_\_\_

ISD Name \_\_\_\_\_

				Sales Tax Information		Franchise Tax	Other Property Tax Abatements Sought			
				Sales Taxable Expenditures		Franchise Tax	County	City	Hospital	Other
Year	School Year (YYYY)	Tax/Calendar Year (YYYY)		Column F: Estimate of total annual expenditures* subject to state sales tax	Column G: Estimate of total annual expenditures* made in Texas NOT subject to sales tax	Column H: Estimate of Franchise tax due from (or attributable to) the applicant	Fill in percentage exemption requested or granted in each year of the agreement	Fill in percentage exemption requested or granted in each year of the agreement	Fill in percentage exemption requested or granted in each year of the agreement	Fill in percentage exemption requested or granted in each year of the agreement
The year preceding the first complete tax year of the qualifying time period (assuming no deferrals)										
Complete tax years of qualifying time period		1								
		2								
Tax Credit Period (with 50% cap on credit)	Value Limitation Period	3								
		4								
		5								
		6								
		7								
		8								
		9								
		10								
Credit Settle-Up period	Continue to Maintain Viable Presence	11								
		12								
		13								
Post- Settle-Up Period		14								
Post- Settle-Up Period		15								

Schedules A through D are in the Excel file and shown separately as Attachments 17 - 20

\*For planning, construction and operation of the facility.

SIGNATURE OF AUTHORIZED COMPANY REPRESENTATIVE \_\_\_\_\_

DATE \_\_\_\_\_

2

Application II

**ATTACHMENT 2**

A copy of the check for \$10,000 per application (totaling \$20,000 for the two separate amended applications – Applications #244 and #245) made payable to Brazosport Independent School District is attached.

2694



Freeport LNG Expansion, LP  
Liquefaction Account  
333 Clay Street, Suite 5050  
Houston, Texas 77002

Wells Fargo Bank, N.A.



23-7-1020

08/12/2014

PAY TO THE  
ORDER OF

Brazosport I.S.D.

\$

20,000.00

DOLLARS

TWENTY THOUSAND AND 00/100 DOLLARS

Brazosport I.S.D.  
301 W. Brazoswood Dr.  
Clute, TX 77531-

*[Handwritten Signature]*  
AUTHORIZED SIGNATURE

MEMO

Security features. Details on back.

⑈002694⑈ ⑆102000076⑆ 2604124475⑈

Application II

**ATTACHMENT 2**

A copy of the check for \$50,000 per application (totaling \$150,000 for the three separate applications) made payable to Brazosport Independent School District is attached.

**FREEPORT LNG**  
Freeport LNG Expansion, LP  
Liquefaction Account  
333 Clay Street, Suite 5050  
Houston, TX 77002

Wells Fargo Bank, N.A.



23-7-1020

08/27/2012

ORDER OF

Brazosport I.S.D.

\$

\*\*150,000.00  
DOLLARS

ONE HUNDRED FIFTY THOUSAND AND 00/100 DOLLARS

Brazosport I.S.D.  
301 W. Brazoswood Dr.  
Clute, TX 77531-

AUTHORIZED SIGNATURE

MEMO

⑈001468⑈ ⑆102000076⑆ 2604624475⑈

FREEPORT LNG EXPANSION, LP LIQUEFACTION ACCOUNT

Brazosport I.S.D.

08/27/2012

Date	Tran	Supplier Reference	Amount	Discount	Total Remittance
08/22/2012	IN	8/22/12 REQUEST	150,000.00	0.00	150,000.00

150.000 00

3

Application II

**ATTACHMENT 3**

Please see the attached documentation.

## CUMMINGS WESTLAKE LLC

12837 Louetta Road, Suite 201 Cypress, Texas 77429-5611 713-266-4456 Fax: 713-266-2333

October 9, 2012

REVISED

Mr. Robert Wood  
Director, Economic Development & Analysis  
Texas Comptroller of Public Accounts  
PO Box 13528  
Austin, TX 78711-3528

**Re: Freeport LNG Development, LP – Chapter 313 Applications to Brazosport ISD**

Dear Mr. Wood,

As you are aware, Attachment 3 of the subject applications requires documentation of Combined Group membership under Texas Tax Code 171.0001(7) for applicant members. Accordingly, we have attached the most recent 2012 filing of Freeport LNG Development, LP's Texas Franchise Tax Extension Affiliate List.

Please note that recently created entities, which are affiliates and parties to this application, are not on this list as of yet. However, these new Texas legal entities will become part of this combined group in the next regular filing. The new companies are:

FLNG Liquefaction 2, LLC, Texas Tax ID # 32048303864  
FLNG Liquefaction 3, LLC, Texas Tax ID # 32048642410  
FLIQ Common Facilities, LLC, Texas Tax ID # 32048786746

Please contact me should you have any questions.

Sincerely,

J. Weston Jackson  
*Partner*

Enclosures

## CUMMINGS WESTLAKE LLC

12837 Louetta Road, Suite 201 Cypress, Texas 77429-5611 713-266-4456 Fax: 713-266-2333

September 4, 2012

Mr. Robert Wood  
Director, Economic Development & Analysis  
Texas Comptroller of Public Accounts  
PO Box 13528  
Austin, TX 78711-3528

**Re: Freeport LNG Development, LP – Chapter 313 Applications to Brazosport ISD**

Dear Mr. Wood,

As you are aware, Attachment 3 of the subject applications requires “documentation of Combined Group membership under Texas Tax Code 171.0001(7) for applicant members. Accordingly, we have attached the most recent 2012 filing of Freeport LNG Development, LP’s Texas Franchise Tax Extension Affiliate List.

Please note that recently created new entities, which are affiliates and party to this application are not on this list as of yet. However, these new Texas legal entities will become part of this combined group in the next regular filing. The new companies are:

FLNG Liquefaction 2, LLC, Texas Tax ID # 32048303864  
FLNG Liquefaction 3, LLC, Texas Tax ID # 32048642410  
FLIQ Common Facilities, LLC, Texas Tax ID # 32048786746

The following entities, which are a party to this application, are deemed passive and therefore are ineligible to file as a combined group. However, these entities are required to file separate and independent annual franchise tax returns:

Freeport LNG Expansion, LP  
FLNG Storage, LP, Texas Tax ID # 12039149005

Please contact me should you have any questions.

Sincerely,

  
J. Weston Jackson  
Partner

Enclosures

### Texas Franchise Tax No Tax Due Information Report

Taxpayer number		Report year	Due date	
32035280026		2012	08/15/2012	
Taxpayer name FREEPORT LNG EXPANSION, L.P.				Secretary of State file number or Comptroller file number 0800581811
Mailing address 333 CLAY STREET, SUITE 5050				Check box if the address has changed <input type="checkbox"/>
City HOUSTON	State TX	Country USA	ZIP Code 77002	Plus 4
Check box if this is a combined report <input type="checkbox"/>		SIC code 2813		NAICS code 325120
Check box if Total Revenue is adjusted for Tiered Partnership Election, see instructions.* <input type="checkbox"/>			Check box to request a Certificate of Account Status <input type="checkbox"/>	

\*Note: Upper tiered partnerships do not qualify to use this form.

If any of the statements below are true, you qualify to file this **No Tax Due Information Report**:

(Check all boxes that apply)

- 1. This entity is a passive entity as defined in Chapter 171 of the Texas Tax Code. (see instructions) (Passive income does NOT include rent) 1.
- 2. This entity's annualized total revenue is below the no tax due threshold. (see instructions) 2.
- 3. This entity has zero Texas Gross Receipts. 3.
- 4. This entity is a Real Estate Investment Trust (REIT) that meets the qualifications specified in section 171.0002(c)(4). 4.

5a. Accounting year begin date

m m d d y y
010111

5b. Accounting year end date

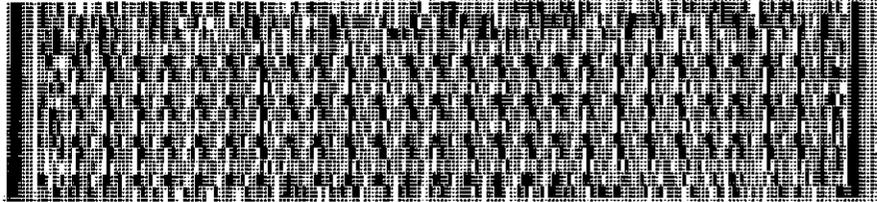
m m d d y y
123111

6. TOTAL REVENUE (Whole dollars only) 6.  3122 .00

Print or type name <i>George Heck</i>	Area code and phone number 713-634-3520
I declare that the information in this document and any attachments is true and correct to the best of my knowledge and belief.	Mail original to: Texas Comptroller of Public Accounts P.O. Box 149348 Austin, TX 78714-9348
sign here <i>[Signature]</i> Date <i>7/31/2012</i>	

If you have any questions regarding franchise tax, you may contact the Texas Comptroller's field office in your area or call (800) 252-1381 or (512) 463-4600. Instructions for each report year are online at [www.window.state.tx.us/taxinfo/taxforms/05-forms.html](http://www.window.state.tx.us/taxinfo/taxforms/05-forms.html).

#### Texas Comptroller Official Use Only



VE/DE	<input type="checkbox"/>
PM Date	



**Statement Attached to Freeport LNG Expansion, L.P.'s Texas Franchise No Tax Due Report**

Freeport LNG Expansion, L.P. ("FLEX") (Taxpayer ID: 32035280026) is filing a Texas Franchise No Tax Due Report due to its classification as a passive entity. Initially, it was believed that FLEX was not a passive entity and was required to file as part of a combined report for Freeport LNG Development, L.P. ("Development") (Taxpayer ID: 12700304111). Development timely filed a Texas extension including FLEX as part of the extension. However, it was later determined that FLEX is a passive entity for the 2012 report year, and is ineligible to file as part of a combined group.

We respectfully request that the extension period for FLEX be recognized. A copy of the extension affiliate list is included for your reference.

1Q5284 5.000  
TX2012  
Ver. 3.0

05-165  
(Rev.9-11/3)

**Texas Franchise Tax Extension Affiliate List**

■ Tcode 13298

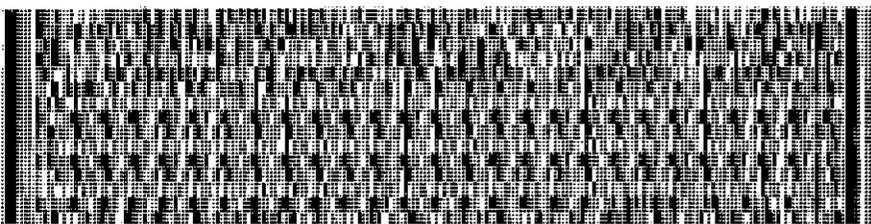
■ Reporting entity taxpayer number	■ Report year	Reporting entity taxpayer name
12700304111	2012	FREEPORT LNG DEVELOPMENT, LP

LEGAL NAME OF AFFILIATE	AFFILIATE'S TEXAS TAXPAYER NUMBER (if none, enter FEI number)	CHECK BOX IF AFFILIATE DOES NOT HAVE NEXUS IN TEXAS
1. FLNG LAND, INC	■ 32014220407	■ <input type="checkbox"/>
2. FLNG LAND II, INC	■ 32017307565	■ <input type="checkbox"/>
3. FREEPORT LNG EXPANSION GP, INC	■ 32018709280	■ <input type="checkbox"/>
4. FLNG STORAGE GP, INC	■ 32018709306	■ <input type="checkbox"/>
5. FREEPORT LNG EXPANSION, L.P.	■ 32035280026	■ <input type="checkbox"/>
6. FLEX NGL, LLC	■ 32043022220	■ <input type="checkbox"/>
7. FLNG LIQUEFACTION, LLC	■ 32043147043	■ <input type="checkbox"/>
8. ANGLER PIPELINE, LLC	■ 32041445050	■ <input type="checkbox"/>
9.	■	■ <input type="checkbox"/>
10.	■	■ <input type="checkbox"/>
11.	■	■ <input type="checkbox"/>
12.	■	■ <input type="checkbox"/>
13.	■	■ <input type="checkbox"/>
14.	■	■ <input type="checkbox"/>
15.	■	■ <input type="checkbox"/>
16.	■	■ <input type="checkbox"/>
17.	■	■ <input type="checkbox"/>
18.	■	■ <input type="checkbox"/>
19.	■	■ <input type="checkbox"/>
20.	■	■ <input type="checkbox"/>
21.	■	■ <input type="checkbox"/>

Note: To file an extension request for a reporting entity and its affiliates, Form 05-164 (Texas Franchise Tax Extension Request) must be submitted with this affiliate list. The filing of this list by itself does not constitute a properly filed Extension Request.

Do not file this form when requesting a second extension.

**Texas Comptroller Official Use Only**



VE/DE	<input type="checkbox"/>	FM	<input type="checkbox"/>
-------	--------------------------	----	--------------------------



1062

4

**ATTACHMENT 4**

**DETAILED PROJECT DESCRIPTION – Freeport LNG Liquefaction Project  
Exhibit #4 to the BISD Ch 313 Application for Limitation of Appraised Value**

- (1) As nations increasingly search for alternative sources of energy besides oil and coal for power generation and other applications, demand for LNG will continue to grow. The U.S. has an opportunity to expand its participation in the global market for natural gas, as the country's more than 100 years of reserves are well positioned to contribute to meeting this growing demand. Freeport LNG's production and export of LNG represents a long-term economic stimulus to the nation's natural gas-producing regions, including Texas and the entire Gulf Coast. Freeport LNG's proposed liquefaction facility and export terminal will take advantage of the huge natural gas reserves that have been unlocked in recent years to provide substantial job creation and economic stimulus to the U.S. at large. New natural gas production and export of LNG represents a long-term economic lift to the nation's natural gas-producing regions and the overall U.S. economy.

Freeport LNG is proposing to add natural gas liquefaction infrastructure at and near the existing terminal to provide export capacity of approximately 4.4 million metric tonnes per annum (mtpa) of LNG per liquefaction train, which equates to processing approximately 670 MMcf/d of pipeline-quality natural gas (feed gas). Described and quantified in this application, the second phase of the project, projected to be in full operations in Q2 2019, will include one liquefaction train capable of producing an export capacity of up to 4.4 mtpa, associated pretreatment system facilities for that train and one marine berthing dock.

The feed gas will be derived from interconnecting intrastate systems through Freeport LNG's existing Stratton Ridge meter station. The gas will be pretreated along Freeport LNG's existing 42" gas pipeline, about halfway between Freeport LNG's existing facilities on Quintana Island and Freeport LNG's existing metering, compression and underground storage facilities. The pretreated natural gas will then be delivered to the terminal through Freeport LNG's existing 42" gas pipeline. At the terminal, it will be liquefied and then stored in full-containment LNG storage tanks. LNG will be exported from the terminal by LNG carriers arriving via marine transit through the Freeport Harbor Channel.

The added liquefaction capability will not preclude the terminal from operating in vaporization and send-out mode as business conditions dictate. Also, having dual liquefaction and regasification capabilities will not result in any increase in the number of ship transits since the total amount of LNG handled, either by liquefying natural gas or by vaporizing LNG, will not exceed thresholds authorized under the FERC order approving the Phase II regas project.

- (2) A Chapter 313 Value Limitation Agreement is requested on all the proposed new improvements and fixed equipment associated with this project as described below.

## Application II

The proposed project primarily consists of property classified by Brazoria CAD as real estate improvements including, but not limiting to, three large refrigerant compressors, one main cryogenic heat exchanger, eight refrigerant vaporizers, two liquid turbines, 250+ fin fan air coolers, multiple heat exchangers and tower reboilers, multiple vessels, numerous compressors, various pumps, a marine loading terminal and all associated buildings and office expansions. Also included, but not limited to, are all of the associated concrete foundations, pipe supports, piping, instrumentation, power feeds, control loops, safety systems, fire water protection, insulation, and utilities necessary to connect the new facilities to the existing terminal and to safely operate the new equipment.

**ATTACHMENT 4A**

Freeport LNG ("FLNG") is keen to invest in LNG liquefaction and export facilities at its Quintana Island terminal because of its pre-existing assets there that would enable such an investment and the generally favorable business environment in Brazoria County and Texas. However, there are no other fundamental advantages to the location and FLNG could seek to invest in such facilities elsewhere. The three existing LNG terminals in Louisiana, which are similar to FLNG's, are all considering developing liquefaction and export facilities and would enjoy that state's 100% across-the-board 10-year industrial tax abatement. Those facilities enjoy a shipping advantage because they are somewhat closer to both the Atlantic and Pacific Basin markets (the latter, through the expanded Panama Canal, being the world's fastest growing energy markets). FLNG could partner with the owners of one of those terminals to co-develop new facilities with them on their site. Alternatively, FLNG is aware of several completely undeveloped greenfield sites along the Texas and Louisiana coasts that could be suitable for LNG liquefaction and export facilities. FLNG could seek to acquire and develop on those sites. In any case, competition to develop new LNG liquefaction and export facilities is likely to be intense, especially in light of well advanced plans to do so in Australia, Russia, Africa and the Middle East. To maximize its competitiveness, FLNG has selected the most energy-efficient liquefaction technology available, would leverage off its pre-existing assets to the greatest extent practicable, and would endeavor to economize on operations and maintenance costs as much as possible. Any economic development incentives received from Brazosport ISD or other Brazoria County jurisdictions would facilitate FLNG's competitiveness in this global marketplace and could be decisive towards the success of this project. A successful project development on Quintana Island would benefit not just FLNG but the entire Brazoria County economy and the Texas natural gas market, which would deliver very substantial quantities to the new facilities for decades to come.

5

**ATTACHMENT 5**

The project is located in the following taxing jurisdictions:

- Brazoria County (100%)
- Brazosport ISD (100%)
- Velasco Drainage District (100%)
- Port Freeport (100%)
- Brazosport College District (100%)

6

**ATTACHMENT 6**

The proposed project primarily consists of property classified by Brazoria CAD as real estate improvements including, but not limiting to, three large refrigerant compressors, one main cryogenic heat exchanger, eight refrigerant vaporizers, two liquid turbines, 250+ fin fan air coolers, multiple heat exchangers and tower reboilers, multiple vessels, numerous compressors, various pumps, a marine loading terminal and all associated buildings and office expansions. Also included, but not limited to, are all of the associated concrete foundations, pipe supports, piping, instrumentation, power feeds, control loops, safety systems, fire water protection, insulation, and utilities necessary to connect the new facilities to the existing terminal and to safely operate the new equipment.

7

Application II

**ATTACHMENT 7**

Please see the attached maps.



8

**ATTACHMENT 8**

The proposed project primarily consists of property classified by Brazoria CAD as real estate improvements including, but not limiting to, three large refrigerant compressors, one main cryogenic heat exchanger, eight refrigerant vaporizers, two liquid turbines, 250+ fin fan air coolers, multiple heat exchangers and tower reboilers, multiple vessels, numerous compressors, various pumps, a marine loading terminal and all associated buildings and office expansions. Also included, but not limited to, are all of the associated concrete foundations, pipe supports, piping, instrumentation, power feeds, control loops, safety systems, fire water protection, insulation, and utilities necessary to connect the new facilities to the existing terminal and to safely operate the new equipment.

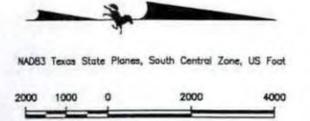
9

Application II

**ATTACHMENT 9**

Please see the attached maps.

**BRAZORIA COUNTY, TEXAS**  
 PROPOSED NEW IMPROVEMENTS  
 APPLICATION II



THE PIPELINE INFORMATION SHOWN ON THIS DRAWING IS A COMPILATION OF DATA OBTAINED FROM DRAWINGS FROM VARIOUS SOURCES. MUSTANG ENGINEERING, L.P. DOES NOT GUARANTEE THE ACCURACY OR COMPLETENESS OF THE INFORMATION SHOWN. IT IS THE CONTRACTOR'S RESPONSIBILITY TO LOCATE AND/OR CORRECT THE LOCATIONS OF ALL UTILITIES AND PIPELINES PRIOR TO EXCAVATION.

- EXISTING FREEPORT LNG DEVELOPMENT, L.P. REINVESTMENT ZONE NO. 2
- EXISTING FREEPORT LNG DEVELOPMENT, L.P. REINVESTMENT ZONE NO. 3
- PROPOSED NEW FACILITIES
- EXISTING PIPELINE

BILL OF MATERIALS				REFERENCE DRAWINGS	
NO.	DESCRIPTION	QUANTITY	NO.	DESCRIPTION	QUANTITY

		<b>Freeport LNG Development</b>	
<small>THIS DOCUMENT IS ISSUED FOR CLIENT REVIEW AND IS NOT FOR CONSTRUCTION OR ANY PERMITS PURPOSE.</small> ALLAN TAYLOR, P.E. TEXAS LIC. 066870			
PROJECT NO.	20471	DESIGNED BY:	RER 07/18/12
DRAWN BY:	RER	CHECKED BY:	RER 07/18/12
APPROVED BY:		DATE:	
SCALE:	1"=2000'	DWG. NO.	20471-90-001A
Brazoria County		TEXAS	REV. 0

10

**ATTACHMENT 10**

The legal description of the land is identical to the legal description of the reinvestment zones shown in Attachment 23. Due to the number of pages, and for economy purposes, we are not reproducing those pages. Please see Attachment 23.

The land will not be part of the Qualified Property on this application.

11

Application II

**ATTACHMENT 11**

Please see the attached maps.



12

**ATTACHMENT 12**

**DESCRIPTION OF EXISTING IMPROVEMENTS**

- Phase I was completed and came fully online in 2008. The existing Phase I regasification terminal is designed to vaporize and achieve a peak send-out capacity of ~2.0 Bcf per day.
- Phase I includes two full-containment, 160,000 cubic meter LNG storage tanks, one piled marine dock, capable of handling LNG vessels in excess of 200,000 cubic meters, associated double-walled vacuum insulated transfer pipelines, a Boil Off Gas Re-liquefaction unit, an approximately ten mile, 42" natural gas pipeline from the existing terminal to Stratton Ridge, an office building, a control room, a warehouse, an analyzer, shop buildings, a VE Warming Tower, fencing and roads.
- Phase I includes seven vaporization trains and associated equipment, eight water glycol heaters, a water glycol tank, pumps, a drain drum and sump, eight intermediate exchangers and fuel gas heaters.
- All land is leased from Port Freeport on Quintana Island.
- Please see the attached Brazoria County Appraisal District account numbers and the 2011 certified values.

**BRAZORIA COUNTY APPRAISAL DISTRICT  
CERTIFICATION OF APPRAISED VALUE OF PROPERTIES  
AS OF JANUARY 1, 2011**

TO: BRAZORIA COUNTY

FROM: BRAZORIA COUNTY APPRAISAL DISTRICT

DATE: May 30, 2012

The Brazoria County Appraisal District hereby certifies that the following appraised values as of January 1, 2011, for property of "Various Owners – see attached" described in Exhibit "A" attached hereto are listed in the records of the Brazoria County Appraisal District and indicated by the following account numbers:

<u>PERSONAL PROPERTY ACCOUNT(S)</u>	<u>APPRAISED VALUE(S)</u>
8900-0800-000	\$4,539,150
8900-0800-100	\$782,500

LAND ACCOUNT(S)

SEE ATTACHED

SEE ATTACHED

IMPROVEMENT ACCOUNT(S)

8800-0450-000	\$9,795,330
8800-0450-100	\$3,750,000
ABAT-FLNG-001	\$173,852,900
POLL-FLNG-001	\$57,689,180

Certified this 30<sup>th</sup> day of May, 2012.

BRAZORIA COUNTY APPRAISAL DISTRICT

*Cheryl Evans*

Cheryl Evans, Chief Appraiser

Property ID	Acreage	Value	Ag Value
151537	72.9510	\$29,180	
154421	766.0000	\$536,200	\$64,690
169669	97.1000	\$54,970	
191268	106.0350	\$53,020	\$7,420
191273	10.0000	\$3,000	\$700
191355	4.5040	\$1,350	
191386	2.5000	\$750	
191387	2.5000	\$750	
218366	305.6720	\$222,140	\$13,670
240525	75.0318	\$154,100	
240559	1.4155	\$46,250	
240562	0.1592	\$100	
240567	1.5571	\$23,320	
240568	0.5664	\$15,040	
240569	0.0472	\$2,050	
240570	0.0708	\$3,850	
240571	0.0708	\$3,850	
240572	0.4247	\$23,120	
240573	0.1416	\$7,710	
240574	0.8493	\$37,000	
240575	0.2831	\$15,420	
240577	0.2831	\$15,420	
240641	1.4155	\$46,250	
240642	0.1416	\$7,710	
240643	0.1416	\$7,710	
240645	1.5571	\$23,320	
240646	0.0472	\$2,570	
240647	0.0472	\$2,570	
240648	0.0472	\$2,570	
240649	1.4155	\$140	
240651	1.4042	\$140	
240852	0.1592	\$100	
240734	1.5571	\$46,630	
240735	0.1416	\$100	
240736	1.5571	\$46,630	
240737	0.1416	\$100	
240739	1.5571	\$46,630	
240964	1.5571	\$46,630	
240965	0.1416	\$7,710	
240968	0.4247	\$23,120	
240969	0.2831	\$15,420	
240970	0.2831	\$15,420	
240997	0.0118	\$30	
240998	0.8486	\$36,970	
240999	0.0708	\$90	
241000	0.0708	\$90	
241001	0.2713	\$14,770	
241004	1.4332	\$46,820	
241005	0.7431	\$115	
241006	0.0944	\$5,140	
241008	1.5571	\$46,630	
241010	0.1416	\$390	
241012	0.2831	\$15,420	
554896	3.6822	\$90,220	
557126	1.1324	\$43,160	
TOTAL	1,472.5234	\$1,889,905	

\* Acreage difference in roads, water, resurvey

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Application II

**ATTACHMENT 13**

Not Applicable

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**ATTACHMENT 14**

The calculation of the three possible wage requirements with TWC documentation is attached. Freeport LNG has chosen to use \$65,000 as the wage rate for permanent qualified jobs. The most recent four quarters of the regional wage rate calculates an annual equivalent of \$53,711, and Freeport LNG's wage rate exceeds 110% of the current regional wage rate (which equals \$59,082).

**FREEPORT LNG DEVELOPMENT, L.P.  
ATTACHMENT TO CHAPTER 313 APPLICATION**

**CHAPTER 313 WAGE CALCULATION - ALL JOBS - ALL INDUSTRIES**

QUARTER	YEAR	AVG WEEKLY WAGES*	ANNUALIZED
SECOND	2011	\$ 907	\$ 47,164
THIRD	2011	\$ 931	\$ 48,412
FOURTH	2011	\$ 960	\$ 49,920
FIRST	2012	\$ 1,000	\$ 52,000
AVERAGE		\$ 950	\$ 49,374
		X	
		110%	110%
		\$ 1,044	\$ 54,311

**CHAPTER 313 WAGE CALCULATION - MANUFACTURING JOBS**

QUARTER	YEAR	AVG WEEKLY WAGES*	ANNUALIZED
SECOND	2011	\$ 1,711	\$ 88,972
THIRD	2011	\$ 1,658	\$ 86,216
FOURTH	2011	\$ 1,699	\$ 88,348
FIRST	2012	\$ 1,965	\$ 102,180
AVERAGE		\$ 1,758	\$ 91,429
		X	
		110%	110%
		\$ 1,934	\$ 100,572

**CHAPTER 313 WAGE CALCULATION - REGIONAL WAGE RATE**

QUARTER	YEAR	AVG WEEKLY WAGES*	ANNUALIZED
	2011	\$ 1,033	\$ 53,711
		X	
		110%	110%
		\$ 1,136	\$ 59,082

\* SEE ATTACHED TWC DOCUMENTATION

### Quarterly Employment and Wages (QCEW)

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Page 1 of 1 (40 results/page)

Year	Period	Area	Ownership	Division	Level	Ind Code	Industry	Avg Weekly Wages
2011	1st Qtr	Brazoria County	Private	00	0	10	Total, All Industries	\$977
2012	1st Qtr	Brazoria County	Private	00	0	10	Total, All Industries	\$1,000
2011	2nd Qtr	Brazoria County	Private	00	0	10	Total, All Industries	\$907
2011	3rd Qtr	Brazoria County	Private	00	0	10	Total, All Industries	\$931
2011	4th Qtr	Brazoria County	Private	00	0	10	Total, All Industries	\$960

### Quarterly Employment and Wages (QCEW)

[Back]

Page 1 of 1 (40 results/page)

Year	Period	Area	Ownership	Division	Level	Ind Code	Industry	Avg Weekly Wages
2011	1st Qtr	Brazoria County	Private	31	2	31-33	Manufacturing	\$2,083
2012	1st Qtr	Brazoria County	Private	31	2	31-33	Manufacturing	\$1,965
2011	2nd Qtr	Brazoria County	Private	31	2	31-33	Manufacturing	\$1,711
2011	3rd Qtr	Brazoria County	Private	31	2	31-33	Manufacturing	\$1,658
2011	4th Qtr	Brazoria County	Private	31	2	31-33	Manufacturing	\$1,699

## 2011 Manufacturing Wages by Council of Government Region Wages for All Occupations

COG	Wages	
	Hourly	Annual
<b>Texas</b>	<b>\$22.89</b>	<b>\$47,610</b>
<u>1. Panhandle Regional Planning Commission</u>	\$19.32	\$40,196
<u>2. South Plains Association of Governments</u>	\$16.45	\$34,210
<u>3. NORTEX Regional Planning Commission</u>	\$18.14	\$37,733
<u>4. North Central Texas Council of Governments</u>	\$24.03	\$49,986
<u>5. Ark-Tex Council of Governments</u>	\$16.52	\$34,366
<u>6. East Texas Council of Governments</u>	\$18.27	\$37,995
<u>7. West Central Texas Council of Governments</u>	\$17.76	\$36,949
<u>8. Rio Grande Council of Governments</u>	\$15.69	\$32,635
<u>9. Permian Basin Regional Planning Commission</u>	\$21.32	\$44,349
<u>10. Concho Valley Council of Governments</u>	\$15.92	\$33,123
<u>11. Heart of Texas Council of Governments</u>	\$18.82	\$39,150
<u>12. Capital Area Council of Governments</u>	\$26.46	\$55,047
<u>13. Brazos Valley Council of Governments</u>	\$15.71	\$33,718
<u>14. Deep East Texas Council of Governments</u>	\$15.48	\$32,207
<u>15. South East Texas Regional Planning Commission</u>	\$28.23	\$58,724
<u>16. Houston-Galveston Area Council</u>	\$25.82	\$53,711
<u>17. Golden Crescent Regional Planning Commission</u>	\$20.38	\$42,391
<u>18. Alamo Area Council of Governments</u>	\$18.00	\$37,439
<u>19. South Texas Development Council</u>	\$13.85	\$28,806
<u>20. Coastal Bend Council of Governments</u>	\$22.35	\$46,489
<u>21. Lower Rio Grande Valley Development Council</u>	\$15.08	\$31,365
<u>22. Texoma Council of Governments</u>	\$20.76	\$43,190
<u>23. Central Texas Council of Governments</u>	\$16.17	\$33,642
<u>24. Middle Rio Grande Development Council</u>	\$13.65	\$28,382

$110\% \times \$53,711 =$   
 $\$59,082$

Source: Texas Occupational Employment and Wages  
 Data published: July 2012  
 Data published annually, next update will be summer 2013

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.

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**ATTACHMENT 15**

Freeport LNG, L.P. provides its employees with benefits including but not limited to the following:

- Medical Coverage (company pays 80% of employee health insurance premiums)
- Dental Plan
- Group Life Insurance
- Paid Holidays
- Paid Vacation
- 401(k) Retirement Savings Plan

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**ATTACHMENT 16**

The economic impact study was included in the Comptroller's recommendation package dated December 19, 2012.

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Application II

**ATTACHMENT 17**

Please see the attached Schedule A.

Schedule A (Rev. May 2010): Investment

Applicant Name: eeport LNG Development, LP and its affiliates (Application 2)  
 ISD Name: Brazosport ISD

Form 50-296

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: Tangible Personal Property The amount of new investment (original cost) placed in service during this year	Column B: Building or permanent nonremovable component of building (annual amount only)	Column C: Sum of A and B Qualifying Investment (during the qualifying time period)	Column D: Other investment that is not qualified investment but investment affecting economic impact and total value	Column E: Total Investment (A+B+D)
The year preceding the first complete tax year of the qualifying time period (assuming no deferrals)	Investment made before filing complete application with district (neither qualified property nor eligible to become qualified investment)	1	2014-2015	2014	\$ -	\$ -		\$ -	\$ -
					\$ -	\$ -		\$ -	\$ -
	Investment made after filing complete application with district, but before final board approval of application (eligible to become qualified property)				\$ -	\$ -		\$ -	\$ -
					\$ -	\$ -		\$ -	\$ -
					\$ -	\$ -		\$ -	\$ -
					\$ -	\$ -		\$ -	\$ -
Investment made after final board approval of application and before Jan. 1 of first complete tax year of qualifying time period (qualified investment and eligible to become qualified property)	2015-2016	2015	\$ 611,622,572	\$ 5,456,428	\$ 617,079,000	\$ -	\$ 617,079,000		
	2016-2017	2016	\$ 575,317,749	\$ 5,681,251	\$ 580,999,000	\$ -	\$ 580,999,000		
	2017-2018	2017	\$ 466,883,978	\$ 4,381,022	\$ 471,265,000	\$ -	\$ 471,265,000		
Complete tax years of qualifying time period	2	2018-2019	2018	\$ 260,966,525	\$ 5,909,475	\$ 266,876,000	\$ -	\$ 266,876,000	
		2019-2020	2019	\$ 21,945,175	\$ 7,971,825	\$ 29,917,000	\$ -	\$ 29,917,000	
Tax Credit Period (with 50% cap on credit)	Value Limitation Period	3	2020-2021	2020	\$ -	\$ -		\$ -	\$ -
		4	2021-2022	2021	\$ -	\$ -		\$ -	\$ -
		5	2022-2023	2022	\$ -	\$ -		\$ -	\$ -
		6	2023-2024	2023	\$ -	\$ -		\$ -	\$ -
		7	2024-2025	2024	\$ -	\$ -		\$ -	\$ -
		8	2025-2026	2025	\$ -	\$ -		\$ -	\$ -
		9	2026-2027	2026	\$ -	\$ -		\$ -	\$ -
		10	2027-2028	2027	\$ -	\$ -		\$ -	\$ -
Credit Settle-Up Period	Continue to Maintain Viable Presence	11	2028-2029	2028	\$ -	\$ -		\$ -	\$ -
		12	2029-2030	2029	\$ -	\$ -		\$ -	\$ -
		13	2030-2031	2030	\$ -	\$ -		\$ -	\$ -
Post- Settle-Up Period	14	2031-2032	2031	\$ -	\$ -		\$ -	\$ -	
Post- Settle-Up Period	15	2032-2033	2032	\$ -	\$ -		\$ -	\$ -	

Qualifying Time Period usually begins with the final board approval of the application and extends generally for the following two complete tax years.

Column A: This represents the total dollar amount of planned investment in tangible personal property the applicant considers qualified investment - as defined in Tax Code §313.021(1)(A)-(D). For the purposes of investment, please list amount invested each year, not cumulative totals.

Column B: For the years outside the qualifying time period, this number should simply represent the planned investment in tangible personal property. Include estimates of investment for "replacement" property-property that is part of original agreement but scheduled for probable replacement during limitation period. The total dollar amount of planned investment each year in buildings or nonremovable component of buildings that the applicant considers qualified investment under Tax Code §313.021(1)(E).

Column D: For the years outside the qualifying time period, this number should simply represent the planned investment in new buildings or nonremovable components of buildings. Dollar value of other investment that may not be qualified investment but that may affect economic impact and total value-for planning, construction and operation of the facility. The most significant example for many projects would be land. Other examples may be items such as professional services, etc.

Note: Land can be listed as part of investment during the "pre-year 1" time period. It cannot be part of qualifying investment. Notes: For advanced clean energy projects, nuclear projects, projects with deferred qualifying time periods, and projects with lengthy application review periods, insert additional rows as needed. This schedule must be submitted with the original application and any application for tax credit. When using this schedule for any purpose other than the original application, replace original estimates with actual appraisal district data for past years and update estimates for current and future years. If original estimates have not changed, enter those amounts for future years.

  
 SIGNATURE OF AUTHORIZED COMPANY REPRESENTATIVE

8/14/14  
 DATE

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Application II

**ATTACHMENT 18**

Please see the attached Schedule B.

**Schedule B (Rev. May 2010): Estimated Market And Taxable Value**

Applicant Name  
ISD Name

Freeport LNG Development, LP and its affiliates (Application # )  
Brazosport ISD

Form 50-296

		Year	School Year (YYY-YYYY)	Tax Year (Fill in actual tax year) YYYY	Qualified Property			Reductions from Market Value	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 building or "in or on the new improvement"	Exempted Value	Final taxable value for I&S - after all reductions	Final taxable value for M&O - after all reductions
		pre- year 1	2015-2016	2015	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
		pre- year 2	2016-2017	2016	\$ -	\$ 5,456,428	\$ 352,167,803	\$ 14,278,231	\$ 343,346,000	\$ 343,346,000
		pre- year 3	2017-2018	2017	\$ -	\$ 11,137,679	\$ 718,846,095	\$ 29,144,774	\$ 700,839,000	\$ 700,839,000
	Complete tax years of qualifying time period	1	2018-2019	2018	\$ -	\$ 15,518,700	\$ 1,001,605,211	\$ 40,608,911	\$ 976,515,000	\$ 976,515,000
		2	2019-2020	2019	\$ -	\$ 21,428,175	\$ 1,383,013,488	\$ 56,072,663	\$ 1,348,369,000	\$ 1,348,369,000
	Tax Credit Period (with 50% cap on credit)	3	2020-2021	2020	\$ -	\$ 29,400,000	\$ 1,897,529,586	\$ 48,269,586	\$ 1,878,660,000	\$ 30,000,000
		4	2021-2022	2021	\$ -	\$ 28,371,000	\$ 1,831,116,051	\$ 46,580,151	\$ 1,812,906,900	\$ 30,000,000
		5	2022-2023	2022	\$ -	\$ 27,378,015	\$ 1,767,026,989	\$ 44,949,845	\$ 1,749,455,159	\$ 30,000,000
		6	2023-2024	2023	\$ -	\$ 26,419,784	\$ 1,705,181,044	\$ 43,376,601	\$ 1,688,224,228	\$ 30,000,000
		7	2024-2025	2024	\$ -	\$ 25,495,092	\$ 1,645,499,708	\$ 41,858,420	\$ 1,629,136,380	\$ 30,000,000
		8	2025-2026	2025	\$ -	\$ 24,602,764	\$ 1,587,907,218	\$ 40,393,375	\$ 1,572,116,607	\$ 30,000,000
		9	2026-2027	2026	\$ -	\$ 23,741,667	\$ 1,532,330,465	\$ 38,979,607	\$ 1,517,092,525	\$ 30,000,000
		10	2027-2028	2027	\$ -	\$ 22,910,709	\$ 1,478,698,899	\$ 37,615,321	\$ 1,463,994,287	\$ 30,000,000
	Credit Settle-Up Period	11	2028-2029	2028	\$ -	\$ 22,108,834	\$ 1,426,944,438	\$ 36,298,784	\$ 1,412,754,487	\$ 1,412,754,487
		12	2029-2030	2029	\$ -	\$ 21,335,025	\$ 1,377,001,382	\$ 35,028,327	\$ 1,363,308,080	\$ 1,363,308,080
		13	2030-2031	2030	\$ -	\$ 20,588,299	\$ 1,328,806,334	\$ 33,802,336	\$ 1,315,592,297	\$ 1,315,592,297
	Post- Settle-Up Period	14	2031-2032	2031	\$ -	\$ 19,867,708	\$ 1,282,298,112	\$ 32,619,254	\$ 1,269,546,567	\$ 1,269,546,567
	Post- Settle-Up Period	15	2032-2033	2032	\$ -	\$ 19,172,339	\$ 1,237,417,678	\$ 31,477,580	\$ 1,225,112,437	\$ 1,225,112,437

Notes: Market value in future years is good faith estimate of future taxable value for the purposes of property taxation.

This schedule must be submitted with the original application and any application for tax credit. When using this schedule for any purpose other than the original application, replace original estimates with actual appraisal district data for past years and update estimates for current and future years. If original estimates have not changed, enter those amounts for future years.

  
SIGNATURE OF AUTHORIZED COMPANY REPRESENTATIVE

8/14/14  
DATE

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Application II

**ATTACHMENT 19**

Please see the attached Schedule C.

**Schedule C- Application: Employment Information**

**Applicant Name**      Freeport LNG Development, LP and its affiliates      (Application 2)  
**ISD Name**                      Brazosport ISD

Form 50-296

		Year	School Year (YYYY-YYYY)	Tax Year (Fill in actual tax year) YYYY	Construction		New Jobs		Qualifying Jobs	
					Column A: Number of Construction FTE's or man- hours (specify) [FTE]	Column B: Average annual wage rates for construction workers	Column C: Number of new jobs applicant commits to create (cumulative)	Column D: Average annual wage rate for all new jobs.	Column E: Number of qualifying jobs applicant commits to create meeting all criteria of Sec. 313.021(3) (cumulative)	Column F: Average annual wage of qualifying jobs
		pre- year 1	2015-2016	2015	200 FTE's	\$62,400				
		pre- year 2	2016-2017	2016	1200 FTE's	\$62,400				
		pre- year 3	2017-2018	2017	1400 FTE's	\$62,400				
	Complete tax years of qualifying time period	1	2018-2019	2018	1200 FTE's	\$62,400	25	\$ 61,600	20	\$ 65,000
		2	2019-2020	2019	400 FTE's	\$62,400	52	\$ 61,600	42	\$ 65,000
	Value Limitation Period	3	2020-2021	2020	-	\$ -	52	\$ 61,600	42	\$ 65,000
		4	2021-2022	2021	-	\$ -	52	\$ 61,600	42	\$ 65,000
		5	2022-2023	2022	-	\$ -	52	\$ 61,600	42	\$ 65,000
		6	2023-2024	2023	-	\$ -	52	\$ 61,600	42	\$ 65,000
		7	2024-2025	2024	-	\$ -	52	\$ 61,600	42	\$ 65,000
		8	2025-2026	2025	-	\$ -	52	\$ 61,600	42	\$ 65,000
		9	2026-2027	2026	-	\$ -	52	\$ 61,600	42	\$ 65,000
		10	2027-2028	2027	-	\$ -	52	\$ 61,600	42	\$ 65,000
	Credit Settle-Up Period	11	2028-2029	2028	-	\$ -	52	\$ 61,600	42	\$ 65,000
		12	2029-2030	2029	-	\$ -	52	\$ 61,600	42	\$ 65,000
		13	2030-2031	2030	-	\$ -	52	\$ 61,600	42	\$ 65,000
	Post- Settle-Up Period	14	2031-2032	2031	-	\$ -	52	\$ 61,600	42	\$ 65,000
	Post- Settle-Up Period	15	2032-2033	2032	-	\$ -	52	\$ 61,600	42	\$ 65,000

Notes: For job definitions see TAC §9.1051(14) and Tax Code §313.021(3).

This schedule must be submitted with the original application and any application for tax credit. When using this schedule for any purpose other than the original application, replace original estimates with actual appraisal district data for past years and update estimates for current and future years. If original estimates have not changed, enter those amounts for future years.

  
 \_\_\_\_\_  
 SIGNATURE OF AUTHORIZED COMPANY REPRESENTATIVE

8/14/14  
 \_\_\_\_\_  
 DATE

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Application II

**ATTACHMENT 20**

Please see the attached Schedule D.

**Schedule D: (Rev. May 2012) Other Tax Information**

Applicant Name					Sales Tax Information		Franchise Tax	Other Property Tax Abatements Sought			
Freeport LNG Development, LP and its affiliates (Application 2)								Brazosport ISD			
0.57					Sales Taxable Expenditures		Franchise Tax	County	College	Port	Drainage Dist
Year	School Year (YYYY-YYYY)	Tax/Calendar Year YYYY	Column F: Estimate of total annual expenditures* subject to state sales tax	Column G: Estimate of total annual expenditures* made in Texas NOT subject to sales tax	Column H: Estimate of Franchise tax due from (or attributable to) the applicant	Fill in percentage exemption requested or granted in each year of the Agreement	Fill in percentage exemption requested or granted in each year of the Agreement	Fill in percentage exemption requested or granted in each year of the Agreement	Fill in percentage exemption requested or granted in each year of the Agreement		
	2015-2016	2015	\$ 203,882,902	\$ 413,196,098	\$ -						
	2016-2017	2016	\$ 191,962,070	\$ 389,036,930	\$ -	100%	100%	100%	100%		
The year preceding the first complete tax year of the qualifying time period (assuming no deferrals)	2017-2018	2017	\$ 155,705,956	\$ 315,559,044	\$ -	100%	100%	100%	100%		
Complete tax years of qualifying time period	1	2018-2019	2018	\$ 88,175,830	\$ 178,700,170	\$ -	100%	100%	100%	100%	
	2	2019-2020	2019	\$ 9,884,577	\$ 20,032,423	\$ 4,466,000	100%	100%	100%	100%	
Tax Credit Period (with 50% cap on credit)	Value Limitation Period	3	2020-2021	2020	\$ 13,210,000	\$ 30,750,000	\$ 5,998,000	100%	100%	100%	100%
		4	2021-2022	2021	\$ 13,540,000	\$ 31,518,750	\$ 6,046,000	100%	100%	100%	100%
		5	2022-2023	2022	\$ 13,880,000	\$ 32,306,719	\$ 6,103,000	100%	100%	100%	100%
		6	2023-2024	2023	\$ 14,220,000	\$ 33,114,387	\$ 6,155,000	100%	100%	100%	100%
		7	2024-2025	2024	\$ 14,580,000	\$ 33,942,246	\$ 6,240,000	100%	100%	100%	100%
		8	2025-2026	2025	\$ 14,940,000	\$ 34,790,803	\$ 6,346,000	100%	100%	100%	100%
		9	2026-2027	2026	\$ 15,320,000	\$ 35,660,573	\$ 6,412,000	N/A	N/A	N/A	N/A
Credit Settle-Up Period	Continue to Maintain Viable Presence	10	2027-2028	2027	\$ 15,700,000	\$ 36,552,087	\$ 6,462,000	N/A	N/A	N/A	N/A
		11	2028-2029	2028	\$ 16,090,000	\$ 37,465,889	\$ 6,518,000	N/A	N/A	N/A	N/A
		12	2029-2030	2029	\$ 16,500,000	\$ 38,402,536	\$ 6,570,000	N/A	N/A	N/A	N/A
Post- Settle-Up Period		13	2030-2031	2030	\$ 16,910,000	\$ 39,362,600	\$ 6,631,000	N/A	N/A	N/A	N/A
Post- Settle-Up Period		14	2031-2032	2031	\$ 17,330,000	\$ 40,346,665	\$ 6,683,000	N/A	N/A	N/A	N/A
Post- Settle-Up Period		15	2032-2033	2032	\$ 17,760,000	\$ 41,355,331	\$ 6,744,000	N/A	N/A	N/A	N/A

\*For planning, construction and operation of the facility.

