

March 4th 2016

Pecos-Barstow-Toyah ISD
Mr. Jim Haley
1302 South Park Street
Pecos, TX 79772

RE: Application for Section 313 – Value Limitation Agreement

Brazos Delaware, LLC is considering plans to build a (Phase I) 60mmscf/d gas processing plant followed by (Phase II) a 200mmscf/d gas processing plant inside Pecos-Barstow-Toyah ISD. That will allow us the ability to process raw natural gas into useable products. The estimated total investment for this project will be approximately \$135mm, with estimated completion in the 4th quarter of 2017.

The positive economic impact stretches beyond the investment by providing a number of jobs during the construction phase, and at least 10 full time local jobs once construction is complete.

Brazos Delaware, LLC is committed to the growth and welfare of the community. We believe our investment in Reeves County affirms our dedication to maintaining a considerable presence in the area.

Attached is our application for property tax limitation. We respectfully request this 10 year limitation under The Appraised Value Limitation on Qualified Property (Chapter 313 of the Texas Tax Code).

Please feel free to contact me if you have any questions. I can be reached via telephone 469-298-1594 or by email mfry@keatax.com.

Sincerely,



Mike Fry

TAB 01

Application

O'HANLON, MCCOLLOM & DEMERATH

ATTORNEYS AND COUNSELORS AT LAW

808 WEST AVENUE
AUSTIN, TEXAS 78701
TELEPHONE: (512) 494-9949
FACSIMILE: (512) 494-9919

KEVIN O'HANLON
CERTIFIED, CIVIL APPELLATE
CERTIFIED, CIVIL TRIAL

LESLIE MCCOLLOM
CERTIFIED, CIVIL APPELLATE
CERTIFIED, LABOR AND EMPLOYMENT
TEXAS BOARD OF LEGAL SPECIALIZATION

JUSTIN DEMERATH

March 22, 2016

Local Government Assistance & Economic Analysis
Texas Comptroller of Public Accounts
P.O. Box 13528
Austin, Texas 78711-3528

RE: Application to the Pecos-Barstow-Toyah Independent School District from Brazos
Delaware, LLC
(First Qualifying Year 2017, First Value Limitation Year 2018)

To the Local Government Assistance & Economic Analysis Division:

By copy of this letter transmitting the application for review to the Comptroller's Office, the Pecos-Barstow-Toyah Independent School District is notifying Brazos Delaware, LLC of its intent to consider the application for appraised value limitation on qualified property should a positive certificate be issued by the Comptroller. The Applicant submitted the Application to the school district on March 9, 2016. The Board voted to accept the application on March 17, 2016. The application has been determined complete as of March 22, 2016. The Applicant has provided the schedules in both electronic format and paper copies. The electronic copy is identical to the hard copy that will be hand delivered. The Applicant has requested that the value limitation begin in 2018, the first year following commercial operations. Please prepare the economic impact report.

A copy of the application will be submitted to the Reeves County Appraisal District.

Sincerely,



Kevin O'Hanlon
School District Consultant

Cc: Reeves County Appraisal District
Brazos Delaware, LLC



Application for Appraised Value Limitation on Qualified Property

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

Economic Development
and Analysis
Form 50-296-A

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

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

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

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

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

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

The school board must approve or disapprove the application not later than the 150th day after the application review start date (the date the application is finally determined to be complete), unless an extension is granted. The Comptroller and school district are authorized to request additional information from the applicant that is reasonably necessary to issue a certificate, complete the economic impact evaluation or consider the application at any time during the application review period.

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

SECTION 1: School District Information

1. Authorized School District Representative

March 9, 2016

Date Application Received by District

Jim

First Name

Superintendent of Schools

Title

Pecos-Barstow-Toyah ISD

School District Name

1302 South Park Street

Street Address

1302 South Park Street

Mailing Address

Pecos

City

432-447-7201

Phone Number

Mobile Number (optional)

Haley

Last Name

Texas

State

432-447-3076

Fax Number

jhaley@pbtisd.esc18.net

Email Address

79772

ZIP

2. Does the district authorize the consultant to provide and obtain information related to this application?



Yes



No

SECTION 1: School District Information (continued)

3. Authorized School District Consultant (If Applicable)

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

4. On what date did the district determine this application complete? March 22, 2016
5. Has the district determined that the electronic copy and hard copy are identical? ☒ Yes ☐ No

SECTION 2: Applicant Information

1. Authorized Company Representative (Applicant)

William	Butler	
First Name	Last Name	
CFO	Brazos Midstream Holdings LLC	
Title	Organization	
300 Throckmorton Street		
Street Address		
300 Throckmorton Street Suite 530		
Mailing Address		
Fort Worth	Texas	76102
City	State	ZIP
817-332-6800		
Phone Number	Fax Number	
	butler@brazosmidstream.com	
Mobile Number (optional)	Business Email Address	

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

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

John	Souders	
First Name	Last Name	
Controller	Brazos Midstream Holdings LLC	
Title	Organization	
300 Throckmorton Street		
Street Address		
300 Throckmorton Street Suite 530		
Mailing Address		
Fort Worth	Texas	76102
City	State	ZIP
817-332-6800		
Phone Number	Fax Number	
	souders@brazosmidstream.com	
Mobile Number (optional)	Business Email Address	

3. Does the applicant authorize the consultant to provide and obtain information related to this application? ☒ Yes ☐ No

SECTION 2: Applicant Information (continued)**4. Authorized Company Consultant (If Applicable)**

Mike Fry
 First Name Last Name
 Director - Energy Services
 Title
 K E Andrews Company
 Firm Name
 469-298-1594 469-298-1619
 Phone Number Fax Number
 mfry@keatax.com
 Business Email Address

SECTION 3: Fees and Payments

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

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

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

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

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

SECTION 4: Business Applicant Information

1. What is the legal name of the applicant under which this application is made? Brazos Delaware, LLC
2. List the Texas Taxpayer I.D. number of entity subject to Tax Code, Chapter 171 (11 digits) 32057841325
3. List the NAICS code 325110
4. Is the applicant a party to any other pending or active Chapter 313 agreements? ☐ Yes ☒ No
- 4a. If yes, please list application number, name of school district and year of agreement

SECTION 5: Applicant Business Structure

1. Identify Business Organization of Applicant (corporation, limited liability corporation, etc) Limited Liability Corporation
2. Is applicant a combined group, or comprised of members of a combined group, as defined by Tax Code §171.0001(7)? ☒ Yes ☐ No
- 2a. If yes, attach in **Tab 3** a copy of Texas Comptroller Franchise Tax Form No. 05-165, No. 05-166, or any other documentation from the Franchise Tax Division to demonstrate the applicant's combined group membership and contact information.
3. Is the applicant current on all tax payments due to the State of Texas? ☒ Yes ☐ No
4. Are all applicant members of the combined group current on all tax payments due to the State of Texas? ☒ Yes ☐ No ☐ N/A
5. If the answer to question 3 or 4 is no, please explain and/or disclose any history of default, delinquencies and/or any material litigation, including litigation involving the State of Texas. (If necessary, attach explanation in **Tab 3**)

SECTION 6: Eligibility Under Tax Code Chapter 313.024

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

SECTION 7: Project Description

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

☒ Land has no existing improvements

☐ Land has existing improvements (*complete Section 13*)

☐ Expansion of existing operation on the land (*complete Section 13*)

☐ Relocation within Texas

SECTION 8: Limitation as Determining Factor

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

Chapter 313.026(e) states "the applicant may submit information to the Comptroller that would provide a basis for an affirmative determination under Subsection (c)(2)." If you answered "yes" to any of the questions in Section 8, attach supporting information in Tab 5.

SECTION 9: Projected Timeline

1. Application approval by school board March 2016
2. Commencement of construction July 2016
3. Beginning of qualifying time period 2017
4. First year of limitation 2018
5. Begin hiring new employees August 2016
6. Commencement of commercial operations Phase I & II Dec. 2017
7. Do you propose to construct a new building or to erect or affix a new improvement after your application review start date (date your application is finally determined to be complete)? ☒ Yes ☐ No
- Note:** Improvements made before that time may not be considered qualified property.
8. When do you anticipate the new buildings or improvements will be placed in service? Phase I & II Dec. 2017

SECTION 10: The Property

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

County: Reeves County, .499521- 100% (Name, tax rate and percent of project)	City: N/A (Name, tax rate and percent of project)
Hospital District: Reeves County Hosp., .21435 - 100% (Name, tax rate and percent of project)	Water District: Reeves County WCID #2 .12300 - 100% (Name, tax rate and percent of project)
Other (describe): N/A (Name, tax rate and percent of project)	Other (describe): N/A (Name, tax rate and percent of project)
5. Is the project located entirely within the ISD listed in Section 1? ☒ Yes ☐ No
 - 5a. If no, attach in **Tab 6** additional information on the project scope and size to assist in the economic analysis.
6. Did you receive a determination from the Texas Economic Development and Tourism Office that this proposed project and at least one other project seeking a limitation agreement constitute a single unified project (SUP), as allowed in §313.024(d-2)? ☐ Yes ☒ No
 - 6a. If yes, attach in **Tab 6** supporting documentation from the Office of the Governor.

SECTION 11: Investment

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

1. At the time of application, what is the estimated minimum qualified investment required for this school district? 30,000,000.00
2. What is the amount of appraised value limitation for which you are applying? 30,000,000.00
- Note:** The property value limitation amount is based on property values available at the time of application and may change prior to the execution of any final agreement.
3. Does the qualified investment meet the requirements of Tax Code §313.021(1)? ☒ Yes ☐ No
4. Attach a description of the qualified investment [See §313.021(1).] The description must include:
 - a. a specific and detailed description of the qualified investment you propose to make on the property for which you are requesting an appraised value limitation as defined by Tax Code §313.021 (**Tab 7**);
 - b. a description of any new buildings, proposed new improvements or personal property which you intend to include as part of your minimum qualified investment (**Tab 7**); and
 - c. a detailed map of the qualified investment showing location of tangible personal property to be placed in service during the qualifying time period and buildings to be constructed during the qualifying time period, with vicinity map (**Tab 11**).
5. Do you intend to make at least the minimum qualified investment required by Tax Code §313.023 (or §313.053 for Subchapter C school districts) for the relevant school district category during the qualifying time period? ☒ Yes ☐ No

