

City of Houston, Texas, Ordinance No. 2015- 1001

AN ORDINANCE RELATED TO REINVESTMENT ZONE NUMBER TWO, CITY OF HOUSTON, TEXAS (MIDTOWN ZONE) APPROVING THE SIXTH AMENDED PROJECT PLAN AND REINVESTMENT ZONE FINANCING PLAN FOR THE ZONE; AUTHORIZING THE CITY SECRETARY TO DISTRIBUTE SUCH PLANS; EXTENDING THE DURATION OF THE ZONE TO DECEMBER 31, 2040; CONTAINING FINDINGS AND OTHER PROVISIONS RELATED TO THE FOREGOING SUBJECT; PROVIDING FOR SEVERABILITY; AND DECLARING AN EMERGENCY.

* * * * *

WHEREAS, by Ordinance No. 1994-1345, adopted on December 14, 1994, the City Council of the City of Houston, Texas (the "City"), created Reinvestment Zone Number Two, City of Houston, Texas (the "Zone"), pursuant to Chapter 311 of the Texas Tax Code, as amended (the "Code"), for the purposes of development and redevelopment in the area of the City generally referred to as the Midtown area (the "Designating Ordinance;") and

WHEREAS, by Ordinance No. 1997-600, adopted on May 28, 1997, the City approved the Project Plan and Reinvestment Zone Financing Plan for the Zone, as adopted and recommended by the Board of Directors of the Zone (the "Plan," and together with subsequent amendments, the "Plans"); and

WHEREAS, the City previously enlarged the boundaries of the Zone by Ordinance No. 95-1322 approved December 13, 1995, Ordinance No. 1999-849 approved August 11, 1999, Ordinance No. 2009-1396 on December 29, 2009, and Ordinance No. 2015- 1001 on October 14 2015¹; and

WHEREAS, the Code authorizes the Board of Directors of the Zone to adopt an amendment to the Plan, which amendment becomes effective upon approval by the City Council; and

WHEREAS, the Board of Directors of the Zone adopted and recommended subsequent amendments to the Plan, which the City Council approved, by Ordinance No.

1001

¹ Ordinance number enlarging the Zone's boundaries and date of Council approval to be inserted by the City Secretary.

1997-1338 on October 22, 1997; Ordinance No. 1999-850 on August 11, 1999; Ordinance No. 2009-1395 on December 29, 2009; Ordinance No. 2011-534 on June 22, 2011; and Ordinance No. 2013-638 on July 10, 2013; and

WHEREAS, the Board of Directors of the Zone, at its February 26, 2015 board meeting, considered and adopted another set of proposed amendments to the Plan (the "Sixth Amendment"), and has recommended the Sixth Amendment to the Plan for approval by the City Council; and

WHEREAS, the Board of Directors of the Zone, at its board meeting, approved the enlargement of the boundaries of the Zone and has requested City Council's approval of the boundary enlargement; and

WHEREAS, the Sixth Amendment includes projects for the enlarged area; and

WHEREAS, before the Board of Directors of the Zone may implement the Sixth Amendment to the Plan, the City Council must approve the Sixth Amendment to the Plan; and

WHEREAS, a public hearing on the Sixth Amendment is required to be held in accordance with the provisions of Section 311.011 of the Code; and

WHEREAS, the City Council finds that notice of the public hearing was published in a newspaper of general circulation within the City in the time and manner required by law; and

WHEREAS, the City Council conducted a public hearing on the proposed Sixth Amendment on September 30, 2015; and

WHEREAS, at the public hearing, interested persons were allowed to speak for or against the proposed Sixth Amendment and the concept of tax increment financing; and

WHEREAS, evidence was received and presented at the public hearing in favor of the proposed Sixth Amendment and the concept of tax increment financing; and

WHEREAS, in the Designating Ordinance, the termination date specified for the Zone was December 31, 2025, establishing a 30-year duration period for the Zone, and subsequently, by Ordinance No. 2011-533 on June 22, 2011, the duration of the Zone was extended to December 31, 2033; and

WHEREAS, pursuant to the Sixth Amendment, the Zone's projects have been expanded, requiring additional time to implement the projects in the Plans, rendering inadequate the initial and subsequent duration of the Zone; and