  
 SIGNATURE OF AUTHORIZED COMPANY REPRESENTATIVE

8/14/14  
 DATE

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Application II

**ATTACHMENT 21**

A map delineating Freeport LNG Development, L.P. Reinvestment Zones No. 2 and No. 3 is attached.



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**ATTACHMENT 22**

On September 28, 2010, the Brazoria County Commissioners' Court created Freeport LNG Development, L.P. Reinvestment Zone No. 2.

On July 24<sup>th</sup>, 2012, the Brazoria County Commissioners' Court created Freeport LNG Development, L.P. Reinvestment Zone No 3.

The resolutions of the Brazoria County Commissioners' Court establishing Freeport LNG Development, L.P. Reinvestment Zone No.2 and Freeport LNG Development, L.P. Reinvestment Zone No. 3 are attached.

Date: 9/28/2010

THE SPECIAL COMMISSIONERS COURT SESSION OF BRAZORIA COUNTY, TEXAS

ORDER NO. VIII.B.1.c.

**RE: Freeport LNG Development, LP Tax Abatement application: Order granting  
Tax Abatement**

---

**That the application for tax abatement of Freeport LNG Development, LP attached hereto be granted in accordance with the Guidelines and Criteria for Granting Tax Abatement in a Reinvestment Zone created in Brazoria County for a term of seven (7) years, and at 100% abatement of eligible properties;**

**It is further determined that the abatement period would better benefit the County and the Applicant by deferring the commencement date effective January 1, 2012;**

**It is further that the County Judge is authorized to execute a tax abatement with Freeport LNG Development, LP in accordance with the same guidelines and criteria.**

Date: 7/24/2012

THE SPECIAL COMMISSIONERS COURT SESSION OF BRAZORIA COUNTY, TEXAS

ORDER NO. VII.B.2.c.

**RE: Designation of Freeport LNG Development LP Reinvestment Zone No. 3**

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**Whereas, a request has been received by Brazoria County for the Designation of Freeport LNG Development LP Reinvestment Zone No. 3 which is more particularly identified in the attached Exhibit "A" and incorporated herein by reference; and**

**Whereas, a public hearing was held on the Designation of Freeport LNG Development LP Reinvestment Zone No. 3 and the public was given an opportunity to speak and present evidence for or against such designation; and**

**Whereas, notice of the hearing was given in the manner as provided by law;**

**Therefore, based upon the information presented to the Court and the public hearing, the Court finds that the designation of this zone would contribute to the retention or expansion of primary employment or would attract major investment in the zone that would be a benefit to the property included in the zone and would contribute to the economic development of the County.**

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**ATTACHMENT 23**

Freeport LNG's proposed new capital investment will be located within the boundaries of Freeport LNG Development, L.P. Reinvestment Zone No. 2 (described as 211.700 acres) and Freeport LNG Development, L.P. Reinvestment Zone No. 3 (described as 1,592.36 acres). Please see the attached acreage, legal descriptions and survey maps for both reinvestment zones.

**Total Acreage for Freeport LNG Development, L.P. Reinvestment Zones No. 2 and No. 3  
As Created by Brazoria County**

	Acreage	Acreage
<b>Freeport LNG Development, L.P. Reinvestment Zone No. 2</b>		
Tract I - Main Facilities - Regas		211.700
<b>Total Freeport LNG Development, L.P. Reinvestment Zone No. 2 Acreage</b>		<b>211.700</b>
<b>Freeport LNG Development, L.P. Reinvestment Zone No. 3</b>		
Lease V		170.051
Lease IV		47.450
<b>Quintana Townsite Lots/Blocks 23 and 10 and Roadway Crossings</b>		
Holly Street Crossing (R.O.W.)		0.1403
Quintana, Block 23, Lot 1		0.1416
Quintana, Block 23, Lot 2		0.1416
Quintana, Block 23, Lot 3		0.1416
Quintana, Block 23, Lot 4		0.1416
Quintana, Block 23, Lot 6		0.1416
Quintana, Block 23, Lot 7		0.1416
Quintana, Block 23, Lot 8		0.1416
Quintana, Block 23, Lot 9		0.1416
Quintana, Block 23, Lot 10		0.1416
Quintana, Block 23, Lot 11-12		0.2831
Second Street Crossing (R.O.W.)		0.1403
Quintana, Block 10, Lot 7		0.1416
Quintana, Block 10, Lot 8		0.1416
Quintana, Block 10, Lot 9		0.1416
Quintana, Block 10, Lot 10		0.1416
Quintana, Block 10, Lot 11		0.1416
Quintana, Block 10, Lot 12		0.1416
<b>Total Quintana Townsite Lots and Road Crossing R.O.W.</b>		<b>2.6876</b>
<b>ROW Tracts for existing 42" pipeline, Proposed NGL Pipeline and Proposed Fiber Optics</b>	<b>Temporary Easement</b>	<b>Permanent Easement, Tract or Roadway/Waterway Crossing</b>
2	0.000	2.638
3	0.000	0.240
5	0.000	0.210
6	0.410	0.480
6R	0.000	0.127
6.5R	0.000	0.051
7	0.820	0.660
7R	0.000	0.034
8	1.390	0.640
9	0.070	0.060
10	0.000	0.220
10R	0.000	0.047
11	0.000	0.558
12	8.270	1.380
15	0.800	0.410
16	0.830	0.420
16R	0.000	0.507
17	1.240	0.570
18 & 19	0.700	0.790
20	0.560	0.330
21	0.000	0.270
21R	0.000	0.409
22	0.000	0.049
22a	0.000	0.210
22R	0.000	0.037
23a	0.000	0.600
24a	0.000	0.030
25a	0.000	5.000
26a	0.000	5.000
26R	0.000	0.036
26.5a	0.000	0.220
27a	0.000	5.000
28a	0.000	0.720
29a	0.000	0.300
30a	0.000	0.240
31a	0.000	0.340
35	0.000	0.340
36	0.000	5.000
37	0.390	0.000
37.5	4.070	0.510
37.5R	0.000	0.048

**Total Acreage for Freeport LNG Development, L.P. Reinvestment Zones No. 2 and No. 3  
As Created by Brazoria County**

38	1.900	0.910
39	11.150	4.530
40	0.990	0.700
41	0.540	0.360
42	0.500	0.360
43	0.540	0.360
44	0.720	0.360
45	0.540	0.380
46	0.460	0.310
47	0.460	0.310
48	0.460	0.310
49	0.610	0.310
50	0.460	0.310
51	0.610	0.370
52	1.220	0.610
52R	0.000	0.075
53	0.000	0.610
55	0.000	0.020
56	0.000	0.911
57	0.000	0.680
57R	0.000	0.139
58	1.840	1.390
59	0.530	0.600
61	4.040	2.690
62.01 and 62.02	0.540	0.460
62.023	0.020	0.030
62a	2.000	1.500
62.03	0.200	0.230
65	0.440	0.500
66	0.890	1.020
67	0.000	21.700
68	0.020	0.020
69	0.180	7.780
<b>Total Calculated Existing 42" Pipeline, Proposed NGL Line and Proposed Fiber Optics ROW Acreage</b>	<b>51.410</b>	<b>85.576</b>
<b>Sorrell Property</b>		
Sorrell - Bid		305.672
Sorrell Tract 136		4.998
Sorrell Tract 140		4.976
Sorrell Tract 154		5.112
Sorrell Tract 156 & 163		10.224
Sorrell Tract 158-161		20.595
Sorrell Tract 166		4.990
Sorrell Tract 167		4.504
Sorrell Tract 168		4.980
Sorrell Tract 170 & 171		10.001
Sorrell Tract 173		5.039
Sorrell Tract 133-135 & 174-180		50.210
Sorrell Tracts 62, 63, 66, 67		20.000
<b>Total Sorrell Property Acreage</b>		<b>451.301</b>
<b>Total Pinto Partners Tract</b>		<b>774.678</b>
<b>Meter Station</b>		<b>9.210</b>
<b>Total Freeport LNG Development, L.P. Reinvestment Zone No. 3 Acreage</b>		<b>1,592.36</b>

## LEGAL DESCRIPTION

FLNG Land, Inc.

August 13, 2008

### TRACT I

Field notes for a 211.70 acre tract of land out of the Stephen F. Austin 1/3 League, Abstract No. 28, Brazoria County, Texas. Said 211.70 acre tract being recorded in Memorandum of Lease agreements between Brazos River Harbor Navigation District of Brazoria County, Texas and FLNG Land, Inc. Said 211.70 acre tract of land being described in the following recorded documents:

Memorandum of Lease between Brazos River Harbor Navigation District of Brazoria County, Texas and FLNG Land, Inc. dated June 30, 2004 Document No. 2004038630 of the Official Records of Brazoria County, Texas

Memorandum of Lease between Brazos River Harbor Navigation District of Brazoria County, Texas and FLNG Land, Inc. dated June 30, 2004 Document No. 2004038631 of the Official Records of Brazoria County, Texas

Memorandum of Lease between Brazos River Harbor Navigation District of Brazoria County, Texas and FLNG Land, Inc. dated June 30, 2004 Document No. 2004038632 of the Official Records of Brazoria County, Texas

Said 211.70 acre tract of land being more particularly described by metes and bounds as follows:

**BEGINNING** at a 5/8-inch iron rod found on the northwest right of way line of County Road 723 (80-foot wide) for the east corner of a called 212.913 acre tract of land described by Deed to Brazos River Harbor Navigation District of Brazoria County, Texas, filed for record March 28, 1968 in Volume 1340, Page 97 of the Deed Records of Brazoria County, Texas. Said iron rod being a corner of said 211.70 acre lease tract as described in the aforesaid Memorandum of Lease agreements.

1. **THENCE**, with the northwest right of way line of County Road 723, same being the Lease Line of said 211.70 acre tract as described in the aforesaid Memorandum of Lease agreements, S 56°10'39" W, a distance of 846.86 feet to an 5/8-inch iron rod with cap stamped "John Mercer" found for the most southerly corner of the herein described tract of land.
2. **THENCE**, continuing with said Lease Line, N 33°49'26" W, at 1524.01 feet pass a 5/8-inch iron rod with cap stamped "Mustang, LP" set for a witness corner, in all, a total distance of 1574.01 feet to a point on the shoreline of the Gulf Intra-Coastal Waterway for the west corner of the herein described tract.
3. **THENCE**, continuing with said Lease Line, same being the shoreline of the Gulf Intra-Coastal Waterway the following forty courses:

4. N 60°21'17" E, a distance of 40.34 feet;
5. N 56°28'13" E, a distance of 104.62 feet;
6. N 53°02'48" E, a distance of 111.40 feet;
7. N 58°30'57" E, a distance of 131.95 feet;
8. N 58°44'21" E, a distance of 47.64 feet;
9. N 53°13'06" E, a distance of 72.39 feet;
10. N 72°38'26" E, a distance of 41.83 feet;
11. N 56°50'17" E, a distance of 53.99 feet;
12. N 75°24'57" E, a distance of 51.04 feet;
13. N 89°44'23" E, a distance of 34.81 feet;
14. N 59°46'16" E, a distance of 51.51 feet;
15. N 57°01'39" E, a distance of 86.74 feet;
16. N 37°16'17" E, a distance of 36.25 feet;
17. N 09°04'44" W, a distance of 13.59 feet;
18. N 45°16'11" E, a distance of 45.79 feet;
19. N 23°22'10" E, a distance of 83.45 feet;
20. N 43°14'27" E, a distance of 74.16 feet;
21. N 53°45'19" E, a distance of 99.60 feet;
22. N 46°05'26" E, a distance of 130.76 feet;
23. N 68°39'08" E, a distance of 115.00 feet;
24. N 50°16'32" E, a distance of 33.15 feet;
25. N 28°49'35" E, a distance of 78.53 feet;
26. N 08°52'35" E, a distance of 80.20 feet;
27. N 51°21'41" W, a distance of 32.85 feet;
28. N 12°42'49" E, a distance of 52.75 feet;
29. S 79°44'15" E, a distance of 19.16 feet;
30. N 20°24'23" E, a distance of 91.06 feet;
31. N 66°52'32" E, a distance of 51.57 feet;
32. N 50°32'09" E, a distance of 60.22 feet;
33. N 11°45'16" E, a distance of 37.06 feet;
34. N 53°06'17" E, a distance of 209.90 feet;
35. N 47°49'19" E, a distance of 162.10 feet;
36. N 31°25'57" E, a distance of 166.42 feet;
37. N 45°26'22" E, a distance of 143.82 feet;
38. N 32°19'38" E, a distance of 99.32 feet;
39. N 14°57'00" E, a distance of 137.40 feet;
40. N 43°22'58" E, a distance of 150.42 feet;
41. N 40°25'48" E, a distance of 138.98 feet;
42. N 46°58'21" E, a distance of 322.68 feet;
43. N 61°02'09" E, a distance of 69.38 feet;
44. **THENCE**, continuing with said Lease Line, S 44°54'24" E, at a distance of 50.00 feet pass a 5/8-inch iron rod with cap stamped "Mustang, LP" set for a witness corner, in all, a total distance of 1410.02 feet to an iron rod with cap stamped "Mustang, LP" set.

45. **THENCE**, continuing with said Lease Line, N 45°05'50" E, at a distance of 1509.49 feet pass a 5/8-inch iron rod with cap stamped "RPLS 3808" found at the south corner of a called 3.45 acre tract of land described in a document titled "First Amendment to Ground Lease and Development Agreement" filed for record February 15, 2007 in Document No. 2007009294 of the Official Records of Brazoria County, Texas, in all, a distance of 1812.99 feet to a 1/2-inch iron rod found at the west corner of said 3.45 acre tract.
46. **THENCE**, continuing with said Lease Line, same being the northeasterly line of said 3.45 acre tract, N 44°54'32" W, at a distance of 495.00 feet pass a 5/8-inch iron rod with cap stamped "RPLS 3808" found at the north corner said 3.45 acre tract, in all, a distance of 1411.38 feet to a 5/8-inch iron rod with cap stamped "Mustang, LP" set.
47. **THENCE**, continuing with said Lease Line, N 45°06'26" E, a distance of 1089.40 feet to a 5/8-inch iron rod with cap stamped "Mustang, LP" set.
48. **THENCE**, continuing with said Lease Line, N 44°48'15" W, at a distance of 76.94 feet pass a 5/8-inch iron rod with cap stamped "Mustang, LP" set for a witness corner, in all a distance of 106.94 feet to a point on the shoreline of the Gulf Intra-Coastal Waterway.
49. **THENCE**, continuing with said Lease Line the following seventeen (17) courses:
  50. N 66°09'00" E, a distance of 213.74 feet;
  51. N 72°57'30" E, a distance of 161.08 feet;
  52. N 80°21'59" E, a distance of 70.35 feet;
  53. S 86°59'20" E, a distance of 347.90 feet;
  54. N 74°42'06" E, a distance of 19.72 feet;
  55. S 86°00'04" E, a distance of 250.47 feet;
  56. S 69°42'34" E, a distance of 101.72 feet;
  57. S 18°50'12" W, a distance of 674.46 feet;
  58. S 44°53'19" E, a distance of 169.08 feet;
  59. N 45°03'20" E, a distance of 180.17 feet;
  60. S 44°54'24" E, a distance of 111.11 feet;
  61. N 45°05'46" E, a distance of 325.67 feet;
  62. S 44°56'11" E, a distance of 172.17 feet;
  63. N 45°05'50" E, a distance of 187.35 feet;
  64. S 68°35'00" E, a distance of 87.92 feet;
  65. S 37°00'10" E, a distance of 52.09 feet;
  66. S 40°44'21" E, a distance of 90.43 feet to a point on the northwesterly right of way line of Holly Street as recorded on the plat of Quintana Townsite recorded in Volume 2, Page 139 of the Plat Records of Brazoria County, Texas.

67. **THENCE**, continuing with said Lease Line, same being the northwest right of way line of said Holly Street, S 45°05'50" W, at a distance of 400.00 feet pass a 5/8-inch iron rod with cap stamped "Mustang, LP" set for a witness corner, in all, a total distance of 3,930.43 feet to a 5/8-inch iron rod with cap found on the southwesterly right of way line of Eleventh Street as recorded on the plat of said Quintana Townsite.
68. **THENCE**, continuing with said Lease Line, same being the southwesterly right of way line of said Eleventh Street, S 44°53'33" E, a distance of 283.30 feet to a 5/8-inch iron rod with cap found, said iron rod being on the northwesterly right of way line of Lamar Street as recorded on the plat of said Quintana Townsite.
69. **THENCE**, continuing with said Lease Line, same being the northwesterly right of way line of Lamar Street, S 45°05'50" W, a distance of 1,971.45 feet to a 5/8-inch iron rod with cap stamped "Mustang, LP" set.
70. **THENCE**, leaving said right of way line and continuing with said Lease Line, N 44°54'21" W, a distance of 22.02 feet to a 5/8-inch iron rod with cap stamped "Mustang, LP" set on the northwesterly right of way line of aforesaid County Road 723.
71. **THENCE**, continuing with said Lease Line and with said northwesterly right of way line, S 56°10'39" W, a distance of 837.55 feet to the **POINT OF BEGINNING** and containing 211.70 acres of land, more or less.

## **TRACT II**

Field notes for a 3.45 acre tract of land out of the Stephen F. Austin 1/3 League, Abstract No. 28, Brazoria County, Texas. Said 3.45 acre tract being that same 3.45 acre tract of land described in a document titled "Fourth Amendment to Ground Lease and Development Agreement" filed for record February 15, 2007 in Document No. 2007009295 of the Official Records of Brazoria County, Texas. Said 3.45 acre tract of land being more particularly described by metes and bounds as follows:

**COMMENCING** for reference at a 5/8-inch iron rod found at the intersection of the northwesterly right of way line of Lamar Street and the southwesterly right of way line of Eleventh Street as recorded on the plat of Quintana Townsite in Volume 2, Page 139 of the Plat Records of Brazoria County, Texas.

**THENCE**, N 30°44'12" E, a distance of 1934.54 feet to a 1/2 -inch iron rod found for the **POINT OF BEGINNING**, said iron rod being the East corner of said 3.45 acre tract.

**THENCE**, with the southeasterly line of said 3.45 acre tract, S 45°05'50" W, a distance of 303.50 feet to a 5/8-inch iron rod with cap stamped "RPLS 3808" found for the south corner of said 3.45 acre tract.

**THENCE**, with the southwesterly line of said 3.45 acre tract, N 44°54'32" W, a distance of 495.00 feet to a 5/8-inch iron rod with cap stamped "Mustang, LP" set for the west corner of said 3.45 acre tract.

**THENCE**, with the northwesterly line of said 3.45 acre tract, N 45°05'50" E, a distance of 303.50 feet to a 5/8-inch iron rod with cap stamped "RPLS 3808" found for the north corner of said 3.45 acre tract.

**THENCE**, with the northeasterly line of said 3.45 acre tract, S 44°54'32" E, a distance of 495.00 feet the **POINT OF BEGINNING** and containing 3.45 acres of land more or less.

### **TRACT III**

The following described lots are recorded in the name of FLNG Land, Inc. All listed lots are recorded on the plat of Quintana Townsite in Volume 2, Page 139 of the Plat Records of Brazoria County, Texas:

Lot	BLOCK	GRANTEE	DOCUMENT NO.
8	10	FLNG Land, Inc.	2005015941
6	23	FLNG Land, Inc.	2008010715
8	23	FLNG Land, Inc.	2006039985 & 2006039986
9	23	FLNG Land, Inc.	2006024928
10	23	FLNG Land, Inc.	2006008268
11 & 12	23	FLNG Land, Inc.	2006008273
7	46	FLNG Land, Inc.	2006073414 & 2007056630
8	46	FLNG Land, Inc.	2006073646
9	46	FLNG Land, Inc.	2006070380
12	46	FLNG Land, Inc.	2008029563 & 2008029564
11	10	FLNG Land, Inc.	2007056629
1, 2, 3, 4, 7	23	FLNG Land, Inc.	2007056629 (1/3 interest)
7, 8, 9, 10, 11, 12	53	FLNG Land, Inc.	2007056629
3 & 4	70	FLNG Land, Inc.	2007056629
11 & 12	76	FLNG Land, Inc.	2007047138
3, 4, 5, 6, 7, 8, 9, 10, 11, 12	103	FLNG Land, Inc.	2007056629

All documents are recorded in the Official Records of Brazoria County, Texas.

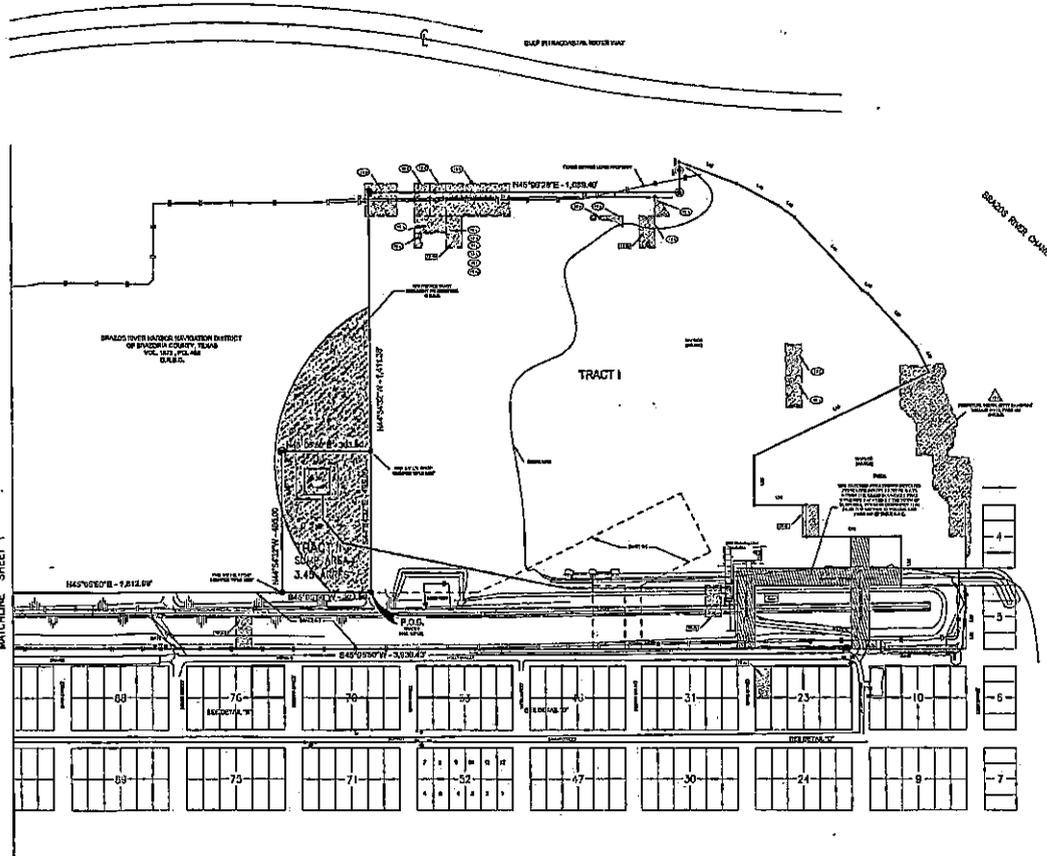
This Field Note description is based on an ALTA/ACSM Land Title Survey of even date made by Archie D. Stout, Registered Professional Land Surveyor, Texas Registration No. 4416.

*Archie D. Stout*

8-13-08







LINE	LENGTH	BEARING
L1	48.34	N82°14'57"
L2	64.33	N82°24'12"
L3	111.07	N82°24'12"
L4	131.85	N82°24'12"
L5	47.44	N82°24'12"
L6	72.37	N82°14'58"
L7	11.83	N82°24'12"
L8	83.89	N82°24'12"
L9	81.81	N82°24'12"
L10	81.81	N82°24'12"
L11	21.81	N82°24'12"
L12	24.74	N82°24'12"
L13	35.39	N82°14'57"
L14	13.30	N82°24'12"
L15	43.18	N82°14'57"
L16	43.18	N82°24'12"
L17	43.18	N82°24'12"
L18	89.56	N82°24'12"
L19	136.78	N82°24'12"
L20	118.00	N82°24'12"
L21	83.79	N82°24'12"
L22	78.23	N82°24'12"
L23	83.80	N82°24'12"
L24	83.80	N82°24'12"
L25	83.80	N82°24'12"
L26	83.80	N82°24'12"
L27	83.80	N82°24'12"
L28	83.80	N82°24'12"
L29	83.80	N82°24'12"
L30	83.80	N82°24'12"
L31	83.80	N82°24'12"
L32	83.80	N82°24'12"
L33	83.80	N82°24'12"
L34	83.80	N82°24'12"
L35	83.80	N82°24'12"
L36	83.80	N82°24'12"
L37	83.80	N82°24'12"
L38	83.80	N82°24'12"
L39	83.80	N82°24'12"
L40	83.80	N82°24'12"
L41	83.80	N82°24'12"
L42	83.80	N82°24'12"
L43	83.80	N82°24'12"
L44	83.80	N82°24'12"
L45	83.80	N82°24'12"
L46	83.80	N82°24'12"
L47	83.80	N82°24'12"
L48	83.80	N82°24'12"
L49	83.80	N82°24'12"
L50	83.80	N82°24'12"



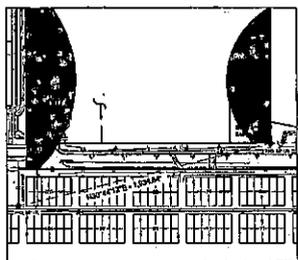
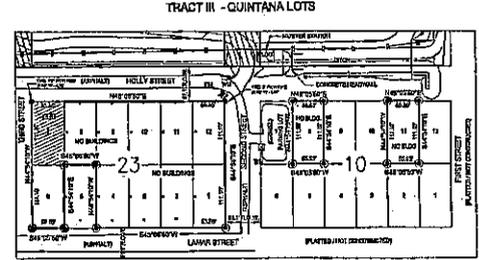
**VELASCO DRAINAGE DISTRICT EASEMENTS**

SCHEME & DESCRIPTION	OWNER	RECORDATION
104	VELASCO DRAINAGE DISTRICT	VOL. 1187 P. 19
104	VELASCO DRAINAGE DISTRICT	VOL. 1187 P. 19 & 20
104	VELASCO DRAINAGE DISTRICT	VOL. 1187 P. 21
104	VELASCO DRAINAGE DISTRICT	VOL. 1187 P. 22
104	VELASCO DRAINAGE DISTRICT	VOL. 1187 P. 23
104	VELASCO DRAINAGE DISTRICT	VOL. 1187 P. 24
104	VELASCO DRAINAGE DISTRICT	VOL. 1187 P. 25
104	VELASCO DRAINAGE DISTRICT	VOL. 1187 P. 26
104	VELASCO DRAINAGE DISTRICT	VOL. 1187 P. 27
104	VELASCO DRAINAGE DISTRICT	VOL. 1187 P. 28
104	VELASCO DRAINAGE DISTRICT	VOL. 1187 P. 29
104	VELASCO DRAINAGE DISTRICT	VOL. 1187 P. 30
104	VELASCO DRAINAGE DISTRICT	VOL. 1187 P. 31
104	VELASCO DRAINAGE DISTRICT	VOL. 1187 P. 32
104	VELASCO DRAINAGE DISTRICT	VOL. 1187 P. 33
104	VELASCO DRAINAGE DISTRICT	VOL. 1187 P. 34
104	VELASCO DRAINAGE DISTRICT	VOL. 1187 P. 35
104	VELASCO DRAINAGE DISTRICT	VOL. 1187 P. 36
104	VELASCO DRAINAGE DISTRICT	VOL. 1187 P. 37
104	VELASCO DRAINAGE DISTRICT	VOL. 1187 P. 38
104	VELASCO DRAINAGE DISTRICT	VOL. 1187 P. 39
104	VELASCO DRAINAGE DISTRICT	VOL. 1187 P. 40

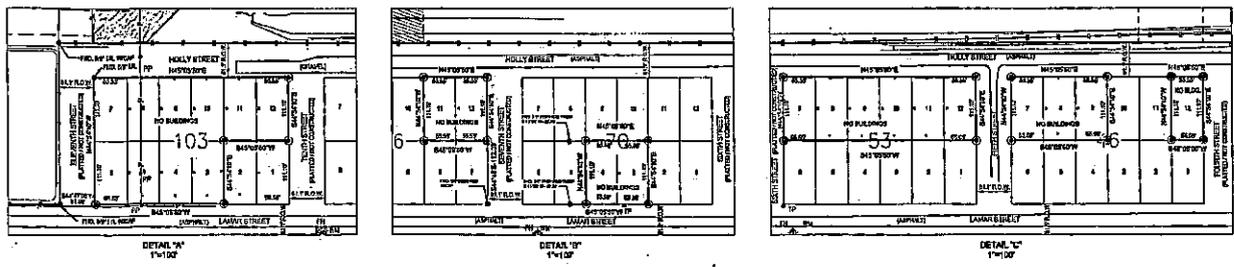
**TRACT III - QUINTANA TOWNSITE LOTS**

The following described lots are contained in the survey of 17,100 Acres, A-117-14, and are located in the City of Quintana, Town of Quintana, County of Brazoria, State of Texas.

Lot	BLOCK	OWNER	DEED/INSTRUMENT
1	15	PT. 200 LAND, INC.	2002010015
2	15	PT. 200 LAND, INC.	2002010015
3	15	PT. 200 LAND, INC.	2002010015
4	15	PT. 200 LAND, INC.	2002010015
5	15	PT. 200 LAND, INC.	2002010015
6	15	PT. 200 LAND, INC.	2002010015
7	15	PT. 200 LAND, INC.	2002010015
8	15	PT. 200 LAND, INC.	2002010015
9	15	PT. 200 LAND, INC.	2002010015
10	15	PT. 200 LAND, INC.	2002010015
11	15	PT. 200 LAND, INC.	2002010015
12	15	PT. 200 LAND, INC.	2002010015
13	15	PT. 200 LAND, INC.	2002010015
14	15	PT. 200 LAND, INC.	2002010015
15	15	PT. 200 LAND, INC.	2002010015
16	15	PT. 200 LAND, INC.	2002010015
17	15	PT. 200 LAND, INC.	2002010015
18	15	PT. 200 LAND, INC.	2002010015
19	15	PT. 200 LAND, INC.	2002010015
20	15	PT. 200 LAND, INC.	2002010015
21	15	PT. 200 LAND, INC.	2002010015
22	15	PT. 200 LAND, INC.	2002010015
23	15	PT. 200 LAND, INC.	2002010015
24	15	PT. 200 LAND, INC.	2002010015
25	15	PT. 200 LAND, INC.	2002010015
26	15	PT. 200 LAND, INC.	2002010015
27	15	PT. 200 LAND, INC.	2002010015
28	15	PT. 200 LAND, INC.	2002010015
29	15	PT. 200 LAND, INC.	2002010015
30	15	PT. 200 LAND, INC.	2002010015
31	15	PT. 200 LAND, INC.	2002010015
32	15	PT. 200 LAND, INC.	2002010015
33	15	PT. 200 LAND, INC.	2002010015
34	15	PT. 200 LAND, INC.	2002010015
35	15	PT. 200 LAND, INC.	2002010015
36	15	PT. 200 LAND, INC.	2002010015
37	15	PT. 200 LAND, INC.	2002010015
38	15	PT. 200 LAND, INC.	2002010015
39	15	PT. 200 LAND, INC.	2002010015
40	15	PT. 200 LAND, INC.	2002010015
41	15	PT. 200 LAND, INC.	2002010015
42	15	PT. 200 LAND, INC.	2002010015
43	15	PT. 200 LAND, INC.	2002010015
44	15	PT. 200 LAND, INC.	2002010015
45	15	PT. 200 LAND, INC.	2002010015
46	15	PT. 200 LAND, INC.	2002010015
47	15	PT. 200 LAND, INC.	2002010015
48	15	PT. 200 LAND, INC.	2002010015
49	15	PT. 200 LAND, INC.	2002010015
50	15	PT. 200 LAND, INC.	2002010015
51	15	PT. 200 LAND, INC.	2002010015
52	15	PT. 200 LAND, INC.	2002010015
53	15	PT. 200 LAND, INC.	2002010015
54	15	PT. 200 LAND, INC.	2002010015
55	15	PT. 200 LAND, INC.	2002010015
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57	15	PT. 200 LAND, INC.	2002010015
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62	15	PT. 200 LAND, INC.	2002010015
63	15	PT. 200 LAND, INC.	2002010015
64	15	PT. 200 LAND, INC.	2002010015
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67	15	PT. 200 LAND, INC.	2002010015
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71	15	PT. 200 LAND, INC.	2002010015
72	15	PT. 200 LAND, INC.	2002010015
73	15	PT. 200 LAND, INC.	2002010015
74	15	PT. 200 LAND, INC.	2002010015
75	15	PT. 200 LAND, INC.	2002010015
76	15	PT. 200 LAND, INC.	2002010015
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78	15	PT. 200 LAND, INC.	2002010015
79	15	PT. 200 LAND, INC.	2002010015
80	15	PT. 200 LAND, INC.	2002010015
81	15	PT. 200 LAND, INC.	2002010015
82	15	PT. 200 LAND, INC.	2002010015
83	15	PT. 200 LAND, INC.	2002010015
84	15	PT. 200 LAND, INC.	2002010015
85	15	PT. 200 LAND, INC.	2002010015
86	15	PT. 200 LAND, INC.	2002010015
87	15	PT. 200 LAND, INC.	2002010015
88	15	PT. 200 LAND, INC.	2002010015
89	15	PT. 200 LAND, INC.	2002010015
90	15	PT. 200 LAND, INC.	2002010015
91	15	PT. 200 LAND, INC.	2002010015
92	15	PT. 200 LAND, INC.	2002010015
93	15	PT. 200 LAND, INC.	2002010015
94	15	PT. 200 LAND, INC.	2002010015
95	15	PT. 200 LAND, INC.	2002010015
96	15	PT. 200 LAND, INC.	2002010015
97	15	PT. 200 LAND, INC.	2002010015
98	15	PT. 200 LAND, INC.	2002010015
99	15	PT. 200 LAND, INC.	2002010015
100	15	PT. 200 LAND, INC.	2002010015



**TRACT III - QUINTANA LOTS**



**LEGEND**

STAMPED 'REGISTERED L.P.'	PART OF SURVEY
STAMPED 'REGISTERED L.P.'	DEED RECORDS BRAZORIA COUNTY
STAMPED 'REGISTERED L.P.'	OFFICIAL RECORDS OF BRAZORIA COUNTY
STAMPED 'REGISTERED L.P.'	RECORDS REGISTRATION
STAMPED 'REGISTERED L.P.'	BOUNDARY
STAMPED 'REGISTERED L.P.'	PLANT
STAMPED 'REGISTERED L.P.'	EXISTING BUILDING
STAMPED 'REGISTERED L.P.'	EXISTING FENCE
STAMPED 'REGISTERED L.P.'	EXISTING UTILITY
STAMPED 'REGISTERED L.P.'	EXISTING EASEMENT
STAMPED 'REGISTERED L.P.'	EXISTING CURB
STAMPED 'REGISTERED L.P.'	EXISTING DRIVE
STAMPED 'REGISTERED L.P.'	EXISTING SIDEWALK
STAMPED 'REGISTERED L.P.'	EXISTING PAVEMENT
STAMPED 'REGISTERED L.P.'	EXISTING ASPHALT
STAMPED 'REGISTERED L.P.'	EXISTING CONCRETE
STAMPED 'REGISTERED L.P.'	EXISTING BRICK
STAMPED 'REGISTERED L.P.'	EXISTING STONE
STAMPED 'REGISTERED L.P.'	EXISTING METAL
STAMPED 'REGISTERED L.P.'	EXISTING WOOD
STAMPED 'REGISTERED L.P.'	EXISTING OTHER

REVISIONS SUBJECT TO, FOR ADDRESS COMMENTS FROM ARCHITECT'S REVIEW.

**MUSTANG ENGINEERING, L.P.**  
16001 PARK TEN PLACE  
HOUSTON, TEXAS 77064 (713) 815-8000

**Freeport LNG Development**

ALTA/ACSM LAND TITLE SURVEY  
FLNG LAND, INC. PROPERTIES  
OUT OF THE STEPHEN F. AUSTIN 1/3 LEAGUE,  
ABSTRACT NO. 28 BRAZORIA COUNTY, TEXAS  
FLNG PLANT BOUNDARY SHEET 2 OF 2

PROJECT NO.	4316-01	DATE	1/14/2008
REVISION NO.	002	DATE	1/14/2008
DESIGNED BY	AS	DATE	1/14/2008
DRAWN BY	AS	DATE	1/14/2008
APPROVED BY	AS	DATE	1/14/2008
SCALE	1"=100'	DATE	1/14/2008



## ***Doyle & Wachtstetter, Inc***

Surveying and Mapping • GPS/GIS

**170.051 ACRES**

**S. F. AUSTIN 1/3 LEAGUE, ABSTRACT 28**

**J. G. McNEEL SURVEY, ABSTRACT 335**

**BRAZORIA COUNTY, TEXAS**

**PAGE 1 OF 4**

**ALL THAT CERTAIN 170.051 ACRES** of land out of a called 212.913 acre tract conveyed to Brazos River Harbor Navigation District of Brazoria County, Texas in Volume 1340, Page 97 of the Brazoria County Deed Records and situated in the Stephen F. Austin 1/3 League, Abstract 28 and J. G. McNeel Survey, Abstract 335, Brazoria County, Texas, and more particularly described by metes and bounds using survey terminology which refers to the Texas State Plane Coordinate System, South Central Zone (NAD 83) in which the directions are Lambert grid bearings and the distances are horizontal surface level lengths as follows;

**BEGINNING** at a found 5/8" iron rod in the Northwest right-of-way line of County Road 723 at position X=3145059.84 and Y=13538911.35, same being the South corner of a called 211.70 acre tract recorded in memorandum of lease agreements between Brazos River Harbor Navigation District and FLNG Land, Inc. in County Clerk's Files 04-038630 through 04-038632 of the Brazoria County Official Records from which a found 5/8" iron rod marking the East corner of the aforementioned 212.913 acre tract bears North 56°10'39" East, a distance of 846.90 feet;

**THENCE** South 56°08'54" West, coincident with the Northwest right-of-way line of County Road 723, same being the Southeast line of the said 212.913 acre tract, a distance of 4438.83 feet to a found 3/4" iron rod for corner making the East corner of Bryan Beach Subdivision, Section VII, recorded in Volume 10, Page 39 of the Brazoria County Plat Records;

**THENCE** North 30°05'06" West, coincident with the Southwest line of the said 212.913 acre tract, same being the Northeast line of Bryan Beach Subdivision, Section VII, at 1800.00 feet pass a set 5/8" iron rod and continue to a total distance of 1835.27 feet a point for corner in the top bank of the Intracoastal Waterway;

**THENCE** along the top bank of the Intracoastal Waterway with the following meanders:

North 61°22'06" East, a distance of 197.22 feet;

North 58°27'34" East, a distance of 95.63 feet;

North 46°09'19" East, a distance of 36.36 feet;

North 71°40'52" East, a distance of 68.21 feet;

North 67°21'32" East, a distance of 92.86 feet;

North 59°05'34" East, a distance of 140.48 feet;

North 10°20'20" East, a distance of 10.93 feet;

North 46°33'45" East, a distance of 109.69 feet;

North 18°44'56" East, a distance of 13.87 feet;

North 63°12'00" East, a distance of 60.27 feet;

North 81°16'59" East, a distance of 61.39 feet;

North 54°47'25" East, a distance of 68.14 feet;

North 88°00'07" East, a distance of 51.07 feet;

**170.051 ACRES**  
**S. F. AUSTIN 1/3 LEAGUE, ABSTRACT 28**  
**J. G. McNEEL SURVEY, ABSTRACT 335**  
**BRAZORIA COUNTY, TEXAS**  
**PAGE 2 OF 4**

South 71°19'00" East, a distance of 17.14 feet;  
North 59°05'31" East, a distance of 63.20 feet;  
North 7°49'01" East, a distance of 30.63 feet;  
North 62°48'25" East, a distance of 53.26 feet;  
North 48°58'11" East, a distance of 42.17 feet;  
North 79°44'30" East, a distance of 9.29 feet;  
North 19°09'07" East, a distance of 11.25 feet;  
North 64°19'17" East, a distance of 55.21 feet;  
North 26°45'22" East, a distance of 14.30 feet;  
North 55°50'14" East, a distance of 40.42 feet;  
South 89°40'30" East, a distance of 15.79 feet;  
North 65°20'37" East, a distance of 76.63 feet;  
North 60°02'20" East, a distance of 46.05 feet;  
North 56°19'13" East, a distance of 72.04 feet;  
North 54°32'40" East, a distance of 106.26 feet;  
North 71°56'46" East, a distance of 27.23 feet;  
North 54°26'38" East, a distance of 24.64 feet;  
North 64°00'33" East, a distance of 101.20 feet;  
North 53°01'15" East, a distance of 28.67 feet;  
North 74°33'35" East, a distance of 38.49 feet;  
North 57°36'43" East, a distance of 43.38 feet;  
North 52°31'17" East, a distance of 64.92 feet;  
North 56°16'47" East, a distance of 70.62 feet;  
North 55°35'21" East, a distance of 89.52 feet;  
North 54°20'52" East, a distance of 50.73 feet;  
North 60°50'46" East, a distance of 57.92 feet;  
North 63°05'13" East, a distance of 20.92 feet;  
North 64°13'06" East, a distance of 19.19 feet;  
North 82°31'53" East, a distance of 15.90 feet;  
North 63°30'32" East, a distance of 26.36 feet;  
North 73°51'09" East, a distance of 30.22 feet;  
North 88°03'47" East, a distance of 51.52 feet;  
North 43°35'05" East, a distance of 22.85 feet;  
South 68°05'38" East, a distance of 27.24 feet;  
North 74°51'17" East, a distance of 41.64 feet;  
North 49°53'12" East, a distance of 31.78 feet;  
North 60°38'27" East, a distance of 34.83 feet;  
North 17°11'45" East, a distance of 21.50 feet;  
North 58°27'10" East, a distance of 68.51 feet;  
North 44°07'35" East, a distance of 18.61 feet;  
North 72°26'27" East, a distance of 14.21 feet;  
North 27°37'40" East, a distance of 14.48 feet;

**170.051 ACRES**  
**S. F. AUSTIN 1/3 LEAGUE, ABSTRACT 28**  
**J. G. McNEEL SURVEY, ABSTRACT 335**  
**BRAZORIA COUNTY, TEXAS**  
**PAGE 3 OF 4**

North 3°51'52" West, a distance of 13.92 feet;  
North 53°41'25" East, a distance of 33.88 feet;  
North 87°45'31" East, a distance of 9.22 feet;  
North 51°15'42" East, a distance of 37.01 feet;  
North 41°40'24" East, a distance of 45.34 feet;  
North 81°26'04" East, a distance of 16.71 feet;  
North 58°07'06" East, a distance of 99.40 feet;  
North 15°15'50" East, a distance of 24.19 feet;  
North 60°18'11" East, a distance of 16.91 feet;  
North 29°16'26" East, a distance of 19.20 feet;  
North 74°49'14" East, a distance of 39.54 feet;  
North 87°27'08" East, a distance of 31.18 feet;  
North 70°54'00" East, a distance of 48.18 feet;  
North 56°50'00" East, a distance of 35.21 feet;  
North 43°44'23" East, a distance of 46.71 feet;  
North 11°58'41" East, a distance of 42.00 feet;  
North 48°57'09" East, a distance of 14.26 feet;  
North 64°34'34" East, a distance of 35.24 feet;  
North 52°10'00" East, a distance of 36.70 feet;  
North 32°21'20" East, a distance of 17.97 feet;  
North 80°53'08" East, a distance of 18.50 feet;  
North 59°56'28" East, a distance of 14.21 feet;  
North 31°11'55" East, a distance of 27.05 feet;  
North 85°59'17" East, a distance of 19.32 feet;  
South 24°16'08" East, a distance of 37.66 feet;  
North 84°04'07" East, a distance of 33.71 feet;  
North 11°02'44" East, a distance of 12.74 feet;  
North 52°05'44" East, a distance of 16.14 feet;  
South 71°17'41" East, a distance of 11.47 feet;  
North 67°49'48" East, a distance of 23.16 feet;  
North 3°03'41" West, a distance of 9.52 feet;  
North 40°30'22" East, a distance of 9.29 feet;  
South 54°52'05" East, a distance of 12.58 feet;  
South 34°57'02" East, a distance of 32.24 feet;  
North 63°16'20" East, a distance of 22.86 feet;  
South 77°45'24" East, a distance of 12.96 feet;  
North 58°03'56" East, a distance of 35.11 feet;  
North 7°00'50" West, a distance of 28.40 feet;  
North 45°16'14" East, a distance of 55.58 feet;  
North 48°16'37" East, a distance of 86.12 feet;  
North 61°13'49" East, a distance of 74.25 feet;  
North 47°56'51" East, a distance of 25.19 feet;

**170.051 ACRES  
S. F. AUSTIN 1/3 LEAGUE, ABSTRACT 28  
J. G. McNEEL SURVEY, ABSTRACT 335  
BRAZORIA COUNTY, TEXAS  
PAGE 4 OF 4**

North 68°08'51" East, a distance of 46.83 feet;  
South 78°39'04" East, a distance of 24.76 feet;  
North 63°31'31" East, a distance of 35.59 feet;  
North 56°08'18" East, a distance of 96.73 feet;  
North 76°54'41" East, a distance of 22.82 feet;  
North 36°31'44" East, a distance of 32.74 feet;  
South 69°33'24" East, a distance of 10.56 feet;  
North 73°06'47" East, a distance of 53.02 feet;  
North 45°08'53" East, a distance of 18.62 feet;  
North 86°21'54" East, a distance of 45.91 feet;  
North 65°08'11" East, a distance of 31.80 feet;  
North 88°09'59" East, a distance of 16.58 feet;  
North 57°18'14" East, a distance of 31.72 feet;  
North 39°41'15" East, a distance of 54.13 feet;  
North 66°11'34" East, a distance of 47.91 feet;  
and North 77°57'52" East, a distance of 52.10 feet;

**THENCE** South 33°49'26" East, coincident with the Southwest line of the aforementioned FLNG Land, Inc. 211.70 acre lease tract, at 84.09 feet pass a set 5/8" iron rod and continue to a total distance of 1514.09 to the **POINT OF BEGINNING**, containing 170.051 acres of land, more or less.