SECTION 12: Qualified Property

1. Attach a detailed description of the qualified property. [See §313.021(2)] (If qualified investment describes qualified property exactly, you may skip items a, b and c below.) The description must include:
 - 1a. a specific and detailed description of the qualified property for which you are requesting an appraised value limitation as defined by Tax Code §313.021 (**Tab 8**);
 - 1b. a description of any new buildings, proposed new improvements or personal property which you intend to include as part of your qualified property (**Tab 8**); and
 - 1c. a map of the qualified property showing location of new buildings or new improvements with vicinity map (**Tab 11**).
2. Is the land upon which the new buildings or new improvements will be built part of the qualified property described by §313.021(2)(A)? ☐ Yes ☒ No
 - 2a. If yes, attach complete documentation including:
 - a. legal description of the land (**Tab 9**);
 - b. each existing appraisal parcel number of the land on which the new improvements will be constructed, regardless of whether or not all of the land described in the current parcel will become qualified property (**Tab 9**);
 - c. owner (**Tab 9**);
 - d. the current taxable value of the land. Attach estimate if land is part of larger parcel (**Tab 9**); and
 - e. a detailed map showing the location of the land with vicinity map (**Tab 11**).
3. Is the land on which you propose new construction or new improvements currently located in an area designated as a reinvestment zone under Tax Code Chapter 311 or 312 or as an enterprise zone under Government Code Chapter 2303? ☐ Yes ☒ No
 - 3a. If yes, attach the applicable supporting documentation:
 - a. evidence that the area qualifies as a enterprise zone as defined by the Governor's Office (**Tab 16**);
 - b. legal description of reinvestment zone (**Tab 16**);
 - c. order, resolution or ordinance establishing the reinvestment zone (**Tab 16**);
 - d. guidelines and criteria for creating the zone (**Tab 16**); and
 - e. a map of the reinvestment zone or enterprise zone boundaries with vicinity map (**Tab 11**).
 - 3b. If no, submit detailed description of proposed reinvestment zone or enterprise zone with a map indicating the boundaries of the zone on which you propose new construction or new improvements to the Comptroller's office within 30 days of the application date. What is the anticipated date on which you will submit final proof of a reinvestment zone or enterprise zone? June 2016

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

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

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

SECTION 14: Wage and Employment Information

1. What is the estimated number of permanent jobs (more than 1,600 hours a year), with the applicant or a contractor of the applicant, on the proposed qualified property during the last complete quarter before the application review start date (date your application is finally determined to be complete)? 0
2. What is the last complete calendar quarter before application review start date:
☐ First Quarter ☐ Second Quarter ☐ Third Quarter ☒ Fourth Quarter of 2015
(year)
3. What were the number of permanent jobs (more than 1,600 hours a year) this applicant had in Texas during the most recent quarter reported to the Texas Workforce Commission (TWC)? 0
Note: For job definitions see TAC §9.1051 and Tax Code §313.021(3).
4. What is the number of new qualifying jobs you are committing to create? 10
5. What is the number of new non-qualifying jobs you are estimating you will create? 0
6. Do you intend to request that the governing body waive the minimum new qualifying job creation requirement, as provided under Tax Code §313.025(f-1)? ☐ Yes ☒ No
 - 6a. If yes, attach evidence in **Tab 12** documenting that the new qualifying job creation requirement above exceeds the number of employees necessary for the operation, according to industry standards.
7. Attach in **Tab 13** the four most recent quarters of data for each wage calculation below, including documentation from the TWC website. The final actual statutory minimum annual wage requirement for the applicant for each qualifying job — which may differ slightly from this estimate — will be based on information from the four quarterly periods for which data were available at the time of the application review start date (date of a completed application). See TAC §9.1051(21) and (22).
 - a. Average weekly wage for all jobs (all industries) in the county is 785.00
 - b. 110% of the average weekly wage for manufacturing jobs in the county is 453.20
 - c. 110% of the average weekly wage for manufacturing jobs in the region is 1,040.68
8. Which Tax Code section are you using to estimate the qualifying job wage standard required for this project? ☐ §313.021(5)(A) or ☒ §313.021(5)(B)
9. What is the minimum required annual wage for each qualifying job based on the qualified property? 54,115.60
10. What is the annual wage you are committing to pay for each of the new qualifying jobs you create on the qualified property? 54,115.60
11. Will the qualifying jobs meet all minimum requirements set out in Tax Code §313.021(3)? ☒ Yes ☐ No
12. Do you intend to satisfy the minimum qualifying job requirement through a determination of cumulative economic benefits to the state as provided by §313.021(3)(F)? ☐ Yes ☒ No
 - 12a. If yes, attach in **Tab 12** supporting documentation from the TWC, pursuant to §313.021(3)(F).
13. Do you intend to rely on the project being part of a single unified project, as allowed in §313.024(d-2), in meeting the qualifying job requirements? ☐ Yes ☒ No
 - 13a. If yes, attach in **Tab 6** supporting documentation including a list of qualifying jobs in the other school district(s).

SECTION 15: Economic Impact

1. Complete and attach Schedules A1, A2, B, C, and D in **Tab 14**. Note: Excel spreadsheet versions of schedules are available for download and printing at URL listed below.
2. Attach an Economic Impact Analysis, if supplied by other than the Comptroller's Office, in **Tab 15**. (*not required*)
3. If there are any other payments made in the state or economic information that you believe should be included in the economic analysis, attach a separate schedule showing the amount for each year affected, including an explanation, in **Tab 15**.

Application for Appraised Value Limitation on Qualified Property

SECTION 16: Authorized Signatures and Applicant Certification

After the application and schedules are complete, an authorized representative from the school district and the business should review the application documents and complete this authorization page. Attach the completed authorization page in Tab 17. NOTE: If you amend your application, you will need to obtain new signatures and resubmit this page, Section 16, with the amendment request.

1. Authorized School District Representative Signature

I am the authorized representative for the school district to which this application is being submitted. I understand that this application is a government record as defined in Chapter 37 of the Texas Penal Code.

print
here

Jim Haley
Print Name (Authorized School District Representative)

Superintendent
Title

sign
here

Jim Haley
Signature (Authorized School District Representative)

3/17/16
Date

2. Authorized Company Representative (Applicant) Signature and Notarization

I am the authorized representative for the business entity for the purpose of filing this application. I understand that this application is a government record as defined in Chapter 37 of the Texas Penal Code. The information contained in this application and schedules is true and correct to the best of my knowledge and belief.

I hereby certify and affirm that the business entity I represent is in good standing under the laws of the state in which the business entity was organized and that no delinquent taxes are owed to the State of Texas.

print
here

William Butler
Print Name (Authorized Company Representative (Applicant))

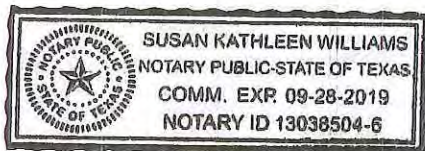
CFO

Title

sign
here

William Butler
Signature (Authorized Company Representative (Applicant))

3/3/18
Date



(Notary Seal)

GIVEN under my hand and seal of office this, the

3rd day of March, 2016

Susan Williams
Notary Public in and for the State of Texas

My Commission expires: 9/28/19

If you make a false statement on this application, you could be found guilty of a Class A misdemeanor or a state jail felony under Texas Penal Code Section 37.10.

Application for Appraised Value Limitation on Qualified Property

APPLICATION TAB ORDER FOR REQUESTED ATTACHMENTS

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

TAB 02

Proof of Payment of Application Fee

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

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

TAB 03

Documentation of Combined Group Membership

**Documentation of combined
group received by the
Texas Comptroller
of Public Accounts**

TAB 04

Detailed Description of Project

DETAILED PROJECT DESCRIPTION OF QUALIFIED INVESTMENT
PECOS-BARSTOW-TOYAH INDEPENDENT SCHOOL DISTRICT

Brazos Delaware, LLC (or "the Company") is a midstream energy company, whose primary activities include gas and crude gathering, treating, terminals and processing. With an initial focus on Texas and the adjoining states of New Mexico and Oklahoma, Brazos desires to ensure constrained producers reliable access to high value markets.

Oklahoma
New Mexico
Texas

Proposed Project Description

Brazos Delaware, LLC proposes to build a new (Phase I) 60 MMcf/d Gas Processing Plant and (Phase II) a 200MMcf/d Gas Processing Plant in Pecos-Barstow-Toyah ISD/Reeves County, Texas. Projected timeline for Brazos to start construction is July of 2016 and start hiring the new employees in August of 2016. This should allow for completion and commencement of Phase I commercial operations to start in December of 2016, followed by Phase II with an estimated completion date of December 2017.

Cryogenic Natural Gas Processing Plants

The Comanche Plant would include the installation of two (2) refrigerated cryogenic gas plants. (Phase I 60MMcf/d and Phase II 200MMcf/d) If completed, the Comanche Gas Processing Plant will be designed to process 260MMcf/d of gas and would include the following components, providing long-term processing, compression and residue gas takeaway:

- Buildings, Foundations, Inlet Separator, Amine Unit, Boilers, Heat Exchangers, Natural Gas/Air/H2O Piping, Control
- Valves, Dehydration Units, Knock Out Drums, Slug Catcher, Compressors, Vessels, Heat Exchanger, SCADA plus Controls.
- Environmental: (A) Flare-Stack, Scrubber, and Leak Detection; (L) Liners, Containment.

TAB 05

Limitation as Determining Factor

Limitation as Determining Factor w/ability to locate or relocate:

Brazos Delaware, LLC (or "the Company") Brazos Delaware, LLC provides gathering systems, and liquids handling and compressor stations. The company offers designs and operates natural gas or crude oil gathering facilities; low-pressure and high-pressure compression facilities; and processing and treating facilities, as well as condensate stabilization and vapor recovery systems. It serves producers in Texas and the adjoining states. Brazos Midstream currently operates a crude terminal and natural gas gathering systems in far West Texas soon to be expanding into Southern New Mexico.

As the primary available property tax incentive in Texas, a 313 agreement is vital to the proposed Comanche Plant economics just as potential customer response will be. Both factors will be considered before any determination is made. Moreover, other potential projects are presently competing for the same capital expenditures by our company, including possible gas processing plants, gathering and crude terminals in Southern New Mexico.

TAB 06

N/A

DETAILED PROJECT DESCRIPTION OF QUALIFIED INVESTMENT
PECOS-BARSTOW-TOYAH INDEPENDENT SCHOOL DISTRICT

Brazos Delaware, LLC (or "the Company") is a midstream energy company, whose primary activities include gas and crude gathering, treating, terminals and processing. With an initial focus on Texas and the adjoining states of New Mexico and Oklahoma, Brazos desires to ensure constrained producers reliable access to high value markets.

Oklahoma
New Mexico
Texas

Proposed Project Description

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- Valves, Dehydration Units, Knock Out Drums, Slug Catcher, Compressors, Vessels, Heat Exchanger, SCADA plus Controls.
- Environmental: (A) Flare-Stack, Scrubber, and Leak Detection; (L) Liners, Containment.

TAB 08

Please refer to Tab 07

TAB 09

Description of Land

Proposed Reinvestment Zone

**40.01 ACRES
1,742,730 S.F.**

WOLF BONE RANCH
PARTNERS LLC
BOOK 861, PAGE 583
O.P.R.C.T.
SECTION 5, BLOCK C4
PUBLIC SCHOOL LANDS SURVEY
ABSTRACT NO. 4604
REEVES COUNTY, TEXAS

BLOCK C4
BLOCK C5

PUBLIC SCHOOL LANDS SURVEY

PROPOSED SITE BEARINGS AND DISTANCES TABLE		
LINE	BEARING	DISTANCE
L1	S 76°34'31" E	1320.17'
L2	S 14°25'37" W	1320.22'
L3	N 76°34'42" W	1320.22'
L4	N 14°25'44" E	1320.29'

EXHIBIT "A"
PROPERTY DESCRIPTION
40.01 ACRES/1,742,730 S.F.