WHEREAS, the addition of seven years to the duration of the Zone, extending the duration to December 31, 2040, will permit the Zone to complete the purposes for which it was established under current conditions and circumstances, and to implement the Sixth Amendment; and

WHEREAS, an amendment to the Plans to extend the Zone's duration for an additional seven years has been approved by the Zone's Board of Directors and submitted to the City for review and approval; and

WHEREAS, pursuant to Code Section 311.007(c) and Section 311.017(a), the City Council may, by ordinance, extend a reinvestment zone's termination date to a date later than the date originally established for termination of a zone; and

WHEREAS, the Zone's Board of Directors has requested the City Council to extend the termination date of the Zone for an additional seven years; and

WHEREAS, the findings contained in the Designating Ordinance continue to apply to the Zone and all terms and conditions of the Designating Ordinance, except as modified herein, remain in full force and effect; and

WHEREAS, the City desires to approve the Sixth Amendment and extend the Zone's duration to December 31, 2040, an additional seven years, as described herein;

NOW, THEREFORE,

BE IT ORDAINED BY THE CITY COUNCIL OF THE CITY OF HOUSTON, TEXAS:

Section 1. Findings. That the facts and recitals contained in the preamble of this Ordinance are found and declared to be true and correct and are hereby adopted as part of this Ordinance.

Section 2. Approval of the Sixth Amendment. That the Plans are hereby amended by adding "Part G," attached to this Ordinance as **Exhibit A**. The Sixth Amendment is hereby determined to be feasible and is approved. The appropriate officials of the City are authorized to take all steps reasonably necessary to implement the Sixth Amendment.

Section 3. Distribution to Taxing Units. That the City Secretary is directed to provide copies of the Sixth Amendment to each taxing unit levying ad valorem taxes in the Zone.

Section 4. Extension of the Duration of the Zone. That the termination date of Reinvestment Zone Number Two, City of Houston, Texas, is hereby extended to December 31, 2040. Except as provided in the preceding sentence of this Ordinance, the Designating Ordinance shall continue in full force and effect.

Section 5. Severability. That if any provision, section, subsection, sentence, clause, or phrase of this Ordinance, or the application of same to any person or set of circumstances is for any reason held to be unconstitutional, void, or invalid, the validity of the remaining provisions of this Ordinance shall not be affected, it being the intent of the City Council in adopting this Ordinance that no portion, provision, or regulation contained herein shall become inoperative or fail by reason of any unconstitutionality, voidness, or invalidity of any other portion, provision, or regulation, and all provisions of this Ordinance are declared to be severable for that purpose.

Section 6. Emergency. That there exists a public emergency requiring that this Ordinance be passed finally on the date of its introduction as requested in writing by the Mayor; therefore, this Ordinance shall be passed finally on such date and shall take effect immediately upon its passage and approval by the Mayor; however, in the event that the Mayor fails to sign this Ordinance within five days after its passage and adoption, it shall take effect in accordance with Article VI, Section 6, Houston City Charter.

PASSED AND ADOPTED this 14th day of October, 2015.

APPROVED this _____ day of _____, 2015.

Mayor of the City of Houston

Pursuant to Article VI, Section 6, Houston City Charter, the effective date of the foregoing Ordinance is OCT 20 2015.



City Secretary

Prepared by Legal Department

Donna Capps GND

DRC:drc October 2, 2015

Assistant City Attorney

Requested by Andrew F. Icken, Chief Development Officer, Office of the Mayor

L.D. File No. 0421300012003

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CAPTION PUBLISHED IN DAILY COURT
 REVIEW
 DATE: OCT 20 2015

AYE	NO	
✓		MAYOR PARKER
....	COUNCIL MEMBERS
✓		STARDIG
✓		DAVIS
✓		COHEN
✓		BOYKINS
✓		MARTIN
✓		NGUYEN
		ABSENT-ON PERSONAL BUSINESS PENNINGTON
✓		GONZALEZ
✓		GALLEGOS
✓		LASTER
✓		GREEN
✓		COSTELLO
✓		ROBINSON
✓		KUBOSH
✓		BRADFORD
✓		CHRISTIE
CAPTION	ADOPTED	