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**Charles D. Wachtstetter**  
**Registered Professional Land Surveyor**  
**Texas Registration Number 4547**  
**August 23, 2011**

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*This description is based on a survey, a plat of which, dated August 23, 2011 is on file in the office of Doyle & Wachtstetter, Inc.*

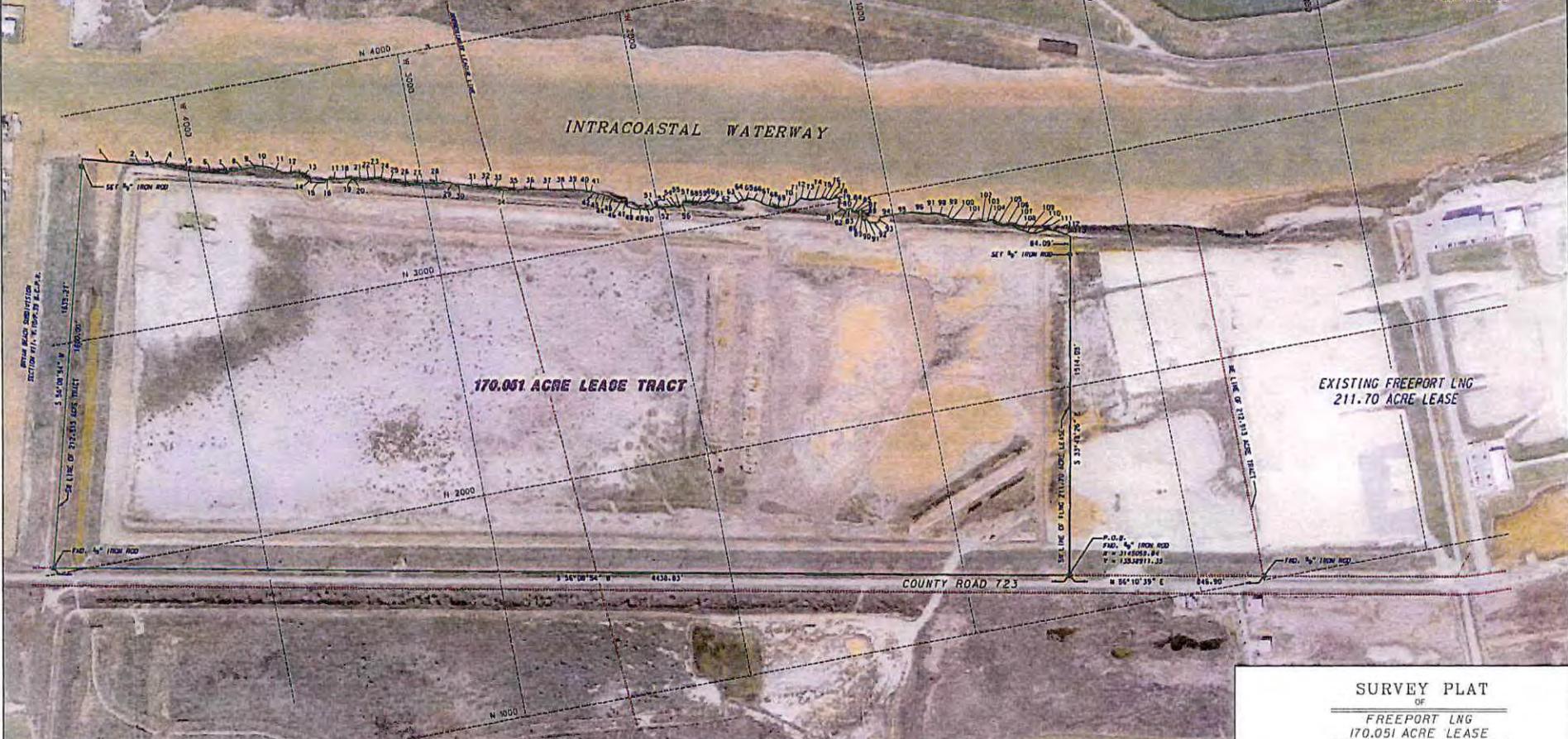
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131 Commerce Street • Clute, Texas 77531-5601  
Phone: 979-265-3622 • Fax: 979-265-9940 • Email: [DW-Surveyor.com](mailto:DW-Surveyor.com)

**BRAZORIA COUNTY TEXAS**

**J.G. McNEEL SURVEY  
ABSTRACT 335**

**STEPHEN F. AUSTIN SURVEY  
ABSTRACT 28**



**170.051 ACRE LEASE TRACT**

**EXISTING FREEPORT LNG  
211.70 ACRE LEASE**

**COUNTY ROAD 723**

LINE	BEARING	DISTANCE
1	N 81°21'50" E	187.77
2	N 38°21'20" E	35.83
3	N 81°21'50" E	28.36
4	N 17°40'50" E	68.71
5	N 81°21'50" E	32.88
6	N 38°21'20" E	145.48
7	N 81°21'50" E	70.85
8	N 45°24'20" E	109.29
9	N 81°21'50" E	111.71
10	N 11°12'20" E	60.37
11	N 81°21'50" E	61.88
12	N 38°21'20" E	118.14
13	N 81°21'50" E	53.07
14	N 11°12'20" E	112.14
15	N 38°21'20" E	63.20
16	N 81°21'50" E	112.14
17	N 11°12'20" E	62.11
18	N 38°21'20" E	53.79
19	N 81°21'50" E	62.11
20	N 11°12'20" E	112.14
21	N 38°21'20" E	112.14
22	N 81°21'50" E	112.14
23	N 11°12'20" E	62.11
24	N 38°21'20" E	112.14
25	N 81°21'50" E	112.14
26	N 11°12'20" E	62.11
27	N 38°21'20" E	112.14
28	N 81°21'50" E	112.14

LINE	BEARING	DISTANCE
29	N 11°56'48" E	21.29
30	N 84°26'38" E	26.64
31	N 84°26'38" E	103.90
32	N 53°01'33" E	28.87
33	N 84°26'38" E	38.59
34	N 53°34'43" E	43.78
35	N 84°26'38" E	103.90
36	N 53°34'43" E	43.78
37	N 84°26'38" E	103.90
38	N 53°34'43" E	43.78
39	N 84°26'38" E	103.90
40	N 53°34'43" E	43.78
41	N 84°26'38" E	103.90
42	N 53°34'43" E	43.78
43	N 84°26'38" E	103.90
44	N 53°34'43" E	43.78
45	N 84°26'38" E	103.90
46	N 53°34'43" E	43.78
47	N 84°26'38" E	103.90
48	N 53°34'43" E	43.78
49	N 84°26'38" E	103.90
50	N 53°34'43" E	43.78
51	N 84°26'38" E	103.90
52	N 53°34'43" E	43.78
53	N 84°26'38" E	103.90
54	N 53°34'43" E	43.78
55	N 84°26'38" E	103.90
56	N 53°34'43" E	43.78

LINE	BEARING	DISTANCE
57	N 33°41'25" E	23.88
58	N 37°41'51" E	6.22
59	N 33°41'25" E	37.91
60	N 41°40'24" E	49.34
61	N 83°26'04" E	16.71
62	N 88°21'08" E	39.40
63	N 83°26'04" E	16.71
64	N 33°41'25" E	23.88
65	N 37°41'51" E	6.22
66	N 33°41'25" E	37.91
67	N 41°40'24" E	49.34
68	N 83°26'04" E	16.71
69	N 88°21'08" E	39.40
70	N 83°26'04" E	16.71
71	N 33°41'25" E	23.88
72	N 37°41'51" E	6.22
73	N 33°41'25" E	37.91
74	N 41°40'24" E	49.34
75	N 83°26'04" E	16.71
76	N 88°21'08" E	39.40
77	N 83°26'04" E	16.71
78	N 33°41'25" E	23.88
79	N 37°41'51" E	6.22
80	N 33°41'25" E	37.91
81	N 41°40'24" E	49.34
82	N 83°26'04" E	16.71
83	N 88°21'08" E	39.40
84	N 83°26'04" E	16.71

LINE	BEARING	DISTANCE
85	N 67°41'28" E	21.78
86	N 3°03'41" E	6.59
87	N 67°41'28" E	49.83
88	N 34°52'05" E	12.58
89	N 67°41'28" E	32.50
90	N 67°41'28" E	22.84
91	N 34°52'05" E	12.58
92	N 67°41'28" E	32.50
93	N 34°52'05" E	12.58
94	N 67°41'28" E	32.50
95	N 34°52'05" E	12.58
96	N 67°41'28" E	32.50
97	N 34°52'05" E	12.58
98	N 67°41'28" E	32.50
99	N 34°52'05" E	12.58
100	N 67°41'28" E	32.50
101	N 34°52'05" E	12.58
102	N 67°41'28" E	32.50
103	N 34°52'05" E	12.58
104	N 67°41'28" E	32.50
105	N 34°52'05" E	12.58
106	N 67°41'28" E	32.50
107	N 34°52'05" E	12.58
108	N 67°41'28" E	32.50
109	N 34°52'05" E	12.58
110	N 67°41'28" E	32.50
111	N 34°52'05" E	12.58
112	N 67°41'28" E	32.50
113	N 34°52'05" E	12.58



**NOTES**

- BEARINGS ARE RELATIVE TO THE TEXAS STATE PLANE COORDINATE SYSTEM, SOUTH ZONE, ZONE 16C.
- THIS PLAT IS ACCOMPANIED BY A WELL AND BOND DESCRIPTION ON FILE IN THE OFFICE OF DOYLE & WACHSTETTER, INC.

I, CHARLES D. WACHSTETTER, REGISTERED PROFESSIONAL LAND SURVEYOR DO HEREBY CERTIFY THAT THE ABOVE PLAT IS A TRUE REPRESENTATION OF A SURVEY MADE UNDER MY SUPERVISION, IN ACCORDANCE WITH THE RULES AND REGULATIONS AND STATUTES OF THE STATE OF TEXAS, AND THAT THERE ARE NO UNRECORDED ENCUMBRANCES ON THIS PROPERTY, EXCEPT AS SHOWN. THIS CERTIFICATION IS MADE THIS 15th DAY OF OCTOBER, 2011.

**DOYLE & WACHSTETTER**  
REGISTERED PROFESSIONAL LAND SURVEYOR  
TOTAL REGISTRATION NUMBER 0841

**SURVEY PLAT**  
OF  
**FREEPORT LNG**  
**170.051 ACRE LEASE**

OUT OF THE  
BRAZOS RIVER HARBOR NAVIGATION DISTRICT  
CALLED 212.913 ACRE TRACT  
RECORDED IN  
VOLUME 1340, PAGE 97  
OF THE  
BRAZORIA COUNTY DEED RECORDS  
BY THE  
J.G. McNEEL LEAGUE  
ABSTRACT 335  
AND THE  
STEPHEN F. AUSTIN SURVEY  
ABSTRACT 28  
BRAZORIA COUNTY, TEXAS

**Doyle & Wachtstetter, Inc.**  
Surveying and Mapping GPS/GIS  
111 EDMONDGEE STREET, CLUTE, TEXAS 77531  
OFFICE: 979.363.3422 FAX: 979.363.9949  
CITY: CLUTE, TEXAS 77531 MAIL: PO BOX 1011, CLUTE, TEXAS 77531  
WWW.DW-SURVEYING.COM

**LEGAL DESCRIPTION**

**Tract D - 3**

**47.45 Acres**

**STATE OF TEXAS §**

**COUNTY OF BRAZORIA §**

Being 47.45 acres of land out of the Stephen F. Austin Survey, Abstract No. 28, Brazoria County, Texas and being a portion of the Quintana Townsite as recorded in Volume 2, Page 139 of the Plat Records of Brazoria County, Texas and a portion of that certain tract of land described in that Final Judgment between Brazos River Harbor Navigation District and Terese Lewis Learned, et al, filed for record in Volume 1679, Page 485 of the Deed Records of Brazoria County, Texas, said 47.45 acres includes a portion of that certain 48.4333 acre tract of land described by Agreement for the Assignment of Ground Lease and Related Assets between Monsanto and FOC, Inc., filed for record May 31, 1994 under Clerk's File No. 94 020517 in the Official Records of Brazoria County, Texas and said 47.45 acre tract being more completely described by metes and bounds as follows:

**BEGINNING** at the most easterly south corner of said 48.4333 acre tract, being the east corner of that certain 14.3011 acre tract of land described by First Amendment to Ground Lease and Definitive Agreement Regarding Port Facilities between Brazos River Harbor Navigation District of Brazoria County, Texas and ExxonMobil Pipeline Company, filed for record June 27, 2000 under Clerk's File No. 00 026963 in the Official Records of Brazoria County, Texas.

**THENCE** along the most easterly southeast line of said 48.4333 acre tract, N 45°05'50" E, a distance of 770.10 feet to a 5/8" Iron rod with cap stamped "John D. Mercer, RPLS #1924" found for the most southerly east corner of said 48.4333 acre tract.

**THENCE** N 44°54'31" W, a distance of 1,411.38 feet to a 5/8" Iron rod with cap stamped "John D. Mercer, RPLS #1924" found on the most easterly northwest line of said 48.4333 acre tract.

**THENCE** along said northwest line, N 45°06'26" E, a distance of 1,089.40 feet to a 5/8" iron rod with cap stamped "John D. Mercer, RPLS #1924" found for an interior ell corner of said 48.4333 acre tract.

**THENCE** N 44°48'15" W, a distance of 76.53 feet to a 5/8" Iron rod with cap stamped "John D. Mercer, RPLS #1924" found on the southeast bank of the Gulf Intra-Coastal Waterway for the most northerly corner of the herein described tract.

**THENCE** along the southeast bank of the Gulf Intra-Coastal Waterway as follows:

- S 63°18'57" W, a distance of 88.25 feet;
- S 58°10'24" W, a distance of 108.84 feet;
- S 48°55'13" W, a distance of 94.98 feet;
- S 48°34'12" W, a distance of 87.65 feet;
- S 37°39'56" W, a distance of 40.02 feet;
- S 64°41'08" W, a distance of 103.68 feet;
- S 52°41'13" W, a distance of 116.67 feet;
- S 77°42'22" W, a distance of 73.40 feet;
- S 46°05'49" W, a distance of 100.87 feet;
- S 54°10'02" W, a distance of 37.38 feet;

**Tract D - 3**  
**47.45 Acres**

S 05°46'27" W, a distance of 39.72 feet;  
S 41°03'09" W, a distance of 52.39 feet;  
S 32°48'20" W, a distance of 147.29 feet;  
S 57°15'40" W, a distance of 104.15 feet;  
N 69°11'48" W, a distance of 105.98 feet;  
S 75°39'43" W, a distance of 30.04 feet;  
S 08°40'49" W, a distance of 40.36 feet;  
S 33°09'49" W, a distance of 137.32 feet;  
S 34°55'41" W, a distance of 70.01 feet;  
S 58°24'48" W, a distance of 63.09 feet;  
N 89°46'54" W, a distance of 93.86 feet;  
S 58°00'57" W, a distance of 31.93 feet;  
S 60°57'55" W, a distance of 29.87 feet;  
S 40°12'55" W, a distance of 36.71 feet;  
S 41°42'45" W, a distance of 82.87 feet;  
S 48°50'15" W, a distance of 30.84 feet;  
S 32°17'49" W, a distance of 32.59 feet;  
S 25°41'43" W, a distance of 27.89 feet;  
S 14°34'52" E, a distance of 19.47 feet;  
S 37°30'52" E, a distance of 64.67 feet;  
S 03°14'21" E, a distance of 45.93 feet;  
S 15°32'02" W, a distance of 115.86 feet;  
S 44°57'56" W, a distance of 51.24 feet;  
S 43°57'14" W, a distance of 76.71 feet;  
S 40°28'39" W, a distance of 59.91 feet;  
S 35°08'21" W, a distance of 108.92 feet;  
S 05°06'52" W, a distance of 86.20 feet;  
S 03°44'46" E, a distance of 76.41 feet;  
S 38°39'21" E, a distance of 116.00 feet;  
S 81°16'10" W, a distance of 52.35 feet;  
N 48°07'15" W, a distance of 52.43 feet;  
N 64°50'56" W, a distance of 60.41 feet;  
N 84°43'49" W, a distance of 69.39 feet;  
S 35°04'27" W, a distance of 105.55 feet;  
S 37°15'41" W, a distance of 87.39 feet;  
S 25°15'21" W, a distance of 53.04 feet;  
S 20°48'56" E, a distance of 114.31 feet;  
S 76°31'29" W, a distance of 64.16 feet;  
N 66°34'25" W, a distance of 28.43 feet; and  
S 60°54'58" W, a distance of 12.78 feet to a point for the most westerly corner of the herein  
described tract.

**Tract D - 3  
47.45 Acres**

THENCE S 44°54'23" E, passing a 5/8" iron rod with cap stamped "John D. Mercer, RPLS #1924" found at 55.00 feet and continuing a total distance of 270.04 feet to the most westerly south corner of the herein described tract.

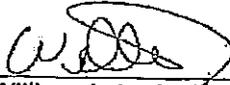
THENCE N 45°05'01" E, a distance of 628.77 feet to the most westerly north corner of said 14.3011 acre tract.

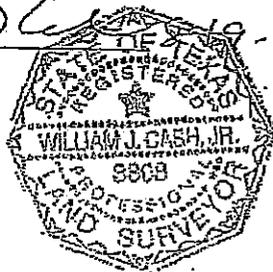
THENCE S 44°53'45" E, a distance of 509.05 feet an interior ell corner of said 14.3011 acre tract, being the most westerly south corner of said 48.4333 acre tract.

THENCE N 45°06'15" E, a distance of 414.46 feet to the most easterly north corner of said 14.3011 acre site, being an interior ell corner of said 48.4333 acre tract.

THENCE S 44°53'45" E, a distance of 631.08 feet to the **POINT OF BEGINNING** and containing 47.45 acres of land, more or less.

Bearings are derived from GPS observations and based on the Texas State Plane Coordinate System, South Central Zone, NAD 83 grid bearings.

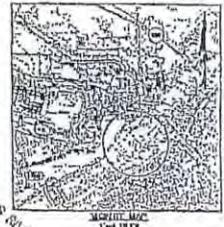
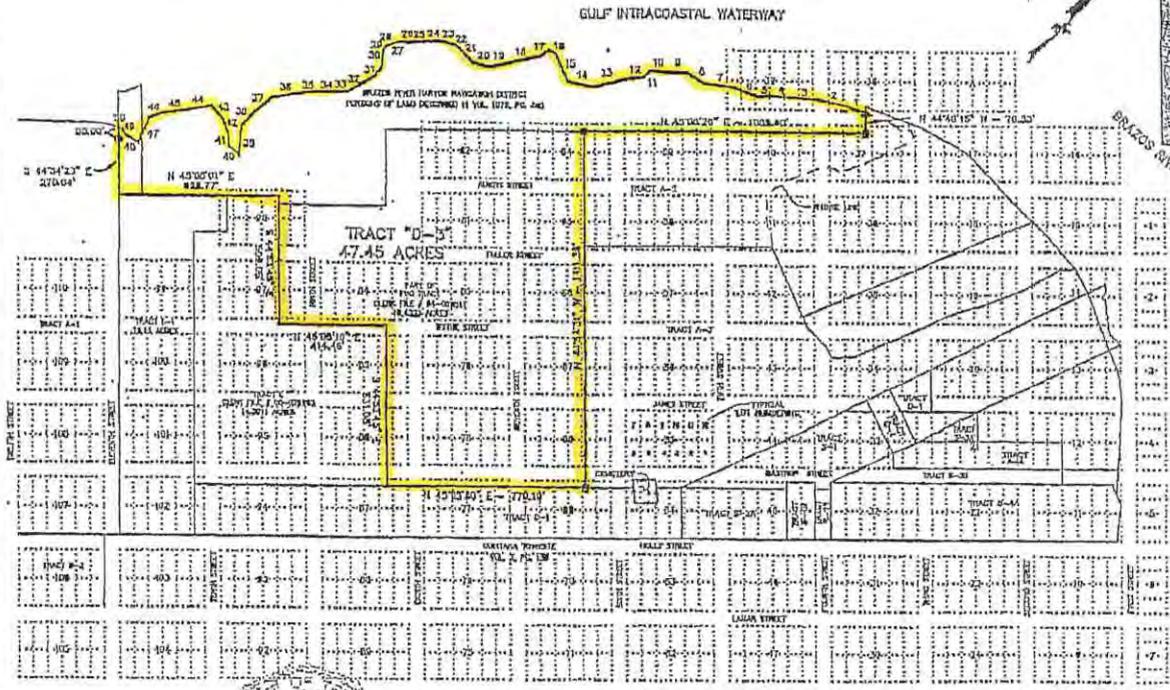
  
William J. Cash, Jr.  
RPLS No. 3808



MEI Project: 3605 - 3605-9491.DWG 19AUG04 0704 SF 400 IMP WINCCUL

**BRAZORIA COUNTY, TEXAS**  
S. F. AUSTIN, A-20.

LINE	BEARING	LENGTH
1	S 03°18'07" W	66.29
2	S 60°10'24" W	100.04
3	S 48°20'13" R	94.56
4	N 48°34'12" W	07.05
5	S 27°20'58" W	48.02
6	S 64°41'00" W	103.89
7	S 92°41'03" W	118.07
8	S 77°42'22" W	73.40
9	S 48°28'44" W	100.67
10	S 24°07'02" W	37.30
11	S 03°48'27" W	39.72
12	S 41°13'08" W	02.34
13	S 32°48'20" W	147.29
14	S 07°15'40" W	104.13
15	N 09°11'40" W	103.88
16	S 76°30'43" W	30.94
17	S 60°10'54" W	40.38
18	S 33°19'48" W	137.52
19	S 34°35'41" W	70.01
20	S 50°24'48" W	83.00
21	N 09°46'04" W	83.00
22	S 60°10'57" W	31.93
23	E 80°37'25" W	29.67
24	S 40°12'55" W	50.71
25	N 41°47'40" W	02.67
26	S 40°00'15" W	30.64
27	S 32°17'49" W	32.58
28	N 25°41'54" W	37.88
29	S 14°04'32" E	18.47
30	S 37°30'02" E	64.67
31	S 02°14'21" E	46.93
32	S 15°32'02" W	115.86
33	N 44°27'56" W	51.24
34	S 43°27'14" W	76.73
35	S 40°20'58" W	89.91
36	S 20°00'21" W	100.92
37	S 03°10'22" W	05.20
38	S 03°44'40" E	78.41
39	S 28°20'51" E	118.00
40	S 01°48'10" W	03.35
41	N 48°27'15" W	02.43
42	N 04°50'58" W	40.41
43	N 04°43'48" W	09.39
44	S 26°04'27" W	163.56
45	S 27°15'41" W	87.39
46	S 23°43'01" W	03.04
47	S 20°40'50" E	114.31
48	S 76°31'29" W	64.16
49	N 08°34'25" W	28.43
50	S 80°47'20" W	12.74



LEGEND  
 ■ HIGH IRON FOUND

BEARINGS BASED ON TEXAS STATE PLANE COORDINATE SYSTEM NAD 03, SOUTH CENTRAL ZONE - DERIVED FROM GPS OBSERVATIONS.

*William A. Coalt*  
 William A. Coalt  
 Registered Professional Surveyor  
 No. 3808

<b>FLNG LAND, INC.</b>			
<b>FLNG TERMINAL LEASE "D-3"</b>			
REV.	DATE	BY	DESCRIPTION
PROJECT NO.		3605	
DRAUGHTING		DATE	DWG. NO.
CHECKED BY:		DATE	3605-9491
SCALE: N.T.S.		APP.	

COPY

**Additional Legal Descriptions for Quintana Block 23 (Lots 1-4, 6-12), Quintana Block 10 (Lots 7-12) and Holly Street and Second Street Crossings**

**Holly Street Crossing R.O.W**

Approximately 0.1403 acres out of the S.F. Austin Survey, A-28, Brazoria County, Texas, being 61.1 feet in length across Holly Street and 100 feet in width

**Quintana Block 23**

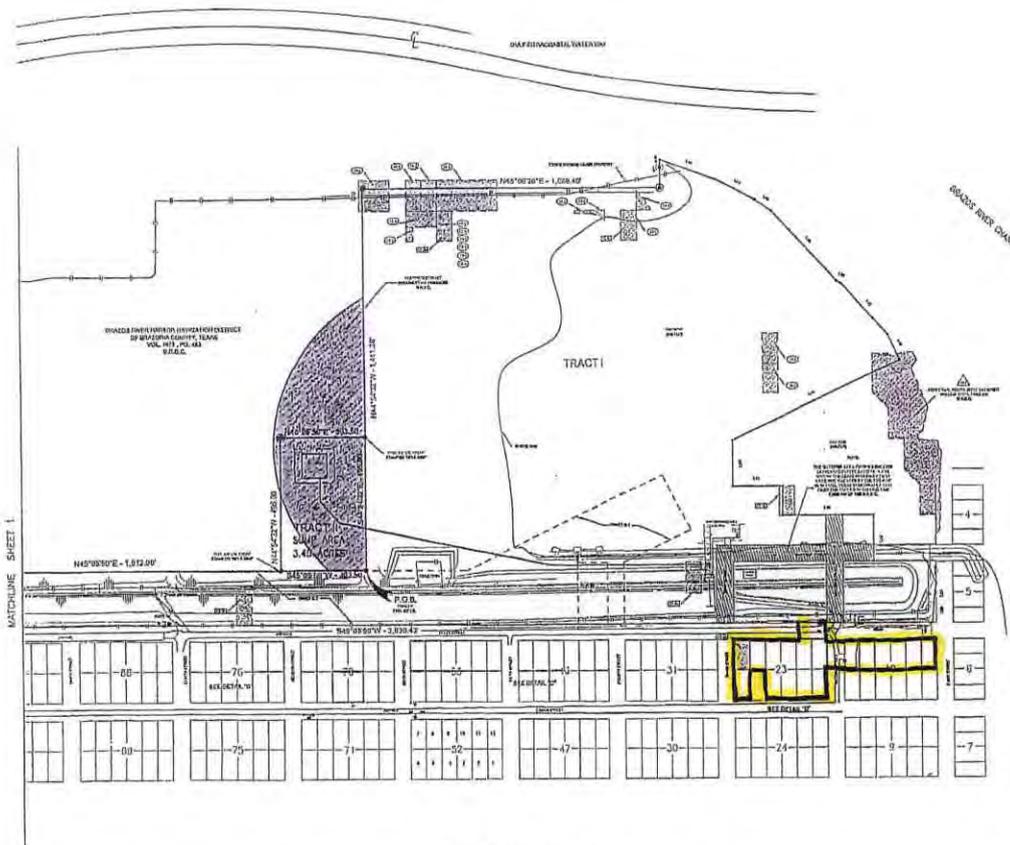
1. Lot 1 - Approximately 0.1416 acres out of Block 23 out of the S.F. Austin Survey, A-28, Brazoria County, Texas
2. Lot 2 - Approximately 0.1416 acres out of Block 23 out of the S.F. Austin Survey, A-28, Brazoria County, Texas
3. Lot 3 - Approximately 0.1416 acres out of Block 23 out of the S.F. Austin Survey, A-28, Brazoria County, Texas
4. Lot 4 - Approximately 0.1416 acres out of Block 23 out of the S.F. Austin Survey, A-28, Brazoria County, Texas
5. Lot 6 - Approximately 0.1416 acres out of Block 23 out of the S.F. Austin Survey, A-28, Brazoria County, Texas
6. Lot 7 - Approximately 0.1416 acres out of Block 23 out of the S.F. Austin Survey, A-28, Brazoria County, Texas
7. Lot 8 - Approximately 0.1416 acres out of Block 23 out of the S.F. Austin Survey, A-28, Brazoria County, Texas
8. Lot 9 - Approximately 0.1416 acres out of Block 23 out of the S.F. Austin Survey, A-28, Brazoria County, Texas
9. Lot 10 - Approximately 0.1416 acres out of Block 23 out of the S.F. Austin Survey, A-28, Brazoria County, Texas
10. Lots 11-12 - Approximately 0.2831 acres out of Block 23 out of the S.F. Austin Survey, A-28, Brazoria County, Texas

**Second Street Crossing R.O.W**

Approximately 0.1403 acres out of the S.F. Austin Survey, A-28, Brazoria County, Texas, being 61.1 feet in length across Second Street and 100 feet in width between Block 23 and Block 10

**Quintana Block 10**

1. Lot 7 - Approximately 0.1416 acres out of Block 10 out of the S.F. Austin Survey, A-28, Brazoria County, Texas
2. Lot 8 - Approximately 0.1416 acres out of Block 10 out of the S.F. Austin Survey, A-28, Brazoria County, Texas
3. Lot 9 - Approximately 0.1416 acres out of Block 10 out of the S.F. Austin Survey, A-28, Brazoria County, Texas
4. Lot 10 - Approximately 0.1416 acres out of Block 10 out of the S.F. Austin Survey, A-28, Brazoria County, Texas
5. Lot 11 - Approximately 0.1416 acres out of Block 10 out of the S.F. Austin Survey, A-28, Brazoria County, Texas
6. Lot 12 - Approximately 0.1416 acres out of Block 10 out of the S.F. Austin Survey, A-28, Brazoria County, Texas



LINE	LENGTH	BEARING
1	10.41	S09°21'17.4\"/>
2	104.83	S88°08'10.4\"/>
3	111.86	S82°00'00.0\"/>
4	121.08	S88°08'10.4\"/>
5	17.83	S89°41'17.4\"/>
6	72.28	S82°24'00.0\"/>
7	11.89	S02°28'19.4\"/>
8	11.89	S88°08'10.4\"/>
9	83.84	S79°24'57.1\"/>
10	24.81	S88°08'10.4\"/>
11	21.34	S88°08'10.4\"/>
12	28.74	S79°48'19.0\"/>
13	28.74	S79°48'19.0\"/>
14	12.83	S88°08'10.4\"/>
15	85.71	S48°16'11.4\"/>
16	71.43	S11°28'00.0\"/>
17	74.16	S42°24'27.2\"/>
18	39.86	S88°08'10.4\"/>
19	130.78	S88°08'10.4\"/>
20	135.86	S88°08'10.4\"/>
21	135.86	S88°08'10.4\"/>
22	78.53	S88°08'10.4\"/>
23	89.79	S88°08'10.4\"/>
24	27.00	S71°21'41.0\"/>
25	27.00	S88°08'10.4\"/>
26	18.14	S78°44'16.7\"/>
27	17.86	S88°08'10.4\"/>
28	81.53	S85°24'21.4\"/>
29	85.21	S88°08'10.4\"/>
30	37.88	S11°28'00.0\"/>
31	200.95	S62°08'07.4\"/>
32	116.19	S48°16'11.4\"/>
33	188.43	S81°09'57.7\"/>
34	183.89	S48°16'11.4\"/>
35	89.16	S11°28'00.0\"/>
36	137.44	S88°08'10.4\"/>
37	150.42	S82°27'30.6\"/>
38	100.48	S88°08'10.4\"/>
39	302.68	S48°09'21.4\"/>
40	85.59	S81°09'57.7\"/>
41	188.24	S48°09'21.4\"/>
42	171.74	S88°08'10.4\"/>
43	181.08	S79°21'10.4\"/>
44	183.89	S88°08'10.4\"/>
45	277.80	S88°08'10.4\"/>
46	19.23	S74°58'00.0\"/>
47	22.44	S88°08'10.4\"/>
48	131.72	S88°08'10.4\"/>
49	134.44	S88°08'10.4\"/>
50	188.98	S44°34'19.7\"/>
51	208.77	S88°08'10.4\"/>
52	111.11	S44°34'19.7\"/>
53	202.00	S88°08'10.4\"/>
54	124.17	S44°34'19.7\"/>
55	202.00	S88°08'10.4\"/>
56	202.00	S88°08'10.4\"/>
57	202.00	S88°08'10.4\"/>
58	202.00	S88°08'10.4\"/>
59	202.00	S88°08'10.4\"/>
60	202.00	S88°08'10.4\"/>

**VELASCO DRAINAGE DISTRICT EASEMENTS**

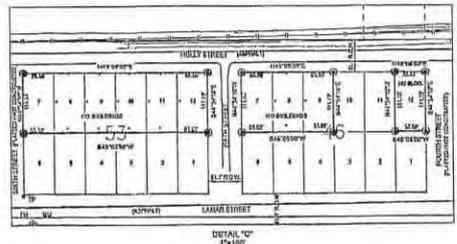
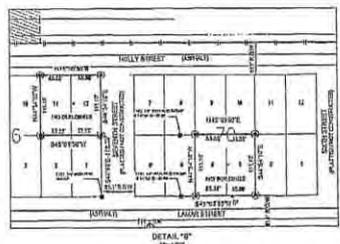
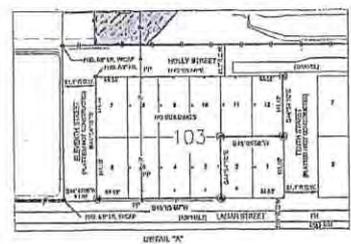
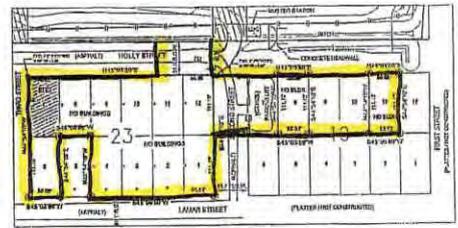
SECTION NUMBER	OWNER	ACCOMMODATION
104	VELASCO DRAINAGE DISTRICT	VEL. 1041 TO 11
105	VELASCO DRAINAGE DISTRICT	VEL. 1041 TO 11
106	VELASCO DRAINAGE DISTRICT	VEL. 1041 TO 11
107	VELASCO DRAINAGE DISTRICT	VEL. 1041 TO 11
108	VELASCO DRAINAGE DISTRICT	VEL. 1041 TO 11
109	VELASCO DRAINAGE DISTRICT	VEL. 1041 TO 11
110	VELASCO DRAINAGE DISTRICT	VEL. 1041 TO 11
111	VELASCO DRAINAGE DISTRICT	VEL. 1041 TO 11
112	VELASCO DRAINAGE DISTRICT	VEL. 1041 TO 11
113	VELASCO DRAINAGE DISTRICT	VEL. 1041 TO 11
114	VELASCO DRAINAGE DISTRICT	VEL. 1041 TO 11
115	VELASCO DRAINAGE DISTRICT	VEL. 1041 TO 11
116	VELASCO DRAINAGE DISTRICT	VEL. 1041 TO 11
117	VELASCO DRAINAGE DISTRICT	VEL. 1041 TO 11
118	VELASCO DRAINAGE DISTRICT	VEL. 1041 TO 11
119	VELASCO DRAINAGE DISTRICT	VEL. 1041 TO 11
120	VELASCO DRAINAGE DISTRICT	VEL. 1041 TO 11

**TRACT III - QUINTANA TOWNSITE LOTS**

The following description is an abstract of the same as filed in the public records of the County Clerk's Office, Brazoria County, Texas, on the 1st day of August, 1988.

LOT	BLOCK	OWNER	DOCUMENT NO.
1	10	FLUOR DAN CORP.	200000000
2	10	FLUOR DAN CORP.	200000000
3	10	FLUOR DAN CORP.	200000000
4	10	FLUOR DAN CORP.	200000000
5	10	FLUOR DAN CORP.	200000000
6	10	FLUOR DAN CORP.	200000000
7	10	FLUOR DAN CORP.	200000000
8	10	FLUOR DAN CORP.	200000000
9	10	FLUOR DAN CORP.	200000000
10	10	FLUOR DAN CORP.	200000000
11	10	FLUOR DAN CORP.	200000000
12	10	FLUOR DAN CORP.	200000000
13	10	FLUOR DAN CORP.	200000000
14	10	FLUOR DAN CORP.	200000000
15	10	FLUOR DAN CORP.	200000000
16	10	FLUOR DAN CORP.	200000000
17	10	FLUOR DAN CORP.	200000000
18	10	FLUOR DAN CORP.	200000000
19	10	FLUOR DAN CORP.	200000000
20	10	FLUOR DAN CORP.	200000000
21	10	FLUOR DAN CORP.	200000000
22	10	FLUOR DAN CORP.	200000000
23	10	FLUOR DAN CORP.	200000000
24	10	FLUOR DAN CORP.	200000000
25	10	FLUOR DAN CORP.	200000000
26	10	FLUOR DAN CORP.	200000000
27	10	FLUOR DAN CORP.	200000000
28	10	FLUOR DAN CORP.	200000000
29	10	FLUOR DAN CORP.	200000000
30	10	FLUOR DAN CORP.	200000000
31	10	FLUOR DAN CORP.	200000000
32	10	FLUOR DAN CORP.	200000000
33	10	FLUOR DAN CORP.	200000000
34	10	FLUOR DAN CORP.	200000000
35	10	FLUOR DAN CORP.	200000000
36	10	FLUOR DAN CORP.	200000000
37	10	FLUOR DAN CORP.	200000000
38	10	FLUOR DAN CORP.	200000000
39	10	FLUOR DAN CORP.	200000000
40	10	FLUOR DAN CORP.	200000000
41	10	FLUOR DAN CORP.	200000000
42	10	FLUOR DAN CORP.	200000000
43	10	FLUOR DAN CORP.	200000000
44	10	FLUOR DAN CORP.	200000000
45	10	FLUOR DAN CORP.	200000000
46	10	FLUOR DAN CORP.	200000000
47	10	FLUOR DAN CORP.	200000000
48	10	FLUOR DAN CORP.	200000000
49	10	FLUOR DAN CORP.	200000000
50	10	FLUOR DAN CORP.	200000000
51	10	FLUOR DAN CORP.	200000000
52	10	FLUOR DAN CORP.	200000000
53	10	FLUOR DAN CORP.	200000000
54	10	FLUOR DAN CORP.	200000000
55	10	FLUOR DAN CORP.	200000000
56	10	FLUOR DAN CORP.	200000000
57	10	FLUOR DAN CORP.	200000000
58	10	FLUOR DAN CORP.	200000000
59	10	FLUOR DAN CORP.	200000000
60	10	FLUOR DAN CORP.	200000000

**TRACT III - QUINTANA LOTS**



**LEGEND**

①	LOT 23 OF TRACT III WITH CAP	P.U.A.	POINT OF BEGINNING
②	EXISTING 'QUINTANA LOTS'	A.B.C.	EXISTING RECORDING INSTRUMENT
③	LINE, CURVE, POINT, ANGLE	A.B.C.	EXISTING RECORDING INSTRUMENT
④	EXISTING ROAD	A.B.C.	EXISTING RECORDING INSTRUMENT
⑤	POWER POLE	①	RECORD INSTRUMENT
⑥	STREET LIGHT	②	RECORD INSTRUMENT
⑦	PHONE POLE	③	RECORD INSTRUMENT
⑧	POLE	④	RECORD INSTRUMENT
⑨	WATER VALVE	⑤	RECORD INSTRUMENT
⑩	WATER METER	⑥	RECORD INSTRUMENT
⑪	①	⑦	RECORD INSTRUMENT
⑫	②	⑧	RECORD INSTRUMENT
⑬	③	⑨	RECORD INSTRUMENT
⑭	④	⑩	RECORD INSTRUMENT
⑮	⑤	⑪	RECORD INSTRUMENT
⑯	⑥	⑫	RECORD INSTRUMENT
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REVISED AUGUST 11, 1988 TO REFLECT CHANGES FROM AUSTIN'S HISTORY

**MUSTANG ENGINEERING, L.P.**  
1601 PARK TEN PLACE  
HOUSTON, TEXAS 77054 (713) 215-8900

**Freeport LNG Development**

ALTA/ACSM LAND TITLE SURVEY  
FLNG LAND, INC. PROPERTIES  
OUT OF THE STEPHEN F. AUSTIN 1/3 LEAGUE,  
ABSTRACT NO. 28, BRAZORIA COUNTY, TEXAS.  
FLNG PLANT BOUNDARY

PROJECT NO. 4316-01  
SCALE: 1"=100'  
DATE: 1-1-88

SHEET NO. 103  
SCALE: 1"=100'  
DATE: 1-1-88

SHEET 2 OF 2

**Right of Way Tract Description Index for 42" Pipeline, Proposed NGL Pipeline and Proposed Fiber Optics**

Please see the electronic copy of the application for additional individual tract documents and information.