BEING A 40.01 ACRE (1,742,730 SQUARE FOOT) TRACT OF LAND SITUATED IN SECTION 5, BLOCK C4, PUBLIC SCHOOL LAND SURVEY, ABSTRACT NO. 4604, REEVES COUNTY TEXAS AND BEING PART OF A TRACT OF LAND DESCRIBED IN DEED TO WOLF BONE RANCH PARTNERS LLC AS RECORDED IN BOOK 861, PAGE 583 OF THE OFFICIAL PROPERTY RECORDS OF REEVES COUNTY, TEXAS. SAID 40.01 ACRE TRACT BEING MORE PARTICULARLY DESCRIBED BY METES AND BOUNDS AS FOLLOWS:

(BEARINGS, DISTANCES, AREA AND COORDINATES ARE GRID BASED ON GPS OBSERVATIONS AND CONFORM TO THE "TEXAS COORDINATE SYSTEM" TEXAS CENTRAL ZONE, NORTH AMERICAN DATUM OF 1983. THE CONVERGENCE ANGLE AT THE POINT OF BEGINNING IS -01°29'23.3" AND THE COMBINED SCALE FACTOR IS 0.999773920)

BEGINNING AT A 1/2" REINFORCING BAR WITH ORANGE PLASTIC CAP STAMPED "TRANSGLOBAL SERVICES" SET (HEREINAFTER CALLED A 1/2" REINFORCING BAR SET) (N:10453700.47 E:1393456.83) FOR THE NORTH CORNER OF SAID 40.01 ACRE TRACT, FROM WHICH THE NORTH CORNER OF SAID SECTION 5 BEARS N 13°25'18" E, A DISTANCE OF 9.91 FEET AND N 76°34'42" W, A DISTANCE OF 423.32 FEET AND FROM SAID CORNER A 1/2" CAPPED IRON ROD STAMPED "PLS 1974" FOUND BEARS N 75°48'20" E, A DISTANCE OF 422.53 FEET;

THENCE, S 76°34'31" E, A DISTANCE OF 1320.17 FEET TO A 1/2" REINFORCING BAR SET (N:10453393.97, E:1394740.99) FOR THE EAST CORNER OF SAID 40.01 ACRE TRACT;

THENCE, S 14°25'37" W, A DISTANCE OF 1320.22 FEET TO A 1/2" REINFORCING BAR SET (N:10452115.38, E:1394412.01) FOR THE SOUTH CORNER OF SAID 40.01 ACRE TRACT;

THENCE, N 76°34'42" W, A DISTANCE OF 1320.22 FEET TO A 1/2" REINFORCING BAR SET (N:10452421.82, E:1393127.84) FOR THE WEST CORNER OF SAID 40.01 ACRE TRACT, FROM WHICH THE WEST CORNER OF SAID SECTION 5 BEARS N 76°35'18" W, A DISTANCE OF 399.89 FEET AND S 13°24'42" W, A DISTANCE OF 3319.59 FEET AND FROM SAID CORNER A 2" IRON PIPE FOUND BEARS N 13°24'42" E, A DISTANCE OF 0.28 FEET;

THENCE, N 14°25'44" E, A DISTANCE OF 1320.29 FEET TO THE POINT OF BEGINNING AND CONTAINING A CALCULATED AREA OF 40.01 ACRES OR 1,742,730 SQUARE FEET OF LAND.



Timothy A. Nold
Registered Professional Land Surveyor
Texas Registration No. 5658

2/1/2016
Date



- LEGEND**
- 1/2" REINFORCING BAR SET WITH ORANGE PLASTIC CAP STAMPED "TRANSGLOBAL SERVICES"
 - MONUMENT FOUND - TYPE AS NOTED
 - D.R.R.C.T. DEED RECORDS, REEVES COUNTY, TEXAS
 - O.P.R.C.T. OFFICIAL PUBLIC RECORDS, REEVES COUNTY, TEXAS

NOTES:
1. BEARINGS, DISTANCES, AREA AND COORDINATES ARE GRID BASED ON GPS OBSERVATIONS AND CONFORM TO THE "TEXAS COORDINATE SYSTEM" TEXAS CENTRAL ZONE, NORTH AMERICAN DATUM OF 1983. THE CONVERGENCE ANGLE AT THE POINT OF BEGINNING IS -01°29'23.3" AND THE COMBINED SCALE FACTOR IS 0.999773920.

2. THIS SURVEY WAS PREPARED WITHOUT THE BENEFIT OF A COMMITMENT FOR TITLE INSURANCE, NOT ALL EASEMENTS OR OTHER MATTERS OF TITLE MAY BE SHOWN.

3. LOCATION OF IMPROVEMENTS WAS BEYOND COMMISSIONED SCOPE OF THIS PROJECT AND HAS BEEN SPECIFICALLY OMITTED.

4. ALL MONUMENTS ARE A 1/2" INCH REINFORCING BAR SET WITH ORANGE PLASTIC CAP STAMPED "TRANSGLOBAL SERVICES" UNLESS OTHERWISE NOTED.

5. ASTERISKS (*) DENOTE CONTROLLING MONUMENTS.

REV.	DATE	BY	DESCRIPTION	CHK
TGS PROJECT NO.: 1601108				
8205 Camp Bowie West, Suite 204 Fort Worth, Texas 76116 (817) 529-1180 ~ Fax (817) 529-1181 TOLPS FIRM 10193740				

		Survey Plat of a 40.01 Acre/1,742,730 S.F. Tract Sited in SECTION 5, BLOCK C4 PUBLIC SCHOOL LAND SURVEY ABSTRACT NO. 4604 Reeves County, Texas	
		DRAWN BY: RC DATE: 01-28-16 CHECKED BY: TAN DATE: 01-29-16 SCALE: 1"=1000' AFE: PLT001	
DWG. NO. 1601108 JAGGED PEAK PLANT STEERING PAGE 1 OF 1		REV. 0	

[TaxNetUSA](#) > [Texas](#) > [Reeves County](#) > [Detail Report](#)

PIDN: R000011832 GEO: 01160-00050-00000-000000

Owner Name WOLF BONE RANCH PARTNERS LLC**Mailing Address** 110 W LOUISIANA ST STE 500
MIDLAND, TX 79701**Location** 0**Legal** Acres: 492.000 Blk: C-4 Tract: 5 AB 4604 BLK C-4 SEC 5PSL**Value Information****2015 Certified**

Land Value	\$0.00
Improvement Value	\$0.00
AG Value	\$22,140.00
AG Productivity Value	\$1,480.00
Market Value	\$22,140.00
Previous Year Value	\$22,140.00

Data up to date as of Sep 1, 2015 including 2015 Certified values.

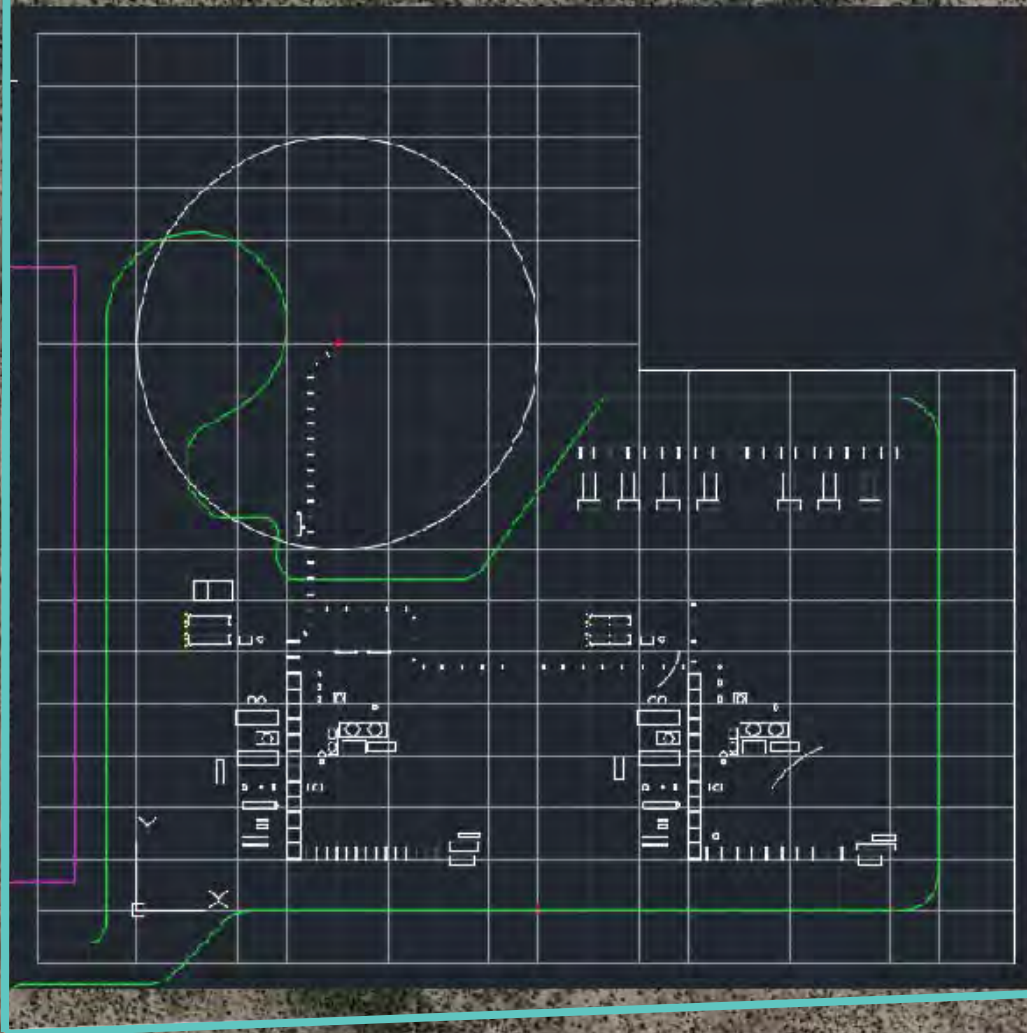
A Property Detail report is available. You must have an account with TaxNetUSA to view Property Detail reports.[Sign in](#) or [sign up for free](#) to access:

Property Details
Taxing Jurisdictions
Estimated Property Taxes
Improvement Details

[View Sample Report](#)