MAY 017 Rev. 01/14

EXHIBIT A

**PART G – SIXTH AMENDMENT TO THE PROJECT PLAN
AND REINVESTMENT ZONE FINANCING PLAN
FOR THE MIDTOWN ZONE**

**TAX INCREMENT REINVESTMENT ZONE NUMBER TWO
CITY OF HOUSTON, TEXAS**

**SIXTH AMENDED
PROJECT PLAN AND REINVESTMENT ZONE FINANCING PLAN**

Adopted by City Council:

October __, 2015

REINVESTMENT ZONE NUMBER TWO, CITY OF HOUSTON, TEXAS

Part G – Sixth Amended Project Plan and Reinvestment Zone Financing Plan

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Map 3 – Proposed Boundary Extensions with Surrounding TIRZ

Exhibit 1 – Project Costs Schedule¹

Exhibit 2 – Transfer Schedule – All Entities

Exhibit 3A – Revenue Schedule – City of Houston (Original Area)

Exhibit 3B – Revenue Schedule – City of Houston (1995 Annexed Area)

Exhibit 3C – Revenue Schedule – City of Houston (1999 Annexed Area)

Exhibit 3D – Revenue Schedule – City of Houston (2015 Annexed Area)

Exhibit 4A – Revenue Schedule – Houston Independent School District (Original Area)

Exhibit 4B – Revenue Schedule – Houston Independent School District (1999 Annexed Area)

Exhibit 5 – Revenue Schedule – Harris County (Original Area)

Exhibit 6A – Revenue Schedule – Houston Community College (Original Area)

Exhibit 6B – Revenue Schedule – Houston Community College (1995 Annexed Area)

Exhibit 6C – Revenue Schedule – Houston Community College (1999 Annexed Area)

¹ Several exhibits from past Project Plans have been removed for the sake of brevity. Removed exhibits include Net Revenue Schedule for all entities (previously Exhibit 2) and Master Revenue Schedules for each entity (City of Houston (previously Exhibit 3), HISD (previously Exhibit 4), Harris County (previously Exhibit 5)).

REINVESTMENT ZONE NUMBER TWO, CITY OF HOUSTON, TEXAS
Sixth Amended Project Plan and Reinvestment Zone Financing Plan

Introduction

The Reinvestment Zone Number Two, City of Houston, Texas, (“T.I.R.Z. #2,” “Midtown,” or the “Zone”) was created by the City Council of the City of Houston, Texas (“City”) on December 14, 1994, by Ordinance No. 94-1345 and enlarged by Ordinance No. 95-1322 and subsequent ordinances as described herein. The primary goals of the Zone are to provide a source of funding through tax increments generated by redevelopment to eliminate the blight and substandard conditions existing in the Zone one and provide a way to remediate unsafe and unsanitary conditions in the Zone, and encourage the sound growth of the residential, retail, and commercial sectors in the Zone through the design and construction of improved streets, streetscape enhancements, pedestrian amenities, public utility system upgrades, parkland improvements, public infrastructure, and historic preservation of the various buildings designated as historic structures.

Section One

The Part A & B Plan

In May 1997 the City approved Midtown’s initial Project Plan and Reinvestment Zone Financing Plan by Ordinance No. 97-600, as amended on October 22, 1997, by Ordinance No. 97-1338 (collectively, “Part A & B Plan”). The Part A & B Plan consisted of a comprehensive plan for redevelopment in the Zone with project costs consisting of the following categories: housing; historic preservation; park acquisition; park and gateway development; existing park development; bike paths; streets, alleys and utilities; plazas along Main Street; demolition; security enhancements; pedestrian pathways; streetscapes along major streets, including Westheimer/Elgin and Alabama; and Main Street improvements.

The Part C Plan

In August 1999, the City approved the second amendment to the Project Plan and Reinvestment Zone Financing Plan (“Part C Plan”) by Ordinance No. 99-850. The Part C Plan addressed the addition of approximately 153 acres to the Zone and increased the project costs of the Zone to \$434,622,411. The Part C Plan restated and affirmed the goals and objectives included in the Part A and B Plan.