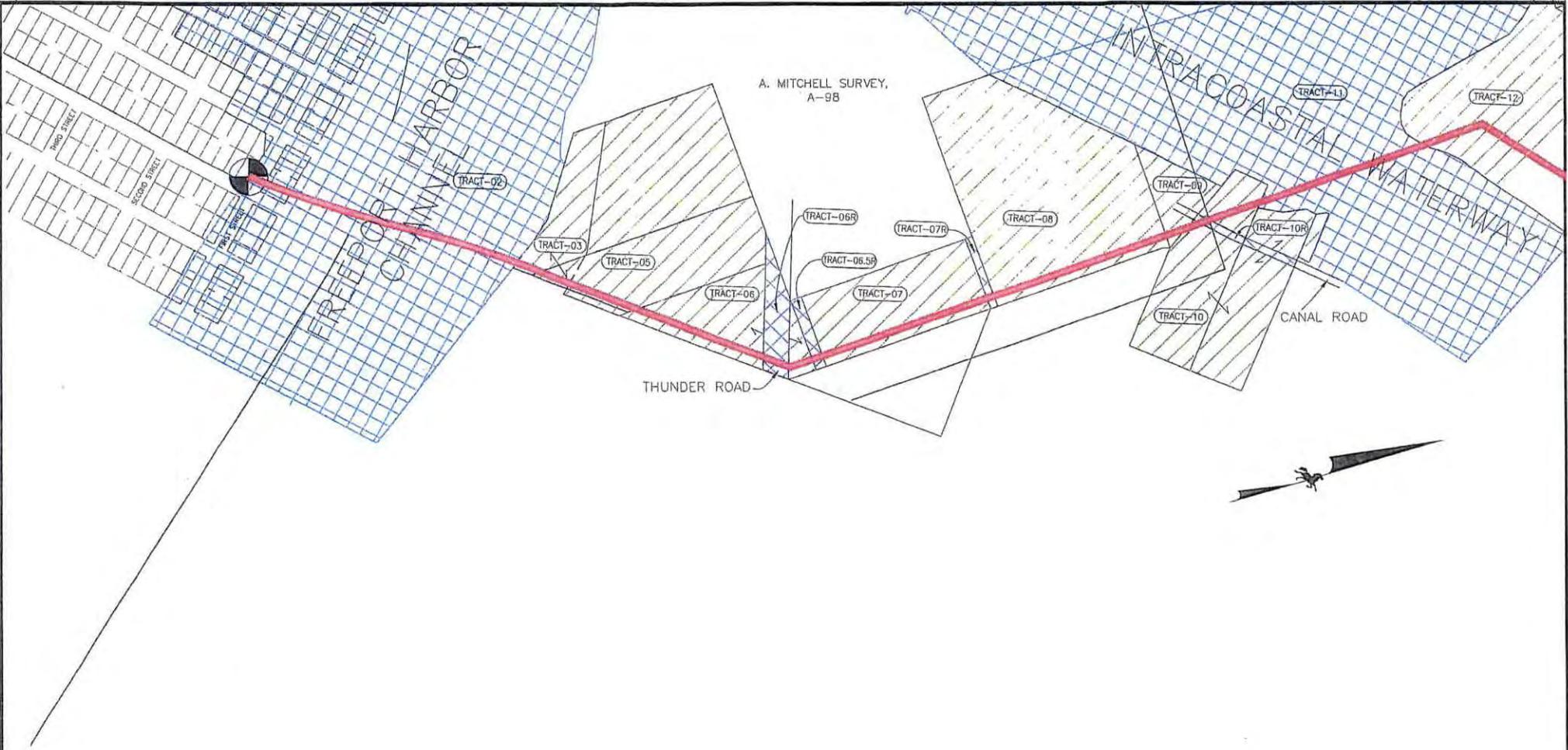
Tract No.	Legal Land Description	Approximate Area Description	Approx. ROW Feet	File Name (PDF)	Page No. of file that Legal Land Description and Map are on (of electronic files)
2	S.F. Austin Survey, A-2B & A. Mitchell Survey, A-98, Brazoria County, Texas, Exhibit "B"	Land located across State-owned land in Brazoria County: Brazos River/Freeport Harbor Channel (69.6 rods in length), being 50 feet wide on either side of the centerline of the 42" pipeline, being approximately 2.638 acres	1149.00	Tracts 2 and 56	5
3	Part Lot(s) 13A & 14, B.C.I.C. Division 3 Subdivision, A. Mitchell Labor, A-98, Brazoria County, Texas, Exhibit "A"	0.24 acres out of Part Lot(s) 13A & 14, B.C.I.C. Division 3 Subdivision, A. Mitchell Labor, A-98,	239.70	Tract 3	2
5	Part Lot 13, B.C.I.C. Division 3 Subdivision, A. Mitchell Labor, A-98, Brazoria County, Texas, Exhibit "A"	A 0.21 acre permanent Easement Parcel out of the Mitchell Labor, Abstract 98, Brazoria County, Texas and being Lot 13 of the B.C.I.C. Subdivision, Division 3	297.99	Tract 5	2
6	Lot 22, B.C.I.C. Division 3 Subdivision, a. Mitchell Labor, A-98, Brazoria County, Texas, Exhibit "A"	A 0.48 permanent Easement Parcel and a 0.41 acre temporary easement out of Lot 22, B.C.I.C. Division 3 Subdivision, a. Mitchell Labor, A-98	655.59	Tract 6	2
6R	A. Mitchell Survey, A-98, Brazoria County, Texas, Exhibit "A"	Across defined roadway in Village of Surfside Beach (Thunder Road), being 25 feet on either side of the centerline of the 42" pipeline, being approximately 0.127 acres	110.88	Tracts 6R, 6.5R, 7R, 10R	2,3
6.5R	A. Mitchell Survey, A-98, Brazoria County, Texas, Exhibit "A"	Across defined roadway in Village of Surfside Beach (Coast Guard Road), being 25 feet on either side of the centerline, being approximately 0.051 acres	44.385	Tracts 6R, 6.5R, 7R, 10R	4
7	Lot 12, B.C.I.C. Division 3 Subdivision, A. Mitchell Labor, A-98, Brazoria County, Texas, Exhibit "A"	A 0.66 acre permanent Easement Parcel and a 0.82 acre temporary easement parcel out of the 5.00 acre parent tract (Lot 12)	713.63	Tract 7	2
7R	A. Mitchell Survey, A-98, Brazoria County, Texas, Exhibit "A"	Across defined roadway in Village of Surfside Beach (Unnamed Road), being 25 feet on either side of the centerline of the 42" pipeline, being approximately 0.034 acres	30.03	Tracts 6R, 6.5R, 7R, 10R	5
8	Lot 1, B.C.I.C. Division 3 Subdivision, A. Mitchell Labor, A-98, F.J. Calvit League, A-51, Brazoria County, Texas, Exhibit "A"	A 0.64 acre tract or parcel of land and a 1.39 acre temporary easement parcel of land out of the A. Mitchell Labor, Abstract 98, Lot 1, Brazoria County, Texas	745.58	Tract 8	2
9	Lot 12, B.C.I.C. Division 2 Subdivision, F.J. Calvit League, A-51, Brazoria County, Texas, Exhibit "A"	A 0.06 acre tract or parcel of land and a 0.070 acre temporary easement parcel of land out of the F.J. Calvit League, Abstract 51, Lot 12, Brazoria County, Texas	90.87	Tract 9	2
10	Lot 11, B.C.I.C. Division 2 Subdivision, F.J. Calvit League, A-51, Brazoria County, Texas, Exhibit "A"	A 0.22 acre tract or parcel of land out of the F.J. Calvit League, Abstract 51, Lot 11, Brazoria County, Texas	321.49	Tract 10	3
10R	A. Mitchell Survey, A-98 & F.J. Calvit Survey, A-51, Brazoria County, Texas, Exhibit "A"	Across defined roadway in Village of Surfside Beach (Canal St.), being 25 feet on either side of the centerline of the 42" pipeline, being approximately 0.047 acres	40.59	Tracts 6R, 6.5R, 7R, 10R	7
11	A. Mitchell Survey, A-98 & F.J. Calvit Survey, A-51, Brazoria County, Texas, Exhibit "B"	Across the Intercoastal Waterway (Total Length: 810.54' = 49.12 Rods) (Permanent Easement; 0.558 acres)	810.54	Tract 11 - Intercoastal Waterway Crossing	2
12	Lots 8, 9, 10, 11 & 12, B.C.I.C. Division 4 Subdivision, F.J. Calvit League, A-51, Brazoria County, Texas, Exhibit "A"	A tract or parcel of land (Permanent Easement: 1.38 acres, Temporary Easement: 8.270) out of Lots 8, 9, 10, 11 & 12, B.C.I.C. Division 4 Subdivision, F.J. Calvit League, Brazoria County Texas	2000.01	Tract 12	3
15	Lot 18, B.C.I.C. Division 4 Subdivision, F.J. Calvit League, A-51, Brazoria County, Texas, Exhibit "A"	A 0.41 acre tract or parcel of land and a 0.80 acre temporary easement parcel of land out of Lot 18, B.C.I.C. Division 4 Subdivision, F.J. Calvit League, A-51	446.31	Tract 15	2
16	Lot A, B.C.I.C. Division 4 Subdivision, F.J. Calvit League, A-51, Brazoria County, Texas, Exhibit "A"	A 0.42 acre tract or parcel of land and a 0.83 acre temporary easement parcel of land out of Lot A, B.C.I.C. Division 4 Subdivision, F.J. Calvit League, A-51	458.51	Tract 16	2

16R	F.J. Calvit Survey, A-51, Brazoria County, Texas,	The pipeline(s) is installed by conventional lay under the ground under the asphalt feeder roads servicing SH 332, within the TX DOT right of way, approximately 1060 feet northwest of where the SH 332 bridge begins to cross the Intracoastal Waterway. The approximate distance of the easement is 442 feet and the described width is 25 feet on either side of the centerline of the 42" pipeline, being 0.507 acres.	442.00	Tract 16R	2
17	Lot 2, B.C.I.C Division 7 Subdivision, F.J. Calvit League, A-51, Brazoria County, Texas, Exhibit "A"	A 0.57 acre tract or parcel of land and a 1.24 acre temporary easement parcel out of Lot 2, B.C.I.C Division 7 Subdivision, F.J. Calvit League, A-51	491.28	Tract 17	2
18	Same as Tract 19	Same as Tract 19	0.00	Tract 19	Same as Tract 19
19	Lots 10 & 11, B.C.I.C. Division 7 Subdivision, F.J. Calvit League, A-51, Brazoria County, Texas, Exhibit "A"	A 0.79 acre tract or parcel of land and a 0.70 acre temporary easement parcel of land out of Lots 10 and 11 of the Brazos Coast Investment Company, Division 7 Subdivision of the F.J. Calvit League, Abstract Number 51	847.54	Tract 19	2
20	Lot 12, B.C.I.C. Division 7 Subdivision, F.J. Calvit League, A-51, Brazoria County, Texas, Exhibit "A"	A 0.33 acre tract or parcel of land and a 0.56 acre temporary easement parcel of land out of Lot 12, B.C.I.C. Division 7 Subdivision, F.J. Calvit League, A-51, (5.00 acres)	331.15	Tract 20	4
21	Lot 13, B.C.I.C Division 7 Subdivision, F.J. Calvit League, A-51, Brazoria County, Texas, Exhibit "A"	A 0.27 acre easement tract or parcel of land out of Lot 13, B.C.I.C Division 7 Subdivision, F.J. Calvit League, A-51 (14.95 rods in length)	246.81	Tracts 21, 50, 67	6
21R	A. Mitchell Survey, A-98, Brazoria County, Texas	Land under, over or along a certain County Road (Tarpon Lane) - Approx. ROW feet = 356.235', being 25 feet on either side of the centerline of the 42" pipeline, being approximately 0.409 acres	356.24	Tracts 21R, 22R, 26R, 37.5R, 52R, 57R	2
22	Lot 14, B.C.I.C. Division Subdivision, F.J. Calvit League, A-51, Brazoria County, Texas, Exhibit "A"	A 0.049 acre tract or parcel of land out of Lot 14 of the Brazos Coast Investment Company Division 7 Subdivision of the F.J. Calvit League, Abstract Number 51	0.00	Tract 22	2
22a	Lot 66, B.C.I.C Division 8 Subdivision, F.J. Calvit League, A-51, Brazoria County, Texas,	A 0.21 acre tract or parcel of Lot 66, B.C.I.C Division 8 Subdivision, F.J. Calvit League, A-51, (10.00 acres).	182.55	Tract 22A	5
22R	F.J. Calvit Survey, A-51, Brazoria County, Texas	Land under, over or along a certain County Road (Unnamed Road, Brazoria County), being approximately 0.037 acres - Approx. ROW feet = 32.34', Approx. width = 25 feet on either side of the centerline of the 42" pipeline.	32.34	Tracts 21R, 22R, 26R, 37.5R, 52R, 57R	3
23a	Lot 108, B.C.I.C Division 8 Subdivision, F.J. Calvit League, A-51, Brazoria County, Texas, Exhibit "A"	0.60 acres out of Lot 108, B.C.I.C Division 8 Subdivision, F.J. Calvit League, A-51	521.07	Tract 23A	2
24a	Lot 105, B.C.I.C. Division 8 Subdivision, F.J. Calvit League, A-51, Brazoria County, Texas, Exhibit "A"	0.03 acres out of Lot 105, B.C.I.C. Division 8 Subdivision, F.J. Calvit League, A-51	18.37	Tract 24A	2
25a	Lot 106, B.C.I.C. Division 8 Subdivision, F.J. Calvit League, A-51, Brazoria County, Texas, "Exhibit A"	5.00 acres, owned by FLNG, being Lot 106, B.C.I.C. Division 8 Subdivision, F.J. Calvit League, A-51, (5.00 acres), Brazoria County, Texas	566.78	Tract 25A	4
26a	Lot 107, B.C.I.C. Division 8 Subdivision, F.J. Calvit League, A-51, Brazoria County, Texas, Exhibit "A"	5.00 acres, owned by FLNG, being Lot 107, B.C.I.C. Division 8 Subdivision, F.J. Calvit League, A-51, (5.00 acres), Brazoria County, Texas	498.17	Tract 26A	4
26R	F.J. Calvit Survey, A-51, Brazoria County, Texas, Brazoria County, Texas	Land under, over or along a certain County Road, being approximately 0.036 acres (Unnamed Road, Brazoria County) - Approx. ROW feet = 31.35', Approx. width = 25 feet on either side of the centerline of the 42" pipeline	31.35	Tracts 21R, 22R, 26R, 37.5R, 52R, 57R	4
26.Sa	Lot 116, B.C.I.C. Division 8 Subdivision, F.J. Calvit League, A-51, Brazoria County, Texas, Exhibit "A"	0.22 acres out of Lot 116, B.C.I.C. Division 8 Subdivision, F.J. Calvit League, A-51	187.32	Tract 26.5A	2
27a	Lot 117, B.C.I.C. Division 8 Subdivision, F.J. Calvit League, A-51, Brazoria County, Texas, Exhibit "A"	5.00 acres, owned by FLNG, being Lot 117, B.C.I.C. Division 8 Subdivision, F.J. Calvit League, A-51 (5.00 acres)	437.37	Tract 27A	4
28a	Lot 118, B.C.I.C. Division 8 Subdivision, F.J. Calvit League, A-51, Brazoria County, Texas, Exhibit "A"	0.72 acres out of Lot 118, B.C.I.C. Division 8 Subdivision, F.J. Calvit League, A-51	627.18	Tract 28A	2
29a	Lot 119, B.C.I.C. Division 8 Subdivision, F.J. Calvit League, A-51, Brazoria County, Texas, Exhibit "A"	0.30 acres out of Lot 119, B.C.I.C. Division 8 Subdivision, F.J. Calvit League, A-51	260.91	Tract 29A	2
30a	Lot 120, B.C.I.C. Division 8 Subdivision, F.J. Calvit League, A-51, Brazoria County, Texas, Exhibit "A"	0.24 acres out of Lot 120, B.C.I.C. Division 8 Subdivision, F.J. Calvit League, A-51	208.97	Tract 30A	2

31a	Lot 121, B.C.I.C. Division 8 Subdivision, F.J. Calvit League, A-51, Brazoria County, Texas, Exhibit "A"	0.34 acres out of Lot 121, B.C.I.C. Division 8 Subdivision, F.J. Calvit League, A-51	294.43	Tract 31A	2
35	Lot 122, B.C.I.C. Division 8 Subdivision, F.J. Calvit League, A-51, Brazoria County, Texas, Exhibit "A"	A 0.34 acre tract or parcel of land out of Lot 122, out of the F.J. Calvit League, Abstract 51, Brazoria County, Texas	292.37	Tract 35	2
36	Lot 123, B.C.I.C. Division 8 Subdivision, F.J. Calvit League, A-51, Brazoria County, Texas, Exhibit "A"	5.00 acres, owned by FLNG, being Lot 123, B.C.I.C. Division 8 Subdivision, F.J. Calvit League, A-51, Brazoria County, Texas	234.30	Tract 36	6
37	Lot 124, B.C.I.C. Division 8 Subdivision, F.J. Calvit League, A-51, Brazoria County, Texas, Exhibit "A: A-2"	0.00 acres of permanent easement and a 0.39 acre temporary easement parcel out of Lot 124, B.C.I.C. Division 8 Subdivision, F.J. Calvit League, A-51, Brazoria County, Texas	0.00	Tracts 37, 41, 43, 45, 47, 52	4
37.5	Lot 125, B.C.I.C. Division 8 Subdivision, F.J. Calvit League, A-51, Brazoria County, Texas, "Exhibit A"	0.51 acres and a 4.070 acre temporary easement parcel of land out of Lot 125, B.C.I.C. Division 8 Subdivision, F.J. Calvit League, A-51	338.19	Tracts 37.5, 38	2
37.5R	F.J. Calvit Survey, A-51, Brazoria County, Texas	Land under, over or along a certain County Road (Co. RD. 891, Brazoria County), being approximately 0.048 acres - Approx. ROW feet = 42.075', Approx. width = 25 feet on either side of the centerline of the 42" pipeline	42.075	Tracts 21R, 22R, 26R, 37.5R, 52R, 57R	5
38	105.52 Acres, F.J. Calvit League, A-51, Brazoria County, Texas, Exhibit "A"	A 0.91 acre tract or parcel of land and a 1.90 acre temporary easement parcel of land out of the F.J. Calvit League, Abstract Number 51, Brazoria County, Texas	798.52	Tracts 37.5, 38	3
39	346.909 acres, F.J. Calvit League, A-51, Brazoria County, Texas, Exhibit "A"	A 4.53 acre tract of land and a 11.150 acre temporary easement parcel of land out of 346.909 acres, F.J. Calvit League, A-51, Brazoria County, Texas	3946.00	Tract 39	2
40	Lots 158 & 159, B.C.I.C. Division 9 Subdivision, F.J. Calvit League, A-51, Brazoria County, Texas, Exhibit "A" - 1	A 0.70 acre tract and a 0.99 acre temporary easement parcel of land out of a part of 102.5 acres, more or less, being tracts 126, 140, 154, 156, and 159, Brazos Coast Investment Company Subdivision #9 out of the F.J. Calvit League, Abstract 51, Brazoria County, Texas	614.12	Tracts 40, 42, 44, 49 55	2
41	Lot 157, B.C.I.C. Division 9 Subdivision, F.J. Calvit League, A-51, Brazoria County, Texas, Exhibit "A: A-3"	A 0.36 acre tract and a 0.54 acre temporary easement parcel of land out of Lot 157, B.C.I.C. Division 9 Subdivision, F.J. Calvit League, A-51	312.24	Tracts 37, 41, 43, 45, 47, 52	5
42	Lot 156, B.C.I.C. Division 9 Subdivision, F.J. Calvit League, A-51, Brazoria County, Texas, Exhibit "A" - 2	A 0.36 acre tract and a 0.50 acre temporary easement parcel of land out of a part of 102.5 acres, more or less, being tracts 126, 140, 154, 156, and 159, Brazos Coast Investment Company Subdivision #9 out of the F.J. Calvit League, Abstract 51, Brazoria County, Texas	312.24	Tracts 40, 42, 44, 49 55	3
43	Lot 155, B.C.I.C. Division 9 Subdivision, F.J. Calvit League, A-51, Brazoria County, Texas, Exhibit "A: A-4"	0.36 acres and a 0.54 acre temporary easement parcel of land out of Lot 155, B.C.I.C. Division 9 Subdivision, F.J. Calvit League, A-51	312.24	Tracts 37, 41, 43, 45, 47, 52	6
44	Lot 154, B.C.I.C. Division 9 Subdivision, F.J. Calvit League, A-51, Brazoria County, Texas, Exhibit "A" - 3	0.36 acres and a 0.72 acre temporary easement parcel of land out of a part of 102.5 acres, more or less, being tracts 126, 140, 154, 156, and 159, Brazos Coast Investment Company Subdivision #9 out of the F.J. Calvit League, Abstract 51, Brazoria County, Texas	312.24	Tracts 40, 42, 44, 49 55	4
45	Lot 153, B.C.I.C. Division 9 Subdivision, F.J. Calvit League, A-51, Brazoria County, Texas, Exhibit "A: A-5"	0.38 acres and a 0.54 acre temporary easement parcel of land out of Lot 153, B.C.I.C. Division 9 Subdivision, F.J. Calvit League, A-51	313.73	Tracts 37, 41, 43, 45, 47, 52	7
46	Lot 137, B.C.I.C. Division 9 Subdivision, F.J. Calvit League, A-51, Brazoria County, Texas, Exhibit "A"	0.31 acres and a 0.46 acre temporary easement parcel of land out of Lot 137, B.C.I.C. Division 9 Subdivision, F.J. Calvit League, A-51 (5.00 acres)	268.54	Tract 46	4
47	Lot 138, B.C.I.C. Division 9 Subdivision, F.J. Calvit League, A-51, Brazoria County, Texas, Exhibit "A: A-6"	0.31 acres and a 0.46 acre temporary easement parcel of land out of Lot 138, B.C.I.C. Division 9 Subdivision, F.J. Calvit League, A-51	267.82	Tracts 37, 41, 43, 45, 47, 52	8
48	Lot 139, B.C.I.C. Division 9 Subdivision, F.J. Calvit League, A-51, Brazoria County, Texas, Exhibit "A"	0.31 acres and a 0.46 acre temporary easement parcel of land out of Lot 139, B.C.I.C. Division 9 Subdivision, F.J. Calvit League, A-51 (5.00 acres)	267.41	Tract 48	4
49	Lot 140, B.C.I.C. Division 9 Subdivision, F.J. Calvit League, A-51, Brazoria County, Texas, Exhibit "A" - 4	0.31 acres and a 0.61 acre temporary easement parcel of land out of a part of 102.5 acres, more or less, being tracts 126, 140, 154, 156, and 159, Brazos Coast Investment Company Subdivision #9 out of the F.J. Calvit League, Abstract 51, Brazoria County, Texas	267.41	Tracts 40, 42, 44, 49 55	5
50	Lot 141, B.C.I.C. Division 9 Subdivision, F.J. Calvit League, A-51, Brazoria County, Texas, Exhibit "A"	A 0.31 acre easement tract or parcel of land and a 0.46 acre temporary easement parcel of land out of Lot 141, B.C.I.C. Division 9 Subdivision, F.J. Calvit League, A-51 (16.21 rods in length)	267.41	Tracts 21, 50, 67	7

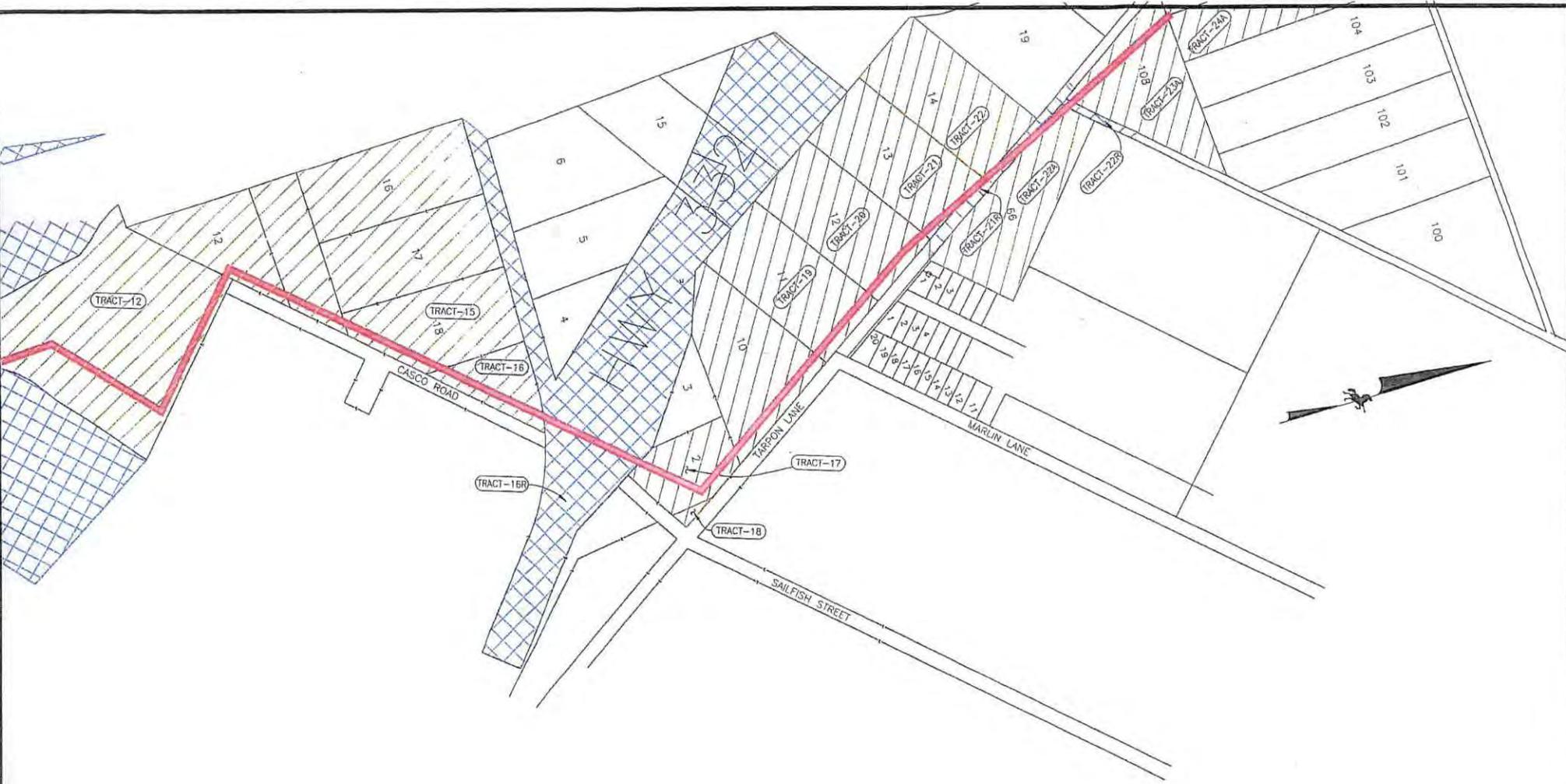
51	Lot 142, B.C.I.C. Division 9 Subdivision, F.J. Calvit League, A-51, Brazoria County, Texas, Exhibit "A"	A 0.37 acre tract of land, a 0.27 acre tract of land and a 0.61 acre temporary easement parcel of land out of Lot 142, B.C.I.C. Division 9 Subdivision, F.J. Calvit League, A-51,	267.41	Tract 51	2
52	Lot 143 & 144, B.C.I.C. Division 9 Subdivision, F.J. Calvit League, A-51, Brazoria County, Texas, Exhibit "A: A-1"	0.61 acres and a 1.22 acre temporary easement parcel of land out of Lot 143 & 144, B.C.I.C. Division 9 Subdivision, F.J. Calvit League, A-51	898.15	Tracts 37, 41, 43, 45, 47, 52	3
52R	F.J. Calvit Survey, A-51 & B.T. Archer Survey, A-9, Brazoria County, Texas	Land under, over or along a certain County Road (Co. RD. 690A - Galley Way Rd., Brazoria County), being approximately 0.075 acres - Approx. ROW feet = 65.01', Approx. width = 25 feet on either side of the centerline of the 42" pipeline	65.01	Tracts 21R, 22R, 26R, 37.5R, 52R, 57R	6
53	Lot 125, B.C.I.C. Division 9 Subdivision, F.J. Calvit League, A-51, Brazoria County, Texas, "Exhibit A"	0.61 acres out of Lot 125, B.C.I.C. Division 9 Subdivision, F.J. Calvit League, A-51	898.10	Tract 53	2
55	Lot 126, B.C.I.C. Division 9 Subdivision, F.J. Calvit League, A-51, Brazoria County, Texas, Exhibit "A" - 5	0.02 acres out of a part of 102.5 acres, more or less, being tracts 126, 140, 154, 156, and 159, Brazos Coast Investment Company Subdivision #9 out of the F.J. Calvit League, Abstract 51, Brazoria County, Texas	0.00	Tracts 40, 42, 44, 49 55	6
56	F.J. Calvit Survey, A-51 & B.T. Archer Survey, A-9, Brazoria County, Texas, Exhibit "B"	Land located across State-owned land in Brazoria County: Oyster Creek (20.04 rods in length), East Union Slough (1.5 rods in length), being 50 feet wide on either side of the centerline of the 42" pipeline, being approximately 0.911 acres	396.66	Tracts 2 and 56	6,7
57	Lot 1C1, B.T. Archer League, A-9, Brazoria County, Texas, Exhibit "A"	0.68 acres out of Lot 1C1, B.T. Archer League, A-9, Brazoria County, Texas (a 62.5637 acre tract of land)	989.23	Tract 57	2
57R	B.T. Archer Survey, A-9, Brazoria County, Texas	Land under, over or along a certain County Road (Unnamed Road and Co. Rd. 792, Brazoria County), being approximately 0.139 acres - Approx. ROW feet = 120.945', Approx. width = 25 feet on either side of the centerline of the 42" pipeline	120.95	Tracts 21R, 22R, 26R, 37.5R, 52R, 57R	7,8
58	Lots 1C, 1C2, 1C3, 1C4, 1C5, 1C6, 1C7 & 1C8, B.T. Archer League, A-9 Brazoria County, Texas, Exhibit "A"	1.39 acres and a 1.84 acre temporary easement parcel of land out of Lots 1C, 1C2, 1C3, 1C4, 1C5, 1C6, 1C7 & 1C8, B.T. Archer League, A-9 Brazoria County, Texas (a 504.445 tract of land)	1308.46	Tract 58	2,3
59	B.T. Archer League, A-9, Brazoria County, Texas, Exhibit "A"	A 0.60 acre tract or parcel of land and a 0.53 acre temporary easement parcel of land out of the B.T. Archer League, Abstract 9, Brazoria County, Texas	658.00	Tract 59	2
61	John W. Lightfoot Survey, A-316, Brazoria County, Texas, Exhibit "A"	A strip of land (2.69 acre tract of land) and a 4.04 acre temporary easement parcel of land out of Tract 2 and Tract 3, being 500 acres, more or less, out of the John Lightfoot Survey, Abstract No. 316, Brazoria County, Texas	2931.72	Tract 61	2,3
62.01 and 62.02	John W. Lightfoot Survey, A-316, Brazoria County, Texas, Exhibit "A"	A 0.46 acre tract or parcel of land and a 0.54 acre temporary easement parcel of land out of the John W. Lightfoot Survey, Abstract 316, Brazoria County, Texas	496.71	Tract 62.01, 62.02	2,3
62.023	John W. Lightfoot Survey, A-316, Brazoria County, Texas, Exhibit "A"	A 0.03 acre tract or parcel of land and a 0.02 acre temporary easement parcel of land out of the John W. Lightfoot Survey, Abstract 316, Brazoria County, Texas	29.66	Tract 62.023	2
62a	John W. Lightfoot Survey, A-316, Brazoria County, Texas, Exhibit "A"	A forty (40) foot wide strip of land (approx. 1.50 acres) and a 2.00 acre temporary easement parcel of land across a certain 206.67 acre tract or parcel of land out of the John W. Lightfoot Survey, Abstract 316, Brazoria County, Texas	1610.92	Tract 62A	2,3
62.03	John W. Lightfoot Survey, A-316, Brazoria County, Texas, Exhibit "A"	A forty (40) foot wide strip of land (approx. 0.23 acres) and a 0.20 acre temporary easement parcel of land across a certain called 11.004 acre tract or parcel of land out of the John W. Lightfoot Survey, Abstract 316, Brazoria County, Texas	248.01	Tract 62.03	2
65	John W. Lightfoot Survey, A-316, Brazoria County, Texas, Exhibit "A"	A 0.50 acre tract or parcel of land and a 0.44 acre temporary easement parcel of land out of the John W. Lightfoot Survey, Abstract 316, Brazoria County, Texas	545.36	Tract 65	2
66	Lot 1D, Jared E. Groce 5 Leagues Grant, A-66, Brazoria County, Texas, Exhibit "A"	A 1.02 acre tract and a 0.89 acre temporary easement parcel of land out of Lot 1D, Jared E. Groce 5 Leagues Grant, A-66, Brazoria County, Texas (45.00 acres)	1112.26	Tract 66	2

67	Jared E. Groce 5 Leagues Grant, A-66, Brazoria County, Texas, Exhibit "A", approximately 20.55 acres out of a 5,782.72 acre tract	(1) Approximately 542.7 rods, being 8,950.63 feet in length and 50 feet in width on either side of the centerline of the existing 42" pipeline, being approximately 20.55 acres of a 5,782.72 acre tract or parcel of land out of the Jared E. Groce 5 Leagues Grant, A-66, Brazoria County, Texas (owned by Dow Chemical Company) ; and (2) Approximately 500 feet in length and 100 feet in width, being approximately 1.15 acres of a 5,782.72 acre tract or parcel of land out of the Jared E. Groce 5 Leagues Grant Survey, A-66, Brazoria County, Texas (owned by Dow Chemical Company), for the NGL line split-off to Ineos	8950.63 + 500 = 9450.63	Tracts 21, 50, 67	3,4,5
68	J. E. Groce 5 Leagues Grant, A-66, Brazoria County, Texas, Exhibit "A"	A 0.02 acre tract or parcel of land and a 0.02 acre temporary easement parcel of land out of the J.E. Groce 5 Leagues Grant Survey, Abstract 66, Brazoria County, Texas	20.09	Tract 68	2
69	Jared E. Groce 5 League, A-66, Brazoria County, Texas, approximately 1.81 acres	(1) Approximately 1.81 acres and a 0.18 acre temporary easement parcel of land out of a 474.77 acre tract out of the Jared E. Groce 5 League Survey, A-66, Brazoria County, Texas; and (2) Approximately 2,600 feet in length and 100 feet in width, being approximately 5.97 acres out of a 474.77 acre tract out of the Jared E. Groce 5 League Survey A-66, Brazoria County, Texas, for the NGL line split off to Ineos	1058.94 + 2600 = 3658.94	Tract 69	3



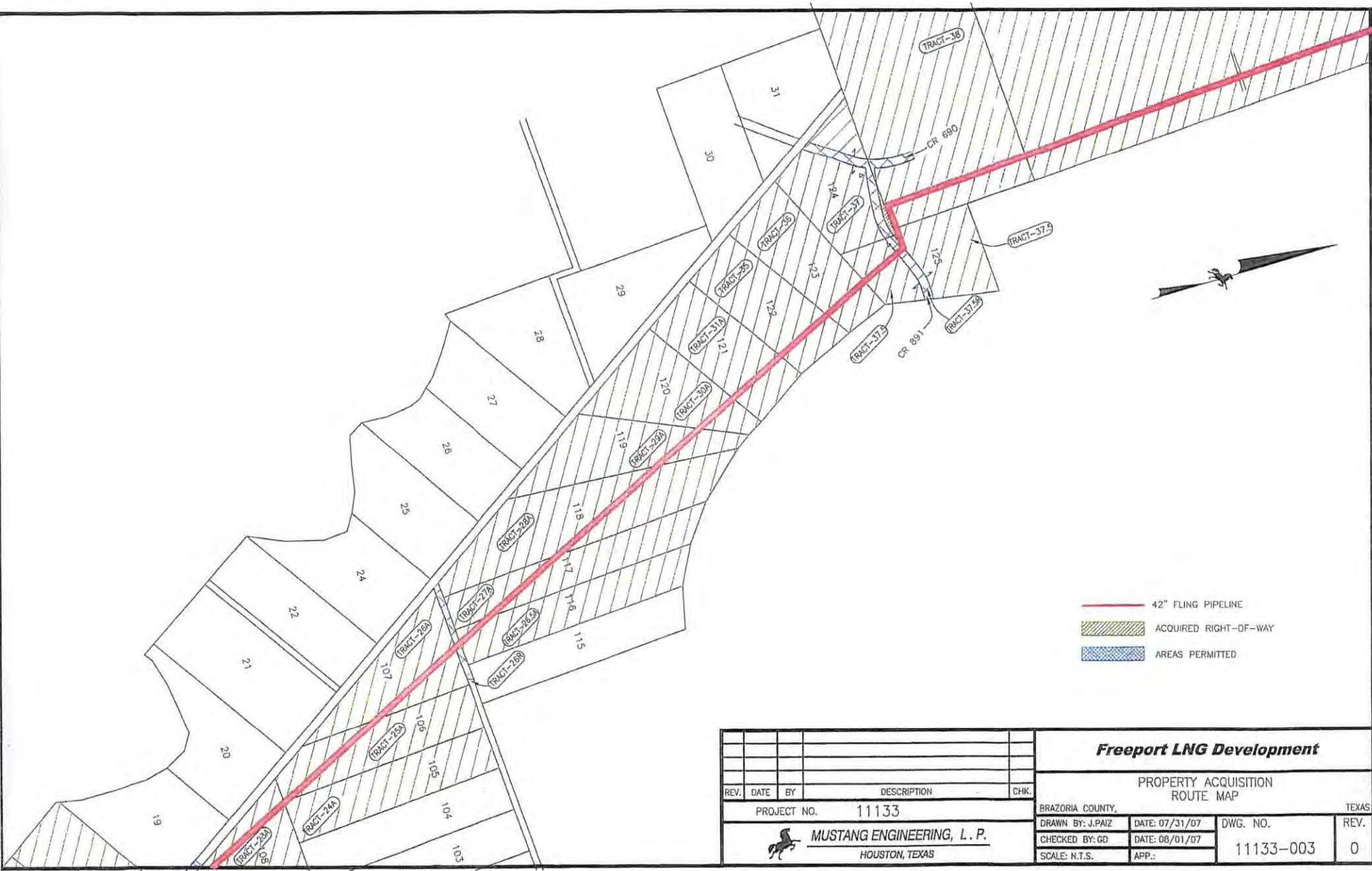
- 42" FLARING PIPELINE
- ACQUIRED RIGHT-OF-WAY
- AREAS PERMITTED

				<b>Freeport LNG Development</b>			
				PROPERTY ACQUISITION ROUTE MAP			
PROJECT NO. 11133				BRAZORIA COUNTY, TEXAS			
<b>MUSTANG ENGINEERING, L.P.</b>		HOUSTON, TEXAS		DRAWN BY: J.PAIZ    DATE: 08/01/07		DWG. NO. 11133-001	
				CHECKED BY: GD    DATE: 08/01/07		REV. 0	
				SCALE: N.T.S.		APP.:	



-  42" FLING PIPELINE
-  ACQUIRED RIGHT-OF-WAY
-  AREAS PERMITTED

<b>Freeport LNG Development</b>				
PROPERTY ACQUISITION ROUTE MAP				
REV.	DATE	BY	DESCRIPTION	CHK.
PROJECT NO. 11133			BRAZORIA COUNTY, TEXAS	
 <b>MUSTANG ENGINEERING, L. P.</b> HOUSTON, TEXAS			DRAWN BY: J.PAIZ	DATE: 07/31/07
			CHECKED BY: GD	DATE: 08/01/07
SCALE: N.T.S.			APP.:	REV.
			DWG. NO. 11133-002	0



- 42" FLING PIPELINE
- ACQUIRED RIGHT-OF-WAY
- AREAS PERMITTED

REV.	DATE	BY	DESCRIPTION	CHK.
PROJECT NO. 11133				
<b>MUSTANG ENGINEERING, L. P.</b> HOUSTON, TEXAS				

<b>Freeport LNG Development</b>			
PROPERTY ACQUISITION ROUTE MAP			
BRAZORIA COUNTY,			TEXAS
DRAWN BY: J.PAIZ	DATE: 07/31/07	DWG. NO.	REV.
CHECKED BY: GD	DATE: 08/01/07	11133-003	0
SCALE: N.T.S.	APP.:		



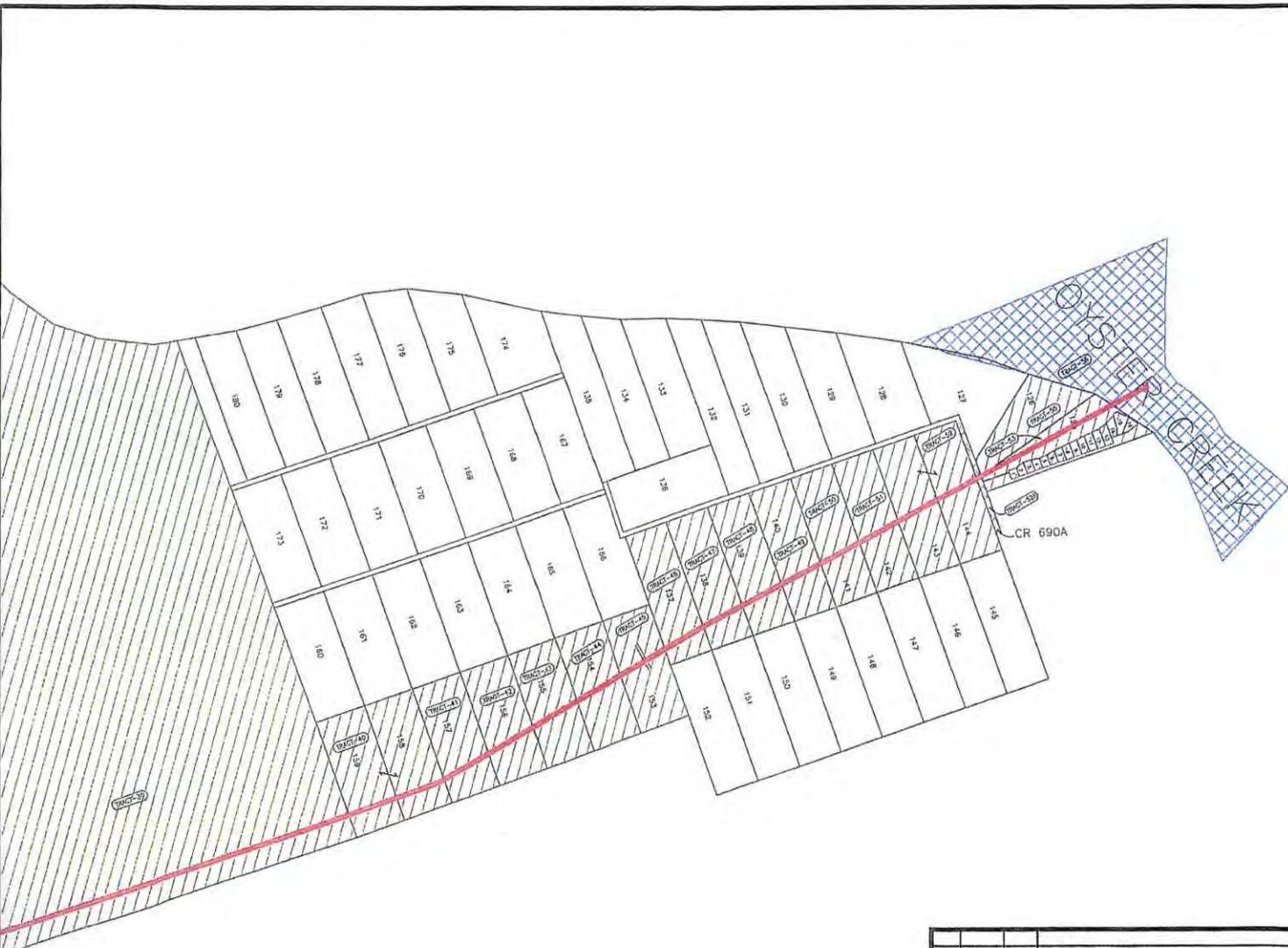
- 42" FLING PIPELINE
- ACQUIRED RIGHT-OF-WAY
- AREAS PERMITTED

REV.	DATE	BY	DESCRIPTION	CHK.