Map of Qualified Property within Reinvestment Zone

Reinvestment Zone Boundary



TAB 10

Description of Existing Improvements

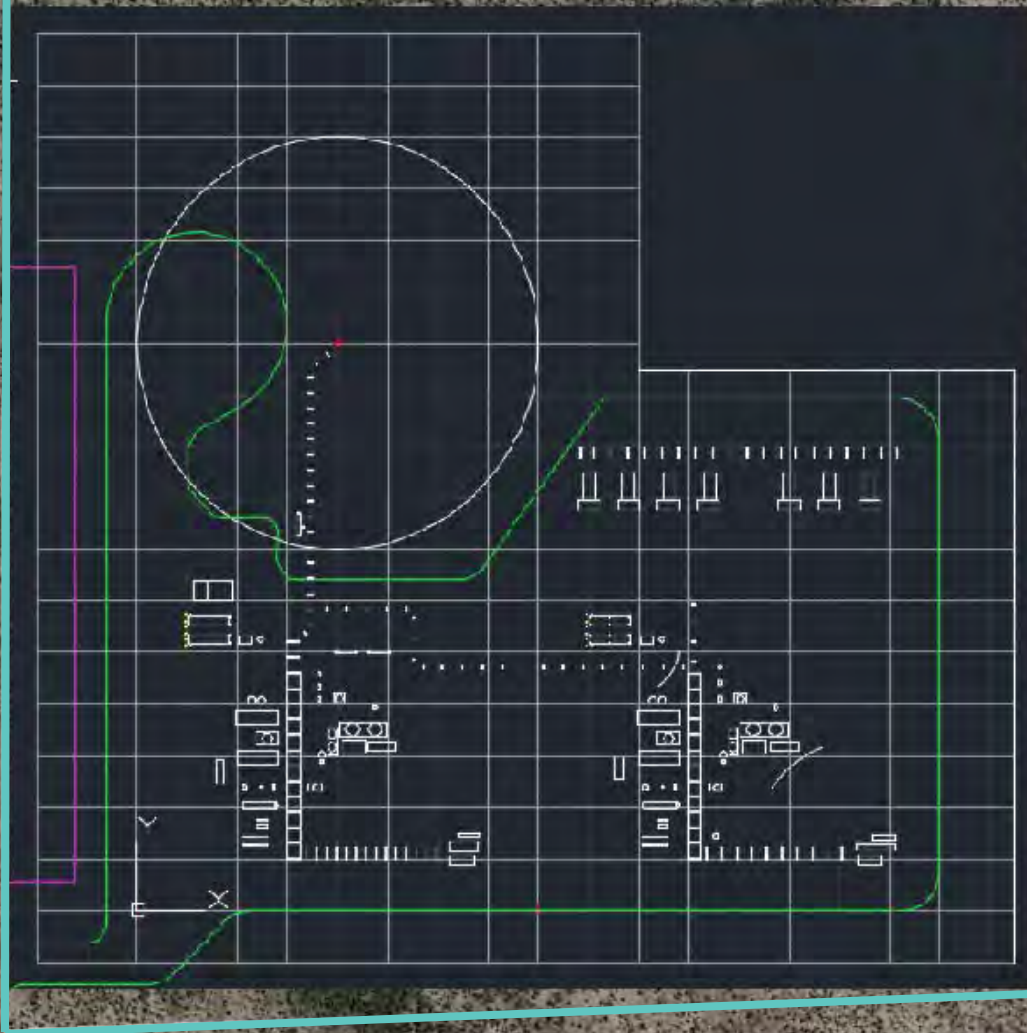
There are no existing improvements related to the proposed project at this site.

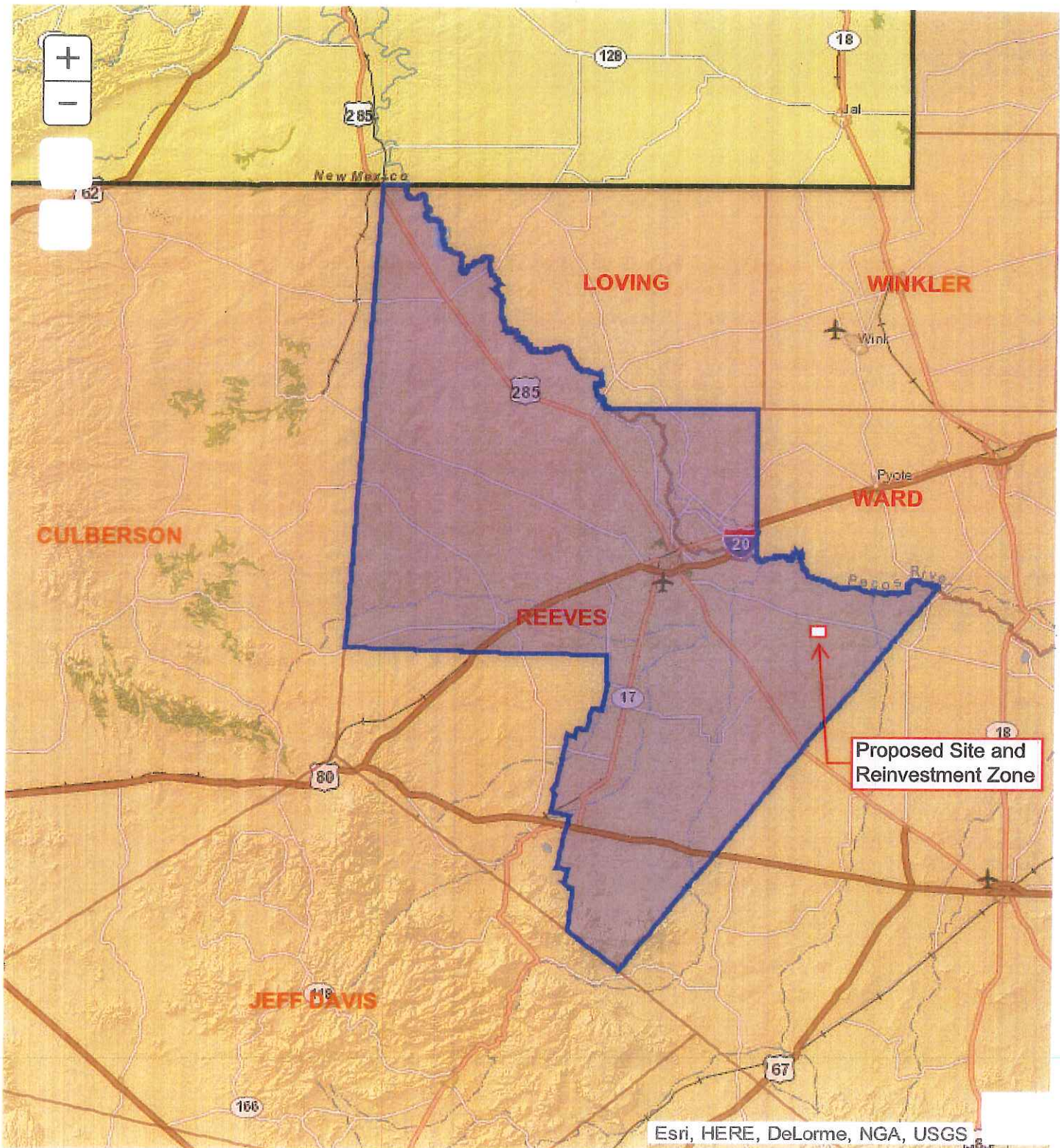
TAB 11

Maps

Map of Qualified Property within Reinvestment Zone

Reinvestment Zone Boundary





Potential Plant Site

Comanche Plant

1450

Legend

 Proposed Site and Reinvestment Zone

 Proposed Site and Reinvestment Zone

Google earth

© 2016 Google

103

N

4000 ft

Potential Plant Site

Cornanche Plant

Legend

Proposed Site and Reinvestment Zone

1450

Proposed Site and Reinvestment Zone

285

Google earth

© 2016 Google

N

5 mi

Potential Plant Site

Comanche Plant

57
Legend

Proposed Site and Reinvestment Zone

Barstow

W 3rd St
Pecos

20

17
Lindsay

285

1450

Proposed Site and Reinvestment Zone

Coy

Google earth

© 2016 Google

N

10 mi

EXHIBIT "A"
PROPERTY DESCRIPTION
40.01 ACRES/1,742,730 S.F.

BEING A 40.01 ACRE (1,742,730 SQUARE FOOT) TRACT OF LAND SITUATED IN SECTION 5, BLOCK C4, PUBLIC SCHOOL LAND SURVEY, ABSTRACT No. 4604, REEVES COUNTY TEXAS AND BEING PART OF A TRACT OF LAND DESCRIBED IN DEED TO WOLF BONE RANCH PARTNERS LLC AS RECORDED IN BOOK 861, PAGE 583 OF THE OFFICIAL PROPERTY RECORDS OF REEVES COUNTY, TEXAS. SAID 40.01 ACRE TRACT BEING MORE PARTICULARLY DESCRIBED BY METES AND BOUNDS AS FOLLOWS:

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PROPOSED SITE BEARINGS AND DISTANCES TABLE		
LINE	BEARING	DISTANCE
L1	S 76°34'31" E	1320.17'
L2	S 14°25'37" W	1320.22'
L3	N 76°34'42" W	1320.22'
L4	N 14°25'44" E	1320.29'

Timothy A. Nold
Registered Professional Land Surveyor
Texas Registration No. 5658

2/1/2016
Date



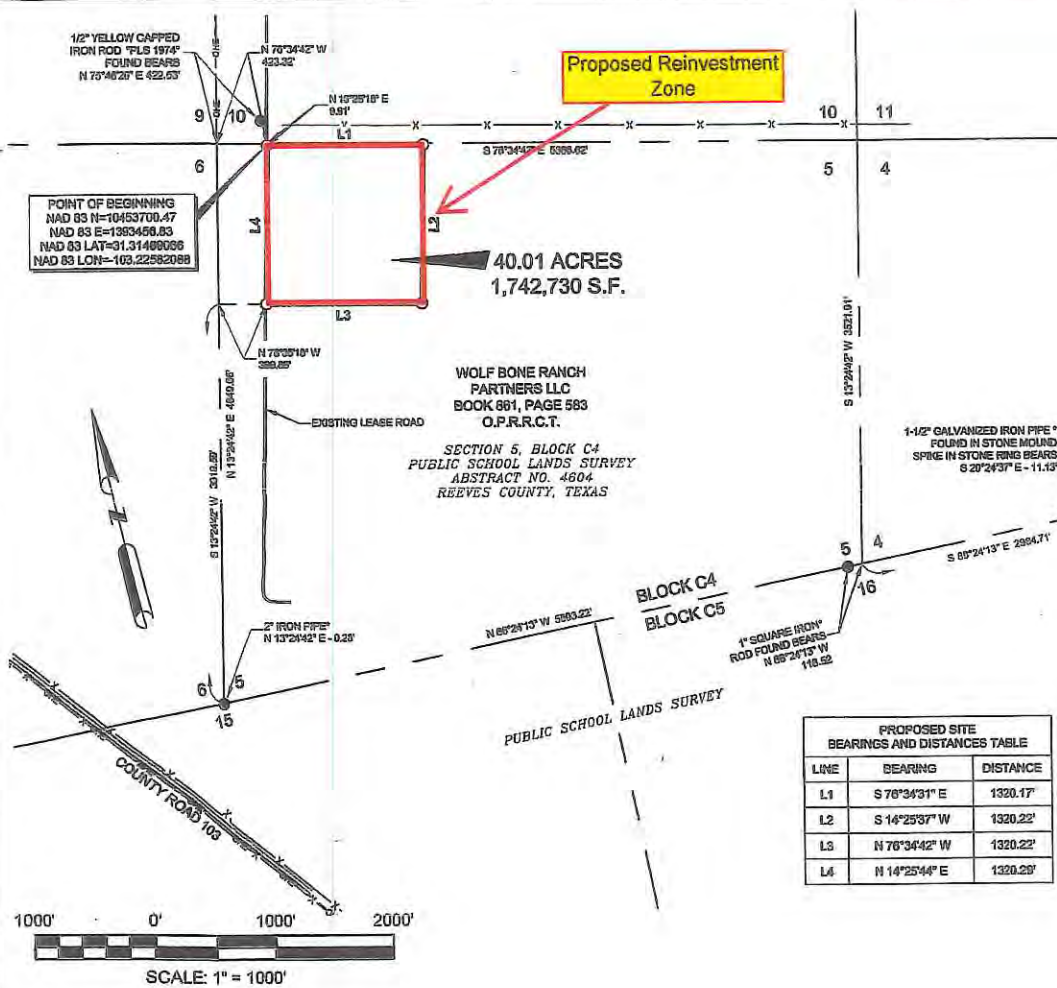
Survey Plat
of a
40.01 Acre/1,742,730 S.F. Tract
Situated in
SECTION 5, BLOCK C4
PUBLIC SCHOOL LAND SURVEY
ABSTRACT No. 4604
Reeves County, Texas