The Part D Plan

In December 2009, the City approved a third amendment to the Project Plan and Reinvestment Zone Financing Plan (“Part D Plan”) by Ordinance No. 2009-1395, which approved the Part D Plan, and approved the enlargement of the Zone by Ordinance No. 2009-1396. The Part D Plan designated a Cultural and Tourism District, composed of the then-existing boundaries of the Zone, and addressed the annexation of additional acres to the south of the Zone. The Part D Plan authorized use of Chapter 380, Texas Local Government Code, to provide grants (“Chapter 380 Grants”) to cultural facilities to enhance and continue the vitality of existing cultural facilities in the Zone and promote the creation of new cultural facilities to promote economic development within the Zone. The Part D Plan also authorized the creation of additional economic development programs for developing or expanding growth of the Zone’s tax base, transportation, business, commerce and tourism activities that would provide for public infrastructure improvements, parking facilities, and the establishment or promotion of public facilities. The Part D Plan restated and affirmed the goals and objectives included in the Part A, B and C Plans.

**TAX INCREMENT REINVESTMENT ZONE NUMBER TWO
CITY OF HOUSTON, TEXAS**

**SIXTH AMENDED
PROJECT PLAN AND REINVESTMENT ZONE FINANCING PLAN**

Adopted by City Council:

October __, 2015

REINVESTMENT ZONE NUMBER TWO, CITY OF HOUSTON, TEXAS

Part G – Sixth Amended Project Plan and Reinvestment Zone Financing Plan

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REINVESTMENT ZONE NUMBER TWO, CITY OF HOUSTON, TEXAS

Sixth Amended Project Plan and Reinvestment Zone Financing Plan

Introduction

The Reinvestment Zone Number Two, City of Houston, Texas, (“T.I.R.Z. #2,” “Midtown,” or the “Zone”) was created by the City Council of the City of Houston, Texas (“City”) on December 14, 1994, by Ordinance No. 94-1345 and enlarged by Ordinance No. 95-1322 and subsequent ordinances as described herein. The primary goals of the Zone are to provide a source of funding through tax increments generated by redevelopment to eliminate the blight and substandard conditions existing in the Zone one and provide a way to remediate unsafe and unsanitary conditions in the Zone, and encourage the sound growth of the residential, retail, and commercial sectors in the Zone through the design and construction of improved streets, streetscape enhancements, pedestrian amenities, public utility system upgrades, parkland improvements, public infrastructure, and historic preservation of the various buildings designated as historic structures.

Section One

The Part A & B Plan

In May 1997 the City approved Midtown’s initial Project Plan and Reinvestment Zone Financing Plan by Ordinance No. 97-600, as amended on October 22, 1997, by Ordinance No. 97-1338 (collectively, “Part A & B Plan”). The Part A & B Plan consisted of a comprehensive plan for redevelopment in the Zone with project costs consisting of the following categories: housing; historic preservation; park acquisition; park and gateway development; existing park development; bike paths; streets, alleys and utilities; plazas along Main Street; demolition; security enhancements; pedestrian pathways; streetscapes along major streets, including Westheimer/Elgin and Alabama; and Main Street improvements.

The Part C Plan

In August 1999, the City approved the second amendment to the Project Plan and Reinvestment Zone Financing Plan (“Part C Plan”) by Ordinance No. 99-850. The Part C Plan addressed the addition of approximately 153 acres to the Zone and increased the project costs of the Zone to \$434,622,411. The Part C Plan restated and affirmed the goals and objectives included in the Part A and B Plan.

The Part D Plan

In December 2009, the City approved a third amendment to the Project Plan and Reinvestment Zone Financing Plan (“Part D Plan”) by Ordinance No. 2009-1395, which approved the Part D Plan, and approved the enlargement of the Zone by Ordinance No. 2009-1396. The Part D Plan designated a Cultural and Tourism District, composed of the then-existing boundaries of the Zone, and addressed the annexation of additional acres to the south of the Zone. The Part D Plan authorized use of Chapter 380, Texas Local Government Code, to provide grants (“Chapter 380 Grants”) to cultural facilities to enhance and continue the vitality of existing cultural facilities in the Zone and promote the creation of new cultural facilities to promote economic development within the Zone. The Part D Plan also authorized the creation of additional economic development programs for developing or expanding growth of the Zone’s tax base, transportation, business, commerce and tourism activities that would provide for public infrastructure improvements, parking facilities, and the establishment or promotion of public facilities. The Part D Plan restated and affirmed the goals and objectives included in the Part A, B and C Plans.