PROJECT NO. 11133

**MUSTANG ENGINEERING, L. P.**  
HOUSTON, TEXAS

<b>Freeport LNG Development</b>			
PROPERTY ACQUISITION ROUTE MAP			
BRAZORIA COUNTY,		TEXAS	
DRAWN BY: J.PAIZ	DATE: 07/31/07	DWG. NO.	REV.
CHECKED BY: GD	DATE: 08/01/07	11133-004	0
SCALE: N.T.S.	APP.:		



- 42" FLING PIPELINE
- ACQUIRED RIGHT-OF-WAY
- AREAS PERMITTED

				<b>Freeport LNG Development</b>			
				PROPERTY ACQUISITION ROUTE MAP			
PROJECT NO. 11133				BRAZORIA COUNTY, TEXAS			
<b>MUSTANG ENGINEERING, L. P.</b> HOUSTON, TEXAS		DRAWN BY: J.PAIZ		DATE: 07/31/07		DWG. NO.	
		CHECKED BY: GD		DATE: 08/01/07		11133-005	
		SCALE: N.T.S.		APP.:		0	

B.T. ARCHER SURVEY  
A-9



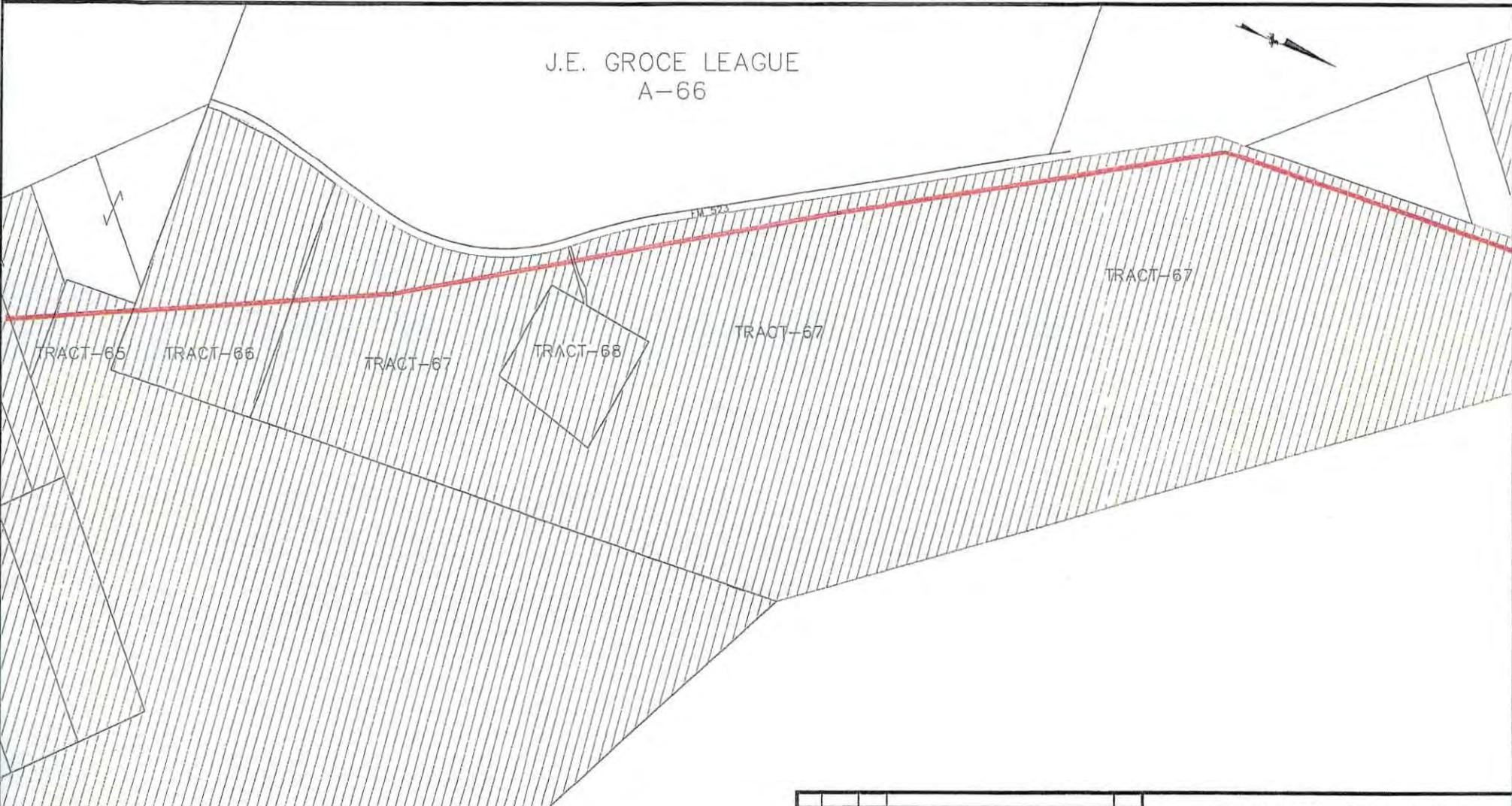
F.J. CALVIT SURVEY  
A-51

LEGEND

-  42" FLING PIPELINE
-  ACQUIRED RIGHT-OF-WAY
-  AREAS PERMITTED

				<b>Freeport LNG Development</b>	
				PROPERTY ACQUISITION ROUTE MAP	
REV.	DATE	BY	DESCRIPTION	CHK.	TEXAS
PROJECT NO.			11133	BRAZORIA COUNTY,	
 <b>MUSTANG ENGINEERING, L. P.</b> HOUSTON, TEXAS			DRAWN BY: J.PAIZ	DATE: 07/31/07	DWG. NO.
			CHECKED BY: GD	DATE: 08/01/07	11133-006
SCALE: N.T.S.			APP.:	0	

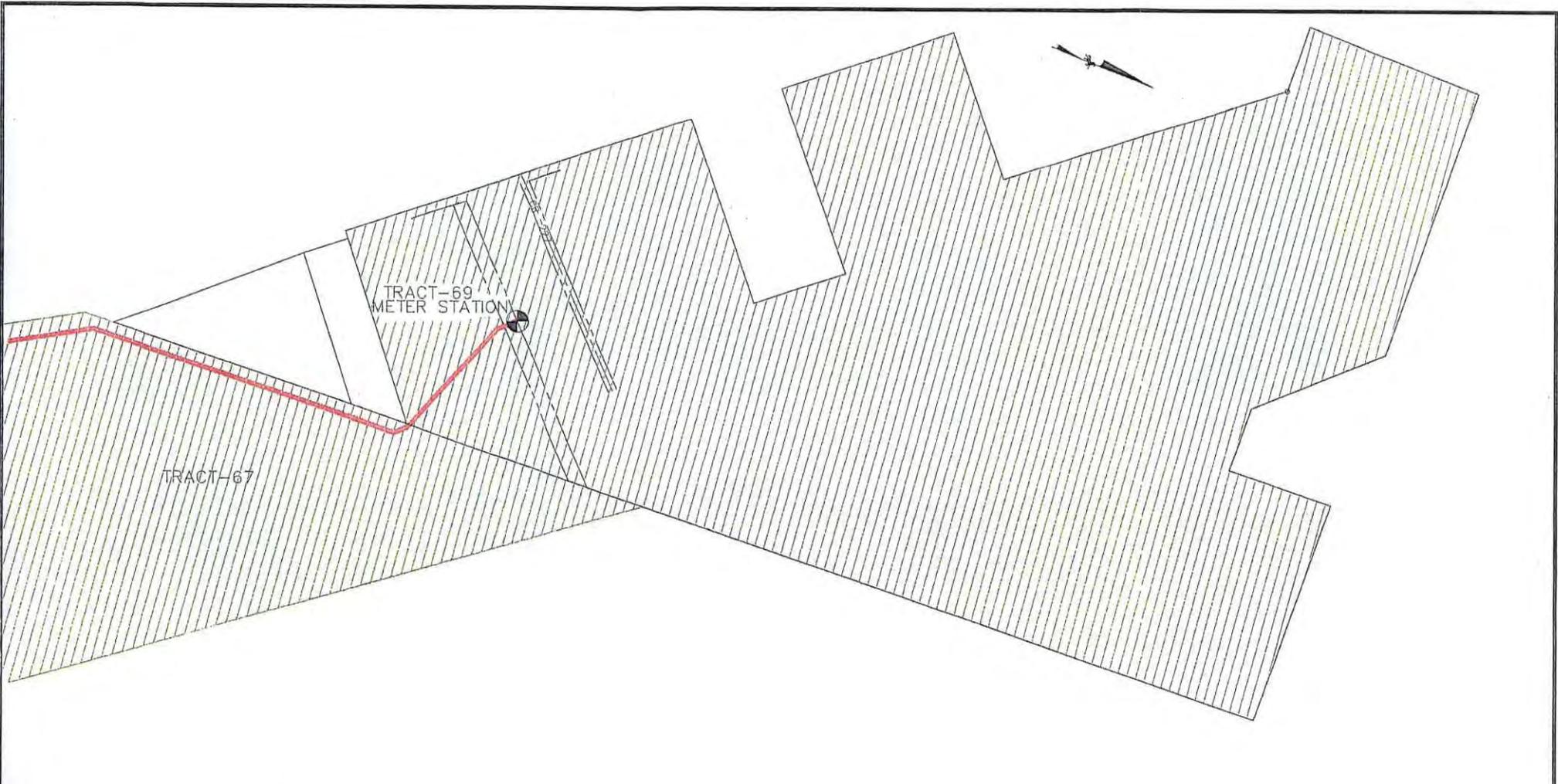
J.E. GROCE LEAGUE  
A-66



LEGEND

-  42" FLING PIPELINE
-  ACQUIRED RIGHT-OF-WAY
-  AREAS PERMITTED

REV.	DATE	BY	DESCRIPTION	CHK.	<b>Freeport LNG Development</b>			
					PROPERTY ACQUISITION ROUTE MAP			
PROJECT NO. 11133					BRAZORIA COUNTY, TEXAS			
DRAWN BY: J.PAIZ		DATE: 07/31/07		DWG. NO.		REV.		
CHECKED BY: GD		DATE: 08/01/07		11133-007		0		
SCALE: N.T.S.		APP.:						
 <b>MUSTANG ENGINEERING, L. P.</b> HOUSTON, TEXAS								



TRACT-67

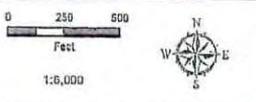
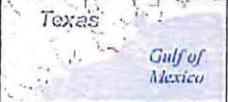
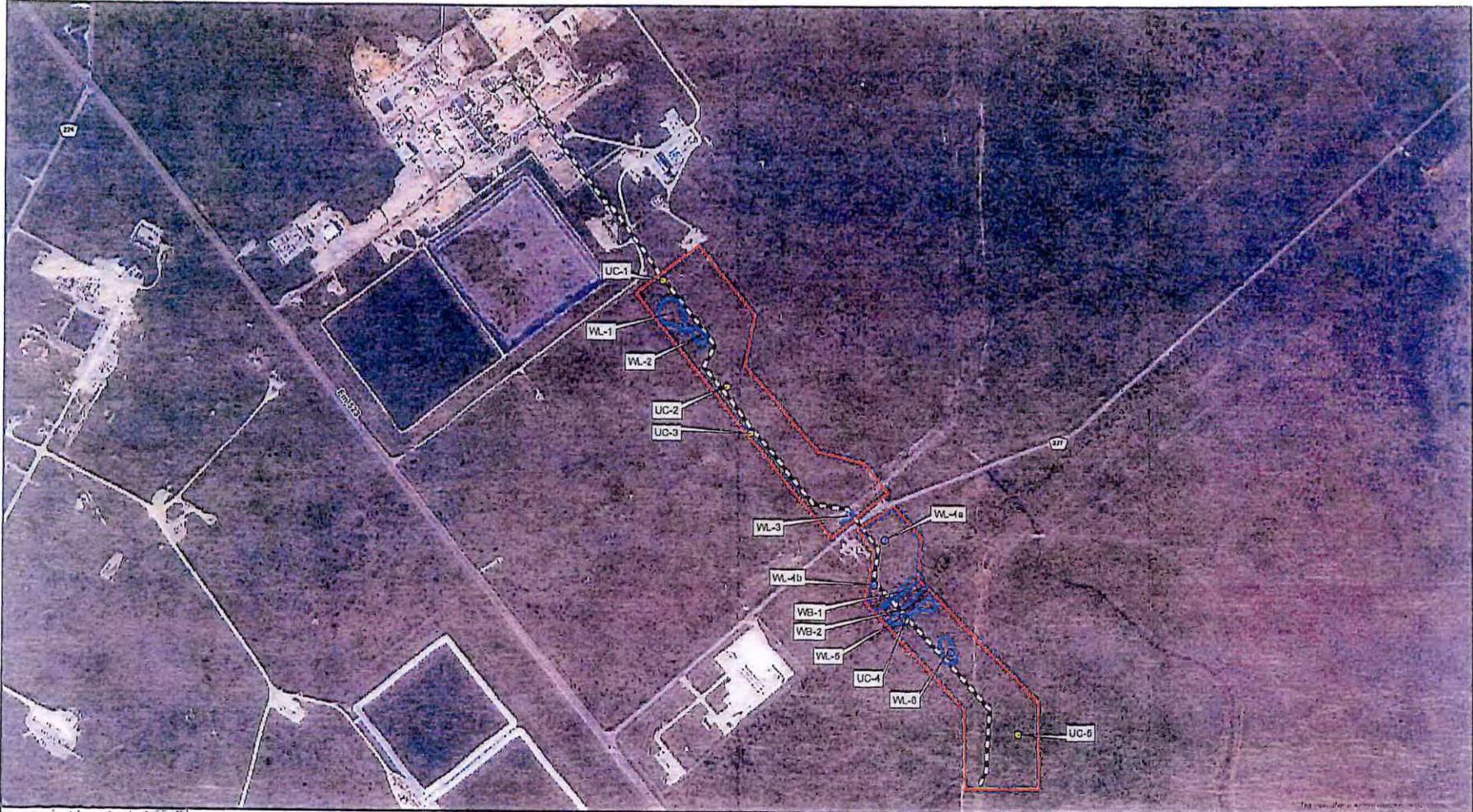
TRACT-69  
METER STATION

**LEGEND**

- 42" FLING PIPELINE
- ACQUIRED RIGHT-OF-WAY
- AREAS PERMITTED

REV.	DATE	BY	DESCRIPTION	CHK.

<b>Freeport LNG Development</b>			
PROPERTY ACQUISITION ROUTE MAP			
PROJECT NO. 11133		BRAZORIA COUNTY, TEXAS	
<b>MUSTANG ENGINEERING, L.P.</b>	HOUSTON, TEXAS	DRAWN BY: J.PAIZ	DATE: 07/31/07
		CHECKED BY: GD	DATE: 08/01/07
		SCALE: N.T.S.	APP.:
		DWG. NO. 11133-008	REV. 0



- GPS Upland Control Point
  - GPS Wetland Sampling Point
  - Delineated Wetland / Waterbody
  - Wetland-Waterbody Extent in Survey Area (estimated)
  - Proposed Pipeline Centerline
  - Survey Corridor Boundary
- Label Convention:**  
 WB = Waterbody  
 WL = Wetland  
 UC = Upland Control

**Figure 4**  
 Field Delineated Wetlands/Waterbodies Map  
 NGL Pipeline Route (North Segment)  
 Brazoria County, Texas

Bid Sorrell



BEING A 305.672 ACRE TRACT OF LAND IN THE FREDERICK J. CALVIT LEAGUE, ABSTRACT NO. 51, BRAZORIA COUNTY, TEXAS; SAID 305.672 ACRE TRACT BEING A PART OF THE FOLLOWING TWO TRACTS: (1) A 346.909 ACRE TRACT OF LAND CONVEYED TO MICHAEL J. SORRELL AND WIFE, LORI E. SORRELL FROM KATHERINE CULLEN BURTON, ET AL, TRUSTEES OF THE ROY G. CULLEN TRUST FOR THE BENEFIT OF ROY HENRY CULLEN, THE ROY G. CULLEN TRUST FOR THE BENEFIT OF HARRY HOLMES CULLEN AND THE ROY G. CULLEN TRUST FOR THE BENEFIT OF CORNELIA CULLEN LONG RECORDED UNDER COUNTY CLERK'S FILE (C.C.F.) NO. 01-011002 OF THE OFFICIAL RECORDS OF BRAZORIA COUNTY, TEXAS (O.R.B.C.T.); AND (2) A 9.495 ACRE TRACT OF LAND CONVEYED TO MICHAEL J. SORRELL FROM J. T. SUGGS, JR. BY DEED DATED AUGUST 28, 1986 AND RECORDED IN VOLUME (86)320, PAGE 391 OF THE O.R.B.C.T.; THE BEARINGS STATED IN THIS DESCRIPTION ARE GRID BEARINGS AND ARE BASED ON THE TEXAS COORDINATE SYSTEM, SOUTH CENTRAL ZONE, NORTH AMERICAN DATUM OF 1983; DISTANCES ARE HORIZONTAL GROUND LEVEL LENGTHS AND MAY BE CONVERTED TO GRID DISTANCES USING THE COMBINED FACTOR OF 0.9998819; SAID 305.672 ACRE TRACT OF LAND BEING MORE PARTICULARLY DESCRIBED BY METES AND BOUNDS AS FOLLOWS:

BEGINNING at a three-eighths inch iron rod with cap found at the southwest corner of said 346.909 acre tract and on the east line of the Brazos Coast Investment Company (B.C.I.C.) Subdivision (S/D) No. 10 recorded in Volume 2, Page 141 of the Plat Records of Brazoria County, Texas (P.R.B.C.T.); same being the northwest corner of a 105.52 acre tract conveyed to Zim Exploration & Production Co. from Buccaneer Land Partnership by deed dated December 16, 1989 and recorded in Volume (90)756, Page 702 of the O.R.B.C.T.; from which a one and one-half inch iron pipe found at the southwest corner of said 105.52 acre tract bears South 09° 44' 50" East, 1,309.41 feet (called South 09° 45' 00" East, 1,308.5 feet);

THENCE North 09° 44' 50" West (called North 09° 45' 00" West), along the common line of said 346.909 acre tract and said B.C.I.C. S/D No. 10, a distance of 834.38 feet to a five-eighths inch iron rod set for corner;

THENCE North 86° 48' 42" East a distance of 40.85 feet to a five-eighths inch iron rod set for corner;

THENCE North 53° 05' 23" East a distance of 102.73 feet to a five-eighths inch iron rod set for corner;

THENCE North 37° 28' 56" East a distance of 97.87 feet to a five-eighths inch iron rod set for corner;

THENCE North 19° 44' 43" East a distance of 104.60 feet to a five-eighths inch iron rod set for corner;

DESCRIPTION OF 305.672 ACRES

PAGE 2 OF 4 PAGES

THENCE North  $12^{\circ} 33' 00''$  East a distance of 323.47 feet to a five-eighths inch iron rod set for corner;

THENCE North  $19^{\circ} 08' 27''$  East a distance of 111.23 feet to a five-eighths inch iron rod set for corner;

THENCE North  $33^{\circ} 56' 34''$  East a distance of 109.84 feet to a five-eighths inch iron rod set for corner;

THENCE North  $49^{\circ} 13' 02''$  East a distance of 109.35 feet to a five-eighths inch iron rod set for corner;

THENCE North  $49^{\circ} 45' 48''$  East a distance of 223.28 feet to a five-eighths inch iron rod set for corner;

THENCE South  $09^{\circ} 57' 26''$  East a distance of 46.57 feet to a five-eighths inch iron rod set for corner;

THENCE North  $71^{\circ} 06' 16''$  East a distance of 90.18 feet to a five-eighths inch iron rod set for corner;

THENCE North  $82^{\circ} 11' 52''$  East a distance of 118.26 feet to a five-eighths inch iron rod set for corner;

THENCE North  $63^{\circ} 32' 46''$  East a distance of 102.96 feet to a five-eighths inch iron rod set for corner;

THENCE North  $74^{\circ} 53' 41''$  East a distance of 100.36 feet to a five-eighths inch iron rod set for corner;

THENCE North  $78^{\circ} 01' 29''$  East a distance of 318.85 feet to a five-eighths inch iron rod set for corner;

THENCE North  $86^{\circ} 22' 03''$  East a distance of 237.67 feet to a five-eighths inch iron rod set for corner;

THENCE South  $82^{\circ} 49' 08''$  East a distance of 136.31 feet to a five-eighths inch iron rod set for corner;

THENCE North  $03^{\circ} 12' 38''$  West a distance of 1,659.52 feet to a five-eighths inch iron rod set for corner on the most northerly north line of said 346.909 acre tract and the south line of Tract 180 of the B.C.I.C. S/D No. 9, also recorded in Volume 2, Page 141 of the P.R.B.C.T.;

DESCRIPTION OF 305,672 ACRES

PAGE 3 OF 4 PAGES

THENCE North  $86^{\circ} 47' 22''$  East (called North  $86^{\circ} 48' 00''$  East), along the most northerly north line of said 346.909 acre tract and the south line of said Tract 180, a distance of 545.01 feet to a five-eighths inch iron rod found in concrete at the most northerly northeast corner of said 346.909 acre tract; same being the southeast corner of said Tract 180;

THENCE South  $03^{\circ} 00' 11''$  East, along the most northerly east line of said 346.909 acre tract and a west line of said B.C.I.C. S/D No. 9, a distance of 140.30 feet (called South  $03^{\circ} 00' 00''$  East, 140.08 feet) to a three-eighths inch iron rod found in concrete at an interior ell corner of said 346.909 acre tract and a southwest corner of said B.C.I.C. S/D No. 9;

THENCE North  $86^{\circ} 59' 22''$  East (called North  $87^{\circ} 00' 00''$  East), along the north line of said 346.909 acre tract and a northerly south line of said B.C.I.C. S/D No. 9, at 1,728.87 feet (called 1,728.70 feet) pass a three-eighths inch iron rod found on line, at 1,933.20 feet (called 1,933.00 feet) pass a railroad bridge bolt found on line, and continuing for a total distance of 2,246.40 feet to a five-eighths inch iron rod set at the northeast corner of said 346,909 acre tract; same being an interior ell corner of said B.C.I.C. S/D No. 9;

THENCE South  $02^{\circ} 44' 33''$  East along the east line of said 346.909 acre tract and a west line of said B.C.I.C. S/D No. 9, a distance of 3,944.26 feet (called South  $03^{\circ} 44' 30''$  East, 3,945.41 feet) to a point in water at the southeast corner of said 346.909 acre tract; same being the northeast corner of said 105.52 acre tract; from which a one-half inch iron rod with cap found at the southeast corner of said 105.52 acre tract bears South  $02^{\circ} 44' 33''$  East, 701.23 feet (called South  $02^{\circ} 44'$  East, 700.0 feet);

THENCE South  $86^{\circ} 45' 14''$  West, along the most easterly south line of said 346.909 acre tract and the most easterly north line of said 105.52 acre tract, at 147.78 feet (called 148.0 feet) pass a one-half inch iron pipe found on line, at 592.38 feet (called 592.43 feet) pass a three-eighths inch iron rod with cap found 1.15 feet south of this line, and continuing for a total distance of 1,897.21 feet (called South  $86^{\circ} 47' 33''$  West, 1,897.10 feet) to a three-fourths inch iron pipe found at the most southerly southwest corner of said 346.909 acre tract and an interior ell corner of said 105.52 acre tract;

THENCE North  $03^{\circ} 13' 55''$  West, along the most southerly west line of said 346.909 acre tract and a northerly east line of said 105.52 acre tract, a distance of 600.13 feet (called North  $03^{\circ} 14' 14''$  West, 600.34 feet), to a one-half inch iron pipe found at an interior ell corner of said 346.909 acre tract and a northerly northeast corner of said 105.52 acre tract;

THENCE South  $86^{\circ} 44' 09''$  West, along a south line of said 346.909 acre tract and a north line of said 105.52 acre tract, a distance of 1,249.82 feet (called South  $86^{\circ} 44' 37''$  West, 1,249.80 feet) to a five-eighths inch iron rod found for corner;

DESCRIPTION OF 305.672 ACRES  
PAGE 4 OF 4 PAGES

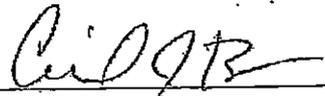
THENCE North 03° 46' 27" East, along a west line of said 346.909 acre tract and an east line of said 105.52 acre tract, a distance of 88.61 feet (called North 04° 01' 00" East, 88.56 feet) to a five-eighths inch iron rod found for corner;

THENCE North 85° 19' 09" West, along a south line of said 346.909 acre tract and a north line of said 105.52 acre tract, a distance of 379.91 feet (called North 85° 14' 23" West, 380.60 feet) to a five-eighths inch iron rod found for corner;

THENCE South 47° 42' 38" West, along a southeast line of said 346.909 acre tract and a northwest line of said 105.52 acre tract, a distance of 221.91 feet (called South 47° 19' 09" West, 221.27 feet) to a five-eighths inch iron rod found for corner;

THENCE South 86° 50' 46" West, along the most westerly south line of said 346.909 acre tract and the most westerly north line of said 105.52 acre tract, a distance of 760.83 feet (called South 86° 51' 33" West, 761.31 feet) to the POINT OF BEGINNING and containing 305.672 acres of land. Each five-eighths inch iron rod described as set in this description has a plastic cap marked "Baker & Lawson". The description herein is based on a survey made in March, April, and May, 2012 by Baker & Lawson, Inc.

CERTIFIED CORRECT:

  
Cecil J. Booth  
Registered Professional Land Surveyor  
Registration No. 2061

Date: 18 May 12  
Job No: 10858



Tract 136



BEING A 4.998 ACRE TRACT OF LAND IN THE FREDERICK J. CALVIT LEAGUE, ABSTRACT NO. 51, BRAZORIA COUNTY, TEXAS; SAID 4.998 ACRE TRACT BEING TRACT 136 OF THE BRAZOS COAST INVESTMENT COMPANY SUBDIVISION (B.C.I.C.) SUBDIVISION (S/D) NO. 9 RECORDED IN VOLUME 2, PAGE 141 OF THE PLAT RECORDS OF BRAZORIA COUNTY, TEXAS; SAID TRACT 136 BEING CONVEYED TO MIKE SORRELL FROM DAVID MELASS BY DEED DATED APRIL 24, 2006 AND RECORDED UNDER COUNTY CLERK'S FILE NO. 2006024870 OF THE OFFICIAL RECORDS OF BRAZORIA COUNTY, TEXAS; THE BEARINGS STATED IN THIS DESCRIPTION ARE GRID BEARINGS AND ARE BASED ON THE TEXAS COORDINATE SYSTEM, SOUTH CENTRAL ZONE, NORTH AMERICAN DATUM OF 1983; DISTANCES ARE HORIZONTAL GROUND LEVEL LENGTHS AND MAY BE CONVERTED TO GRID DISTANCES USING THE COMBINED FACTOR OF 0.9998819; SAID 4.998 ACRE TRACT OF LAND BEING MORE PARTICULARLY DESCRIBED BY METES AND BOUNDS AS FOLLOWS:

COMMENCING at a one-half inch iron rod found at the southeast corner of Tract 135 and on the north line of Tract 167 of said B.C.I.C. S/D No. 9; same being at the intersection of the south and west lines of a 30 feet wide platted, unimproved road; thence as follows:

North  $03^{\circ} 06' 52''$  West along the east line of said Tract 135 and the west line of said 30 feet wide road, a distance of 27.97 feet and North  $87^{\circ} 11' 05''$  East a distance of 30.00 feet to a five-eighths inch iron rod set for the southwest corner of said Tract 136 and POINT OF BEGINNING of the herein described tract; same being the intersection of the north and east lines of said 30 feet wide road;

THENCE North  $03^{\circ} 06' 52''$  West, along the east line of said Tract 136 and the east line of said 30 feet wide road, a distance of 672.39 feet to a five-eighths inch iron rod set for the northwest corner of said Tract 136 and on the south line of Tract 132 of said B.C.I.C. S/D No. 9;

THENCE North  $87^{\circ} 11' 05''$  East, along the common line of said Tracts 136 and 132, a distance of 323.33 feet (called 324.1 feet) to a five-eighths inch iron rod set at the northeast corner of said Tract 136 and on the west line of a 30 feet wide platted, unimproved road;

THENCE South  $03^{\circ} 11' 51''$  East, along the east line of said Tract 136 and the west line of said 30 feet wide road, a distance of 672.40 feet to a five-eighths inch iron rod set at the southeast corner of said Tract 136 and at the intersection of the north and west lines of a 30 feet wide platted, unimproved road;

HERBERT S. SMITH, P. E. - Principal Engineer

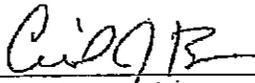
CORPORATE OFFICE: 300 EAST CEDAR, ANGLETON, TEXAS 77515  
(979) 849-6681 • (713) 222-7451 • Fax (979) 849-4689

DESCRIPTION OF TRACT 136

PAGE 2 OF 2 PAGES

THENCE South  $87^{\circ} 11' 05''$  West, along the south line of said Tract 136 and the north line of said 30 feet wide road, a distance of 324.31 feet (called 324.1 feet) to the POINT OF BEGINNING and containing 4.998 acres of land. Each five-eighths inch iron rod described as set in this description has a plastic cap marked "Baker & Lawson". The description herein is based on a survey made in March, April, and May, 2012 by Baker & Lawson, Inc.

CERTIFIED CORRECT:



Cecil J. Booth  
Registered Professional Land Surveyor  
Registration No. 2061

Date: 18 May 12  
Job No. 10858



Tract 140



BEING A 4.976 ACRE TRACT OF LAND IN THE FREDERICK J. CALVIT LEAGUE, ABSTRACT NO. 51, BRAZORIA COUNTY, TEXAS; SAID 4.976 ACRE TRACT BEING TRACT 140 OF THE BRAZOS COAST INVESTMENT COMPANY SUBDIVISION (B.C.I.C.) SUBDIVISION (S/D) NO. 9 RECORDED IN VOLUME 2, PAGE 141 OF THE PLAT RECORDS OF BRAZORIA COUNTY, TEXAS; SAID TRACT 140 BEING CONVEYED TO MIKE SORRELL FROM DAVID MELASS BY DEED DATED APRIL 24, 2006 AND RECORDED UNDER COUNTY CLERK'S FILE NO. 2006024870 OF THE OFFICIAL RECORDS OF BRAZORIA COUNTY, TEXAS; THE BEARINGS STATED IN THIS DESCRIPTION ARE GRID BEARINGS AND ARE BASED ON THE TEXAS COORDINATE SYSTEM, SOUTH CENTRAL ZONE, NORTH AMERICAN DATUM OF 1983; DISTANCES ARE HORIZONTAL GROUND LEVEL LENGTHS AND MAY BE CONVERTED TO GRID DISTANCES USING THE COMBINED FACTOR OF 0.9998819; SAID 4.976 ACRE TRACT OF LAND BEING MORE PARTICULARLY DESCRIBED BY METES AND BOUNDS AS FOLLOWS:

COMMENCING at a one and one-fourth inch iron pipe found at the northwest corner of Tract 166 of said B.C.I.C. S/D No. 9; same being at the intersection of the south and east lines of a 30 feet wide platted, unimproved road; thence as follows:

North  $87^{\circ} 11' 05''$  East along the north line of said Tract 166 and the south line of said 30 feet wide road, a distance of 311.59 feet to a five-eighths inch iron rod set at an interior ell corner of said Tract 166 and at the intersection with the east line of another 30 feet wide platted, unimproved road;

North  $03^{\circ} 11' 51''$  West along the east line of said 30 feet wide road and along the west lines of Tracts 137 through 139 of said B.C.I.C. S/D No. 9, a distance of 814.11 feet to a five-eighths inch iron rod set for the common west corner of said Tracts 139 and 140 and the POINT OF BEGINNING of the herein described tract;

THENCE North  $03^{\circ} 11' 51''$  West along the west line of said Tract 140 and the east line of said 30 feet wide road, a distance of 262.09 feet (called 262.1 feet) to a five-eighths inch iron rod set for the common west corner of Tracts 140 and 141 of said B.C.I.C. S/D No. 9;

THENCE North  $87^{\circ} 11' 05''$  East along the common line of said Tracts 140 and 141, a distance of 827.00 feet to a concrete monument with a brass disk stamped SE 141 SUBD 9 found at the common corner of Tracts 140, 141, 148 and 149 of said B.C.I.C. S/D No. 9;

THENCE South  $03^{\circ} 11' 51''$  East along the common line of said Tracts 140 and 149, a distance of 262.09 feet (called 262.1 feet) to a five-eighths inch iron rod with cap found at the common corner of Tracts 139, 140, 149 and 150 of said B.C.I.C. S/D No. 9;

DESCRIPTION OF TRACT 140  
PAGE 2 OF 2 PAGES

THENCE South 87° 11' 05" West along the common line of said Tracts 139 and 140, a distance of 827.00 feet to the POINT OF BEGINNING and containing 4.976 acres of land. Each five-eighths inch iron rod described as set in this description has a plastic cap marked "Baker & Lawson". The description herein is based on a survey made in March, April, and May, 2012 by Baker & Lawson, Inc.

CERTIFIED CORRECT: C. Booth  
Cecil J. Booth  
Registered Professional Land Surveyor  
Registration No. 2061

Date: 18 MAY 12  
Job No. 10858



Tract 154



BEING A 5.112 ACRE TRACT OF LAND IN THE FREDERICK J. CALVIT LEAGUE, ABSTRACT NO. 51, BRAZORIA COUNTY, TEXAS; SAID 5.112 ACRE TRACT BEING TRACT 154 OF THE BRAZOS COAST INVESTMENT COMPANY SUBDIVISION (B.C.I.C.) SUBDIVISION (S/D) NO. 9 RECORDED IN VOLUME 2, PAGE 141 OF THE PLAT RECORDS OF BRAZORIA COUNTY, TEXAS; SAID TRACT 154 BEING CONVEYED TO MIKE SORRELL FROM DAVID MELASS BY DEED DATED APRIL 24, 2006 AND RECORDED UNDER COUNTY CLERK'S FILE NO. 2006024870 OF THE OFFICIAL RECORDS OF BRAZORIA COUNTY, TEXAS; THE BEARINGS STATED IN THIS DESCRIPTION ARE GRID BEARINGS AND ARE BASED ON THE TEXAS COORDINATE SYSTEM, SOUTH CENTRAL ZONE, NORTH AMERICAN DATUM OF 1983; DISTANCES ARE HORIZONTAL GROUND LEVEL LENGTHS AND MAY BE CONVERTED TO GRID DISTANCES USING THE COMBINED FACTOR OF 0.9998819; SAID 5.112 ACRE TRACT OF LAND BEING MORE PARTICULARLY DESCRIBED BY METES AND BOUNDS AS FOLLOWS:

BEGINNING at a five-eighths inch iron rod with cap found at the southeast corner of said Tract 154, at the northeast corner of 155 of said B.C.I.C. S/D No. 9 and on the west line of a 30 feet wide platted, unimproved road;

THENCE South  $86^{\circ} 45' 39''$  West along the common line of said Tracts 154 and 155, a distance of 729.96 feet (called 730 feet) to a one-half inch iron rod found at the common corner of 154, 155, 164 and 165 of said B.C.I.C. S/D No. 9; from which a one and one-fourth inch iron pipe found at the common west corner of said Tracts 164 and 165 bears South  $86^{\circ} 50' 14''$  West, 733.02 feet;

THENCE North  $03^{\circ} 10' 52''$  West along the common line of said Tracts 154 and 165, a distance of 305.31 feet (called 304.75 feet) to a five-eighths inch iron rod set for the common corner of Tracts 153, 154, 165 and 166 of said B.C.I.C. S/D No. 9;

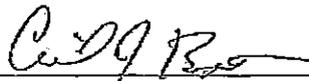
THENCE North  $86^{\circ} 47' 59''$  East along the common line of said Tracts 153 and 154, a distance of 729.97 feet (called 730 feet) to a five-eighths inch iron rod with cap found at the common east corner of said Tracts 153 and 154 and on the west line of said 30 feet wide road;

DESCRIPTION OF TRACT 154

PAGE 2 OF 2 PAGES

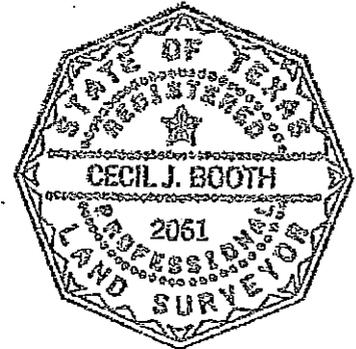
THENCE South 03° 10' 44" East along the east line of said Tract 154 and the west line of said 30 feet wide road, a distance of 304.81 feet (called 304.75 feet) to the POINT OF BEGINNING and containing 5.112 acres of land. Each five-eighths inch iron rod described as set in this description has a plastic cap marked "Baker & Lawson". The description herein is based on a survey made in March, April, and May, 2012 by Baker & Lawson, Inc.

CERTIFIED CORRECT:



Cecil J. Booth  
Registered Professional Land Surveyor  
Registration No. 2061

Date: 18 MAY 12  
Job No. 10858



Tract 156 + 163



BEING A 10.224 ACRE TRACT OF LAND IN THE FREDERICK J. CALVIT LEAGUE, ABSTRACT NO. 51, BRAZORIA COUNTY, TEXAS; SAID 10.224 ACRE TRACT BEING TRACTS 156 AND 163 OF THE BRAZOS COAST INVESTMENT COMPANY SUBDIVISION (B.C.I.C.) SUBDIVISION (S/D) NO. 9 RECORDED IN VOLUME 2, PAGE 141 OF THE PLAT RECORDS OF BRAZORIA COUNTY, TEXAS; SAID TRACTS 156 AND 163 BEING CONVEYED TO MIKE SORRELL FROM DAVID MELASS BY DEED DATED APRIL 24, 2006 AND RECORDED UNDER COUNTY CLERK'S FILE NO. 2006024870 OF THE OFFICIAL RECORDS OF BRAZORIA COUNTY, TEXAS; THE BEARINGS STATED IN THIS DESCRIPTION ARE GRID BEARINGS AND ARE BASED ON THE TEXAS COORDINATE SYSTEM, SOUTH CENTRAL ZONE, NORTH AMERICAN DATUM OF 1983; DISTANCES ARE HORIZONTAL GROUND LEVEL LENGTHS AND MAY BE CONVERTED TO GRID DISTANCES USING THE COMBINED FACTOR OF 0.9998819; SAID 10.224 ACRE TRACT OF LAND BEING MORE PARTICULARLY DESCRIBED BY METES AND BOUNDS AS FOLLOWS:

BEGINNING at a one inch iron pipe found at the common west corner of Tracts 163 and 162 of said B.C.I.C. S/D No. 9 and on the east line of a 30 feet wide platted, unimproved road;

THENCE North  $03^{\circ} 13' 20''$  West along the west line of said Tract 163 and the east line of said 30 feet wide road, a distance of 304.67 feet (called 304.75 feet) to a five-eighths inch iron rod set for the common west corner of Tracts 163 and 164 of said B.C.I.C. S/D No. 9; from which a one and one-quarter inch iron pipe found at the common west corner of Tracts 164 and 165 of said B.C.I.C. S/D No. 9 bears North  $03^{\circ} 13' 20''$  West, 304.67 feet;

THENCE North  $86^{\circ} 50' 21''$  East along the common line of said Tracts 163 and 164, a distance of 732.71 feet (called 732 feet) to a one-half inch iron rod found at the common corner of Tracts 155, 156, 163 and 164 of said B.C.I.C. S/D No. 9;

THENCE North  $86^{\circ} 46' 44''$  East along the common line of said Tracts 155 and 156, a distance of 730.04 feet (called 730 feet) to a five-eighths inch iron rod with cap found at the common east corner of said Tracts 155 and 156 and on the west line of a 30 feet wide platted, unimproved road;

THENCE South  $03^{\circ} 10' 44''$  East along the east line of said Tract 156 and the west line of said 30 feet wide road, a distance of 304.84 feet (called 304.75 feet) to a five-eighths inch iron rod found at the common east corner of Tracts 156 and 157 of said B.C.I.C. S/D No. 9;

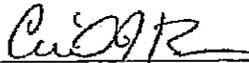
THENCE South  $86^{\circ} 49' 33''$  West along the common line of said Tracts 156 and 157, a distance of 729.86 feet (called 730 feet) to a two inch iron pipe found at the common corner of said Tracts 155, 156, 162 and 163;

DESCRIPTION OF TRACTS 156 & 163

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THENCE South 86° 48' 21" West along the common line of said Tracts 162 and 163, a distance of 732.67 feet (called 732 feet) to the POINT OF BEGINNING and containing 10.224 acres of land. Each five-eighths inch iron rod described as set in this description has a plastic cap marked "Baker & Lawson". The description herein is based on a survey made in March, April, and May, 2012 by Baker & Lawson, Inc.

CERTIFIED CORRECT:



Cecil J. Booth  
Registered Professional Land Surveyor  
Registration No. 2061

Date:

18 MAY 12

Job No. 10858





BEING A 20.595 ACRE TRACT OF LAND IN THE FREDERICK J. CALVIT LEAGUE, ABSTRACT NO. 51, BRAZORIA COUNTY, TEXAS; SAID 20.595 ACRE TRACT BEING TRACTS 158, 159, 160, AND 161 OF THE BRAZOS COAST INVESTMENT COMPANY SUBDIVISION (B.C.I.C.) SUBDIVISION (S/D) NO. 9 RECORDED IN VOLUME 2, PAGE 141 OF THE PLAT RECORDS OF BRAZORIA COUNTY, TEXAS; SAID TRACTS 158, 159, 160, AND 161 BEING CONVEYED TO MIKE SORRELL FROM DAVID MELASS BY DEED DATED APRIL 24, 2006 AND RECORDED UNDER COUNTY CLERK'S FILE (C.C.F.) NO. 2006024870 OF THE OFFICIAL RECORDS OF BRAZORIA COUNTY, TEXAS (O.R.B.C.T.); THE BEARINGS STATED IN THIS DESCRIPTION ARE GRID BEARINGS AND ARE BASED ON THE TEXAS COORDINATE SYSTEM, SOUTH CENTRAL ZONE, NORTH AMERICAN DATUM OF 1983; DISTANCES ARE HORIZONTAL GROUND LEVEL LENGTHS AND MAY BE CONVERTED TO GRID DISTANCES USING THE COMBINED FACTOR OF 0.9998819; SAID 20.595 ACRE TRACT OF LAND BEING MORE PARTICULARLY DESCRIBED BY METES AND BOUNDS AS FOLLOWS:

BEGINNING at a one-half inch iron pipe found at the common west corner of Tracts 161 and 162 of said B.C.I.C. S/D No. 9 and on the east line of a 30 feet wide platted, unimproved road;

THENCE North  $86^{\circ} 50' 02''$  East along the common line of said Tracts 161 and 162, a distance of 732.52 feet (called 732 feet) to a three inch iron pipe found at the common corner of Tracts 157, 158, 161 and 162 of said B.C.I.C. S/D No. 9;

THENCE North  $86^{\circ} 47' 59''$  East along the common line of said Tracts 157 and 158, a distance of 729.78 feet (called 730 feet) to a five-eighths inch iron rod with cap found at the common east corner of said Tracts 157 and 158 and on the west line of a platted, unimproved road;

THENCE South  $03^{\circ} 10' 44''$  East along the east line of said Tracts 158 and 159 and the west line of said 30 feet wide road, at 609.04 feet (called 609.5 feet) pass a five-eighths inch iron rod with cap found at the monumented southeast corner of said Tract 159, and continuing for a total distance of 615.92 feet to a five-eighths inch iron rod set for the southeast corner of said Tract 159 and on the north line of a 30 feet wide platted, unimproved road; said set five-eighths inch iron rod being situated 30 feet north of and at right angles to the north line of that 346.909 acre tract conveyed to Michael J. Sorrell and Wife, Lori E. Sorrell from Katherine Cullen Burton, et al, Trustees of the Roy G. Cullen Trust for the Benefit of Roy Henry Cullen, the Roy G. Cullen Trust for the Benefit of Harry Holmes Cullen and the Roy G. Cullen Trust for the Benefit of Cornelia Cullen Long recorded under C.C.F. No. 01-011002 of the O.R.B.C.T.; from said set five-eighths inch iron rod a five-eighths inch iron rod set at the northeast corner of said 346.909 acre tract bears South  $03^{\circ} 10' 44''$  East, 30.00 feet and North  $86^{\circ} 59' 22''$  East, 7.79 feet;

DESCRIPTION OF TRACTS 158, 159, 160, AND 161

PAGE 2 OF 2 PAGES

THENCE South  $86^{\circ} 59' 22''$  West along the south line of said Tract 159, the north line of said 30 feet wide road, and 30 feet north of and parallel to the north line of said 346.909 acre tract, a distance of 729.30 feet (called 730 feet) to a five-eighths inch iron rod set for the common south corner of said Tracts 159 and 160; from which a found one inch iron pipe (laid over) bears North  $03^{\circ} 13' 21''$  West, 4.15 feet;

THENCE South  $86^{\circ} 59' 22''$  West along the south line of said Tract 160, the north line of said 30 feet wide road, and 30 feet north of and parallel to the north line of said 346.909 acre tract, a distance of 732.54 feet (called 732 feet) to a five-eighths inch iron rod set for the southwest corner of said Tract 160; same being at the intersection with the east line of another 30 feet wide platted, unimproved road;

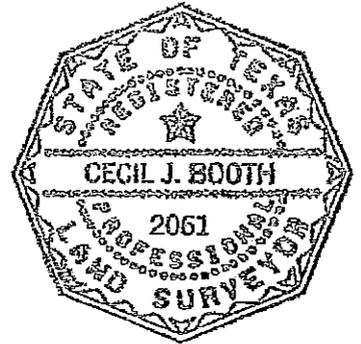
THENCE North  $03^{\circ} 13' 20''$  West along the west line of said Tracts 160 and 161 and the east line of said 30 feet wide road, a distance of 611.52 feet (called 609.5 feet) to the POINT OF BEGINNING and containing 20.595 acres of land. Each five-eighths inch iron rod described as set in this description has a plastic cap marked "Baker & Lawson". The description herein is based on a survey made in March, April, and May, 2012 by Baker & Lawson, Inc.

CERTIFIED CORRECT:

C. J. Booth  
Cecil J. Booth

Registered Professional Land Surveyor  
Registration No. 2061

Date: 18 May 12  
Job No. 10858





BEING A 4.900 ACRE TRACT OF LAND IN THE FREDERICK J. CALVIT LEAGUE, ABSTRACT NO. 51, BRAZORIA COUNTY, TEXAS; SAID 4.900 ACRE TRACT BEING TRACT 166 OF THE BRAZOS COAST INVESTMENT COMPANY SUBDIVISION (B.C.I.C.) SUBDIVISION (S/D) NO. 9 RECORDED IN VOLUME 2, PAGE 141 OF THE PLAT RECORDS OF BRAZORIA COUNTY, TEXAS; SAID TRACT 166 BEING CONVEYED TO MIKE SORRELL FROM DAVID MELASS BY DEED DATED APRIL 24, 2006 AND RECORDED UNDER COUNTY CLERK'S FILE NO. 2006024870 OF THE OFFICIAL RECORDS OF BRAZORIA COUNTY, TEXAS; THE BEARINGS STATED IN THIS DESCRIPTION ARE GRID BEARINGS AND ARE BASED ON THE TEXAS COORDINATE SYSTEM, SOUTH CENTRAL ZONE, NORTH AMERICAN DATUM OF 1983; DISTANCES ARE HORIZONTAL GROUND LEVEL LENGTHS AND MAY BE CONVERTED TO GRID DISTANCES USING THE COMBINED FACTOR OF 0.9998819; SAID 4.900 ACRE TRACT OF LAND BEING MORE PARTICULARLY DESCRIBED BY METES AND BOUNDS AS FOLLOWS:

BEGINNING at a one and one-fourth inch iron pipe found at the northwest corner of said Tract 166 and the intersection of the south and east lines of two 30 feet wide platted, unimproved roads;

THENCE North  $87^{\circ} 11' 05''$  East along the north line of said Tract 166 and the south line of said 30 feet wide road, a distance of 311.59 feet (called 317.6 feet) to a five-eighths inch iron rod set at an interior ell corner of said Tract 166 and at the intersection with the east line of another 30 feet wide platted, unimproved road;

North  $03^{\circ} 11' 51''$  West along the northern west line of said Tract 166 and the east line of said 30 feet wide road, a distance of 30.00 feet to a five-eighths inch iron rod set for the common west corner of Tracts 137 and 166 of said B.C.I.C. S/D No. 9;

THENCE North  $87^{\circ} 11' 05''$  East along the common line of said Tracts 137 and 166, a distance of 421.88 feet (called 440.1 feet) to a point in water at the common north corner of Tracts 153 and 166 of said B.C.I.C. S/D No. 9;

THENCE South  $03^{\circ} 10' 52''$  East along the common line of said Tracts 153 and 166, a distance of 301.34 feet (called 304.75 feet) to a five-eighths inch iron rod set for the common corner of Tracts 153, 154, 164, and 165 of said B.C.I.C. S/D No. 9; from which a five-eighths inch iron rod with cap found at the common east corner of said Tracts 153 and 154 bears North  $86^{\circ} 47' 59''$  East, 729.97 feet;

THENCE South  $86^{\circ} 47' 59''$  West along the common line of said Tracts 165 and 166, a distance of 733.24 feet to a five-eighths inch iron rod set for the common west corner of said Tracts 165 and 166 and on the east line of a 30 feet wide platted, unimproved road;

DESCRIPTION OF TRACT 166

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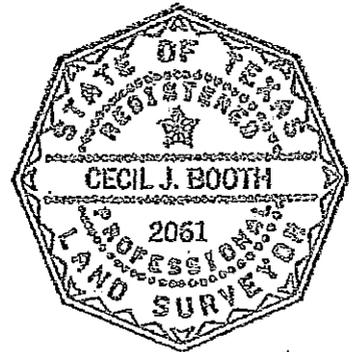
THENCE North 03° 13' 20" West along the west line of said Tract 166 and the east line of said 30 feet wide road, a distance of 276.27 feet (called 276.2 feet) to the POINT OF BEGINNING and containing 4.900 acres of land. Each five-eighths inch iron rod described as set in this description has a plastic cap marked "Baker & Lawson". The description herein is based on a survey made in March, April, and May, 2012 by Baker & Lawson, Inc.