REV.	DATE	BY	DESCRIPTION	CHK



8205 Camp Bowie West, Suite 204
Fort Worth, Texas 76116
(817) 529-1180 ~ Fax (817) 529-1181
TEPLS FIRM# 10153740

DRAWN BY: RG	DATE: 01-28-16	DWG. NO. 1801108 JAGGED PINK PLANT SIEGUNG	REV. 0
CHECKED BY: TAN	DATE: 01-28-16	SCALE: 1"=1000'	AFE: PLT001
			PAGE 1 OF 1



- LEGEND
- 1/2" REINFORCING BAR SET WITH ORANGE PLASTIC CAP STAMPED "TRANSGLOBAL SERVICES"
 - MONUMENT FOUND - TYPE AS NOTED
 - D.R.R.C.T. DEED RECORDS, REEVES COUNTY, TEXAS
 - O.P.R.R.C.T. OFFICIAL PUBLIC RECORDS, REEVES COUNTY, TEXAS

- NOTES:
1. BEARINGS, DISTANCES, AREA AND COORDINATES ARE GRID BASED ON GPS OBSERVATIONS AND CONFORM TO THE "TEXAS COORDINATE SYSTEM" TEXAS CENTRAL ZONE, NORTH AMERICAN DATUM OF 1983. THE CONVERGENCE ANGLE AT THE POINT OF BEGINNING IS -01°29'23.3" AND THE COMBINED SCALE FACTOR IS 0.999773920.
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 5. ASTERISKS (*) DENOTE CONTROLLING MONUMENTS.

TAB 12

Request for Job Waiver

N/A

TAB 13

Calculation of Wage Requirements

Calculation of Wage Information - Based on Most Recent Data Available

110% of County Average Weekly Wage for all Jobs

2014	4Q	\$	814
2015	1Q	\$	817
2015	2Q	\$	742
2015	3Q	\$	768

$$\begin{array}{rcl} \$ 3,141 & /4 = & \$785 \text{ average weekly salary} \\ & & \underline{\times 1.1 (110\%)} \\ & & \$ 863.78 \end{array}$$

110% of County Average Weekly Wage for Manufacturing Jobs in County

2014	4Q	\$	342
2015	1Q	\$	306
2015	2Q	\$	393
2015	3Q	\$	607

--

$$\begin{array}{rcl} \$ 1,648 & /4 = & \$412 \text{ average weekly salary} \\ & & \underline{\times 1.1 (110\%)} \\ & & \$ 453.20 \end{array}$$

110% of County Average Weekly Wage for Manufacturing Jobs in Region

\$49,196.00 per year in Permian Basin

X1.10 (110%)

\$54,115.60

2014 Manufacturing Average Wages by Council of Government Region
Wages for All Occupations

COG	Wages	
	Hourly	Annual
Texas	\$24.18	\$50,305
<u>1. Panhandle Regional Planning Commission</u>	\$21.07	\$43,821
<u>2. South Plains Association of Governments</u>	\$16.75	\$34,834
<u>3. NORTEX Regional Planning Commission</u>	\$20.23	\$42,077
<u>4. North Central Texas Council of Governments</u>	\$25.32	\$52,672
<u>5. Ark-Tex Council of Governments</u>	\$17.80	\$37,017
<u>6. East Texas Council of Governments</u>	\$19.87	\$41,332
<u>7. West Central Texas Council of Governments</u>	\$19.41	\$40,365
<u>8. Rio Grande Council of Governments</u>	\$17.82	\$37,063
<u>9. Permian Basin Regional Planning Commission</u>	\$23.65	\$49,196
<u>10. Concho Valley Council of Governments</u>	\$18.70	\$38,886
<u>11. Heart of Texas Council of Governments</u>	\$20.98	\$43,636
<u>12. Capital Area Council of Governments</u>	\$28.34	\$58,937
<u>13. Brazos Valley Council of Governments</u>	\$17.57	\$36,547
<u>14. Deep East Texas Council of Governments</u>	\$17.76	\$36,939
<u>15. South East Texas Regional Planning Commission</u>	\$29.21	\$60,754
<u>16. Houston-Galveston Area Council</u>	\$26.21	\$54,524
<u>17. Golden Crescent Regional Planning Commission</u>	\$23.31	\$48,487
<u>18. Alamo Area Council of Governments</u>	\$19.46	\$40,477
<u>19. South Texas Development Council</u>	\$13.91	\$28,923
<u>20. Coastal Bend Council of Governments</u>	\$25.12	\$52,240
<u>21. Lower Rio Grande Valley Development Council</u>	\$16.25	\$33,808
<u>22. Texoma Council of Governments</u>	\$20.51	\$42,668
<u>23. Central Texas Council of Governments</u>	\$18.02	\$37,486
<u>24. Middle Rio Grande Development Council</u>	\$20.02	\$41,646

Source: Texas Occupational Employment and Wages

Data published: July 2015

Data published annually, next update will be July 31, 2016

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.

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
2014	1st Qtr	Reeves County	Total All	31	2	31-33	Manufacturing	\$353
2015	1st Qtr	Reeves County	Total All	31	2	31-33	Manufacturing	\$306
2014	2nd Qtr	Reeves County	Total All	31	2	31-33	Manufacturing	\$351
2015	2nd Qtr	Reeves County	Total All	31	2	31-33	Manufacturing	\$393
2014	3rd Qtr	Reeves County	Total All	31	2	31-33	Manufacturing	\$330
2015	3rd Qtr	Reeves County	Total All	31	2	31-33	Manufacturing	\$607
2014	4th Qtr	Reeves County	Total All	31	2	31-33	Manufacturing	\$342

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
2015	1st Qtr	Reeves County	Total All	00	0	10	Total, All Industries	\$817
2015	2nd Qtr	Reeves County	Total All	00	0	10	Total, All Industries	\$742
2015	3rd Qtr	Reeves County	Total All	00	0	10	Total, All Industries	\$768
2014	3rd Qtr	Reeves County	Total All	00	0	10	Total, All Industries	\$796
2014	4th Qtr	Reeves County	Total All	00	0	10	Total, All Industries	\$814
2014	1st Qtr	Reeves County	Total All	00	0	10	Total, All Industries	\$760
2014	2nd Qtr	Reeves County	Total All	00	0	10	Total, All Industries	\$731

TAB 14

Schedules A1 - D

PROPERTY INVESTMENT AMOUNTS								
(Estimated Investment in each year. Do not put cumulative totals.)								
				Column A	Column B	Column C	Column D	Column E
	Year	School Year (YYYY-YYYY)	Tax Year (Fill in actual tax year below) YYYY	New investment (original cost) in tangible personal property placed in service during this year that will become Qualified Property	New investment made during this year in buildings or permanent nonremovable components of buildings that will become Qualified Property	Other new investment made during this year that will not become Qualified Property [SEE NOTE]	Other new investment made during this year that may become Qualified Property [SEE NOTE]	Total Investment (Sum of Columns A+B+C+D)
Investment made before filing complete application with district	Year preceding the first complete tax year of the qualifying time period (assuming no deferrals of qualifying time period)	2016-2017	2016	[The only other investment made before filing complete application with district that may become Qualified Property is land]				
Investment made after filing complete application with district, but before final board approval of application								
Investment made after final board approval of application and before Jan. 1 of first complete tax year of qualifying time period				\$ 55,000,000.00	\$ -	\$ -	\$ -	\$ 55,000,000.00
Complete tax years of qualifying time period	QTP1	2017-2018	2017	\$ 95,000,000.00	\$ -	\$ -	\$ -	\$ 95,000,000.00
	QTP2	2018-2019	2018	\$ -	\$ -	\$ -	\$ -	\$ -
Total Investment through Qualifying Time Period [ENTER this row in Schedule A2]				\$ 150,000,000.00	\$ -	\$ -	\$ -	\$ 150,000,000.00
				Enter amounts from TOTAL row above in Schedule A2				
Total Qualified Investment (sum of green cells)				\$ 150,000,000.00				

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

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

Only tangible personal property that is specifically described in the application can become qualified property.

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

Column C: Dollar value of other investment that may affect economic impact and total value. Examples of other investment that will not become qualified property include investment meeting the definition of 313.021(1) but not creating a new improvement as defined by TAC 9.1051. This is proposed property that functionally replaces existing property; is used to maintain, refurbish, renovate, modify or upgrade existing property; or is affixed to existing property—described in SECTION 13, question #9 of the application.

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

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

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

PROPERTY INVESTMENT AMOUNTS								
(Estimated investment in each year. Do not put cumulative totals.)								
				Column A	Column B	Column C	Column D	Column E
	Year	School Year (YYYY-YYYY)	Tax Year (Fill in actual tax year below) YYYY	New investment (original cost) in tangible personal property placed in service during this year that will become Qualified Property	New investment made during this year in buildings or permanent nonremovable components of buildings that will become Qualified Property	Other investment made during this year that will not become Qualified Property (SEE NOTE)	Other investment made during this year that will become Qualified Property (SEE NOTE)	Total Investment (A+B+C+D)
Total Investment from Schedule A1*	—	TOTALS FROM SCHEDULE A1			Enter amounts from TOTAL row in Schedule A1 in the row below			
				\$ 150,000,000.00				\$ 150,000,000.00
Each year prior to start of value limitation period** <i>Insert as many rows as necessary</i>	0	2016-2017	2016	\$ 55,000,000.00				\$ 55,000,000.00
Each year prior to start of value limitation period** <i>Insert as many rows as necessary</i>	0	2017-2018	2017	\$ 95,000,000.00				\$ 95,000,000.00
Value limitation period***	1	2018-2019	2018					
	2	2019-2020	2019					
	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					
Total investment made through limitation				\$ 150,000,000.00				\$ 150,000,000.00
Continue to maintain viable presence	11	2028-2029	2028					
	12	2029-2030	2029					
	13	2030-2031	2030					
	14	2031-2032	2031					
	15	2032-2033	2032					
Additional years for 25 year economic impact as required by 313.026(c)(1)	16	2033-2034	2033					
	17	2034-2035	2034					
	18	2035-2036	2035					
	19	2036-2037	2036					
	20	2037-2038	2037					
	21	2038-2039	2038					
	22	2039-2040	2039					
	23	2040-2041	2040					
	24	2041-2042	2041					
	25	2042-2043	2042					

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

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

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

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

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

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

Column C: Dollar value of other investment that may affect economic impact and total value. Examples of other investment that will not become qualified property include investment meeting the definition of 313.021(1) but not creating a new improvement as defined by TAC 9.1051. This is proposed property that functionally replaces existing property; is used to maintain, refurbish, renovate, modify or upgrade existing property; or is affixed to existing property—described in SECTION 13, question #5 of the application.