The Part E Plan

In June 2011, the City approved the fourth amendment to the Project Plan and Reinvestment Zone Financing Plan (“Part E Plan”) by Ordinance No. 2011-534. The Part E Plan extended the duration of the Zone to December 31, 2033, and updated the revenue schedule and project costs to reflect the extended duration and the participation of the Houston Community College in the Zone. The Part E Plan restated and affirmed the goals and objectives included in the Part A, B, C and D Plans.

The Part F Plan

In July 2013, the City approved the fifth amendment to the Project Plan and Reinvestment Zone Financing Plan (“Part F Plan”) by Ordinance No. 2013-638. The Part F Plan consisted of and updated the revenue schedule and project costs to reflect anticipated use of expenditures for the renewal, replacement, maintenance, and operation for capital project costs of the Zone. The Part F Plan restated and affirmed the goals and objectives included in the Part A, B, C, D and E Plans.

Section Two

The Part G Plan

The City approved the sixth amendment to the Project Plan and Reinvestment Zone Financing Plan (“Part G Plan”) by Ordinance No. _____.² The Part G Plan consists of (i) a summary of the redevelopment efforts of the Zone; (ii) a restatement of the Zone’s redevelopment goals for the Zone, (iii) the reallocation of the Zone’s project cost categories and allocations to align with the current goals and objectives of the Zone, and (iv) the anticipated use of expenditures for the renewal, replacement, maintenance, and operation of capital projects of the Zone. The Part G Plan provides for the annexation of approximately 88.42 acres, and increases Zone project costs by \$99,764,745 to facilitate, cause or undertake the acquisition, construction, improvement, and/or investment in the following: (i) creation or improvement of greenspace and parkland to support and induce the construction and development of urban, pedestrian oriented mixed use development and the expansion of certain cultural facilities to enhance and grow cultural tourism within the Zone; (ii) utility upgrades, street improvements, pedestrian enhancements and streetscape improvements; (iii) the acquisition, construction, and improvement of certain public infrastructure, the provision of facilities for community development, including infrastructure and facilities to stimulate the development of affordable housing in areas within the City; and (iv) the support of initiatives to enhance mobility (in all forms, e.g., pedestrian, bike, car, mass transit, etc.). This expansion furthers the Zone’s stated mission in respect to inducing urban, mixed use development, infrastructure improvements, affordable housing, and support of cultural facilities within the Zone. These goals are consistent with prior annexations; therefore, the Part G plan incorporates and restates and affirms the goals and objectives included in the Part A, B, C, D, E and F plans. The Part G Plan also extends the duration of the Zone to December 31, 2040, to provide for the financing of Zone improvements.

A. Summary of Redevelopment Efforts

Significant redevelopment and reinvestment has occurred in Midtown since its inception. With the increased demand for urban living, especially along transit corridors and near centers of

² City Secretary to insert the Ordinance number of the ordinance approving the Sixth Amended Project Plan and Reinvestment Zone Financing Plan.

employment, Midtown is continuing to induce and nurture private investment and mixed use development.

While the initial wave of development in Midtown occurred in the northwest quadrant and east central quadrant of the Zone (just outside of a common 5-minute walking distance from mass transit), new development opportunities are emerging around the McGowen Station, HCC/Ensemble Station, and along the cultural district corridors (Main, Fannin, and San Jacinto Streets) within the annexed areas. As public improvements are planned for key corridors and destinations within the Zone, Midtown's redevelopment efforts will continue to expand. The link between public improvements and redevelopment opportunities is evidenced by the development, demand, and lease rates of commercial office buildings and mid-rise housing around areas of existing and proposed public improvements.

Extending Midtown boundaries to encompass the area known as the Museum District would allow Midtown to fully develop the Main Street corridor and unite the cultural institutions of the area through enhanced infrastructure that will improve blighted infrastructure and create an interconnected, pedestrian friendly tourist zone that is accessible by transit, pedestrians, bicycles, and autos. The Zone expects to undertake certain improvements that support goals articulated in the Project Plan. In the context of determining the type, scope and details of any infrastructure project undertaken by the Zone, the Zone expects to solicit the feedback of Museum District stakeholders and community organizations to ensure that the goals of the Museum District to promote interconnectivity between its institutions and the neighboring community are achieved.