CERTIFIED CORRECT:

*Cecil J. Booth*

Cecil J. Booth  
Registered Professional Land Surveyor  
Registration No. 2061

Date: 18 May 12  
Job No. 10858





BEING A 4.504 ACRE TRACT OF LAND IN THE FREDERICK J. CALVIT LEAGUE, ABSTRACT NO. 51, BRAZORIA COUNTY, TEXAS; SAID 4.504 ACRE TRACT BEING TRACT 167 OF THE BRAZOS COAST INVESTMENT COMPANY SUBDIVISION (B.C.I.C.) SUBDIVISION (S/D) NO. 9 RECORDED IN VOLUME 2, PAGE 141 OF THE PLAT RECORDS OF BRAZORIA COUNTY, TEXAS; SAID TRACT 167 BEING CONVEYED TO SORRELL FAMILY LIMITED PARTNERSHIP #2, LTD. FROM TAMARA ANN FOLLETT WEIKEL AND KALYNDA FOLLETT, AS DEVISEES UNDER THE WILL OF MARTIN DEWEY FOLLETT, JR. BY DEED DATED JANUARY 10, 2008 AND RECORDED UNDER COUNTY CLERK'S FILE NO. 2008003493 OF THE OFFICIAL RECORDS OF BRAZORIA COUNTY, TEXAS; A 37.5% INTEREST IN SAID TRACT 167 BEING CONVEYED TO DOW CHEMICAL COMPANY FROM HOUSTON BANK AND TRUST COMPANY BY DEED DATED JULY 15, 1969 AND RECORDED IN VOLUME 1037, PAGE 901 OF THE DEED RECORDS OF BRAZORIA COUNTY, TEXAS; THE BEARINGS STATED IN THIS DESCRIPTION ARE GRID BEARINGS AND ARE BASED ON THE TEXAS COORDINATE SYSTEM, SOUTH CENTRAL ZONE, NORTH AMERICAN DATUM OF 1983; DISTANCES ARE HORIZONTAL GROUND LEVEL LENGTHS AND MAY BE CONVERTED TO GRID DISTANCES USING THE COMBINED FACTOR OF 0.9998819; SAID 4.504 ACRE TRACT OF LAND BEING MORE PARTICULARLY DESCRIBED BY METES AND BOUNDS AS FOLLOWS:

COMMENCING at a five-eighths inch iron rod found at the northeast corner of Tract 174, on the south line of Tract 135 said B.C.I.C. S/D No. 9, and on the west line of a 30 feet wide, platted, unimproved road; thence as follows:

North  $87^{\circ} 18' 51''$  East along the south line of said Tract 135 and across the end of said 30 feet wide road, a distance of 30.00 feet to a five-eighths inch iron rod set for the northwest corner of said Tract 167 and the POINT OF BEGINNING of the herein described tract of land on the east line of said 30 feet wide road;

THENCE North  $87^{\circ} 18' 51''$  East along the common line of said Tracts 135 and 167, at 665.87 feet pass a one-half inch iron rod found at the southeast corner of said Tract 135 and on the south line of a 30 feet wide platted, unimproved road, at 702.37 feet pass a one-half inch iron rod found on line, and continuing for a total distance of 708.63 feet (called 723.4 feet) to a five-eighths inch iron rod set for the northeast corner of said Tract 167 and at the intersection with the west line of a 30 feet wide platted, unimproved road;

THENCE South  $03^{\circ} 13' 20''$  East along the east line of said Tract 167 and the west line of said 30 feet wide road, a distance of 276.14 feet (called 276.2 feet) to a five-eighths inch iron rod set for the common east corner of Tracts 167 and 168 of said B.C.I.C. S/D No. 9;

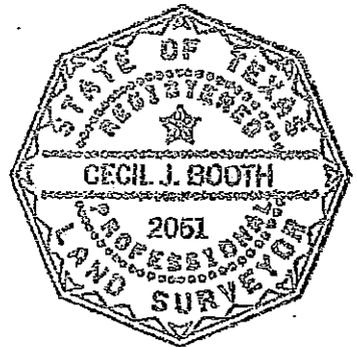
DESCRIPTION OF TRACT 167  
PAGE 2 OF 2 PAGES

THENCE South 87° 13' 39" West along the common line of said Tracts 167 and 168, at 6.13 feet pass a one-half inch iron rod found on line, and continuing for a total distance of 709.68 feet (called 723.4 feet) to a five-eighths inch iron rod set for the common west corner of said Tracts 167 and 168 and on the east line of a 30 feet wide platted, unimproved road;

THENCE North 03° 00' 11" East along the west line of said Tract 167 and the east line of said 30 feet wide road, a distance of 277.21 feet (called 276.2 feet) to the POINT OF BEGINNING and containing 4.504 acres of land. Each five-eighths inch iron rod described as set in this description has a plastic cap marked "Baker & Lawson". The description herein is based on a survey made in March, April, and May, 2012 by Baker & Lawson, Inc.

CERTIFIED CORRECT: Cecil J. Booth  
Cecil J. Booth  
Registered Professional Land Surveyor  
Registration No. 2061

Date: 18 May 12  
Job No. 10858





BEING A 4.980 ACRE TRACT OF LAND IN THE FREDERICK J. CALVIT LEAGUE, ABSTRACT NO. 51, BRAZORIA COUNTY, TEXAS; SAID 4.980 ACRE TRACT BEING TRACT 168 OF THE BRAZOS COAST INVESTMENT COMPANY SUBDIVISION (B.C.I.C.) SUBDIVISION (S/D) NO. 9 RECORDED IN VOLUME 2, PAGE 141 OF THE PLAT RECORDS OF BRAZORIA COUNTY, TEXAS; SAID TRACT 168 BEING CONVEYED TO MIKE SORRELL FROM DAVID MELASS BY DEED DATED APRIL 24, 2006 AND RECORDED UNDER COUNTY CLERK'S FILE NO. 2006024870 OF THE OFFICIAL RECORDS OF BRAZORIA COUNTY, TEXAS; THE BEARINGS STATED IN THIS DESCRIPTION ARE GRID BEARINGS AND ARE BASED ON THE TEXAS COORDINATE SYSTEM, SOUTH CENTRAL ZONE, NORTH AMERICAN DATUM OF 1983; DISTANCES ARE HORIZONTAL GROUND LEVEL LENGTHS AND MAY BE CONVERTED TO GRID DISTANCES USING THE COMBINED FACTOR OF 0.9998819; SAID 4.980 ACRE TRACT OF LAND BEING MORE PARTICULARLY DESCRIBED BY METES AND BOUNDS AS FOLLOWS:

COMMENCING at a five-eighths inch iron rod found at the northeast corner of Tract 174, on the south line of Tract 135 of said B.C.I.C. S/D No. 9, and on the west line of a 30 feet wide platted, unimproved road; thence as follows:

North 87° 18' 51" East along the south line of said Tract 135 and across the end of said 30 feet wide road, a distance of 30.00 feet to a five-eighths inch iron rod set for the northwest corner of Tract 167 of said B.C.I.C. S/D No. 9, and on the east line of said 30 feet wide road;

South 03° 00' 11" East along the west line of said Tract 167 and the east line of said 30 feet wide road, a distance of 277.21 feet (called 276.2 feet) to a five-eighths inch iron rod set for the common west corner of said Tracts 167 and 168 and the POINT OF BEGINNING of the herein described tract of land;

THENCE North 87° 13' 39" East along the common line of said Tracts 167 and 168, at 703.55 feet pass a one-half inch iron rod found one line, and continuing for a total distance of 709.68 feet (called 723.4 feet) to a five-eighths inch iron rod set for the common east corner of said Tracts 167 and 168 on the west line of a 30 feet wide platted, unimproved road;

THENCE South 03° 13' 20" East along the east line of said Tract 168 and the west line of said 30 feet wide road, a distance of 305.00 feet (called 304.75 feet) to a five-eighths inch iron rod set for the common east corner of Tracts 168 and 169 of said B.C.I.C. S/D No. 9;

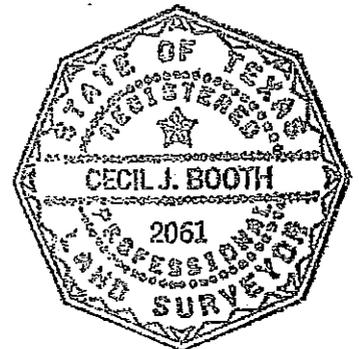
THENCE South 87° 09' 27" West along the common line of said Tracts 168 and 169, a distance of 710.84 feet (called 723.4 feet) to a five-eighths inch iron rod set for the common west corner of said Tracts 168 and 169 and on the east line of a 30 feet wide platted, unimproved road;

DESCRIPTION OF TRACT 168  
PAGE 2 OF 2 PAGES

THENCE North 03° 00' 11" West along the west line of said Tract 168 and the east line of said 30 feet wide road, a distance of 305.87 feet (called 304.75 feet) to the POINT OF BEGINNING and containing 4.980 acres of land. Each five-eighths inch iron rod described as set in this description has a plastic cap marked "Baker & Lawson". The description herein is based on a survey made in March, April, and May, 2012 by Baker & Lawson, Inc.

CERTIFIED CORRECT: Cecil J. Booth  
Cecil J. Booth  
Registered Professional Land Surveyor  
Registration No. 2061

Date: 18 May 12  
Job No. 10858



Tract 170+171



BEING A 10.001 ACRE TRACT OF LAND IN THE FREDERICK J. CALVIT LEAGUE, ABSTRACT NO. 51, BRAZORIA COUNTY, TEXAS; SAID 10.001 ACRE TRACT BEING TRACTS 170 AND 171 OF THE BRAZOS COAST INVESTMENT COMPANY SUBDIVISION (B.C.I.C.) SUBDIVISION (S/D) NO. 9 RECORDED IN VOLUME 2, PAGE 141 OF THE PLAT RECORDS OF BRAZORIA COUNTY, TEXAS; SAID TRACTS 170 AND 171 BEING CONVEYED TO MIKE SORRELL FROM DAVID MELASS BY DEED DATED APRIL 24, 2006 AND RECORDED UNDER COUNTY CLERK'S FILE NO. 2006024870 OF THE OFFICIAL RECORDS OF BRAZORIA COUNTY, TEXAS; THE BEARINGS STATED IN THIS DESCRIPTION ARE GRID BEARINGS AND ARE BASED ON THE TEXAS COORDINATE SYSTEM, SOUTH CENTRAL ZONE, NORTH AMERICAN DATUM OF 1983; DISTANCES ARE HORIZONTAL GROUND LEVEL LENGTHS AND MAY BE CONVERTED TO GRID DISTANCES USING THE COMBINED FACTOR OF 0.9998819; SAID 10.001 ACRE TRACT OF LAND BEING MORE PARTICULARLY DESCRIBED BY METES AND BOUNDS AS FOLLOWS:

COMMENCING at a five-eighths inch iron rod found at the northeast corner of Tract 174, on the south line of Tract 135 of said B.C.I.C. S/D No. 9, and on the west line of a 30 feet wide platted, unimproved road; thence as follows:

North 87° 18' 51" East along the south line of said Tract 135 and across the end of said 30 feet wide road, a distance of 30.00 feet to a five-eighths inch iron rod set for the northwest corner of Tract 167 of said B.C.I.C. S/D No. 9 and on the east line of said 30 feet wide road;

South 03° 00' 11" East along the west line of said Tracts 167, 168 and 169 of said B.C.I.C. S/D No. 9 and the east line of said 30 feet wide road, at 277.21 feet pass a five-eighths inch iron rod set for the common west corner of said Tracts 167 and 168, at 583.08 feet pass a five-eighths inch iron rod set for the common west corner of said Tracts 168 and 169, and continuing for a total distance of 888.95 feet to a five-eighths inch iron rod set for the common west corner of said Tracts 169 and 170 and the POINT OF BEGINNING of the herein described tract of land;

THENCE North 87° 05' 16" East along the common line of said Tracts 169 and 170, a distance of 712.01 feet (called 723.4 feet) to a five-eighths inch iron rod set for the common east corner of said Tracts 169 and 170 on the west line of a 30 feet wide platted, unimproved road;

THENCE South 03° 13' 20" East along the east line of said Tracts 170 and 171 and the west line of said 30 feet wide road, a distance of 610.00 feet (called 609.50 feet) to a five-eighths inch iron rod set for the common east corner of Tracts 171 and 172 of said B.C.I.C. S/D No. 9;

THENCE South 86° 56' 56" West along the common line of said Tracts 171 and 172, a distance of 714.34 feet (called 723.4 feet) to a five-eighths inch iron rod set for the common west corner of said Tracts 171 and 172 and on the east line of a 30 feet wide platted, unimproved road;

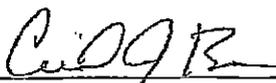
HERBERT S. SMITH, P. E. - Principal Engineer

CORPORATE OFFICE: 300 EAST CEDAR, ANGLETON, TEXAS 77515  
(979) 849-6681 • (713) 222-7451 • Fax: (979) 849-4689

DESCRIPTION OF TRACTS 170 & 171  
PAGE 2 OF 2 PAGES

THENCE North 03° 00' 11" West along the west line of said Tracts 170 and 171 and the east line of said 30 feet wide road, a distance of 611.74 feet (called 609.50 feet) to the POINT OF BEGINNING and containing 10.001 acres of land. Each five-eighths inch iron rod described as set in this description has a plastic cap marked "Baker & Lawson". The description herein is based on a survey made in March, April, and May, 2012 by Baker & Lawson, Inc.

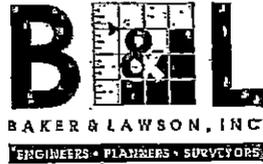
CERTIFIED CORRECT:



Cecil J. Booth  
Registered Professional Land Surveyor  
Registration No. 2061

Date: 18 May 12  
Job No. 10858





BEING A 5.039 ACRE TRACT OF LAND IN THE FREDERICK J. CALVIT LEAGUE, ABSTRACT NO. 51, BRAZORIA COUNTY, TEXAS; SAID 5.039 ACRE TRACT BEING TRACT 173 OF THE BRAZOS COAST INVESTMENT COMPANY SUBDIVISION (B.C.I.C.) SUBDIVISION (S/D) NO. 9 RECORDED IN VOLUME 2, PAGE 141 OF THE PLAT RECORDS OF BRAZORIA COUNTY, TEXAS; SAID TRACT 173 BEING CONVEYED TO MIKE SORRELL FROM DAVID MELASS BY DEED DATED APRIL 24, 2006 AND RECORDED UNDER COUNTY CLERK'S FILE (C.C.F.) NO. 2006024870 OF THE OFFICIAL RECORDS OF BRAZORIA COUNTY, TEXAS (O.R.B.C.T.); THE BEARINGS STATED IN THIS DESCRIPTION ARE GRID BEARINGS AND ARE BASED ON THE TEXAS COORDINATE SYSTEM, SOUTH CENTRAL ZONE, NORTH AMERICAN DATUM OF 1983; DISTANCES ARE HORIZONTAL GROUND LEVEL LENGTHS AND MAY BE CONVERTED TO GRID DISTANCES USING THE COMBINED FACTOR OF 0.9998819; SAID 5.039 ACRE TRACT OF LAND BEING MORE PARTICULARLY DESCRIBED BY METES AND BOUNDS AS FOLLOWS:

COMMENCING at a three-eighths inch iron rod found in concrete at a southwest corner of said B.C.I.C. S/D No. 9 and at an interior ell corner of a 346.909 acre tract of land conveyed to Michael J. Sorrell and wife, Lori E. Sorrell from Katherine Cullen Burton, et al, Trustees of the Roy G. Cullen Trust for the benefit of Roy Henry Cullen, the Roy G. Cullen Trust for the benefit of Harry Holmes Cullen and the Roy G. Cullen Trust for the benefit of Cornelia Cullen Long recorded under C.C.F. No. 01-011002 of the O.R.B.C.T.; same being at the intersection of the west and south lines of two 30 feet wide platted, unimproved roads; thence as follows:

North 03° 00' 11" West along a west line of said B.C.I.C. S/D No. 9 and a northerly east line of said 346.909 acre tract, a distance of 30.00 feet and North 86° 59' 22" East across said 30 feet wide road, a distance of 30.00 feet to a five-eighths inch iron rod set for the southwest corner of said Tract 173 and the POINT OF BEGINNING of the herein described tract of land and on east line of said 30 feet wide road;

THENCE North 03° 00' 11" West along the west line of said Tract 173 and the east line of said 30 feet wide road, a distance of 305.87 feet (called 304.75 feet) to a five-eighths inch iron rod set for the common west corner of Tracts 172 and 173 of said B.C.I.C. S/D No. 9;

THENCE North 86° 52' 47" East along the common line of said Tracts 172 and 173, a distance of 715.51 feet (called 723.4 feet) to a five-eighths inch iron rod set for the common east corner of said Tracts 172 and 173 on the west line of a 30 feet wide platted, unimproved road;

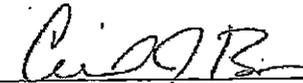
THENCE South 03° 13' 20" East along the east line of said Tract 173 and the west line of said 30 feet wide road, a distance of 307.24 feet (called 304.75 feet) to a five-eighths inch iron rod set for the southeast corner of said Tract 173 and at the intersection of the west line of said 30 feet wide road with the north line of another 30 feet wide platted, unimproved road; said corner being situated 30 feet north of and at right angles to the north line said 346.909 acre tract;

DESCRIPTION OF TRACT 173

PAGE 2 OF 2 PAGES

THENCE South 86° 59' 22" West along the south line of said Tract 173, the north line of said 30 feet wide road, and 30 feet north of and parallel to the north line of said 346.909 acre tract, a distance of 716.68 feet (called 723.4 feet) to the POINT OF BEGINNING and containing 5.039 acres of land. Each five-eighths inch iron rod described as set in this description has a plastic cap marked "Baker & Lawson". The description herein is based on a survey made in March, April, and May, 2012 by Baker & Lawson, Inc.

CERTIFIED CORRECT:



Cecil J. Booth  
Registered Professional Land Surveyor  
Registration No. 2061

Date: 18 May 12  
Job No. 10858



Tracts 133-135  
+174-180



BEING A 50.210 ACRE TRACT OF LAND IN THE FREDERICK J. CALVIT LEAGUE, ABSTRACT NO. 51, BRAZORIA COUNTY, TEXAS; SAID 50.210 ACRE TRACT BEING TRACTS 133 THROUGH 135 AND TRACTS 174 THROUGH 180 OF THE BRAZOS COAST INVESTMENT COMPANY SUBDIVISION (B.C.I.C.) SUBDIVISION (S/D) NO. 9 RECORDED IN VOLUME 2, PAGE 141 OF THE PLAT RECORDS OF BRAZORIA COUNTY, TEXAS; SAID TRACTS 133 AND 134 BEING CONVEYED TO MIKE SORRELL TRUCKING AND MATERIALS, INC. FROM THE CITY OF FREEPORT BY DEED DATED SEPTEMBER 4, 2007 AND RECORDED UNDER COUNTY CLERK'S FILE (C.C.F.) NO. 2012014068 OF THE OFFICIAL RECORDS OF BRAZORIA COUNTY, TEXAS (O.R.B.C.T.); SAID TRACT 135 BEING CONVEYED TO MICHAEL J. SORRELL FROM JAMES E. THOMPSON AND WIFE, DELTA H. THOMPSON BY DEED DATED NOVEMBER 6, 2007 AND RECORDED UNDER C.C.F. NO. 2008000500 OF THE O.R.B.C.T.; A ONE-HALF INTEREST IN SAID TRACT 174 BEING CONVEYED TO MIKE SORRELL FROM DAVID MELASS BY DEED DATED APRIL 24, 2006 AND RECORDED UNDER C.C.F. NO. 2006024870 OF THE O.R.B.C.T.; AND TRACTS 175 THROUGH 180 BEING CONVEYED TO MIKE SORRELL FROM DAVID MELASS BY DEED DATED APRIL 24, 2006 AND RECORDED UNDER C.C.F. NO. 2006024870 OF THE O.R.B.C.T.; THE BEARINGS STATED IN THIS DESCRIPTION ARE GRID BEARINGS AND ARE BASED ON THE TEXAS COORDINATE SYSTEM, SOUTH CENTRAL ZONE, NORTH AMERICAN DATUM OF 1983; DISTANCES ARE HORIZONTAL GROUND LEVEL LENGTHS AND MAY BE CONVERTED TO GRID DISTANCES USING THE COMBINED FACTOR OF 0.9998819; SAID 50.210 ACRE TRACT OF LAND BEING MORE PARTICULARLY DESCRIBED BY METES AND BOUNDS AS FOLLOWS:

BEGINNING at a five-eighths inch iron rod found in concrete at the southeast corner of said Tract 180 and at the most northerly northeast corner of a 346.909 acre tract of land conveyed to Michael J. Sorrell and wife, Lori E. Sorrell from Katherine Cullen Burton, et al, Trustees of the Roy G. Cullen Trust for the benefit of Roy Henry Cullen, the Roy G. Cullen Trust for the benefit of Hany Holmes Cullen and the Roy G. Cullen Trust for the benefit of Cornelia Cullen Long recorded under C.C.F. No. 01-011002 of the O.R.B.C.T.; same being on the west line of a 30 feet wide platted, unimproved road;

THENCE South  $86^{\circ} 47' 22''$  West, along the south line of said Tract 180 and the north line of said 346.909 acre tract, at 545.01 feet pass a five-eighths inch iron rod set on line, at 892.16 feet pass a five-eighths inch iron rod set on the right descending bank of the cut off portion of Oyster Creek, and continuing for a total distance of 907.16 feet to a point for corner at the right descending water's edge of the cut off portion of Oyster Creek;

THENCE in a northerly direction along the right descending water's edge of the cut off portion of Oyster Creek and the west lines of said Tracts 133 through 135 and said Tracts 174 through 180 with the following thirteen (13) meanders:

1. North  $14^{\circ} 44' 30''$  East a distance of 12.11 feet;

DESCRIPTION OF TRACTS 133 - 135 AND 174 - 180

PAGE 2 OF 3 PAGES

2. North 03° 02' 56" East a distance of 234.93 feet;
3. North 01° 59' 52" East a distance of 250.25 feet;
4. North 03° 16' 02" West a distance of 270.32 feet;
5. North 02° 28' 36" West a distance of 255.61 feet;
6. North 06° 20' 35" East a distance of 199.04 feet;
7. North 17° 18' 51" East a distance of 75.18 feet;
8. North 22° 31' 49" East a distance of 333.02 feet;
9. North 27° 19' 06" East a distance of 164.54 feet;
10. North 29° 18' 41" East a distance of 319.57 feet;
11. North 25° 14' 24" East a distance of 235.12 feet;
12. North 22° 43' 36" East a distance of 248.80 feet; and
13. North 18° 39' 51" East a distance of 294.24 feet to a point for the common west corner of Tracts 132 and 133 of said B.C.I.C. S/D No. 9;

THENCE North 87° 11' 05" East along the common line of said Tracts 132 and 133, at 15.00 feet pass a five-eighths inch iron rod set on the set on the right descending bank of the cut off portion of Oyster Creek, and continuing for a total distance of 766.50 feet to a five-eighths inch iron rod set for the east corner of said Tract 133 and on the west line of a 30 feet wide platted, unimproved road;

THENCE South 03° 06' 52" East along the east line of said Tracts 133 through 135 and the west line of said 30 feet wide road, 268.62 feet a five-eighths inch iron rod set at the common east corner of said Tracts 133 and 134, at 490.82 feet pass a one-half inch iron rod found at the common east corner of said Tracts 134 and 135, and continuing for a total distance of 700.36 feet to a one-half inch iron rod found at the southeast corner of said Tract 135 and on the north line of Tract 167 of said B.C.I.C. S/D No. 9;

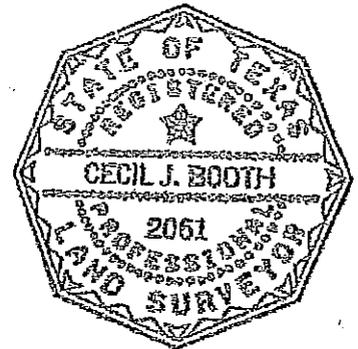
THENCE South 87° 18' 51" West along the common line of said Tracts 135 and 167, at 665.87 feet pass a five-eighths inch iron rod set at the northwest corner of said Tract 167, and continuing for a total distance of 695.87 feet to a five-eighths inch iron rod found at the northeast corner of said Tract 174 on the west line of a 30 feet wide platted, unimproved road;

DESCRIPTION OF TRACTS 133 - 135 AND 174 - 180  
PAGE 3 OF 3 PAGES

THENCE South 03° 00' 11" East along the east lines of said Tracts 174 through 180 and the west line of said 30 feet wide road, at 414.99 feet (called 415 feet) pass a five-eighths inch iron rod found at the common east corner of said Tracts 174 and 175, at 715.35 feet (called 715.4 feet) pass a five-eighths inch iron rod found at the common east corner of said Tracts 175 and 176, at 985.20 feet (called 980.6 feet) pass a five-eighths inch iron rod found at the common east corner of said Tracts 176 and 177, at 1,240.80 feet (called 1,236.2 feet) pass a five-eighths inch iron rod found at the common east corner of said Tracts 177 and 178, at 1,491.46 feet (called 1,505.2 feet) pass a five-eighths inch iron rod set to replace the rusty remains of an iron rod found at the common east corner of said Tracts 178 and 179, at 1,760.42 feet (called 1,755.9 feet) pass a five-eighths inch iron rod found at the common east corner of said Tracts 179 and 180, and continuing for a total distance of 2,002.27 feet (called 1,997.9 feet) to the POINT OF BEGINNING and containing 50.210 acres of land. Each five-eighths inch iron rod described as set in this description has a plastic cap marked "Baker & Lawson". The description herein is based on a survey made in March, April, and May, 2012 by Baker & Lawson, Inc.

CERTIFIED CORRECT: Cecil J. Booth  
Cecil J. Booth  
Registered Professional Land Surveyor  
Registration No. 2061

Date: 18 MAY 12  
Job No. 10858



**Additional Legal Descriptions for Sorrell Tracts 62, 63, 66 and 67**

**Tract 62**

Approximately 5.00 acres out of the Frederick J. Calvit League, Abstract No. 51, Brazoria County, Texas, being Lot 62, beginning to the east of a 30 feet wide platted, unimproved road

**Tract 63**

Approximately 5.00 acres out of the Frederick J. Calvit League, Abstract No. 51, Brazoria County, Texas, being Lot 63

**Tract 66**

Approximately 5.00 acres out of the Frederick J. Calvit League, Abstract No. 51, Brazoria County, Texas, being Lot 66

**Tract 67**

Approximately 5.00 acres out of the Frederick J. Calvit League, Abstract No. 51, Brazoria County, Texas, being Lot 67



MATCH LINE SEE SHEET 1 OF 2

ARMUEL J. SORRELL AND WIFE, LOUIE E. SORRELL  
10209 AC. 10209  
CLF NO. 01-01022 G.A.B.O.T.

305.672 AC.

ZIM APPLICATION & PRODUCTION CO.  
10209 AC. 10209  
VOL. (80) 129, P.C. 702 G.A.B.O.T.

LEGEND

- B.C.I.C. = BRAZOS CREEK INVESTMENT CO.
- D.M.A.C.T.A. = DEED RECORDS OF BRAKOLIA COUNTY, TEXAS
- P.U.B.-C.F. = PLAT RECORDS OF BRAKOLIA COUNTY, TEXAS
- O.S.-C.F. = OFFICIAL RECORDS OF BRAKOLIA COUNTY, TEXAS
- C.C.F. NO. = COUNTY CLERK'S FILE NUMBER
- V.L.D. = VELADO DISTRICT
- SET = SET IN WATER MARKED "DANER & LAWSON"
- IMP. = IMP. AS INDICATED
- X = SANDED WIRE FENCE

SHEET 2  
FILE# 10558-PLAT-099



BAKER & LAWSON, INC.  
SURVEYORS & ENGINEERS  
200 E. GUYTON ST. AUSTIN, TEXAS 78701  
PH: 512-479-4181 FAX: 512-479-4180  
JOB NO. 10050

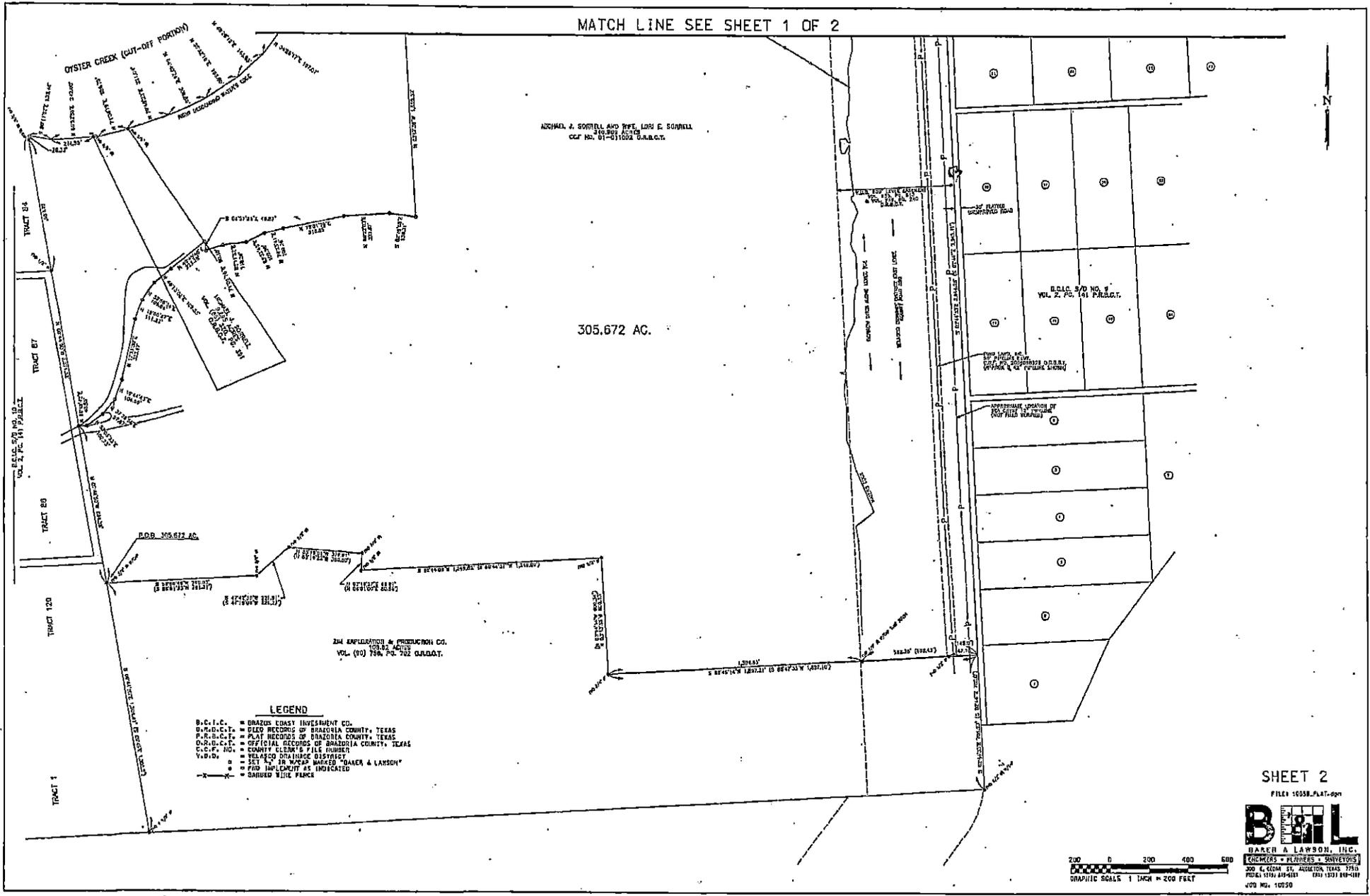
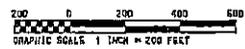


EXHIBIT "A"

Being the same land conveyed by Deed deemed effective as of January 3, 1975, from The Dow Chemical Company, as grantor, to Ernest H. Cockrell, et al., as grantees, filed for record in the Office of the County Clerk of Brazoria County, Texas, in Volume 1231, page 859.

774.67812 acres of land out of Tract No. 2 of the H. Seaburn Estate, described in Deed dated July 12, 1883, recorded in Vol. V, page 303, Deed Records, Brazoria County, Texas, in the J. E. Groce 5 Leagues Grant, Abstract No. 66, Brazoria County, Texas, described in metes and bounds, using survey terminology which refers to the Texas Coordinate System, South Central Zone, except the distances which are the horizontal ground level lengths, as follows:

BEGINNING at the position  $x = 3,173,146.829$  and  $y = 450,883.487$ , for the southeast corner, which is the point of intersection of the center line of right-of-way of Texas State Highway F.M. No. 523 with the south line of J. E. Groce 5 Leagues, Abstract No. 66, from which the underground portion of an old broken concrete monument situated in said south line, at the position  $x = 3,173,190.626$  and  $y = 450,885.783$ , bears N.  $87^{\circ} 27' 41.55''$  E. a distance of 51.854 feet and in turn an old concrete monument situated at the position  $x = 3,175,200.59$  and  $y = 450,975.17$ , which marks the southeast corner of said J. E. Groce 5 Leagues, bears N.  $87^{\circ} 27' 13.04''$  E. a distance of 2012.197 feet; said south line and southeast corner of the J. E. Groce 5 Leagues as located by the above monuments or markers is the ground location which has been consistently and prominently maintained for the identical as described in the original grant of July 29, 1824, and no physical evidence contrary can be found on the premises;

THENCE, with said south line, N.  $87^{\circ} 27' 41.55''$  W., at a distance of 60.003 feet to the position  $x = 3,173,086.892$  and  $y = 450,880.830$  which is the point of intersection with the west right-of-way line of said Highway F.M. No. 523, set a concrete monument with 1/2" lag screw, center punched, to mark said point, continue in all a distance of 749.831 feet to the position  $x = 3,172,398.115$  and  $y = 450,850.194$ , at which was found a capped 3/4" G.I.P. set in 6" of concrete, a marker in good condition with the appearance indicating its age to be approximately 15 years in the identical location, situated on the east bank of the eastern part of Stubbinsfield Lake, for a slight angle point in said south line;

THENCE, continue with said south line, S.  $87^{\circ} 25' 43.28''$  W., traversing the marshy bed of Stubbinsfield Lake, in all a distance

N. 210 40' 30.84" W. a distance of 110.076 feet  
 N. 210 12' 45.05" W. a distance of 100.847 feet  
 N. 170 21' 11.17" W. a distance of 100.041 feet  
 N. 100 40' 39.82" W. a distance of 100.401 feet  
 N. 80 50' 47.01" W. a distance of 100.777 feet  
 N. 30 32' 37.36" W. a distance of 89.450 feet  
 N. 200 27' 25.71" W. a distance of 67.122 feet  
 N. 200 42' 13.69" W. a distance of 81.228 feet  
 N. 400 50' 48.08" W. a distance of 13.601 feet  
 N. 170 15' 35.66" W. a distance of 100.023 feet  
 N. 100 16' 06.62" W. a distance of 101.110 feet  
 N. 100 45' 07.22" W. a distance of 100.050 feet  
 N. 170 53' 42.84" W. a distance of 127.188 feet  
 N. 170 24' 47.08" W. a distance of 78.550 feet  
 N. 400 47' 45.67" W. a distance of 101.602 feet  
 N. 100 47' 18.25" W. a distance of 100.078 feet  
 N. 100 38' 42.88" W. a distance of 100.187 feet  
 N. 100 12' 25.89" W. a distance of 100.603 feet  
 N. 100 39' 12.97" W. a distance of 100.519 feet  
 N. 100 18' 12.41" W. a distance of 43.828 feet  
 N. 100 26' 07.26" W. a distance of 81.440 feet  
 N. 170 41' 40.98" W. a distance of 100.171 feet  
 N. 100 50' 25.05" W. a distance of 100.085 feet  
 N. 100 33' 52.82" W. a distance of 100.177 feet  
 N. 100 46' 24.55" W. a distance of 81.259 feet  
 N. 100 38' 17.71" W. a distance of 94.600 feet  
 N. 100 16' 16.12" W. a distance of 100.240 feet  
 N. 100 55' 50.81" W. a distance of 100.050 feet  
 N. 170 52' 07.43" W. a distance of 100.844 feet  
 N. 100 42' 46.21" W. a distance of 100.178 feet  
 N. 100 13' 26.47" W. a distance of 100.811 feet  
 N. 100 17' 06.87" W. a distance of 100.122 feet  
 N. 100 27' 56.44" W. a distance of 100.385 feet  
 N. 100 27' 05.82" W. a distance of 100.145 feet  
 N. 100 43' 31.82" W. a distance of 100.180 feet  
 N. 100 43' 44.77" W. a distance of 100.901 feet  
 N. 100 26' 50.52" W. a distance of 100.723 feet  
 S. 79 50' 47" W. a distance of 189.43 feet  
 S. 65 39' 26" W. a distance of 36.90 feet

TRUCK, with and along the right ascending water edge of Ogden  
 Creek, westward, the following bearings:  
 TRUCK, continue with said north line, S. 87° 21' 14.73" W.,  
 at 1027 feet cross the east bank of the western part of said lake,  
 cross the lake, at 1128 feet cross the west bank of said lake,  
 crossing Mountain Landing and lower canyon, contains S. 87° 21' 14.73" W.  
 north, crossing a rippling cascade, corner a private road, at 2184.052  
 feet to the position X = 2,168,791.484 and Y = 470,499.748 and set a  
 concrete monument with 1/2" leg screw, center punched, for the cor-  
 ner marker for the north northeast corner, in all a distance of  
 2116.216 feet to the position X = 2,168,789.218 and Y = 450,698.280,  
 which is the point of intersection of said north line with the  
 right ascending water edge of Ogden Creek, for the south northwest  
 corner.

THENCE, continue with said center line along a curve to the right and southeasterly, which curve has a central angle of 54° 42' 26.33", a radius of 1932.605 feet and its radius point fixed at the position x = 3,172,030.080 and y = 452,656,344, in all a distance of 1367.962 feet, arc length, to the position x = 3,173,416.953 and y = 452,294,264 which is the point of tangency of said curve;

THENCE, continue with said center line; S. 40° 03' 51.13" E. in all a distance of 218,964 feet to the position x = 3,173,126,412 and y = 452,378,426 which is the point of a curve to the right and southeasterly in said center line;

THENCE, continue with said center line along a curve to the left and southeasterly, which curve has a central angle of 80° 43' 31.85", a radius of 2064,314 feet and its radius point fixed at the position x = 3,175,177,825 and y = 455,589,757, in all a distance of 436,238 feet, arc length, to the position x = 3,173,985,494 and y = 453,745,993 which is the point of tangency of said curve;

THENCE, with and along the center line of the right-of-way, which is 120 feet in width, of Texas State Highway F.M. No. 523, S. 31° 20' 19.28" E. in all a distance of 2816,547 feet to the position x = 454,099,900 and y = 454,731,165 which is the point of a curve to the left and southeasterly in said center line;

THENCE, crossing Houston Lighting and Power Company's power line right-of-way, crossing a pipeline corridor, at 3635,855 feet to the position x = 3,171,198,361 and y = 456,501,741, which is the point of intersection with the westerly right-of-way line of Texas State Highway F.M. No. 523, set a concrete monument with 1/2" lag screw, center punched, to mark said point, continue in all a distance of 3704,164 feet to the position x = 3,171,266,472 and y = 456,505,237, which is the point of intersection with the center line of right-of-way of said highway, for the northeast corner, from which triangulation station F.M. 2, 1956 (U.M.C. and G.S.) bears N. 15° 41' 59.57" W. a distance of 264,232 feet;

THENCE, crossing Houston Lighting and Power Company's power line right-of-way, crossing a pipeline corridor, at 3635,855 feet to the position x = 3,171,198,361 and y = 456,501,741, which is the point of intersection with the westerly right-of-way line of Texas State Highway F.M. No. 523, set a concrete monument with 1/2" lag screw, center punched, to mark said point, continue in all a distance of 3704,164 feet to the position x = 3,171,266,472 and y = 456,505,237, which is the point of intersection with the center line of right-of-way of said highway, for the northeast corner, from which triangulation station F.M. 2, 1956 (U.M.C. and G.S.) bears N. 15° 41' 59.57" W. a distance of 264,232 feet;

THENCE, with and along the center line of the right-of-way, which is 120 feet in width, of Texas State Highway F.M. No. 523, S. 31° 20' 19.28" E. in all a distance of 2816,547 feet to the position x = 454,099,900 and y = 454,731,165 which is the point of a curve to the left and southeasterly in said center line;

THENCE, continue with said center line along a curve to the left and southeasterly, which curve has a central angle of 80° 43' 31.85", a radius of 2064,314 feet and its radius point fixed at the position x = 3,175,177,825 and y = 455,589,757, in all a distance of 436,238 feet, arc length, to the position x = 3,173,985,494 and y = 453,745,993 which is the point of tangency of said curve;

THENCE, continue with said center line along a curve to the right and southeasterly, which curve has a central angle of 54° 42' 26.33", a radius of 1932.605 feet and its radius point fixed at the position x = 3,172,030.080 and y = 452,656,344, in all a distance of 1367.962 feet, arc length, to the position x = 3,173,416.953 and y = 452,294,264 which is the point of tangency of said curve;

THENCE, continue with said center line, S. 30° 09' 07.14" E. in all a distance of 90,380 feet to the position  $x = 3,173,146.829$  and  $y = 450,603,487$ , which is the point of beginning, linearing and enclosing 774.67812 acres of land of which 8.67811 acres is situated in the western one-half of the right-of-way of Texas State Highway S.M. No. 523.

THENCE, also length, to the position  $x = 3,173,141,860$  and  $y = 450,973$ , which is the point of tangency of said curve!



EXHIBIT A

**INOVENE U.S.A., L.L.C.**  
9.21 Acres of Land

Being 9.21 acres of land a out of the Jared E. Groce 5 League, Abstract No. 66, Brazoria County, Texas, and being a portion of that certain 474.77 acre-tract described by Warranty Deed to AMOCO Pipeline Company now known as BP Pipelines (North America), Inc. in Volume 1124 on Page 425 of the Official Records of Brazoria County, Texas dated June 6, 1972. Said 474.77 acre-tract was transferred to O & D U.S.A., L.L.C., a Delaware Limited Liability Company by Quit Claim Deed With Out Warranty recorded under Document Number 2005057911 in the Official Records of Brazoria County, Texas on April 1, 2005. The name of O & D U.S.A., L.L.C. was then changed by Document Number 2005055955 to Inovene U.S.A., L.L.C. and recorded in the Official Records of Brazoria County, Texas on May 24, 2005. The above-mentioned 9.21 acre-tract is more particularly described by metes and bounds as follows:

**COMMENCING** at a 2 inch iron pipe found for the southeast corner of the above mentioned 474.77 acre-tract of land.

**THENCE** N 59°02'18" W for a distance of 1,012.55 feet to a 5/8 inch iron rod with cap stamped "RPLS 5006" set on the northwest line of the Missouri-Pacific Railroad right-of-way for the east corner of the herein described 9.21 acre-tract and the **POINT OF BEGINNING**.

**THENCE** S 45°34'15" W along said northwest line of the Missouri-Pacific Railroad for a distance of 1,032.09 feet to a 5/8 inch iron rod stamped "RPLS 5006" set at the intersection of said northwest line and a fence on the northeast line of State F.M. Highway 523 as described in Volume 652 on Page 291 of the Official Records of Brazoria County, Texas for the South corner of the herein described 9.21 acre-tract.

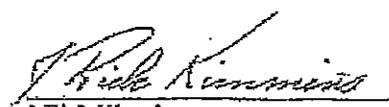
**THENCE** N 40°42'57" W along a fence for the northeast line of State F.M. Highway 523 for a distance of 389.75 feet to a 5/8 inch iron rod with cap stamped "RPLS 5006" set at the base and on the west side of a damaged fence corner post for the intersection of said northeast line and the southeast line of County Road 227, as maintained for public use, for the west corner of the herein described 9.21 acre-tract.

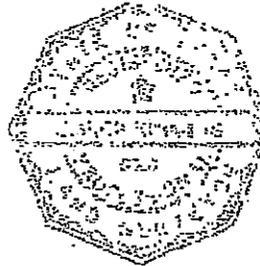
**THENCE** N 45°03'06" E along a fence for the southeast line of County Road 227 for a distance of 1,006.91 feet to a 5/8 inch iron rod with cap stamped "RPLS 5006" set on said southeast line for the North corner of the herein described 9.21 acre-tract.

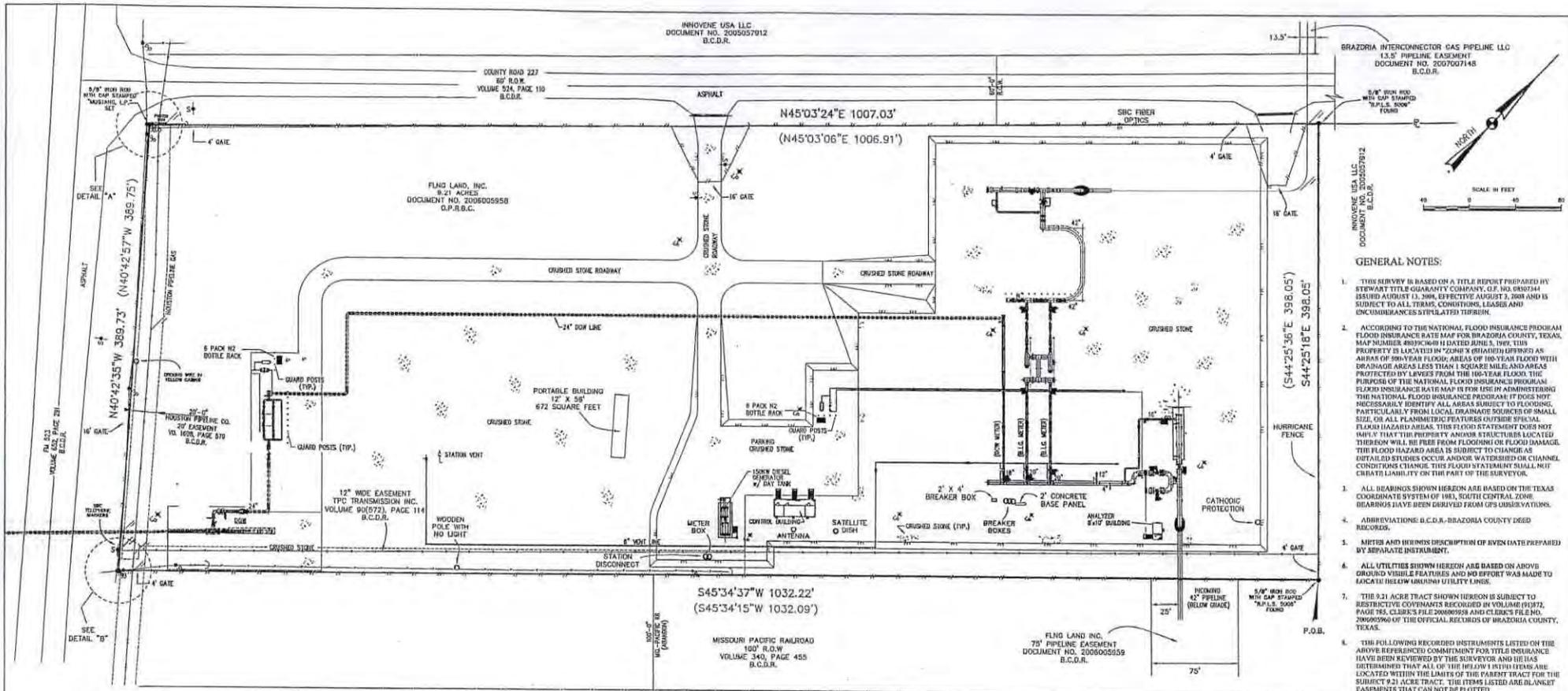
**THENCE** S 44°25'36" E along the northeast line of the herein described 9.21 acre-tract for a distance of 398.05 feet to the **POINT OF BEGINNING** and containing 9.21 acres of land, more or less.