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

Applicant Name

ISD Name

Brazos Delaware, LLC
Pecos-Barstow-Toyah ISD

Form 50-296A

Revised Feb 2014

	Year	School Year (YYYY-YYYY)	Tax Year (Fill in actual tax year) YYYY	Qualified Property			Estimated Taxable Value		
				Estimated Market Value of Land	Estimated Total Market Value of new buildings or other new improvements	Estimated Total Market Value of tangible personal property in the new buildings or "in or on the new improvements"	Market Value less any exemptions (such as pollution control) and before limitation	Final taxable value for I&S after all reductions	Final taxable value for M&O after all reductions
Each year prior to start of Value Limitation Period	0	2016-2017	2016	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Each year prior to start of Value Limitation Period	0	2017-2018	2017	\$ -	\$ -	\$ 45,000,000.00	\$ 45,000,000.00	\$ 45,000,000.00	\$ 45,000,000.00
Value Limitation Period	1	2018-2019	2018	\$ -	\$ -	\$ 135,000,000.00	\$ 135,000,000.00	\$ 135,000,000.00	\$ 30,000,000.00
	2	2019-2020	2019	\$ -	\$ -	\$ 129,600,000.00	\$ 129,600,000.00	\$ 129,600,000.00	\$ 30,000,000.00
	3	2020-2021	2020	\$ -	\$ -	\$ 124,200,000.00	\$ 124,200,000.00	\$ 124,200,000.00	\$ 30,000,000.00
	4	2021-2022	2021	\$ -	\$ -	\$ 118,800,000.00	\$ 118,800,000.00	\$ 118,800,000.00	\$ 30,000,000.00
	5	2022-2023	2022	\$ -	\$ -	\$ 113,400,000.00	\$ 113,400,000.00	\$ 113,400,000.00	\$ 30,000,000.00
	6	2023-2024	2023	\$ -	\$ -	\$ 108,000,000.00	\$ 108,000,000.00	\$ 108,000,000.00	\$ 30,000,000.00
	7	2024-2025	2024	\$ -	\$ -	\$ 102,600,000.00	\$ 102,600,000.00	\$ 102,600,000.00	\$ 30,000,000.00
	8	2025-2026	2025	\$ -	\$ -	\$ 97,200,000.00	\$ 97,200,000.00	\$ 97,200,000.00	\$ 30,000,000.00
	9	2026-2027	2026	\$ -	\$ -	\$ 91,800,000.00	\$ 91,800,000.00	\$ 91,800,000.00	\$ 30,000,000.00
	10	2027-2028	2027	\$ -	\$ -	\$ 86,400,000.00	\$ 86,400,000.00	\$ 86,400,000.00	\$ 30,000,000.00
Continue to maintain viable presence	11	2028-2029	2028	\$ -	\$ -	\$ 81,000,000.00	\$ 81,000,000.00	\$ 81,000,000.00	\$ 81,000,000.00
	12	2029-2030	2029	\$ -	\$ -	\$ 75,600,000.00	\$ 75,600,000.00	\$ 75,600,000.00	\$ 75,600,000.00
	13	2030-2031	2030	\$ -	\$ -	\$ 70,200,000.00	\$ 70,200,000.00	\$ 70,200,000.00	\$ 70,200,000.00
	14	2031-2032	2031	\$ -	\$ -	\$ 64,800,000.00	\$ 64,800,000.00	\$ 64,800,000.00	\$ 64,800,000.00
	15	2032-2033	2032	\$ -	\$ -	\$ 59,400,000.00	\$ 59,400,000.00	\$ 59,400,000.00	\$ 59,400,000.00
Additional years for 25 year economic impact as required by 313.026(c)(1)	16	2033-2034	2033	\$ -	\$ -	\$ 54,000,000.00	\$ 54,000,000.00	\$ 54,000,000.00	\$ 54,000,000.00
	17	2034-2035	2034	\$ -	\$ -	\$ 48,600,000.00	\$ 48,600,000.00	\$ 48,600,000.00	\$ 48,600,000.00
	18	2035-2036	2035	\$ -	\$ -	\$ 43,200,000.00	\$ 43,200,000.00	\$ 43,200,000.00	\$ 43,200,000.00
	19	2036-2037	2036	\$ -	\$ -	\$ 37,800,000.00	\$ 37,800,000.00	\$ 37,800,000.00	\$ 37,800,000.00
	20	2037-2038	2037	\$ -	\$ -	\$ 33,750,000.00	\$ 33,750,000.00	\$ 33,750,000.00	\$ 33,750,000.00
	21	2038-2039	2038	\$ -	\$ -	\$ 33,750,000.00	\$ 33,750,000.00	\$ 33,750,000.00	\$ 33,750,000.00
	22	2039-2040	2039	\$ -	\$ -	\$ 33,750,000.00	\$ 33,750,000.00	\$ 33,750,000.00	\$ 33,750,000.00
	23	2040-2041	2040	\$ -	\$ -	\$ 33,750,000.00	\$ 33,750,000.00	\$ 33,750,000.00	\$ 33,750,000.00
	24	2041-2042	2041	\$ -	\$ -	\$ 33,750,000.00	\$ 33,750,000.00	\$ 33,750,000.00	\$ 33,750,000.00
	25	2042-2043	2042	\$ -	\$ -	\$ 33,750,000.00	\$ 33,750,000.00	\$ 33,750,000.00	\$ 33,750,000.00

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

Only include market value for eligible property on this schedule.

Schedule C: Employment Information

Applicant Name Brazos Delaware, LLC
 ISD Name Pecos-Barstow-Toyah ISD

Form 50-296A

Revised Feb 2014

				Construction		Non-Qualifying Jobs	Qualifying Jobs	
				Column A	Column B	Column C	Column D	Column E
	Year	School Year (YYYY-YYYY)	Tax Year (Actual tax year) YYYY	Number of Construction FTE's or man-hours (specify)	Average annual wage rates for construction workers	Number of non-qualifying jobs applicant estimates it will create (cumulative)	Number of new qualifying jobs applicant commits to create meeting all criteria of Sec. 313.021(3) (cumulative)	Average annual wage of new qualifying jobs
Each year prior to start of Value Limitation Period Insert as many rows as necessary	0	2016-2017	2016	75 FTE	\$ 55,000.00	N/A	0	N/A
Each year prior to start of Value Limitation Period Insert as many rows as necessary	0	2017-2018	2017	125 FTE	\$ 55,000.00	N/A	5	\$ 54,115.60
Value Limitation Period The qualifying time period could overlap the value limitation period.	1	2018-2019	2018			N/A	10	\$ 54,115.60
	2	2019-2020	2019			N/A	10	\$ 54,115.60
	3	2020-2021	2020			N/A	10	\$ 54,115.60
	4	2021-2022	2021			N/A	10	\$ 54,115.60
	5	2022-2023	2022			N/A	10	\$ 54,115.60
	6	2023-2024	2023			N/A	10	\$ 54,115.60
	7	2024-2025	2024			N/A	10	\$ 54,115.60
	8	2025-2026	2025			N/A	10	\$ 54,115.60
	9	2026-2027	2026			N/A	10	\$ 54,115.60
	10	2027-2028	2027			N/A	10	\$ 54,115.60
Years Following Value Limitation Period	11 through 26	2028-2043	2028-2043			N/A	10	\$ 54,115.60

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

- C1. Are the cumulative number of qualifying jobs listed in Column D less than the number of qualifying jobs required by statute? (25) ☐ Yes ☒ No
 If yes, answer the following two questions:
- C1a. Will the applicant request a job waiver, as provided under 313.025(f-1)? ☐ Yes ☒ No
- C1b. Will the applicant avail itself of the provision in 313.021(3)(F)? ☐ Yes ☒ No

Schedule D: Other Incentives (Estimated)

Applicant Name

Brazos Delaware, LLC

Form 50-296A

ISD Name

Pecos-Barstow-Toyah ISD

Revised Feb 2014

State and Local Incentives for which the Applicant intends to apply (Estimated)						
Incentive Description	Taxing Entity (as applicable)	Beginning Year of Benefit	Duration of Benefit	Annual Tax Levy without Incentive	Annual Incentive	Annual Net Tax Levy
Tax Code Chapter 311	County:					
	City:					
	Other:					
Tax Code Chapter 312	County: Reeves County	2018	2022	\$ 620,405.00	Avg 50% Per Yr	\$ 310,202.50
	City:					
	Other:					
Local Government Code Chapters 380/381	County:					
	City:					
	Other:					
Freeport Exemptions						
Non-Annexation Agreements						
Enterprise Zone/Project						
Economic Development Corporation						
Texas Enterprise Fund						
Employee Recruitment						
Skills Development Fund						
Training Facility Space and Equipment						
Infrastructure Incentives						
Permitting Assistance						
Other:						
Other:						
Other:						
Other:						
TOTAL				\$ 620,405.00		\$ 310,202.50

Additional information on incentives for this project:

TAB 15

Economic Impact Study

N/A

TAB 16

Description of Reinvestment Zone

Re-Investment Zone to be created by ISD

Proposed Reinvestment Zone

EXHIBIT "A"
PROPERTY DESCRIPTION
40.01 ACRES/1,742,730 S.F.