As Midtown continues to create a place of enhanced quality of life, the Project Plan is focused on creating pedestrian-oriented and walkable complete streets; utilities and infrastructure; parks and plaza spaces; support of cultural facilities; district portals; enhanced parking; and overall safety and comfort in the public domain. Improving these elements will assist in making Midtown a destination for development and enhance the Museum District as a tourist destination for the City. The Zone will continue to partner with the Midtown Management District, Museum District Association, and other public entities and community or neighborhood organizations in the annexed areas to achieve these goals.

B. Redevelopment Plan Concepts and Goals

The redevelopment concepts and goals of the Part G Plan restate the prior redevelopment concepts and goals, and are updated based on the results of the Zone's redevelopment efforts. To the extent that prior statements of redevelopment concepts conflict with the concepts and goals articulated in the Part G Plan, the concepts and goals outlined below control.

Targeted real estate acquisitions of blighted properties in certain areas of the Zone, including the Main Street Corridor, in order to catalyze development throughout the Zone and utilize the benefits of mass transit.

Targeted real estate acquisitions of blighted properties spur redevelopment in the Zone. The Part A Plan envisioned Main Street as the focus area of activities. In practice, however, since Main Street itself is limited by the practicalities of on-street light rail and the limited availability of parking, the streets intersecting and parallel to Main Street have benefited. The Main Street Corridor, consisting of not only Main Street, but also Travis Street and Fannin Street running parallel thereto, is a vital set of arteries through the Zone with various development efforts planned. The Zone has acquired material tracts along the Main Street Corridor, including the parcels of land that will soon comprise Midtown Park (a.k.a. Superblock Park), which will be a

focal point for the Main Street Corridor and consist of a 3-acre urban park with restaurant pads and a subterranean parking garage with over 350 spaces. The Zone also acquired the land and improvements in the northern and southern quadrant of Main Street, which represents approximately 100,000 square feet of property along the Main Street Corridor. These acquisitions on the northern and southern portions of the Main Street Corridor are expected to stimulate surrounding redevelopment. With respect to the annexed areas, the Zone does not anticipate significant real estate acquisitions as it is expected that the private sector will drive development; Midtown will work to improve public infrastructure consistent with the Project Plan in an effort to stimulate reinvestment and redevelopment in the annexed area.

The Zone will continue to work to develop the central, northern and southern nodes of the Main Street Corridor by utilizing already-owned properties, targeted acquisitions of additional property or inducing other complementary projects all of which will be linked by the light rail and other amenities. Increased residential density and commercial uses along the Main Street Corridor promote increased access to the light rail and in turn ridership. Accordingly, the Zone plans to leverage federal transportation grants to improve public infrastructure in and around the Main Street Corridor and for development of parking facilities for light rail users. Through the annexation, Midtown will be able to partner with stakeholders to develop and implement a consistent aesthetic for the entire length of the Main Street corridor that serves as an increasingly important urban residential area between the two largest employment centers in Houston, downtown and the Texas Medical Center, as well as the Museum District, the largest tourist attraction in the city, all linked by METRO Rail.

Like Main Street, Fannin and San Jacinto Streets offer the opportunity to stimulate smart growth throughout the Zone, including the Museum District. Through targeted public infrastructure investments (including sidewalks, streetscape, and greenspace) the Zone seeks to enhance pedestrian mobility by creating opportunities for a modern transportation system that accommodates all forms of transportation (mass transit, car transit, pedestrian, and bike transit). These improvements will also enhance the Museum District as a tourist attraction by providing seamless interconnectivity between cultural institutions. Due to the increased land mass of the Zone, additional transportation studies will be required to determine the approximate investment to determine future transportation initiatives and to evaluate the appropriate public entities to invest in such improvements. Additionally, property acquisition in and around the Zone will enable the design and construction of walkable sidewalks, allowing pedestrians to more easily access mass transit and encouraging the expansion of rail, bus and shuttle services.

Development of open green space, parks, plazas, public squares, and other similar improvements within the Zone.