Bearings described herein are based on the Texas State Plane Coordinate System, NAD 83, South Central Zone, derived from GPS observations.

This description is based on the Land Title Survey, and plat made by J. Rick Kimmins, Registered Professional Surveyor No. 5006 on November 06, 2005.

  
J. Rick Kimmins  
RPLS No. 5006  
Date: December 14, 2005





BRAZORIA INTERCONNECTOR GAS PIPELINE L.L.C.  
13.5' PIPELINE EASEMENT  
DOCUMENT NO. 2007007148  
B.C.D.R.

FLNG LAND, INC.  
8.21 ACRES  
DOCUMENT NO. 2006005958  
B.C.D.R.

INNOVENE USA L.L.C.  
DOCUMENT NO. 2006005912  
B.C.D.R.

**GENERAL NOTES:**

- THIS SURVEY IS BASED ON A TITLE REPORT PREPARED BY STEWART TITLE GUARANTY COMPANY, C.F. NO. 080334, ISSUED AUGUST 11, 2008, EFFECTIVE AUGUST 1, 2008 AND IS SUBJECT TO ALL TERMS, CONDITIONS, CLauses AND ENCUMBRANCES SET FORTH THEREIN.
- ACCORDING TO THE NATIONAL FLOOD INSURANCE PROGRAM FLOOD INSURANCE RATE MAP FOR BRAZORIA COUNTY, TEXAS, MAP NUMBER 48039C040 H DATED JUNE 3, 2006, THIS PROPERTY IS LOCATED IN "ZONE X" (SHADED GREEN) AS AREAS OF 500-YEAR FLOOD AREAS OF 100-YEAR FLOOD WITH DRAINAGE AREAS LESS THAN 1 SQUARE MILE AND AREAS PROTECTED BY LEVEES FROM THE 100-YEAR FLOOD. THE PURPOSE OF THE NATIONAL FLOOD INSURANCE PROGRAM FLOOD INSURANCE RATE MAP IN FURNISHING INFORMATION TO THE NATIONAL FLOOD INSURANCE PROGRAM IS TO NECESSARILY IDENTIFY ALL AREAS SUBJECT TO FLOODING, PARTICULARLY FROM LANDSLIDE AND SOURCE OF SMALL SIZE, OR ALL PLANNED FEATURES OUTSIDE SPECIAL FLOOD HAZARD AREAS. THIS FLOOD STATEMENT DOES NOT WARRANT THAT THE PROPERTY AND/OR STRUCTURES LOCATED THEREON WILL BE FREE FROM FLOODING OR FLOOD DAMAGE. THE FLOOD HAZARD AREA IS SUBJECT TO CHANGE AS DETAILED STUDIES OCCUR AND/OR WATERSHED OR CHANNEL CONDITIONS CHANGE. THIS FLOOD STATEMENT SHALL NOT CREATE LIABILITY ON THE PART OF THE SURVEYOR.
- ALL BEARING SHOWN HEREON ARE BASED ON THE TEXAS COORDINATE SYSTEM OF 1983, SOUTH CENTRAL ZONE. BEARINGS HAVE BEEN DERIVED FROM GPS OBSERVATIONS.
- ABBREVIATIONS: B.C.D.R. - BRAZORIA COUNTY DEED RECORDS.
- METER AND BEARING DESCRIPTION OF EVIDENCE PREPARED BY SEPARATE INSTRUMENT.
- ALL UTILITIES SHOWN HEREON ARE BASED ON ABOVE CIRCUMSCRIBED FEATURES AND NO EFFORT WAS MADE TO LOCATE BELOW GROUND UTILITY LINES.
- THE 9.21 ACRE TRACT SHOWN HEREON IS SUBJECT TO RESTRICTIVE COVENANTS RECORDED IN VOLUME 10372, PAGE 765, CLERK'S FILE 20060059 AND CLERK'S FILE NO. 2006005960 OF THE OFFICIAL RECORDS OF BRAZORIA COUNTY, TEXAS.
- THE FOLLOWING RECORDED INSTRUMENTS LISTED ON THE ABOVE REFERENCED COMMITMENT FOR TITLE INSURANCE HAVE BEEN REVIEWED BY THE SURVEYOR AND HE HAS DETERMINED THAT ALL OF THE BELOW LISTED ITEMS ARE LOCATED WITHIN THE BOUNDS OF THE PARENT TRACT FOR THE SUBJECT 9.21 ACRE TRACT. THE ITEMS LISTED ARE BLANKET EASEMENTS THAT CAN NOT BE PLOTTED.

ITEM NO.	DESCRIPTION	RECORDING
10-a	HOUSTON PIPELINE	V366, P477 & P498
10-b	HOUSTON PIPELINE	V361, P246
10-c	DEFENSE PLANT CORP.	V79, P313
10-d	DDW CHEMICAL CO.	V395, P611 & V130, P94F

ITEM NO.	DESCRIPTION	RECORDING
10-g	STATE OF TEXAS (P&S)	V852, P281
10-h	CONCORD, INC.	V1283, P384
10-i	CONCORD, INC.	V1633, P144
10-j	SUB-SURFACE ELEM.	V10008, P865
10-ka	HOUSTON PIPELINE	C.F. NO. 12-043843
10-k	INNOVENE USA	C.F. NO. 2006005912
10-l	INNOVENE USA	C.F. NO. 2007007148

NOTE THAT ITEMS "10-a" AND "10-d" ARE ADJACENT TO THE SUBJECT 9.21 ACRE TRACT. THESE TWO EASEMENTS DO NOT INCLUDE THE ENTIRE 100' OR 150' FROM THE SUBJECT TRACT AND ARE SHOWN ON THE SURVEY.

**SURVEYOR'S CERTIFICATION**

METER STATION  
JULY 30, 2008

THIS SURVEY IS MADE FOR THE BENEFIT OF:

STEWART TITLE GUARANTY COMPANY, FREEPORT LNG DEVELOPMENT, L.P.; FLNG LAND, INC.; CONCORD PIPE COMPANY; AND THE BANK OF NEW YORK MELLON TRUST COMPANY, N.A., AS "COLLATERAL AGENT" FOR THE BENEFIT OF THE "SECURED PARTIES" UNDER THAT CERTAIN AMENDED AND RESTATED CREDIT AGREEMENT, DATED AS OF DECEMBER 19, 2005, BY AND AMONG FREEPORT LNG DEVELOPMENT, L.P., FREEPORT LNG-OP, INC., CONCORD PIPE COMPANY (AS "LEASER") AND "ADMINISTRATIVE AGENT") AND THE VARIOUS FINANCIAL INSTITUTIONS FROM TIME TO TIME A PARTY THERETO, AS MAY BE AMENDED, MODIFIED OR SUPPLEMENTED FROM TIME TO TIME, AND THEIR RESPECTIVE SUCCESSORS AND ASSIGNS.

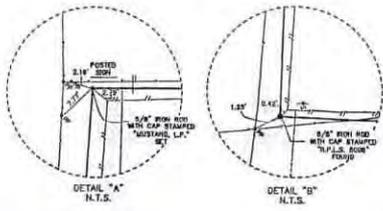
I, ARNOLD E. STOUT, REGISTERED PROFESSIONAL LAND SURVEYOR, DO HEREBY CERTIFY TO THE ABOVE AND PARTIES, AS OF THE DATE SET FORTH ABOVE THAT I HAVE MADE A SURVEY OF A 9.21 ACRE TRACT OF LAND OUT OF THE JARRO E. GROCE S LEASUE GRANT, ABSTRACT 66, BRAZORIA COUNTY, TEXAS (SEE METER AND BEARING DESCRIPTION ATTACHED).

1. THIS IS TO CERTIFY THAT THE SURVEY SHOWN HEREON WAS MADE IN ACCORDANCE WITH THE "MINIMUM STANDARD DETAIL REQUIREMENTS FOR ALTA/ACSM LAND TITLE SURVEYS," JOINTLY ESTABLISHED AND ADOPTED BY ALTA AND NSPS IN 2005, AND INCLUDES ITEMS 1, 2, 3, 4, 6, 7(a), 7(b)(1), 7(c), 8, 9, 10 AND 11 (A) OF TABLE A, OPTIONAL SURVEY RESPONSIBILITIES AND SPECIFICATIONS, THEREOF, PURSUANT TO THE ACCURACY STANDARDS AS ADOPTED BY ALTA AND NSPS AND IN EFFECT ON THE DATE OF THIS CERTIFICATION. UNDESIGNED FURTHER CERTIFIED THAT IN MY PROFESSIONAL OPINION, AS A LAND SURVEYOR REGISTERED IN THE STATE OF TEXAS, THE RELATIVE POSITIONAL ACCURACY OF THIS SURVEY DOES NOT EXCEED THAT WHICH IS SPECIFIED THEREIN.

2. THE ACCOMPANYING SURVEY WAS MADE ON THE GROUND AND CORRECTLY SHOWS THE LOCATION OF ALL BUILDINGS, STRUCTURES AND OTHER IMPROVEMENTS SITUATED ON THE ABOVE PREMISES, EXCEPT AS SHOWN HEREON THERE ARE: (A) NO VISIBLE ENCUMBRANCES ON THE SUBJECT PROPERTY OR UPON ADJACENT LAND ABUTTING SAID PROPERTY; (B) NO STREAMS, RIVERS, SPRINGS, PONDS, LAKES, DITCHES OR DRAINS LOCATED OR BORDERING OR ON RUNNING THROUGH THE SUBJECT PREMISES AND (C) NO GAINS, LOSSES OR OVERLAPS BETWEEN PARCELS OF BORDERS, HIGHWAYS, STREETS OR ALLEYS AND SAID SURVEY WAS MADE IN ACCORDANCE WITH THE MINIMUM STANDARDS FOR SURVEYING AS PRESCRIBED IN THE PROFESSIONAL LAND SURVEYING PRACTICES ACT FOR THE STATE OF TEXAS.

- THE PROPERTY DESCRIBED HEREON IS THE SAME AS THE PROPERTY DESCRIBED IN COMMITMENT NO. 080334, ISSUED BY STEWART TITLE GUARANTY COMPANY (HEREIN "TITLE COMPANY") WITH AN EFFECTIVE DATE OF AUGUST 1, 2008 AND THAT ALL EASEMENTS, COVENANTS AND RESTRICTIONS REFERENCED IN SAID TITLE COMMITMENT OR APPARENT FROM A PHYSICAL INSPECTION OF THE SITE OR OTHERWISE KNOWN TO ME HAVE BEEN PLOTTED HEREON OR OTHERWISE NOTED AS TO THEIR EFFECT ON THE SUBJECT PROPERTY.
- SAID DESCRIBED PROPERTY IS LOCATED WITHIN AN AREA HAVING A ZONE DESIGNATION AS "ZONE X (SHADED)" BY THE FEDERAL EMERGENCY MANAGEMENT AGENCY (FEMA) ON FLOOD INSURANCE RATE MAP NO. 48039C040 H, WITH A DATE OF IDENTIFICATION OF JUNE 3, 2006, FOR COMMUNITY NO. 400486, IN BRAZORIA COUNTY, STATE OF TEXAS, WHICH IS THE CURRENT FLOOD INSURANCE RATE MAP FOR THE COMMUNITY IN WHICH SAID PREMISES IS SITUATED. (SEE NOTE 2)
- THE PROPERTY HAS DIRECT ACCESS TO PARALLEL-MARKET ROAD 523 AND COUNTY ROAD 227, BOTH ARE DEDICATED PUBLIC HIGHWAYS OR HIGHWAYS, AND ALL PARCELS WHICH COMPOSE THE WHOLE SUBJECT PREMISES ARE CONTIGUOUS.
- ALL PUBLIC ROADS, HIGHWAYS, STREETS AND ALLEYS RUNNING ADJACENT TO OR UPON THE SUBJECT PREMISES ARE SHOWN; ALL PHYSICAL EVIDENCE OF BOUNDARY LINES AND LINES OF POSSESSION OR OCCUPANCY HAVE BEEN SHOWN AND PROPER NOTATION MADE WHERE IN CONFLICT WITH THE LEGAL DESCRIPTION. THERE ARE NO BOUNDARY LINE DISCREPANCIES AND NO DISCREPANCIES IN THE QUANTITY OF THE LAND DESCRIBED IN THE LEGAL DESCRIPTION.
- THE TOTAL NUMBER OF STRIPED PARKING SPACES ON THE SUBJECT PROPERTY IS ZERO.

ARNOLD E. STOUT  
REGISTERED PROFESSIONAL LAND SURVEYOR  
REGISTRATION NO. 4416  
8-13-08



**LEGEND**

3/4" IRON ROD WITH CAP TYPICAL UNLESS OTHERWISE NOTED	P.A.S.	PART OF RECORDING
4" POWER POLE	B.C.D.R.	BRAZORIA COUNTY DEED RECORDS
6" DRY ANCHOR	B.C.D.P.P.	BRAZORIA COUNTY OFFICIAL PUBLIC RECORDS
1" PIPER MARKER UNLESS OTHERWISE NOTED	( )	RECORD INFORMATION
2" BOX	CRUSHED STONE	OVERLAP FENCING
4" LIGHT POLE	HURRICANE FENCE	

REVISED: AUGUST 13, 2008 TO ADDRESS COMMENTS FROM THE ATTORNEY'S REVIEW.

**MUSTANG ENGINEERING, L.P.**  
16001 PARK TEN PLACE  
HOUSTON, TEXAS 77064 (713) 216-8000

PROJECT NO.	4316-01
DESIGNED BY	SH
DRAWN BY	SH
CHECKED BY	AS
APPROVED BY	AS
DATE	8/13/08

**Freeport LNG Development**

ALTA/ACSM LAND TITLE SURVEY OF A 9.21 ACRE TRACT RECORDED IN DOCUMENT NO. 2006005958  
JARED E. GROCE S LEASUE GRANT, A-66  
OFFICIAL PUBLIC RECORDS BRAZORIA COUNTY, TEXAS

431601-MASTER REV. 0

24

Application II

**ATTACHMENT 24**

The Brazoria County guidelines and criteria for the creation of a reinvestment zone are attached.

Date: 5/22/2012

THE SPECIAL COMMISSIONERS COURT SESSION OF BRAZORIA COUNTY, TEXAS

ORDER NO. VII.B.1.a.

**RE: Adoption of Tax Abatement Guidelines and Criteria**

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- 1. The Court approves adopting the Guidelines and Criteria for granting tax abatement attached hereto.**
- 2. The Tax Abatement Guidelines and Criteria are effective beginning this date.**

**GUIDELINES AND CRITERIA FOR GRANTING TAX ABATEMENT  
IN A REINVESTMENT ZONE CREATED IN BRAZORIA COUNTY**

**WHEREAS**, the creation, retention and diversification of job opportunities that bring new wealth are among the highest civic priority; and

**WHEREAS**, the purpose of tax abatement is to provide an incentive offered by the taxpayers, i.e. citizens of Brazoria County, to attract investments, that lead to better quality of life and better services. The wealth created by these enterprises leads to more service and retail businesses, which in addition to improving quality of life, increases the tax base. In summary, by giving incentive in terms of tax abatement, the citizens agree to give up short term tax benefits, for long term benefits; and

**WHEREAS**, new jobs, investment and industrial diversification will benefit the area economy, provide needed opportunities, strengthen the real estate market and generate tax revenue to support local services; and

**WHEREAS**, the communities within Brazoria County must compete with other localities across the nation currently offering tax inducements to attract new plant and modernization projects; and

**WHEREAS**, any tax incentives offered in Brazoria County would reduce needed tax revenue unless strictly limited in application to those new and existing industries that bring new wealth to the community; and

**WHEREAS**, the abatement of property taxes, when offered to attract capital investment and primary jobs in industries which bring in money from outside a community instead of merely recirculating dollars within a community, has been shown to be an effective method of enhancing and diversifying an area of economy; and

**WHEREAS**, Texas law requires any eligible taxing jurisdiction to establish Guidelines and Criteria as to eligibility for tax abatement agreements prior to granting of any future tax abatement, and said Guidelines and Criteria to be unchanged for a two year period unless amended by a three-quarters vote;

Now, therefore, be it resolved that Brazoria County does hereby adopt these Guidelines and Criteria for granting tax abatement in reinvestment zones in Brazoria County.

**DEFINITIONS Section 1**

- (a) "Abatement" means the full or partial exemption from ad valorem taxes on certain real property in a reinvestment zone designated by Brazoria County for economic development purposes.

- (b) "Abatement Period" means the period during which all or a portion of the value of real property or tangible personal property that is the subject of a tax abatement agreement is exempt from taxation.
- (c) "Abated Facility Site" (or "proposed abated facility site") means the tract(s) or area of land underlying the proposed improvements to be abated.
- (d) "Agreement" means a contractual agreement between a property owner and/or lessee and Brazoria County for the purpose of tax abatement.
- (e) "Base year value" means the assessed value of eligible property January 1 preceding the execution of the agreement plus the agreed upon value of eligible property improvements made after January 1 but before the execution of the agreement.
- (f) "Brazoria County Vendor and Services" means a company that employs Brazoria County residents and pays Brazoria County taxes.
- (g) "Deferred maintenance" means the improvements necessary for continued operations which do not improve productivity or alter the process technology.
- (h) "Distribution Center Facility" means buildings and structures, including machinery and equipment, used or to be used primarily to receive, store, service, or distribute goods or materials owned by the facility operator where seventy percent (70%) of the goods or services are distributed outside of Brazoria County.
- (i) "Economic Development" means participation in or support of an organized program or entity which for the purpose of its mission, engages in activities designed to encourage employment opportunities development/commercial and manufacturing business/industry to locate and/or expand in Brazoria County, thus expanding and diversifying the tax base as well as increasing the economic strength and stability of Brazoria County.
- (j) "Eligible jurisdiction" means Brazoria County and any municipality or other local taxing jurisdictions eligible to abate taxes according to Texas law, the majority of which is located in Brazoria County that levies ad valorem taxes upon and provides services to reinvestment zone designated by Brazoria County.
- (k) "Employee" for the purposes of the economic qualifications of Section 2(h)(2) of these Guidelines and Criteria shall include all persons directly employed by the owner of the planned improvement at the abated facility site/reinvestment zone together with any independent contractor or employee of independent contractors employed on a full-time (40 hours per week equivalent) basis at the facility site/reinvestment zone continuously for the duration of the abatement agreement.
- (l) "Existing facility" is the facility described in Section 2 (a) that will be expanded or modernized and which contains the proposed improvements to be abated. A manufacturing or processing unit or units of a larger plant complex that separately comprise a manufactur-

ing or production sub-unit of the larger plant shall be considered the existing facility for purposes of the Section 2 (h) (2) employment retention requirement (that the planned improvements cause the retention or prevention of loss of employment of 10 employees or 50% of the employees of the existing facility, whichever is greater). For example, if an existing facility has 100 employees, an expansion or modernization of all or part of that facility must result in the retention of at least 50 employees employed at or in connection with the expanded or modernized "existing facility" in order for the facility improvements to qualify for abatement.

- (m) "Expansion" means the addition of buildings, structures, machinery or equipment for purposes of increasing production capacity.
- (n) "Facility" means property improvements completed or in the process of construction which together comprise an integral whole.
- (o) "Manufacturing Facility" means buildings and structures, including machinery and equipment, the primary purpose of which is or will be the manufacture of tangible goods or materials or the processing of such goods or materials by physical or chemical change.
- (p) "Modernization" means the replacement and upgrading of existing facilities which increases the productive input or output, updates the technology or substantially lowers the unit cost of the operation. Modernization may result from the construction, alteration or installation of buildings, structures, fixed machinery or equipment. It shall not be for the purpose of reconditioning, refurbishing, or repairing.
- (q) "New Facility" means a property previously undeveloped which is placed into service by means other than or in conjunction with expansion or modernization.
- (r) "Other Basic Industry" means buildings and structures including fixed machinery and equipment not elsewhere described, used or to be used for the production of products or services which serve a market primarily outside Brazoria County.
- (s) "Productive Life" means the number of years a property improvement is expected to be in service. After a cessation of production, the productive life of property improvements may be deemed to end, at County's election, on the date of cessation of production either upon (1) a determination by the County that it is unlikely the improvement(s) will be re-activated as an integral part of a producing facility, and/or (2) the expiration of eighteen (18) continuous or non-consecutive months of non-production in any twenty-four (24) month period following the date the property improvement(s) cease to be in active service as part of a facility operating in a producing capacity. Upon cessation of production and for calculation of the recapture amount of taxes, the "productive life" will be determined to begin on the effective date of the tax abatement as set forth in the Agreement.
- (t) "Qualified Vendors and Services" means those vendors and services that meet the company's individual stated requirements, which can include but are not limited to: safety,

financial condition, environmental record, quality or ability to perform.

- (u) "Regional Entertainment Facility" means buildings and structures, including machinery and equipment, used or to be used to provide entertainment through the admission of the general public where seventy percent (70%) of users reside at least 50 miles from its location in Brazoria County.
- (v) "Research Facility" means buildings and structures, including machinery and equipment, used or to be used primarily for research or experimentation to improve or develop new tangible goods or materials or to improve or develop the production processes thereto.
- (w) "Regional Service Facility" means buildings and structures, including machinery and equipment, used or to be used to service goods where seventy percent (70%) of the goods being serviced originate outside of Brazoria County.
- (x) "Tangible personal property" means tangible personal property classified as such under state law, but excludes inventory and/or supplies, ineligible property as defined herein, and tangible personal property that was located in the investment zone at any time before the period covered by the agreement with the County.

#### **ABATEMENT AUTHORIZED Section 2**

- (a) **Authorized Facility.** A facility may be eligible for abatement if it is a: Manufacturing Facility, Research Facility, Distribution Center or Regional Service Facility, Regional Entertainment Facility, Other Basic Industry, or a facility that Commissioners Court determines would enhance job creation and the economic future of Brazoria County.
- (b) **Creation of New Value.** Abatement may only be granted for the additional value of eligible property improvements made subsequent to and specified in an abatement agreement between Brazoria County and the real property owner, tangible personal property owner, leasehold interest, and/or lessee, subject to such limitations as Brazoria County may require.
- (c) **New and Existing Facilities.** Abatement may be granted for new facilities and improvements to existing facilities for purposes of modernization or expansion.
- (d) **Eligible Property.** Abatement may be extended to the value of buildings, structures, tangible personal property as defined in the Tax Code including fixed machinery and equipment, site improvements and related fixed improvements necessary to the operation and administration of the facility.

**Tangible Personal Property:** Abatement may be granted with the owner of tangible personal property located on real property in a reinvestment zone to exempt from taxation (1) all or a portion of the value of the real property, (2) all or a portion of the value of the

tangible personal property located on the real property, or (3) all or a portion of the value of both.

An abatement may be granted with the owner of tangible personal property or an improvement located on tax-exempt real property that is located in a designated reinvestment zone to exempt all or a portion of the value of the tangible personal property or improvement located on the real property.

- (e) **Ineligible Property.** The following type of property shall be fully taxable and ineligible for tax abatement: land, existing improvements, tangible personal property that the Brazoria County Appraisal District classifies as inventory or supplies, tools, furnishings, and other forms of movable personal property; vehicles, watercraft, aircraft, housing, hotel accommodations, retail facilities, deferred maintenance investments, property to be rented or leased except as provided in Section 2(f), tangible personal property located in the reinvestment zone prior to the effective date of the tax abatement agreement, real property with a productive life of less than 10 years, property owned or used by the State of Texas or its political subdivisions or by any organizations owned, operated or directed by a political subdivision of the State of Texas, or any other property for which abatement is not allowed by state law.
- (f) **Leased Facilities. Leasehold Interest:** Abatement may be granted with the owner of a leasehold interest in tax-exempt real property located in a reinvestment zone designated to exempt all or a portion of the value of the leasehold interest in the real property.

**Lessee Interest:** Abatement may be granted with a lessee of taxable real property located in a reinvestment zone to exempt from taxation (1) all or a portion of the value of the fixtures, improvements, or other real property owned by the lessee and located on the property that is subject to the lease, (2) all or a portion of the value of tangible personal property owned by the lessee and located on the real property that is the subject of the lease, or (3) all or a portion of the value of both the fixtures, improvements, or other real property and the tangible personal property defined herein.

Leasehold Interest/Lessee shall be required to submit with its application a copy of the executed lease agreement between lessor/lessee demonstrating a minimum lease term double the abatement term granted.

- (g) **Value and Term of Abatement.** Abatement shall be granted effective with the January 1 valuation date immediately following the date of the Commissioners Court Order granting the abatement and approving the abatement application. One hundred percent of the value (or such percentage of value that shall be set by Commissioners' Court order) of new eligible properties shall be abated for up to seven years or one-half (1/2) the productive life of the improvement whichever is less. The "productive life" will be calculated from the effective date of the tax abatement and the date the equipment ceased to be in service. The abatement may be extended through an initial agreement and a subsequent agreement may be required to comply with state law regarding the term of the reinvestment zone.

If it is determined that the abatement period would better benefit the County and the Applicant by deferring the commencement date beyond the January 1<sup>st</sup> following the Commissioners Court Order granting the abatement and approving the abatement application, the County may defer the commencement date of the abatement period to a future date certain. The deferral of the commencement date will not allow the duration of the abatement period to extend beyond seven (7) years. However, in no event shall the abatement begin later than the January 1 following the commencement of construction.

If a modernization project includes facility replacement, the abated value shall be the value of the new unit(s) less the value of the old unit(s).

New eligible properties must be in active service and operation as part of a facility operating in a producing capacity for a period equal to double the abatement period (*i.e.* seven year abatement, then in producing capacity for 14 years) in order to receive the full term of the abatement granted and not be subject to the term reduction and recapture/payment obligation provisions.

(h) Economic Qualification. In order to be eligible for designation as a reinvestment zone and to qualify for tax abatement the planned improvement:

- (1) must be reasonably expected to increase and must actually increase the value of the property in the amount of \$1 million or more;
- (2) must create employment for at least 10 people on a full-time (40 hours per week equivalent) basis in Brazoria County for the duration of the abatement period at the abated facility site described in the tax abatement application; or alternatively, must retain and prevent the loss of employment of 10 employees or fifty percent (50%) of the existing number of employees, at the time of application, employed at or in connection with the existing facility containing the abated facility site described in the tax abatement application, whichever is greater, for the duration of the abatement period. The following is applicable to the employment retention/preventing loss of employment requirement:

a. "Existing facility" is the facility described in Section 2 (a) that will be expanded or modernized and which contains the proposed improvements to be abated. A manufacturing or processing unit or units of a larger plant complex that separately comprise a manufacturing or production sub-unit of the larger plant shall be considered the existing facility for purposes of the Section 2(h)(2) employment retention requirement (that the planned improvements cause the retention or prevention of loss of employment of 10 employees or 50% of the employees of the existing facility, whichever is greater). For example, if a large plant complex has a sub-unit that produces chlorine and 100 employees are employed at or in connection with that unit, an expansion or modernization of all or part of that facility must result in the retention of at least 50 employees employed at or in connection with the

expanded or modernized "existing facility" in order for the facility improvements to qualify for abatement.

b. Employees of a larger plant unit transferred or assigned to and employed at or in connection with a new sub-unit containing the planned improvements, constructed on undeveloped land constituting the proposed abated facility site/reinvestment zone shall be considered "created" employment for purposes of this sub-section.

The proposed number of employees to be employed at the abated facility as stated in the abatement application for the property that is the subject of the tax abatement agreement (including the projected creation or retention of employment) must be maintained for the duration of the abatement period at the abated facility site. For purposes of this sub-section, in order for a planned improvement to be considered as preventing the loss of employment or retaining employment, the abated facility/project must be necessary in order to retain or keep employment at levels as indicated in the application and in order to retain the proposed number of employees at the abated facility as indicated in the application. The owner/Applicant seeking to qualify on the basis of retention or preventing loss of employment must provide a detailed statement as an attachment to its application affirmatively representing compliance with this sub-section and explaining the necessity of this project to prevent loss of employment. Any variance from the requirements of this sub-section is subject to approval of Commissioners Court in accordance with the variance section of these Guidelines & Criteria.

- (3) must be not expected to solely or primarily have the effect of transferring employment from one part of the county to another part of the county. A variance may be requested relative to this provision which approval shall be at the sole discretion of the County.
- (4) must be necessary because capacity cannot be provided efficiently utilizing existing improved property;

Additionally, the owner of the project:

- (5) must provide for and pay, at the time of filing an application for tax abatement, a non-refundable application fee of \$1,000. A part of the application fee will be dedicated by Brazoria County to economic development programs authorized by Local Government Code, Section 381.004.
- (6) must file a plan statement with application demonstrating willingness and planned efforts to use qualified Brazoria County vendors and services where applicable in the construction and operations of the facility. Brazoria County vendors and services must be competitive with non-county vendors and services regarding price, quality, safety, availability and ability perform. It is preferred that applicant seek qualified workers who are United States citizens and veterans and also legal resi-

- dents prior to seeking workers from other countries.
- (7) will annually, for the term of the abatement, contribute .000165 of the value reported in "Part IV Section F" of the abatement application (estimated value of abated improvements at the conclusion of the abatement period). Air carriers receiving abatement will contribute an amount equal to .000165 of the estimated value of the personal property of the air carrier indicated in its Application. Each project will contribute no more than \$15,000 nor less than \$1,000 annually to be used specifically to fund economic development in Brazoria County as authorized by Local Government Code, Section 381.004. The annual contribution shall be paid to Brazoria County through the County Auditor's Office on or before January 1 of each year of the tax abatement contract term.
  - (8) must not file with the Brazoria County Appraisal District a valuation or taxpayer protest or notice of protest pursuant to the Texas Property Tax Code during the abatement period legally protesting the valuation of the abated improvements of a manufacturing facility pursuant to an appraisal method that produces a valuation of improvements based on each improvement's value as a separate item of personal property rather than the improvements' value as integral fixtures of a producing manufacturing facility. An owner's legal protest the improvements' value pursuant to the Texas Property Tax Code must be based on and use accepted appraisal methods and techniques allowed by law (Texas Property Tax Code) and uniform standards of professional appraisal practice. The filing of a valuation protest or notice of protest contrary to this standard shall cause the tax abatement agreement to be subject to termination and recapture of all previously abated taxes.
  - (9) must not be a defendant in any litigation by the County seeking recovery or recapture of previously abated taxes.
- (i) Taxability. From the execution of the abatement contract to the end of the agreement period, taxes shall be payable as follows:
- (1) The value of ineligible property as provided in Section 2(e) shall be fully taxable;
  - (2) the base year value of existing eligible property as determined each year shall be fully taxable; and
  - (3) the additional value of new eligible property shall be taxable in the manner described in Section 2(g).

### **APPLICATION Section 3**

- (a) The Application for tax abatement may be obtained from the County Judge's Office or on the Brazoria County website at [www.brazoria-county.com](http://www.brazoria-county.com). Applicant may contact the Judge's Office at (979) 864-1200 or (281) 756-1200.

- (b) Any present or potential owner of taxable property in Brazoria County may request the creation of a reinvestment zone and tax abatement by filing a tax abatement application with Brazoria County. The application shall be filed with the County Judge by providing twelve (12) copies or an electronic version and five (5) copies. The additional copies provided will be furnished to each member of Commissioners Court and the Tax Abatement Review Committee (TARC). After filing the application, the Applicant shall provide an economic impact analysis report, in a format comparable to the Texas Governor's economic impact analysis report, to the County Judge's Office prior to the TARC meeting on the Applicant's tax abatement application.
- (c) The application shall consist of a completed application form accompanied by: a general description of the proposed use and the general nature and extent of the modernization, expansion or new improvements which will be a part of the facility; a map and property description; a time schedule for undertaking and completing the planned improvements. In the case of modernizing, a statement of the assessed value of the facility, separately stated for real and personal property, shall be given for the tax year immediately preceding the application. The application form shall require such financial and other information as Brazoria County deems appropriate for evaluating the financial capacity and other factors of the Applicant. Applicant should not submit confidential information as part of the application. If doing so cannot be avoided, a general description in non-confidential terms should be included on the application, along with a sealed document containing the confidential information as an attachment and clearly marked "CONFIDENTIAL".
- (d) Upon receipt of a completed application, the County Judge shall notify in writing the presiding officer of the legislative body of each eligible jurisdiction. Before acting upon the application, Brazoria County Commissioners' Court shall hold a public hearing at which interested parties shall be entitled to speak and present written materials for or against the approval of the tax abatement. The public hearing shall also afford the Applicant and the designated representative of any eligible jurisdiction opportunity to show cause why the abatement should or should not be granted. Notice of the public hearing shall be clearly identified on a Brazoria County notice to be posted at least 30 days prior to the hearing.
- (e) After receipt of an application for creation of a reinvestment zone and application for abatement, the Tax Abatement Review Committee (TARC) shall prepare a feasibility study setting out the impact of the proposed reinvestment zone and tax abatement. The feasibility study shall include, but not be limited to, an estimate of the economic effect of the creation of the zone and the abatement of taxes and the benefit to the eligible jurisdiction and the property to be included in the zone. The economic impact analysis report provided by the Applicant shall be attached to the feasibility study and included as part of the feasibility study report.
- (f) If upon written request for a legal opinion or interpretation from the Commissioners' Court or its members, the legal counsel for Brazoria County determines that the application does not appear to comply with the written language of the Guidelines and Criteria, a public hearing on said application if already set, shall be postponed for a period of at least

thirty days from the scheduled date of public hearing to allow time for further review by the Commissioners' Court or any duly appointed review committee, or if an initial setting has not been made, the hearing on such application shall be set on the Commissioners' Court agenda no sooner than sixty (60) days from the time the Court enters an order to set the public hearing date.

The Applicant shall file a supplement or addendum to its application to show cause why the application should be approved and shall present reasons at the public hearing on the same.

Provided that any final decision or interpretation as to the intent and meaning or policy of any provision or its written language; any final decision as to whether or not an application complies or does not comply with the guidelines and criteria; and any final decision as to whether to grant or deny tax abatement shall be made by the Commissioners' Court at its sole discretion.

- (g) Brazoria County shall not establish a reinvestment zone for the purpose of abatement if it finds that the request for the abatement was filed after the commencement of construction, alteration, or installation of improvements related to a proposed modernization, expansion or new facility.
- (h) Variance. Requests for variance from the provisions of Subsections (a) (b) (e) (g), (h) (1), (h) (2) and/or (h) (3) of Section 2 may be made in written form to the County Judge with a copy forwarded to the TARC. Such requests shall include a complete description of the circumstances explaining why the Applicant should be granted a variance. Approval of a request requires a four-fifths (4/5) vote of the Commissioners Court.
- (i) Special Variance: Air Carriers. A special variance from all applicable provisions of these guidelines and criteria, with the exception of Section 2 (h) (5) and (h) (7) may be granted allowing abatement or partial abatement of ad valorem taxes on the personal property of a certificated or non-certificated air carrier that owns or leases taxable real property in Brazoria County provided that the personal property has a value of at least \$10,000,000. Approval of a request for this variance requires a three-fourth (3/4) vote of the Commissioners Court.

#### **PUBLIC HEARING Section 4**

- (a) Neither a reinvestment zone nor abatement agreement shall be authorized if it is determined that:
  - (1) there would be a substantial adverse affect on the provision of government service or tax base;
  - (2) the Applicant has insufficient financial capacity;

- (3) planned or potential use of the property would constitute hazard to public safety, health or morals; or,
- (4) violation of other codes or laws.

**AGREEMENT Section 5**

- (a) After approval, Brazoria County Commissioners' Court shall formally pass a resolution and execute an agreement with the Applicant as required which shall include:
  - (1) estimated value to be abated and the base year value;
  - (2) percent of value to be abated each year as provided in Section 2(g);
  - (3) the commencement date and the termination date of abatement;
  - (4) the proposed use of the facility; nature of construction, time schedule, map, property description and improvement list as provided in Application, Sections II and III;
  - (5) contractual obligations in the event of default, violation of terms or conditions, delinquent taxes, recapture, administration and assignment as provided in Sections 2(a), 2(f), 2(g), 2(h) 6, 7, and 8;
  - (6) size of investment and average number of jobs involved for the period of abatement; and
  - (7) provision that Applicant shall annually furnish information necessary for Brazoria County's evaluation of Applicant's compliance with the terms and conditions of the tax abatement agreement and these guidelines and criteria (in the form of an annual report/statement of compliance), together with an additional provision that Brazoria County may, at its election, request and obtain information from Applicant as is necessary for the County's evaluation of Applicant's compliance with the terms and conditions of the tax abatement agreement and these guidelines and criteria. See Attachment A.
  - (8) provision that, upon expiration of the tax abatement agreement, Applicant shall begin annually reporting the status of the abated improvements regarding active service and operation as part of a facility operating in a producing capacity. Reporting will be for the same amount of years as the tax abatement period (*i.e.* seven year abatement, then follow-up reporting for seven more years). See Attachment B.
- (b) Such agreement shall be executed within sixty (60) days after the Applicant has for-

warded all necessary information and documentation to Brazoria County.

#### **RECAPTURE Section 6**

- (a) In the event the facility contemplated herein is completed and begins producing product or service, but the company fails to maintain the level of employment (including the projected creation or retention of employment) stated in the abatement application for the property that is the subject of the abatement agreement, the county may elect to: (1) Declare a default and terminate the abatement agreement without recapturing prior years' abated taxes; (2) Declare a default, terminate the agreement and order a recapture of all or part of the previous years' abated taxes; or (3) Set specific terms and conditions for the continuation of the abatement exemption for the duration of the term of the agreement under its present terms or alter the amount of the abatement for the remaining term of the agreement.
- (b) Should Brazoria County determine that the company or individual is in default according to the terms and conditions of its agreement, Brazoria County shall notify the company or individual in writing at the address stated in the agreement and if such is not cured within sixty (60) days from the date of such notice ("Cure Period"), then the agreement may be terminated.
- (c) In the event that the company or individual (1) allows its ad valorem taxes owed the County to become delinquent and fails to timely and properly follow the legal procedures for their protest and/or contest, or (2) violates any of the terms and conditions of the abatement agreement and fails to cure during the Cure Period, the agreement then may be terminated and all taxes previously abated by virtue of the agreement will be recaptured and paid within sixty (60) days of the termination.
- (d) Failure to provide any requested statement or information pursuant to the provisions described in Section 5(a)(7) without just cause within sixty (60) days of the request for the information or the presentation of any false or misleading statement may, at the County's option, be construed as a default by the company or individual and cause for immediate termination of the tax abatement agreement and recapture of all previously abated taxes, if after written notice of default, the company or individual has not cured such default prior to the expiration of thirty (30) days from such written notice. The Cure Period provisions of sub-sections (b) and (c) above are not applicable to a default and termination under this paragraph.

#### **ADMINISTRATION Section 7**

- (a) The Chief Appraiser of the County shall annually determine an assessment of the real and personal property comprising the reinvestment zone. Each year, the company or individual receiving abatement shall furnish the assessor with such information as may be necessary for the abatement. Once value has been established, the Chief Appraiser shall notify

the eligible jurisdictions which levies taxes on the amount of the assessment.

- (b) The agreement shall stipulate that TARC of Brazoria County will have access to the reinvestment zone during the term of the abatement to inspect the facility to determine if the terms and conditions of the agreement are being met. All inspections will be made only after the giving of twenty-four (24) hours prior notice and will only be conducted in such a manner as to not unreasonably interfere with the construction and/or operation of the facility. All inspections will be made with one or more representatives of the company or individual and in accordance with their safety standards.
- (c) Tax Abatement Review Committee:  
  
The Commissioners' Court shall appoint a standing Tax Abatement Review Committee (TARC) for purposes of (i) reviewing the tax abatement application and preparing the feasibility study report required by Section 3(d) of these guidelines; (ii) conducting annual inspections and/or evaluations of the abated facilities to insure compliance with the terms/conditions of the tax abatement agreement.
- (d) The Tax Abatement Review Committee shall be comprised of, but not limited to, a representative appointed by each Commissioners' Court member. The County Auditor, County Treasurer, District Attorney representative, and County Tax Assessor Collector shall serve as ex-officio members of the Committee to advise on abatement qualifications and procedures. The County Judge and the Commissioner of the Precinct in which a proposed abated facility will be located will serve on the Committee during the period when the Committee is preparing the feasibility study report and conducting the annual inspection and/or evaluation of the facility.
- (e) Upon completion of construction, the owner of an abated facility must submit a written report/statement of compliance annually during the life of the abatement to the Brazoria County Commissioners' Court and the Tax Abatement Review Committee clearly detailing the status of the facility and how it is complying with the abatement guidelines. The Committee shall annually evaluate each abated facility and report possible violations to the contract and agreement to the Brazoria County Commissioners' Court. A form of annual report that may be used by the owner is attached as Attachment A to these Guidelines & Criteria, and the owner's annual report shall, at a minimum, contain the information shown in the Attachment A form.
- (f) Upon expiration of the Tax Abatement term, the owner of the abated improvements must submit a written report/statement of compliance annually, beginning January 1 after the expiration of the tax abatement term, documenting that the abated improvements remain in active service and operation as part of a facility operating in a producing capacity for an additional period equal to the abatement period granted and completed (*i.e.* seven year abatement, then in producing capacity for an additional 7 years after expiration of the tax abatement agreement) in order to receive the full term of the abatement granted and not be subject to the term reduction and recapture/payment obligation provisions. The Report shall be delivered to the County Judge. The Committee shall annually evaluate each

abated facility and report possible violations to the contract and agreement to the Brazoria County Commissioners' Court. A form of annual report that may be used by the owner is attached as Attachment B to these Guidelines & Criteria, and the owner's annual report shall, at a minimum, contain the information shown in the Attachment B form.

- (g) The County shall timely file with the Texas Department of Commerce and the Property Tax Division of the State Comptroller's office all information required by the Tax Code.

#### **ASSIGNMENT Section 8**

Abatement may be transferred and assigned by the holder to a new owner or lessee of the same facility upon the approval by resolution of Brazoria County subject to the financial capacity of the assignee and provided that all conditions and obligations in the abatement agreement are guaranteed by the execution of a new contractual agreement with Brazoria County. No assignment or transfer shall be approved if the new parties to the existing agreement, the new owner or new lessee are liable to Brazoria County or any eligible jurisdiction for delinquent taxes or other obligations. Approval shall not be unreasonably withheld.

#### **PROVISIONS REGARDING CITY-INITIATED ABATEMENTS Section 9**

- (a) This section is applicable to tax abatement applications for property located in a reinvestment zone designated by a city and applications by Applicants who have previously entered into a tax abatement agreement with a city regarding that property.
- (b) All provisions of these Guidelines & Criteria are applicable to city-initiated reinvestment zones and abated areas within a city's territorial limits unless otherwise stated herein or provided by law.
- (c) An Applicant shall file a tax abatement application on the County's application form together with all attachments and statements described in the application instructions and in subsection (d) herein below.
- (d) Upon receipt of a tax abatement application applicable to property within a city-designated reinvestment zone subject to a city's tax abatement agreement, the application shall be reviewed for approval as to (a) correct application form, (b) represented compliance with economic value estimates and employment criteria of Section 2(h) of the Guidelines & Criteria, (c) legal description requirements, (d) attachment of a correct copy of the city's ordinance designating the area as a reinvestment zone and granting abatement and (e) attachment of a correct copy of the fully executed tax abatement agreement between the city and the Applicant.
- (e) After review (and subject to approval of the matters in (d) above), the public hearing on the tax abatement shall be scheduled at the Commissioners Court meeting that next follows the one at which the Order Setting Hearing Date is entered, unless otherwise or-

dered by Commissioners Court. If there are any compliance problems with the application (including any problems to be resolved or amendments to the application to be made prior to the public hearing), the County Judge and Precinct Commissioners shall be advised of these compliance problems/matters to be resolved in a memo from the Civil Division-District Attorney's Office transmitting the Order Setting Hearing Date. No hearing shall be set on any application that fails to attach both the ordinance designating reinvestment zone and the copy of the fully executed tax abatement agreement between the city and the Applicant, or which is deficient as to application form or legal description. In such case the Applicant shall be informed of the necessity of attaching those documents or making necessary corrections, and there will be no further processing of the application until the same are received.

- (f) The notice provisions of Section 3 (c) are not applicable to an application under this section.
- (g) The percentage of property value abated and the term of abatement shall be the same as that stated in the city's tax abatement agreement unless otherwise specifically ordered in the Commissioners Court order granting abatement.