BEING A 40.01 ACRE (1,742,730 SQUARE FOOT) TRACT OF LAND SITUATED IN SECTION 5, BLOCK C4, PUBLIC SCHOOL LAND SURVEY, ABSTRACT No. 4604, REEVES COUNTY TEXAS AND BEING PART OF A TRACT OF LAND DESCRIBED IN DEED TO WOLF BONE RANCH PARTNERS LLC AS RECORDED IN BOOK 861, PAGE 583 OF THE OFFICIAL PROPERTY RECORDS OF REEVES COUNTY, TEXAS. SAID 40.01 ACRE TRACT BEING MORE PARTICULARLY DESCRIBED BY METES AND BOUNDS AS FOLLOWS:

(BEARINGS, DISTANCES, AREA AND COORDINATES ARE GRID BASED ON GPS OBSERVATIONS AND CONFORM TO THE "TEXAS COORDINATE SYSTEM" TEXAS CENTRAL ZONE, NORTH AMERICAN DATUM OF 1983. THE CONVERGENCE ANGLE AT THE POINT OF BEGINNING IS -01°29'23.3" AND THE COMBINED SCALE FACTOR IS 0.999773920)

BEGINNING AT A 1/2" REINFORCING BAR WITH ORANGE PLASTIC CAP STAMPED "TRANSGLOBAL SERVICES" SET (HEREINAFTER CALLED A 1/2" REINFORCING BAR SET) (N:10453700.47 E:1393456.83) FOR THE NORTH CORNER OF SAID 40.01 ACRE TRACT, FROM WHICH THE NORTH CORNER OF SAID SECTION 5 BEARS N 13°25'18" E, A DISTANCE OF 9.91 FEET AND N 76°34'42" W, A DISTANCE OF 423.32 FEET AND FROM SAID CORNER A 1/2" CAPPED IRON ROD STAMPED "PLS 1974" FOUND BEARS N 75°48'20" E, A DISTANCE OF 422.53 FEET;

THENCE, S 76°34'31" E, A DISTANCE OF 1320.17 FEET TO A 1/2" REINFORCING BAR SET (N:10453399.97, E:1394740.99) FOR THE EAST CORNER OF SAID 40.01 ACRE TRACT;

THENCE, S 14°25'37" W, A DISTANCE OF 1320.22 FEET TO A 1/2" REINFORCING BAR SET (N:10452115.38, E:1394412.01) FOR THE SOUTH CORNER OF SAID 40.01 ACRE TRACT;

THENCE, N 76°34'42" W, A DISTANCE OF 1320.22 FEET TO A 1/2" REINFORCING BAR SET (N:10452421.82, E:1393127.84) FOR THE WEST CORNER OF SAID 40.01 ACRE TRACT, FROM WHICH THE WEST CORNER OF SAID SECTION 5 BEARS N 76°35'18" W, A DISTANCE OF 399.89 FEET AND S 13°24'42" W, A DISTANCE OF 3319.59 FEET AND FROM SAID CORNER A 2" IRON PIPE FOUND BEARS N 13°24'42" E, A DISTANCE OF 0.28 FEET;

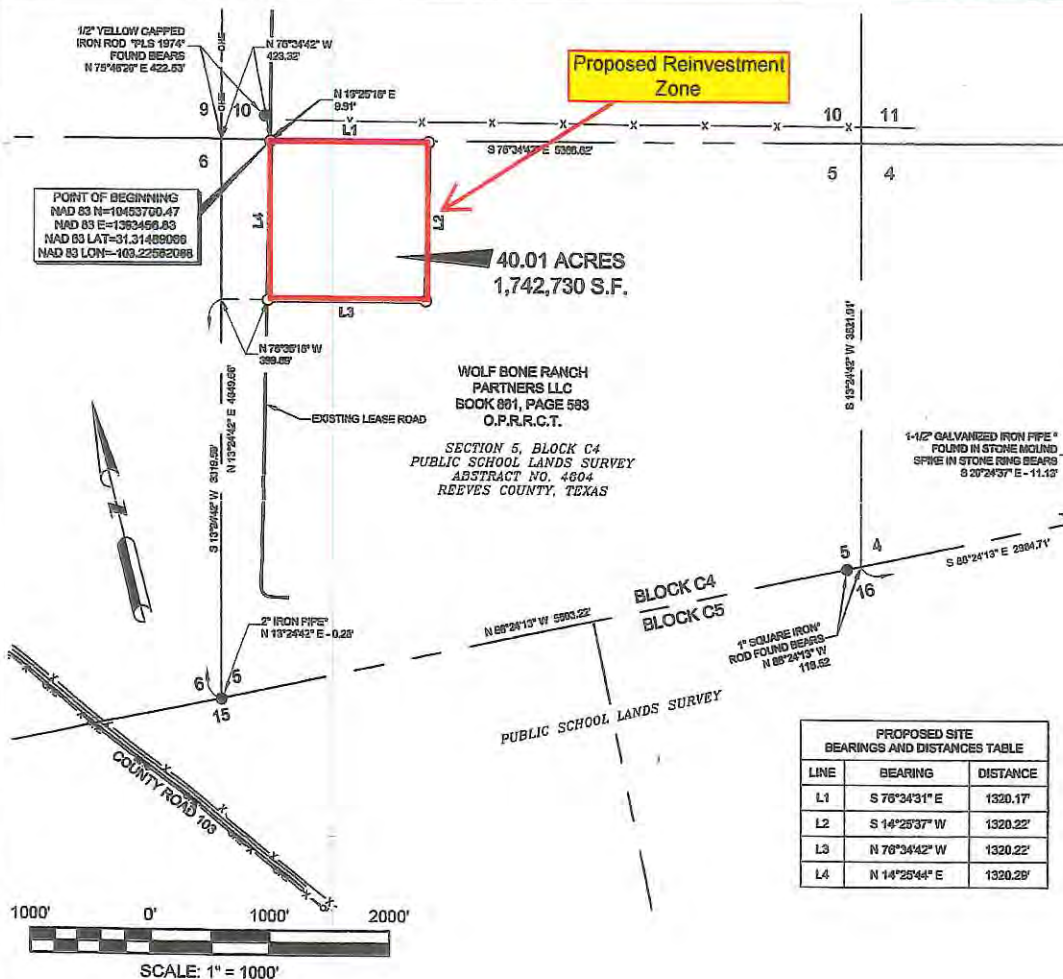
THENCE, N 14°25'44" E, A DISTANCE OF 1320.29 FEET TO THE POINT OF BEGINNING AND CONTAINING A CALCULATED AREA OF 40.01 ACRES OR 1,742,730 SQUARE FEET OF LAND.

PROPOSED SITE BEARINGS AND DISTANCES TABLE		
LINE	BEARING	DISTANCE
L1	S 76°34'31" E	1320.17
L2	S 14°25'37" W	1320.22
L3	N 76°34'42" W	1320.22
L4	N 14°25'44" E	1320.29



Timothy A. Nold
Registered Professional Land Surveyor
Texas Registration No. 5658

2/1/2016
Date



LEGEND

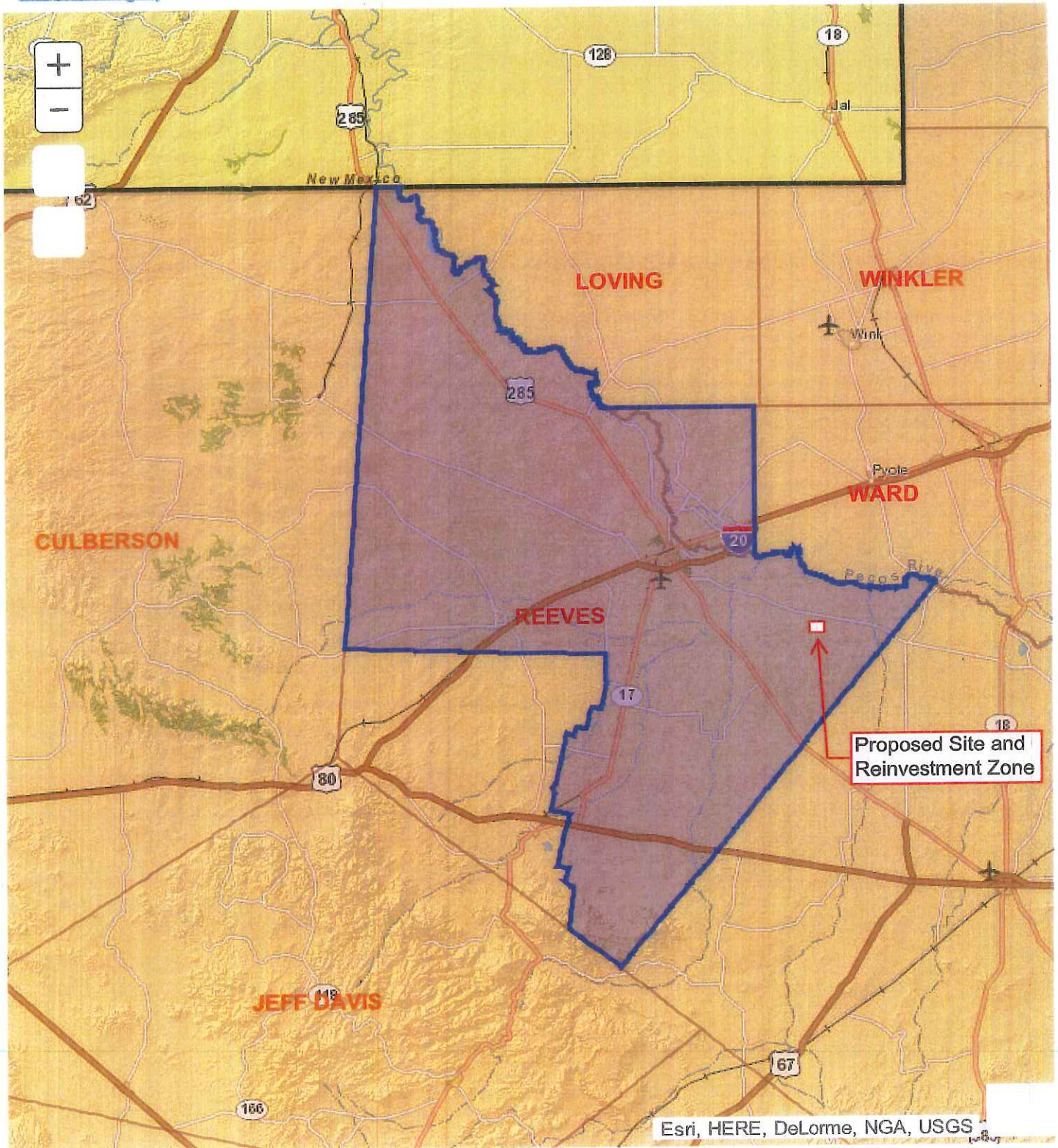
- 1/2" REINFORCING BAR SET WITH ORANGE PLASTIC CAP STAMPED "TRANSGLOBAL SERVICES"
- MONUMENT FOUND - TYPE AS NOTED
- D.R.R.C.T. DEED RECORDS, REEVES COUNTY, TEXAS
- O.P.R.C.T. OFFICIAL PUBLIC RECORDS, REEVES COUNTY, TEXAS

NOTES:

1. BEARINGS, DISTANCES, AREA AND COORDINATES ARE GRID BASED ON GPS OBSERVATIONS AND CONFORM TO THE "TEXAS COORDINATE SYSTEM" TEXAS CENTRAL ZONE, NORTH AMERICAN DATUM OF 1983. THE CONVERGENCE ANGLE AT THE POINT OF BEGINNING IS -01°29'23.3" AND THE COMBINED SCALE FACTOR IS 0.999773920.
2. THIS SURVEY WAS PREPARED WITHOUT THE BENEFIT OF A COMMITMENT FOR TITLE INSURANCE. NOT ALL EASEMENTS OR OTHER MATTERS OF TITLE MAY BE SHOWN.
3. LOCATION OF IMPROVEMENTS WAS BEYOND COMMISSIONED SCOPE OF THIS PROJECT AND HAS BEEN SPECIFICALLY OMITTED.
4. ALL MONUMENTS ARE A 1/2 INCH REINFORCING BAR SET WITH ORANGE PLASTIC CAP STAMPED "TRANSGLOBAL SERVICES" UNLESS OTHERWISE NOTED.
5. ASTERISKS (*) DENOTE CONTROLLING MONUMENTS.