#### **SUNSET PROVISION Section 10**

- (a) These Guidelines and Criteria are effective upon the date of their adoption and will remain in force for two years, at which time all reinvestment zones and tax abatement contracts created pursuant to its provisions will be reviewed by Brazoria County to determine whether the goals have been achieved. Based on that review, the Guidelines and Criteria will be modified, renewed or eliminated, provided that such actions shall not affect existing contracts or applications for tax abatement filed prior to the expiration of said Guidelines and Criteria. Applications for abatement filed prior to the expiration of the Guidelines and Criteria shall be governed by the provisions of these Guidelines and Criteria regardless of any subsequent modification or amendment.
- (b) This policy is mutually exclusive of existing Industrial District Contracts and owners of real property in areas deserving of special attention as agreed by the eligible jurisdictions.
- (c) These guidelines and policies for Tax Abatement shall be effective May 11, 2012, and shall remain in force until May 11, 2014, unless amended or superseded, modified, renewed, or eliminated by Commissioners' Court prior to that date.

**Schedule A (Rev. May 2010): Investment**

**Applicant Name** Freeport LNG Development, LP and its affiliates (Application 2)

**ISD Name** Brazosport ISD

**Form 50-296**

<b>PROPERTY INVESTMENT AMOUNTS</b>										
<b>(Estimated investment in each year. Do not put cumulative totals.)</b>										
		<b>Year</b>	<b>School Year (YYYY-YYYY)</b>	<b>Tax Year (Fill in actual tax year below) YYYY</b>	<b>Column A: Tangible Personal Property</b> The amount of new investment (original cost) placed in service during this year	<b>Column B:</b> Building or permanent nonremovable component of building (annual amount only)	<b>Column C: Sum of A and B</b> Qualifying Investment (during the qualifying time period)	<b>Column D:</b> Other investment that is not qualified investment but investment affecting economic impact and total value	<b>Column E: Total Investment (A+B+D)</b>	
The year preceding the first complete tax year of the qualifying time period (assuming no deferrals)	Investment made before filing complete application with district (neither qualified property nor eligible to become qualified investment)	2014-2015	2014	\$ -	\$ -		\$ -	\$ -		
				\$ -	\$ -		\$ -	\$ -		
	Investment made after filing complete application with district, but before final board approval of application (eligible to become qualified property)			\$ -	\$ -		\$ -	\$ -		
				\$ -	\$ -		\$ -	\$ -		
				\$ -	\$ -		\$ -	\$ -		
	Investment made after final board approval of application and before Jan. 1 of first complete tax year of qualifying time period (qualified investment and eligible to become qualified property)			2015-2016	2015	\$ 611,622,572	\$ 5,456,428	\$ 617,079,000	\$ -	\$ 617,079,000
				2016-2017	2016	\$ 575,317,749	\$ 5,681,251	\$ 580,999,000	\$ -	\$ 580,999,000
2017-2018		2017	\$ 466,883,978	\$ 4,381,022	\$ 471,265,000	\$ -	\$ 471,265,000			
Complete tax years of qualifying time period	1	2018-2019	2018	\$ 260,966,525	\$ 5,909,475	\$ 266,876,000	\$ -	\$ 266,876,000		
	2	2019-2020	2019	\$ 21,945,175	\$ 7,971,825	\$ 29,917,000	\$ -	\$ 29,917,000		
Tax Credit Period (with 50% cap on credit)	Value Limitation Period	3	2020-2021	2020	\$ -	\$ -		\$ -	\$ -	
		4	2021-2022	2021	\$ -	\$ -		\$ -	\$ -	
		5	2022-2023	2022	\$ -	\$ -		\$ -	\$ -	
		6	2023-2024	2023	\$ -	\$ -		\$ -	\$ -	
		7	2024-2025	2024	\$ -	\$ -		\$ -	\$ -	
		8	2025-2026	2025	\$ -	\$ -		\$ -	\$ -	
		9	2026-2027	2026	\$ -	\$ -		\$ -	\$ -	
Credit Settle-Up Period	Continue to Maintain Viable Presence	10	2027-2028	2027	\$ -	\$ -		\$ -	\$ -	
		11	2028-2029	2028	\$ -	\$ -		\$ -	\$ -	
		12	2029-2030	2029	\$ -	\$ -		\$ -	\$ -	
Post- Settle-Up Period		13	2030-2031	2030	\$ -	\$ -		\$ -	\$ -	
Post- Settle-Up Period		14	2031-2032	2031	\$ -	\$ -		\$ -	\$ -	
Post- Settle-Up Period		15	2032-2033	2032	\$ -	\$ -		\$ -	\$ -	

Qualifying Time Period usually begins with the final board approval of the application and extends generally for the following two complete tax years.

**Column A:** This represents the total dollar amount of planned investment in tangible personal property the applicant considers qualified investment - as defined in Tax Code §313.021(1)(A)-(D).  
For the purposes of investment, please list amount invested each year, not cumulative totals.  
[For the years outside the qualifying time period, this number should simply represent the planned investment in tangible personal property].

**Column B:** The total dollar amount of planned investment each year in buildings or nonremovable component of buildings that the applicant considers qualified investment under Tax Code §313.021(1)(E).  
Include estimates of investment for "replacement" property-property that is part of original agreement but scheduled for probable replacement during limitation period.  
For the years outside the qualifying time period, this number should simply represent the planned investment in new buildings or nonremovable components of buildings.

**Column D:** Dollar value of other investment that may not be qualified investment but that may affect economic impact and total value-for planning, construction and operation of the facility.  
The most significant example for many projects would be land. Other examples may be items such as professional services, etc.  
Note: Land can be listed as part of investment during the "pre-year 1" time period. It cannot be part of qualifying investment.

Notes: For advanced clean energy projects, nuclear projects, projects with deferred qualifying time periods, and projects with lengthy application review periods, insert additional rows as needed.

**This schedule must be submitted with the original application and any application for tax credit. When using this schedule for any purpose other than the original application, replace original estimates with actual appraisal district data for past years and update estimates for current and future years. If original estimates have not changed, enter those amounts for future years.**

SIGNATURE OF AUTHORIZED COMPANY REPRESENTATIVE

DATE

**Schedule B (Rev. May 2010): Estimated Market And Taxable Value**

Applicant Name Freeport LNG Development, LP and its affiliates (Application 2)  
 ISD Name Brazosport ISD

**Form 50-296**

					Qualified Property			Reductions from Market Value	Estimated Taxable Value		
		Year	School Year (YYYY-YYYY)	Tax Year (Fill in actual tax year) YYYY	Estimated Market Value of Land	Estimated Total Market Value of new buildings or other new improvements	Estimated Total Market Value of tangible personal property in the new building or "in or on the new improvement"	Exempted Value	Final taxable value for I&S - after all reductions	Final taxable value for M&O--after all reductions	
		pre- year 1	2015-2016	2015	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	
		pre- year 2	2016-2017	2016	\$ -	\$ 5,456,428	\$ 352,167,803	\$ 14,278,231	\$ 343,346,000	\$ 343,346,000	
		pre- year 3	2017-2018	2017	\$ -	\$ 11,137,679	\$ 718,846,095	\$ 29,144,774	\$ 700,839,000	\$ 700,839,000	
	Complete tax years of qualifying time period	1	2018-2019	2018	\$ -	\$ 15,518,700	\$ 1,001,605,211	\$ 40,608,911	\$ 976,515,000	\$ 976,515,000	
		2	2019-2020	2019	\$ -	\$ 21,428,175	\$ 1,383,013,488	\$ 56,072,663	\$ 1,348,369,000	\$ 1,348,369,000	
	Tax Credit Period (with 50% cap on credit)	3	2020-2021	2020	\$ -	\$ 29,400,000	\$ 1,897,529,586	\$ 48,269,586	\$ 1,878,660,000	\$ 30,000,000	
		4	2021-2022	2021	\$ -	\$ 28,371,000	\$ 1,831,116,051	\$ 46,580,151	\$ 1,812,906,900	\$ 30,000,000	
		5	2022-2023	2022	\$ -	\$ 27,378,015	\$ 1,767,026,989	\$ 44,949,845	\$ 1,749,455,159	\$ 30,000,000	
		6	2023-2024	2023	\$ -	\$ 26,419,784	\$ 1,705,181,044	\$ 43,376,601	\$ 1,688,224,228	\$ 30,000,000	
		7	2024-2025	2024	\$ -	\$ 25,495,092	\$ 1,645,499,708	\$ 41,858,420	\$ 1,629,136,380	\$ 30,000,000	
		8	2025-2026	2025	\$ -	\$ 24,602,764	\$ 1,587,907,218	\$ 40,393,375	\$ 1,572,116,607	\$ 30,000,000	
		9	2026-2027	2026	\$ -	\$ 23,741,667	\$ 1,532,330,465	\$ 38,979,607	\$ 1,517,092,525	\$ 30,000,000	
		10	2027-2028	2027	\$ -	\$ 22,910,709	\$ 1,478,698,899	\$ 37,615,321	\$ 1,463,994,287	\$ 30,000,000	
	Credit Settle-Up Period	Continue to Maintain Viable Presence	11	2028-2029	2028	\$ -	\$ 22,108,834	\$ 1,426,944,438	\$ 36,298,784	\$ 1,412,754,487	\$ 1,412,754,487
			12	2029-2030	2029	\$ -	\$ 21,335,025	\$ 1,377,001,382	\$ 35,028,327	\$ 1,363,308,080	\$ 1,363,308,080
			13	2030-2031	2030	\$ -	\$ 20,588,299	\$ 1,328,806,334	\$ 33,802,336	\$ 1,315,592,297	\$ 1,315,592,297
	Post- Settle-Up Period	14	2031-2032	2031	\$ -	\$ 19,867,708	\$ 1,282,298,112	\$ 32,619,254	\$ 1,269,546,567	\$ 1,269,546,567	
	Post- Settle-Up Period	15	2032-2033	2032	\$ -	\$ 19,172,339	\$ 1,237,417,678	\$ 31,477,580	\$ 1,225,112,437	\$ 1,225,112,437	

Notes: Market value in future years is good faith estimate of future taxable value for the purposes of property taxation.

**This schedule must be submitted with the original application and any application for tax credit. When using this schedule for any purpose other than the original application, replace original estimates with actual appraisal district data for past years and update estimates for current and future years. If original estimates have not changed, enter those amounts for future years.**

\_\_\_\_\_  
**SIGNATURE OF AUTHORIZED COMPANY REPRESENTATIVE**

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**DATE**

**Schedule C- Application: Employment Information**

**Applicant Name**      Freeport LNG Development, LP and its affiliates      (Application 2)  
**ISD Name**                      Brazosport ISD

**Form 50-296**

					<b>Construction</b>		<b>New Jobs</b>		<b>Qualifying Jobs</b>		
		<b>Year</b>	<b>School Year (YYYY-YYYY)</b>	<b>Tax Year (Fill in actual tax year) YYYY</b>	<b>Column A: Number of Construction FTE's or man- hours (specify [FTE])</b>	<b>Column B: Average annual wage rates for construction workers</b>	<b>Column C: Number of new jobs applicant commits to create (cumulative)</b>	<b>Column D: Average annual wage rate for all new jobs.</b>	<b>Column E: Number of qualifying jobs applicant commits to create meeting all criteria of Sec. 313.021(3) (cumulative)</b>	<b>Column F: Average annual wage of qualifying jobs</b>	
		pre- year 1	2015-2016	2015	200 FTE's	\$62,400					
		pre- year 2	2016-2017	2016	1200 FTE's	\$62,400					
		pre- year 3	2017-2018	2017	1400 FTE's	\$62,400					
	Complete tax years of qualifying time period	1	2018-2019	2018	1200 FTE's	\$62,400	25	\$ 61,600	20	\$ 65,000	
		2	2019-2020	2019	400 FTE's	\$62,400	52	\$ 61,600	42	\$ 65,000	
	Value Limitation Period	3	2020-2021	2020	-	\$ -	52	\$ 61,600	42	\$ 65,000	
		4	2021-2022	2021	-	\$ -	52	\$ 61,600	42	\$ 65,000	
		5	2022-2023	2022	-	\$ -	52	\$ 61,600	42	\$ 65,000	
		6	2023-2024	2023	-	\$ -	52	\$ 61,600	42	\$ 65,000	
		7	2024-2025	2024	-	\$ -	52	\$ 61,600	42	\$ 65,000	
		8	2025-2026	2025	-	\$ -	52	\$ 61,600	42	\$ 65,000	
		9	2026-2027	2026	-	\$ -	52	\$ 61,600	42	\$ 65,000	
		10	2027-2028	2027	-	\$ -	52	\$ 61,600	42	\$ 65,000	
	Credit Settle-Up Period	11	2028-2029	2028	-	\$ -	52	\$ 61,600	42	\$ 65,000	
		12	2029-2030	2029	-	\$ -	52	\$ 61,600	42	\$ 65,000	
		13	2030-2031	2030	-	\$ -	52	\$ 61,600	42	\$ 65,000	
	Post- Settle-Up Period		14	2031-2032	2031	-	\$ -	52	\$ 61,600	42	\$ 65,000
	Post- Settle-Up Period		15	2032-2033	2032	-	\$ -	52	\$ 61,600	42	\$ 65,000

Notes: For job definitions see TAC §9.1051(14) and Tax Code §313.021(3).

This schedule must be submitted with the original application and any application for tax credit. When using this schedule for any purpose other than the original application, replace original estimates with actual appraisal district data for past years and update estimates for current and future years. If original estimates have not changed, enter those amounts for future years.

\_\_\_\_\_  
SIGNATURE OF AUTHORIZED COMPANY REPRESENTATIVE

\_\_\_\_\_  
DATE

**Schedule D: (Rev. May 2010): Other Tax Information**

Applicant Name					Sales Tax Information		Franchise Tax	Other Property Tax Abatements Sought			
Freeport LNG Development, LP and its affiliates (Application 2)								Brazosport ISD			
0.57					Sales Taxable Expenditures		Franchise Tax	County	College	Port	Drainage Dist
		Year	School Year (YYYY-YYYY)	Tax/Calendar Year YYYY	Column F: Estimate of total annual expenditures* subject to state sales tax	Column G: Estimate of total annual expenditures* made in Texas NOT subject to sales tax	Column H: Estimate of Franchise tax due from (or attributable to) the applicant	Fill in percentage exemption requested or granted in each year of the Agreement	Fill in percentage exemption requested or granted in each year of the Agreement	Fill in percentage exemption requested or granted in each year of the Agreement	Fill in percentage exemption requested or granted in each year of the Agreement
			2015-2016	2015	\$ 203,882,902	\$ 413,196,098	\$ -				
			2016-2017	2016	\$ 191,962,070	\$ 389,036,930	\$ -	100%	100%	100%	100%
The year preceding the first complete tax year of the qualifying time period (assuming no deferrals)			2017-2018	2017	\$ 155,705,956	\$ 315,559,044	\$ -	100%	100%	100%	100%
	Complete tax years of qualifying time period	1	2018-2019	2018	\$ 88,175,830	\$ 178,700,170	\$ -	100%	100%	100%	100%
		2	2019-2020	2019	\$ 9,884,577	\$ 20,032,423	\$ 4,466,000	100%	100%	100%	100%
Tax Credit Period (with 50% cap on credit)	Value Limitation Period	3	2020-2021	2020	\$ 13,210,000	\$ 30,750,000	\$ 5,998,000	100%	100%	100%	100%
		4	2021-2022	2021	\$ 13,540,000	\$ 31,518,750	\$ 6,046,000	100%	100%	100%	100%
		5	2022-2023	2022	\$ 13,880,000	\$ 32,306,719	\$ 6,103,000	100%	100%	100%	100%
		6	2023-2024	2023	\$ 14,220,000	\$ 33,114,387	\$ 6,155,000	100%	100%	100%	100%
		7	2024-2025	2024	\$ 14,580,000	\$ 33,942,246	\$ 6,240,000	100%	100%	100%	100%
		8	2025-2026	2025	\$ 14,940,000	\$ 34,790,803	\$ 6,346,000	100%	100%	100%	100%
		9	2026-2027	2026	\$ 15,320,000	\$ 35,660,573	\$ 6,412,000	N/A	N/A	N/A	N/A
Credit Settle-Up Period	Continue to Maintain Viable Presence	11	2028-2029	2028	\$ 16,090,000	\$ 37,465,889	\$ 6,518,000	N/A	N/A	N/A	N/A
		12	2029-2030	2029	\$ 16,500,000	\$ 38,402,536	\$ 6,570,000	N/A	N/A	N/A	N/A
		13	2030-2031	2030	\$ 16,910,000	\$ 39,362,600	\$ 6,631,000	N/A	N/A	N/A	N/A
Post- Settle-Up Period		14	2031-2032	2031	\$ 17,330,000	\$ 40,346,665	\$ 6,683,000	N/A	N/A	N/A	N/A
Post- Settle-Up Period		15	2032-2033	2032	\$ 17,760,000	\$ 41,355,331	\$ 6,744,000	N/A	N/A	N/A	N/A

\*For planning, construction and operation of the facility.

\_\_\_\_\_  
SIGNATURE OF AUTHORIZED COMPANY REPRESENTATIVE

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DATE

**SUMMARY OF FINANCIAL IMPACT OF THE PROPOSED  
FREEPORT TRAIN 2 PROJECT ON THE FINANCES OF THE  
BRAZOSPORT INDEPENDENT SCHOOL DISTRICT INDEPENDENT  
SCHOOL DISTRICT UNDER A REQUESTED CHAPTER 313  
PROPERTY VALUE LIMITATION**

**September 15, 2014**

**Final Report**

**PREPARED BY**



# **Estimated Impact of the Proposed Freeport Train 2 Project on the Finances of the Brazosport Independent School District Independent School District under a Requested Chapter 313 Property Value Limitation**

## **Introduction**

Freeport Train 2 (Freeport Train 2) has requested that the Brazosport Independent School District Independent School District (BISD) consider granting a property value limitation under Chapter 313 of the Tax Code, also known as the Texas Economic Development Act. In an amended application (from the original submitted on September 12, 2014) submitted to BISD, Freeport Train 2 proposes to invest \$1.88 billion to construct a new manufacturing project in BISD.

The Freeport Train 2 project is consistent with the state's goal to "encourage large scale capital investments in this state." When enacted as House Bill 1200 in 2001, Chapter 313 of the Tax Code granted eligibility to companies engaged in manufacturing, research and development, and renewable electric energy production to apply to school districts for property value limitations. Subsequent legislative changes expanded eligibility to clean coal projects, nuclear power generation and data centers, among others.

Under the provisions of Chapter 313, BISD may offer a minimum value limitation of \$30 million. The provisions of Chapter 313 call for the project to be fully taxable in the 2018-19 and 2019-20 school years, unless the District and the Company agree to an extension of the start of the two-year qualifying time period. For the purpose of this analysis, it is assumed that the qualifying time period will be the 2018-19 and 2019-20 school years. Beginning in 2020-21, the project would go on the local tax roll at \$30 million and remain at that level of taxable value for eight years for maintenance and operations taxes.

The full taxable value of the project could be assessed for debt service taxes on voter-approved bond issues throughout the limitation period, with BISD currently levying a \$0.2153 I&S tax rate. The full value of the investment is expected to reach \$1.88 billion in 2020-21, with depreciation expected to reduce the taxable value of the project over the course of the value limitation agreement.

In the case of the Freeport Train 2 project, the agreement calls for a calculation of the revenue impact of the value limitation in years 3-10 of the agreement, under whatever school finance and property tax laws are in effect in each of those years. BISD would experience a revenue loss as a result of the implementation of the value limitation in the 2020-21 school year (-\$11,564,902).

Under the assumptions outlined below, the potential tax benefits under a Chapter 313 agreement could reach an estimated \$143.1 million over the course of the agreement. This amount is net of any anticipated revenue losses for the District.

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## School Finance Mechanics

Under the current school finance system, the property values established by the Comptroller's Office that are used to calculate state aid and recapture lag by one year, a practical consequence of the fact that the Comptroller's Office needs this time to conduct its property value study and the planned audits of appraisal district operations in alternating years. A taxpayer receiving a value limitation pays M&O taxes on the reduced value for the project in years 3-10 and receives a tax bill for I&S taxes based on the full project value throughout the qualifying and value limitation period (and thereafter). The school funding formulas use the Comptroller's property values that reflect a reduction due to the property value limitation in years 4-11 as a result of the one-year lag in property values.

The third year is often problematical financially for a school district that approves a Chapter 313 value limitation. The implementation of the value limitation often results in a revenue loss to the school district in the third year of the agreement that would not be reimbursed by the state, but require some type of compensation from the applicant under the revenue protection provisions of the agreement. In years 4-10, smaller revenue losses would be anticipated when the state M&O property values are aligned at the minimum value established by the Board on both the local tax roll and the corresponding state property value study.

Under the HB 1 system adopted in 2006, most school districts received additional state aid for tax reduction (ASATR) that was used to maintain their target revenue amounts established at the revenue levels under old law for the 2005-06 or 2006-07 school years, whichever was highest. In terms of new Chapter 313 property value limitation agreements, adjustments to ASATR funding often moderated the impact of the reduced M&O collections as a result of the limitation, in contrast with the earlier formula-driven finance system.

House Bill 3646 as enacted in 2009 created more "formula" school districts that were less dependent on ASATR state aid than had been the case previously. The formula reductions enacted during the First Called Session in 2011 made \$4 billion in reductions to the existing school funding formulas for the 2011-12 and 2012-13 school years. For the 2011-12 school year, across-the-board reductions were made that reduced each district's WADA count and resulted in an estimated 781 school districts still receiving ASATR to maintain their target revenue funding levels, while an estimated 243 districts operated directly on the state formulas. For the 2012-13 school year, the changes called for smaller across-the-board reductions and funding ASATR-receiving target revenue districts at 92.35 percent of the level provided for under the existing funding formula, with 689 districts operating on formula and 335 districts still receiving ASATR funding.

Senate Bill 1 and House Bill 1025 as passed by the 83<sup>rd</sup> Legislature made significant increases to the basic allotment and other formula changes by appropriation. The ASATR reduction percentage is increased slightly to 92.63 percent, while the basic allotment is increased by \$325 and \$365, respectively, for the 2013-14 and 2014-15 school years. A slight increase in the guaranteed yield for the 6 cents above compressed—known as the Austin yield—is also included. With the basic allotment increase, it is estimated that approximately 300 school districts will still receive ASATR in the 2013-14 school year and 273 districts would do so in the 2014-15 school year. Current state policy calls for ASATR funding to be eliminated by the 2017-18 school year. BISD is classified as a formula district under the estimates presented below.

One concern in projecting into the future is that the underlying state statutes in the Education Code were not changed in order to provide these funding increases. All of the major formula

changes were made by appropriation, which gives them only a two-year lifespan unless renewed in the 2015 legislative session. Despite this uncertainty, it is assumed that these changes will remain in effect for the forecast period for the purpose of these estimates, assuming a continued legislative commitment to these funding levels in future years.

A key element in any analysis of the school finance implications is the provision for revenue protection in the agreement between the school district and the applicant. In the case of the Freeport Train 2 project, the agreement calls for a calculation of the revenue impact of the value limitation in years 3-10 of the agreement, under whatever school finance and property tax laws are in effect in each of those years. This meets the statutory requirement under Section 313.027(f)(1) of the Tax Code to provide school district revenue protection language in the agreement.

### **Underlying Assumptions**

There are several approaches that can be used to analyze the future revenue stream of a school district under a value limitation. Whatever method is used, a reasonable analysis requires the use of a multi-year forecasting model that covers the years in which the agreement is in effect. The Chapter 313 application now requires 15 years of data and analysis on the project being considered for a property value limitation.

The general approach used here is to maintain static enrollment and property values in order to isolate the effects of the value limitation under the school finance system. The SB 1 basic allotment increases are reflected in the underlying models. With regard to ASATR funding the 92.63 percent reduction enacted for the 2013-14 school year and thereafter, until the 2017-18 school year. There is a statement of legislative intent adopted in 2011 to no longer fund target revenue by the 2017-18 school year, so that change is reflected in the estimates presented below. The projected taxable values of the Freeport Train 2 project are factored into the base model used here. The impact of the limitation value for the proposed Freeport Train 2 project is isolated separately and the focus of this analysis.

Student enrollment counts are held constant at 11,403 students in average daily attendance (ADA) in analyzing the effects of the Freeport Train 2 project on the finances of BISD. The District's local tax base reached \$6.6 billion for the 2013 tax year and is maintained for the forecast period in order to isolate the effects of the property value limitation. An M&O tax rate of \$1.04 is used throughout this analysis. BISD has estimated state property wealth per weighted ADA or WADA of approximately \$426,956 for the 2013-14 school year. The enrollment and property value assumptions for the 15 years that are the subject of this analysis are summarized in Table 1.

### **School Finance Impact**

School finance models were prepared for BISD under the assumptions outlined above through the 2032-33 school year. Beyond the 2014-15 school year, no attempt was made to forecast the 88<sup>th</sup> percentile or Austin yield that influence future state funding beyond the projected level for that school year. In the analyses for other districts and applicants on earlier projects, these changes appeared to have little impact on the revenue associated with the implementation of the property value limitation, since the baseline and other models incorporate the same underlying assumptions.

Under the proposed agreement, a model is established to make a calculation of the “Baseline Revenue” by adding the value of the proposed Freeport Train 2 facility to the model, but without assuming that a value limitation is approved. The results of the model are shown in Table 2.

A second model is developed which adds the Freeport Train 2 value but imposes the proposed property value limitation effective in the third year, which in this case is the 2020-21 school year. The results of this model are identified as “Value Limitation Revenue Model” under the revenue protection provisions of the proposed agreement (see Table 3).

A summary of the differences between these models is shown in Table 4. The model results show approximately \$109.2 million a year in annual net General Fund revenue, after recapture (if appropriate) and other adjustments have been made, as needed.

Under these assumptions, BISD would experience a revenue loss as a result of the implementation of the value limitation in the 2020-21 school year (-\$11,564,902). The revenue reduction results from the mechanics of the up to six cents beyond the compressed M&O tax rate equalized to the Austin yield or not subject to recapture, which reflect the one-year lag in value associated with the property value study.

As noted previously, no attempt was made to forecast further reductions in ASATR funding beyond the 92.63 percent adjustment adopted for the 2013-14 school year, although it is assumed that ASATR will be eliminated beginning in the 2017-18 school year, based on the 2013 statement of legislative intent.

One risk factor under the estimates presented here relates to the implementation of the value limitation in the 2020-21 school year. The formula loss of \$11,564,902 cited above between the base and the limitation models is based on an assumption of Brazosport Independent School District in M&O tax savings for Freeport Train 2 when the \$30 million limitation is implemented. Under the estimates presented here and as highlighted in Table 4, an increase in ASATR funding or a reduction in recapture costs may offset some or all of the reduction in M&O taxes in the first year the value limitation is in effect.

In general, the ASATR offset poses little if any financial risk to the school district as a result of the adoption of the value limitation agreement. But a significant reduction of ASATR funding prior to the assumed 2017-18 school year elimination of these funds could reduce the residual tax savings in the first year that the \$30 million value limitation takes effect.

The Comptroller’s state property value study influences these calculations, as noted previously. At the school-district level, a taxpayer benefiting from a property value limitation has two property values assigned by the local appraisal district for their property covered by the limitation: (1) a reduced value for M&O taxes, and (2) the full taxable value for I&S taxes. This situation exists for the eight years that the value limitation is in effect. Beginning with the 2011 state property value study, two value determinations are also made for school districts granting Chapter 313 agreements, consistent with local practice. A consolidated single state property value had been provided previously.

### **Impact on the Taxpayer**

Table 5 summarizes the impact of the proposed property value limitation in terms of the potential tax savings under the property value limitation agreement. The focus of this table is on the M&O

tax rate only. As noted previously, the property is fully taxable in the first two years under the agreement. A \$1.04 per \$100 of taxable value M&O rate is assumed in 2012-13 and thereafter.

Under the assumptions used here, the potential tax savings from the value limitation total \$135.9 million over the life of the agreement. In addition, Freeport Train 2 would be eligible for a tax credit for M&O taxes paid on value in excess of the value limitation in each of the first two qualifying years. The credit amount is paid out slowly through years 4-10 due to statutory limits on the scale of these payments over these seven years, with catch-up payments permitted in years 11-13. The tax credits are expected to total approximately \$23.6 million over the life of the agreement, with no unpaid tax credits anticipated. The school district is to be reimbursed by the Texas Education Agency for the cost of these credits.

The key BISD revenue losses are expected to total approximately -\$16,358,256 over the course of the agreement. In total, the potential net tax benefits (inclusive of tax credits but after hold-harmless payments are made) are estimated to total \$143.1 million over the life of the agreement. While legislative changes to ASATR funding could increase the hold-harmless amount owed in the initial year of the agreement, there would still be a substantial tax benefit to Freeport Train 2 under the value limitation agreement for the remaining years that the limitation is in effect.

### **Facilities Funding Impact**

The Freeport Train 2 project remains fully taxable for debt services taxes, with BISD currently levying a \$0.2153 I&S rate. The value of the Freeport Train 2 project is expected to depreciate over the life of the agreement and beyond, but full access to the additional value is expected to increase the District's projected wealth per ADA to \$1,528,276 in the peak year of I&S taxable project value.

The Freeport Train 2 project is not expected to affect BISD in terms of enrollment. Continued expansion of the project and related development could result in additional employment in the area and an increase in the school-age population, but this project is unlikely to have much impact on a stand-alone basis.

### **Conclusion**

The proposed Freeport Train 2 manufacturing project enhances the tax base of BISD. It reflects continued capital investment in keeping with the goals of Chapter 313 of the Tax Code.

Under the assumptions outlined above, the potential tax savings for the applicant under a Chapter 313 agreement could reach an estimated \$143.1 million. (This amount is net of any anticipated revenue losses for the District.) The additional taxable value also enhances the tax base of BISD in meeting its future debt service obligations.

**Table 1 – Base District Information with Freeport Train 2 Project Value and Limitation Values**

Year of Agreement	School Year	ADA	WADA	M&O Tax Rate	I&S Tax Rate	CAD Value with Project	CAD Value with Limitation	CPTD with Project	CPTD With Limitation	CPTD Value with Project per WADA	CPTD Value with Limitation per WADA
Pre-Year 1	2017-18	11,573.09	14,326.40	\$1.0400	\$0.2153	\$9,046,186,906	\$9,046,186,906	\$8,103,393,652	\$8,103,393,652	\$565,627	\$565,627
1	2018-19	11,573.09	14,202.38	\$1.0400	\$0.2153	\$12,912,417,795	\$12,912,417,795	\$8,928,725,832	\$8,928,725,832	\$628,678	\$628,678
2	2019-20	11,573.09	14,202.38	\$1.0400	\$0.2153	\$12,235,426,401	\$12,235,426,401	\$12,793,465,296	\$12,793,465,296	\$900,798	\$900,798
3	2020-21	11,573.09	14,202.38	\$1.0400	\$0.2153	\$9,724,405,344	\$7,875,745,344	\$12,114,963,541	\$12,114,963,541	\$853,024	\$853,024
4	2021-22	11,573.09	14,202.38	\$1.0400	\$0.2153	\$9,750,603,583	\$7,967,696,683	\$9,602,412,945	\$7,753,752,945	\$676,113	\$545,948
5	2022-23	11,573.09	14,202.38	\$1.0400	\$0.2153	\$9,780,376,020	\$8,060,920,861	\$9,627,062,225	\$7,844,155,325	\$677,849	\$552,313
6	2023-24	11,573.09	14,202.38	\$1.0400	\$0.2153	\$9,982,413,788	\$8,324,189,560	\$9,655,266,035	\$7,935,810,876	\$679,835	\$558,766
7	2024-25	11,573.09	14,202.38	\$1.0400	\$0.2153	\$10,459,372,710	\$8,860,236,330	\$9,855,715,259	\$8,197,491,031	\$693,948	\$577,192
8	2025-26	11,573.09	14,202.38	\$1.0400	\$0.2153	\$10,470,833,782	\$8,928,717,175	\$10,331,065,467	\$8,731,929,087	\$727,418	\$614,822
9	2026-27	11,573.09	14,202.38	\$1.0400	\$0.2153	\$11,035,212,186	\$9,548,119,661	\$10,340,897,398	\$8,798,780,791	\$728,110	\$619,529
10	2027-28	11,573.09	14,202.38	\$1.0400	\$0.2153	\$12,350,260,941	\$10,916,266,654	\$10,903,625,977	\$9,416,533,452	\$767,733	\$663,025
11	2028-29	11,573.09	14,202.38	\$1.0400	\$0.2153	\$14,950,728,911	\$14,950,728,911	\$12,217,003,959	\$10,783,009,672	\$860,209	\$759,240
12	2029-30	11,573.09	14,202.38	\$1.0400	\$0.2153	\$14,790,137,277	\$14,790,137,277	\$14,815,779,940	\$14,815,779,940	\$1,043,190	\$1,043,190
13	2030-31	11,573.09	14,202.38	\$1.0400	\$0.2153	\$14,639,123,585	\$14,639,123,585	\$14,653,474,835	\$14,653,474,835	\$1,031,762	\$1,031,762
14	2031-32	11,573.09	14,202.38	\$1.0400	\$0.2153	\$14,500,221,086	\$14,500,221,086	\$14,500,725,915	\$14,500,725,915	\$1,021,007	\$1,021,007
15	2032-33	11,573.09	14,202.38	\$1.0400	\$0.2153	\$14,372,974,442	\$14,372,974,442	\$14,360,066,156	\$14,360,066,156	\$1,011,103	\$1,011,103

\*Basic Allotment: \$5,040; AISD Yield: \$61.86; Equalized Wealth: \$504,000 per WADA

**Table 2– “Baseline Revenue Model”--Project Value Added with No Value Limitation**

Year of Agreement	School Year	M&O Taxes @ Compressed Rate	State Aid	Additional State Aid-Hold Harmless	Recapture Costs	Additional Local M&O Collections	State Aid From Additional M&O Tax Collections	Recapture from the Additional Local Tax Effort	Total General Fund
Pre-Year 1	2017-18	\$80,054,597	\$3,713,178	\$0	-\$8,286,070	\$11,597,518	\$495,573	-\$2,608,402	\$85,262,347
1	2018-19	\$114,461,892	\$3,677,284	\$0	-\$21,564,883	\$16,582,106	\$0	-\$4,215,033	\$109,227,947
2	2019-20	\$108,423,827	\$3,649,844	\$0	-\$46,340,008	\$15,707,371	\$0	-\$5,239,086	\$76,489,136
3	2020-21	\$86,394,365	\$3,649,844	\$0	-\$33,928,938	\$12,515,960	\$0	-\$4,046,109	\$64,876,690
4	2021-22	\$86,604,085	\$3,649,844	\$0	-\$20,943,859	\$12,546,343	\$0	-\$3,420,392	\$78,727,638
5	2022-23	\$86,845,896	\$3,649,844	\$0	-\$21,159,806	\$12,581,374	\$0	-\$3,437,810	\$78,771,152
6	2023-24	\$88,621,522	\$3,649,844	\$0	-\$21,775,287	\$12,838,609	\$0	-\$3,517,235	\$80,108,808
7	2024-25	\$92,844,823	\$3,649,844	\$0	-\$24,142,917	\$13,450,439	\$0	-\$3,751,302	\$82,341,422
8	2025-26	\$92,924,337	\$3,649,844	\$0	-\$27,120,409	\$13,461,958	\$0	-\$3,901,915	\$79,304,413
9	2026-27	\$97,926,306	\$3,649,844	\$0	-\$28,721,216	\$14,186,594	\$0	-\$4,115,012	\$83,216,109
10	2027-28	\$109,611,176	\$3,649,844	\$0	-\$36,233,548	\$15,879,382	\$0	-\$4,791,900	\$88,402,095
11	2028-29	\$132,488,220	\$3,649,844	\$0	-\$53,442,545	\$19,193,582	\$0	-\$6,235,859	\$95,935,457
12	2029-30	\$131,045,795	\$3,649,844	\$0	-\$66,312,967	\$18,984,618	\$0	-\$6,807,252	\$80,842,629
13	2030-31	\$129,688,474	\$3,649,844	\$0	-\$64,917,412	\$18,787,982	\$0	-\$6,703,802	\$80,788,031
14	2031-32	\$128,438,807	\$3,649,844	\$0	-\$63,617,289	\$18,606,943	\$0	-\$6,607,833	\$80,753,743
15	2032-33	\$127,292,737	\$3,649,844	\$0	-\$62,421,467	\$18,440,911	\$0	-\$6,519,655	\$80,725,940

**Table 3--“Value Limitation Revenue Model”--Project Value Added with Value Limit**

Year of Agreement	School Year	M&O Taxes @ Compressed Rate	State Aid	Additional State Aid-Hold Harmless	Recapture Costs	Additional Local M&O Collections	State Aid From Additional M&O Tax Collections	Recapture from the Additional Local Tax Effort	Total General Fund
Pre-Year 1	2017-18	\$80,054,597	\$3,713,178	\$0	-\$8,286,070	\$11,597,518	\$495,573	-\$2,608,402	\$85,262,347
1	2018-19	\$114,461,892	\$3,677,284	\$0	-\$21,564,883	\$16,582,106	\$0	-\$4,215,033	\$109,227,947
2	2019-20	\$108,423,827	\$3,649,844	\$0	-\$46,340,008	\$15,707,371	\$0	-\$5,239,086	\$76,489,136
3	2020-21	\$69,601,138	\$3,649,844	\$0	-\$27,057,810	\$10,083,124	\$0	-\$3,259,631	\$53,311,788
4	2021-22	\$70,408,159	\$3,649,844	\$0	-\$5,139,289	\$10,200,037	\$619,102	-\$2,186,751	\$77,846,150
5	2022-23	\$71,226,365	\$3,649,844	\$0	-\$5,918,921	\$10,318,571	\$564,861	-\$2,248,134	\$77,887,549
6	2023-24	\$73,558,213	\$3,649,844	\$0	-\$6,849,189	\$10,656,386	\$520,065	-\$2,358,534	\$79,471,331
7	2024-25	\$78,318,268	\$3,649,844	\$0	-\$9,434,692	\$11,345,975	\$371,090	-\$2,618,200	\$81,925,896
8	2025-26	\$78,915,749	\$3,649,844	\$0	-\$13,513,352	\$11,432,533	\$32,035	-\$2,838,373	\$77,972,002
9	2026-27	\$84,417,557	\$3,649,844	\$0	-\$14,954,960	\$12,229,580	\$0	-\$3,061,215	\$82,573,261
10	2027-28	\$96,584,772	\$3,649,844	\$0	-\$22,007,379	\$13,992,245	\$0	-\$3,747,113	\$88,762,271
11	2028-29	\$132,488,220	\$3,649,844	\$0	-\$43,119,412	\$19,193,582	\$0	-\$5,745,841	\$106,748,606
12	2029-30	\$131,045,795	\$3,649,844	\$0	-\$66,312,967	\$18,984,618	\$0	-\$6,807,252	\$80,842,629
13	2030-31	\$129,688,474	\$3,649,844	\$0	-\$64,917,412	\$18,787,982	\$0	-\$6,703,802	\$80,788,031
14	2031-32	\$128,438,807	\$3,649,844	\$0	-\$63,617,289	\$18,606,943	\$0	-\$6,607,833	\$80,753,743
15	2032-33	\$127,292,737	\$3,649,844	\$0	-\$62,421,467	\$18,440,911	\$0	-\$6,519,655	\$80,725,940

**Table 4 – Value Limit less Project Value with No Limit**

Year of Agreement	School Year	M&O Taxes @ Compressed Rate	State Aid	Additional State Aid-Hold Harmless	Recapture Costs	Additional Local M&O Collections	State Aid From Additional M&O Tax Collections	Recapture from the Additional Local Tax Effort	Total General Fund
Pre-Year 1	2017-18	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
1	2018-19	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
2	2019-20	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
3	2020-21	-\$16,793,227	\$0	\$0	\$6,871,128	-\$2,432,836	\$0	\$786,477	-\$11,564,902
4	2021-22	-\$16,195,926	\$0	\$0	\$15,804,571	-\$2,346,306	\$619,102	\$1,233,641	-\$881,488
5	2022-23	-\$15,619,531	\$0	\$0	\$15,240,885	-\$2,262,803	\$564,861	\$1,189,676	-\$883,603
6	2023-24	-\$15,063,309	\$0	\$0	\$14,926,098	-\$2,182,223	\$520,065	\$1,158,701	-\$637,477
7	2024-25	-\$14,526,555	\$0	\$0	\$14,708,225	-\$2,104,464	\$371,090	\$1,133,102	-\$415,526
8	2025-26	-\$14,008,588	\$0	\$0	\$13,607,057	-\$2,029,425	\$32,035	\$1,063,543	-\$1,332,411
9	2026-27	-\$13,508,749	\$0	\$0	\$13,766,256	-\$1,957,014	\$0	\$1,053,797	-\$642,848
10	2027-28	-\$13,026,404	\$0	\$0	\$14,226,170	-\$1,887,137	\$0	\$1,044,788	\$360,175
11	2028-29	\$0	\$0	\$0	\$10,323,132	\$0	\$0	\$490,017	\$10,813,149
12	2029-30	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
13	2030-31	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
14	2031-32	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
15	2032-33	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0

**Table 5 - Estimated Financial Impact of the Freeport Train 2 Project Property Value Limitation Request Submitted to BISD at \$1.04 M&O Tax Rate**

Year of Agreement	School Year	Project Value	Estimated Taxable Value	Value Savings	Assumed M&O Tax Rate	Taxes Before Value Limit	Taxes after Value Limit	Tax Savings @ Projected M&O Rate	Tax Credits for First Two Years Above Limit	Tax Benefit to Company Before Revenue Protection	School District Revenue Losses	Estimated Net Tax Benefits
Pre-Year 1	2017-18	\$700,839,000	\$700,839,000	\$0	\$1.040	\$7,288,726	\$7,288,726	\$0	\$0	\$0	\$0	\$0
1	2018-19	\$976,515,000	\$976,515,000	\$0	\$1.040	\$10,155,756	\$10,155,756	\$0	\$0	\$0	\$0	\$0
2	2019-20	\$1,348,369,000	\$1,348,369,000	\$0	\$1.040	\$14,023,038	\$14,023,038	\$0	\$0	\$0	\$0	\$0
3	2020-21	\$1,878,660,000	\$30,000,000	\$1,848,660,000	\$1.040	\$19,538,064	\$312,000	\$19,226,064	\$0	\$19,226,064	-\$11,564,902	\$7,661,162
4	2021-22	\$1,812,906,900	\$30,000,000	\$1,782,906,900	\$1.040	\$18,854,232	\$312,000	\$18,542,232	\$2,107,594	\$20,649,826	-\$881,488	\$19,768,338
5	2022-23	\$1,749,455,159	\$30,000,000	\$1,719,455,159	\$1.040	\$18,194,334	\$312,000	\$17,882,334	\$2,039,288	\$19,921,622	-\$883,603	\$19,038,019
6	2023-24	\$1,688,224,228	\$30,000,000	\$1,658,224,228	\$1.040	\$17,557,532	\$312,000	\$17,245,532	\$1,973,373	\$19,218,905	-\$637,477	\$18,581,428
7	2024-25	\$1,629,136,380	\$30,000,000	\$1,599,136,380	\$1.040	\$16,943,018	\$312,000	\$16,631,018	\$1,909,765	\$18,540,784	-\$415,526	\$18,125,258
8	2025-26	\$1,572,116,607	\$30,000,000	\$1,542,116,607	\$1.040	\$16,350,013	\$312,000	\$16,038,013	\$1,848,384	\$17,886,396	-\$1,332,411	\$16,553,985
9	2026-27	\$1,517,092,525	\$30,000,000	\$1,487,092,525	\$1.040	\$15,777,762	\$312,000	\$15,465,762	\$1,789,150	\$17,254,912	-\$642,848	\$16,612,064
10	2027-28	\$1,463,994,287	\$30,000,000	\$1,433,994,287	\$1.040	\$15,225,541	\$312,000	\$14,913,541	\$1,731,990	\$16,645,530	\$0	\$16,645,530
11	2028-29	\$1,412,754,487	\$1,412,754,487	\$0	\$1.040	\$14,692,647	\$14,692,647	\$0	\$10,155,249	\$10,155,249	\$0	\$10,155,249
12	2029-30	\$1,363,308,080	\$1,363,308,080	\$0	\$1.040	\$14,178,404	\$14,178,404	\$0	\$0	\$0	\$0	\$0
13	2030-31	\$1,315,592,297	\$1,315,592,297	\$0	\$1.040	\$13,682,160	\$13,682,160	\$0	\$0	\$0	\$0	\$0
14	2031-32	\$1,269,546,567	\$1,269,546,567	\$0	\$1.040	\$13,203,284	\$13,203,284	\$0	\$0	\$0	\$0	\$0
15	2032-33	\$1,225,112,437	\$1,225,112,437	\$0	\$1.040	\$12,741,169	\$12,741,169	\$0	\$0	\$0	\$0	\$0
						<b>\$238,405,679</b>	<b>\$102,461,183</b>	<b>\$135,944,495</b>	<b>\$23,554,794</b>	<b>\$159,499,289</b>	<b>-\$16,358,256</b>	<b>\$143,141,033</b>
Tax Credit for Value Over Limit in First 2 Years								<u>Year 1</u>	<u>Year 2</u>	<u>Max Credits</u>		
								\$9,843,756	\$13,711,038	\$23,554,794		
								Credits Earned		\$23,554,794		
								Credits Paid		<u>\$23,554,794</u>		
								Excess Credits Unpaid		\$0		

**\*Note:** School District Revenue-Loss estimates are subject to change based on numerous factors, including legislative and Texas Education Agency administrative changes to school finance formulas, year-to-year appraisals of project values, and changes in school district tax rates. One of the most substantial changes to the school finance formulas related to Chapter 313 revenue-loss projections could be the treatment of Additional State Aid for Tax Reduction (ASATR). Legislative intent is to end ASATR in 2017-18 school year. Additional information on the assumptions used in preparing these estimates is provided in the narrative of this Report.