REV.	DATE	BY:	DESCRIPTION	CHK
TGS PROJECT NO.: 1601108				
TRANSGLOBAL SERVICES LLC 8205 Camp Bowie West, Suite 204 Fort Worth, Texas 76116 (817) 529-1180 ~ Fax (817) 529-1181 TBPLS FIRM# 10193740				

Brazos Midstream		Survey Plat		REV.
		of a		
40.01 Acre/1,742,730 S.F. Tract		SITUATED IN		0
SECTION 5, BLOCK C4		PUBLIC SCHOOL LAND SURVEY		
ABSTRACT NO. 4604		REEVES COUNTY, TEXAS		
DRAWN BY: RG	DATE: 01-28-16	DWG. NO.	1601108 JACED PEAK PLANT SITE.DWG	PAGE 1 OF 1
CHECKED BY: TAN	DATE: 01-29-16	SCALE: 1"=1000'	A/E: PLT001	



1450

Potential Plant Site

Comanche Plant

Legend

 Proposed Site and Reinvestment Zone

 Proposed Site and Reinvestment Zone

Google earth

© 2016 Google

103



4000 ft

Potential Plant Site

Comanche Plant

Legend

 Proposed Site and Reinvestment Zone

 Proposed Site and Reinvestment Zone

1450

285

Google earth

© 2016 Google



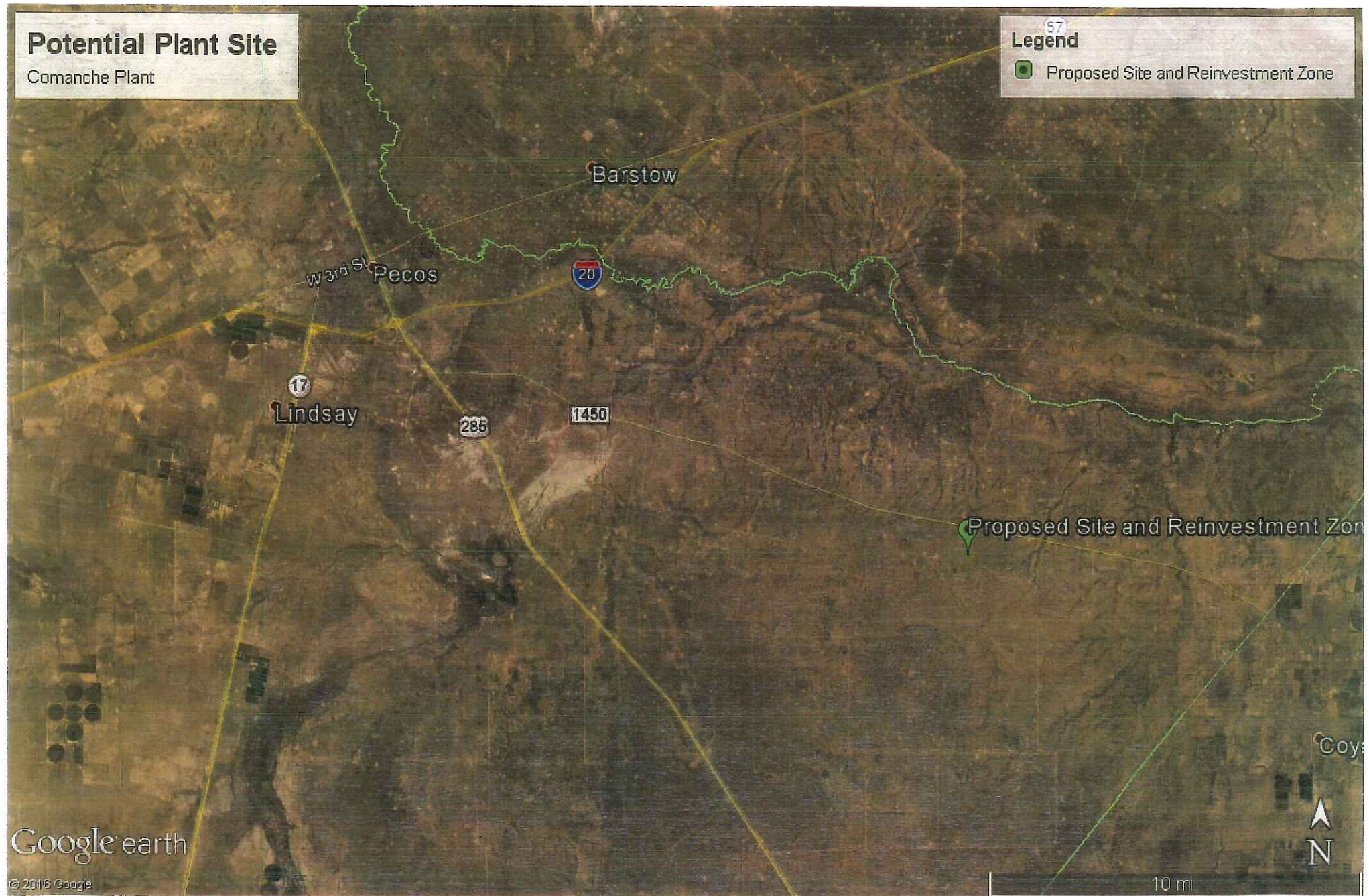
5 mi

Potential Plant Site

Comanche Plant

Legend

57
Proposed Site and Reinvestment Zone



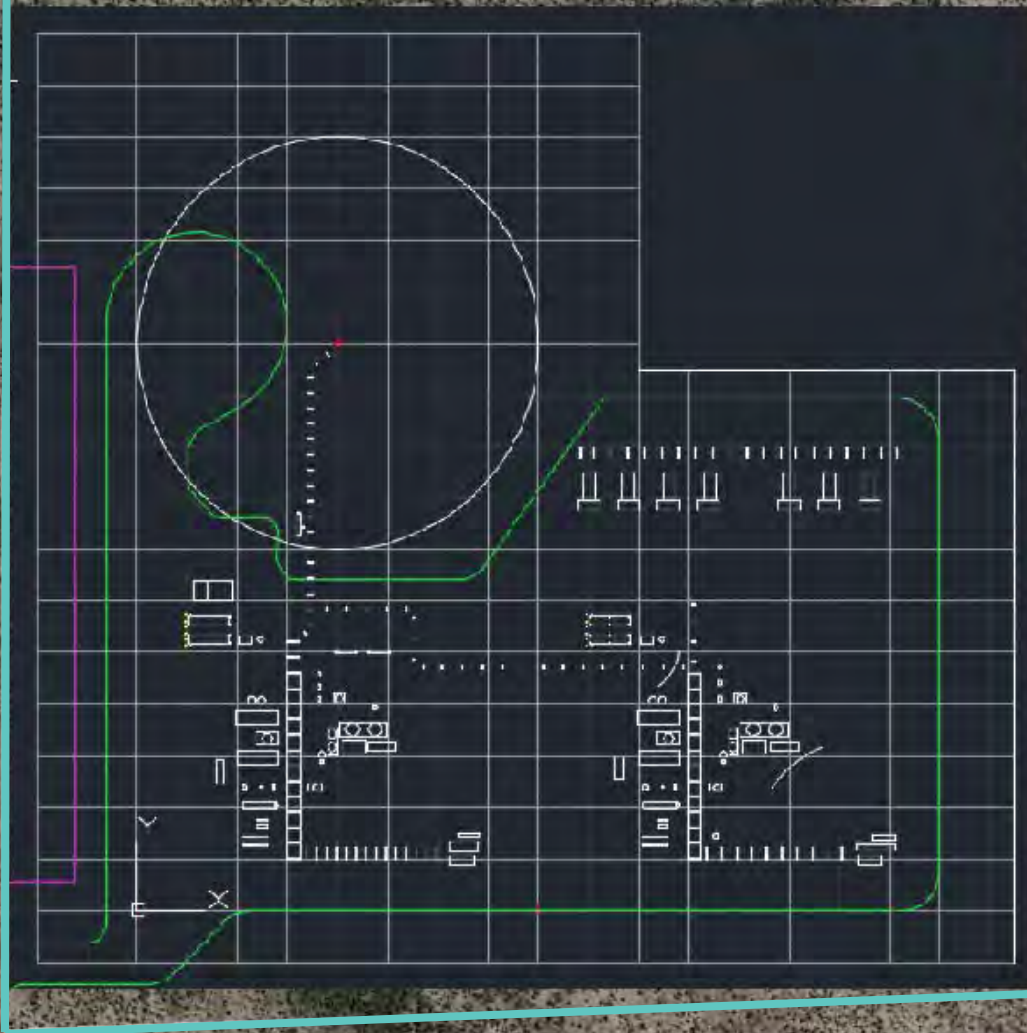
Google earth

© 2016 Google

10 mi

Map of Qualified Property within Reinvestment Zone

Reinvestment Zone Boundary



TAB 17

Signature and Certification Page

Application for Appraised Value Limitation on Qualified Property

SECTION 16: Authorized Signatures and Applicant Certification

After the application and schedules are complete, an authorized representative from the school district and the business should review the application documents and complete this authorization page. Attach the completed authorization page in Tab 17. NOTE: If you amend your application, you will need to obtain new signatures and resubmit this page, Section 16, with the amendment request.

1. Authorized School District Representative Signature

I am the authorized representative for the school district to which this application is being submitted. I understand that this application is a government record as defined in Chapter 37 of the Texas Penal Code.

print
here

Jim Haley
Print Name (Authorized School District Representative)

Superintendent
Title

sign
here

[Signature]
Signature (Authorized School District Representative)

3/17/16
Date

2. Authorized Company Representative (Applicant) Signature and Notarization

I am the authorized representative for the business entity for the purpose of filing this application. I understand that this application is a government record as defined in Chapter 37 of the Texas Penal Code. The information contained in this application and schedules is true and correct to the best of my knowledge and belief.

I hereby certify and affirm that the business entity I represent is in good standing under the laws of the state in which the business entity was organized and that no delinquent taxes are owed to the State of Texas.

print
here

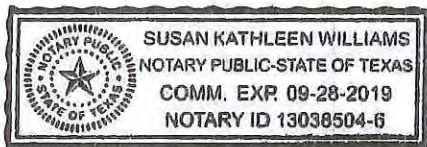
William Butler
Print Name (Authorized Company Representative (Applicant))

CFO
Title

sign
here

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

3/3/16
Date



(Notary Seal)

GIVEN under my hand and seal of office this, the

3rd day of March, 2016

Susan Williams
Notary Public in and for the State of Texas

My Commission expires: 9/28/19

If you make a false statement on this application, you could be found guilty of a Class A misdemeanor or a state jail felony under Texas Penal Code Section 37.10.