The Zone's continued development of new green space and redevelopment of existing green spaces is vital for the creation of cohesive and vibrant communities within the Zone as well as attracting residents from surrounding communities. There continues today to be a need for public open spaces in contrast to limited private outdoor space as was originally articulated in the Part A Plan, and the Zone's public improvements consisting of parks, plazas, public squares and landscaping in public right-of-way carry out the vision for creating a community with open spaces, connectivity and mixed uses along its corridors. Parks and plazas help foster social interactions that define the public realm and urban culture, especially as urban infill continues. In addition to Midtown Park, which is currently under design, the Zone has completed the renovation of Bagby Park, Baldwin Park, and Glover Park. The Zone owns and controls certain green spaces adjacent to existing developments which may be redeveloped in the future. The Zone expects the development of plazas and public squares to complement cultural facilities in

the Zone, especially within the annexed areas. The annexed areas contain many significant cultural institutions that will benefit from the enhancement of public spaces that complement the existing walkable nature of the Cultural District. Since many of the Zone's key cultural institutions are in the Cultural District of the annexed area, the development of such amenities must be consistent with those institutions and keep pace with increased residential density throughout the Zone and the evolution of amenities desired by such residents.

Enhancement of public infrastructure within the Zone to proactively facilitate redevelopment.

As described in Summary of Redevelopment Efforts herein, the Zone has upgraded significant portions of the streetscape, sidewalks and utilities throughout Midtown. The Zone continues to expedite capital improvement projects through active management and tax increment financing.

In addition to Main Street, the annexed area will contain significant portions of the area known as the Museum District, which is a signature tourist destination for the City. Investment in the streetscape of the Museum District, in conjunction with rebuilding or renovating the arterial streets of the annexed areas offers development opportunities and will provide natural linkages between the numerous Museum District institutions. Midtown has successfully created infrastructure and streetscape improvements that work in harmony with transit options to create a seamless walkable community, and it is expected that the same can be accomplished in the annexed areas. The annexation allows for similar improvements to allow transit riders to connect from existing transit framework to cultural facilities in the annexed area. Midtown expects to coordinate with the private and public sectors to develop in a manner consistent with the character and scale of the neighborhood.

Implementation of development guidelines relating to public infrastructure and amenities to promote diverse mixed use neighborhoods and communities within the Zone.

To the extent necessary, Midtown may develop and implement development guidelines for public infrastructure that induces and supports private development, public access, bike paths, walkable sidewalks, connectivity and sustainable construction. As indicated on page 10 of the Part A Plan, a major concept is the development of streetscape and buildings that acknowledge and respect the perspective and needs of pedestrians using the sidewalks and other pathways. The development guidelines will serve as a guidepost to private developers for how such projects interact with public space and the Zone or other public entities for public improvements in and around private developments. Midtown expects to work closely with the City to accomplish these guidelines and to ensure that they work in harmony with all existing policy directives of the City. The goal is to elevate the standard for livability in Midtown and cohesion among the diverse mixed use neighborhoods and commercial uses and is tailored to promote connectivity among these areas.

It is not currently anticipated that land use restrictions will be implemented as contemplated in Chapter 311 of the Texas Tax Code.

Creation and inducement of expanded parking facilities within the Zone and the acquisition of real estate therefor.

There is a significant need for parking facilities in Midtown and the Museum District due to its location between two of the City's main workforce areas (Downtown and the Texas Medical Center); cultural facilities within the annexed areas; access to mass transit; the mixed use development of retail, single family and multi-family housing; and cultural and entertainment

venues that attract visitors to the Zone. Midtown intends to evaluate the need and identify strategic locations for the construction or inducement of such facilities that will constitute public infrastructure under the Project Plan. The Zone may develop and/or construct parking facilities with a management contract in place or partner with or provide subsidies to other entities for the development of parking facilities. Enhanced parking options along the light rail present opportunities for additional visitors to Midtown and would enhance retail and commercial facilities in and around the parking and light rail stops within the Zone. Additionally, some parking facilities may qualify for federal grants, allowing Midtown to leverage tax increment and use such increment for other redevelopment efforts.

Acquisition and development of mass transit-accessible and sustainable affordable housing.

The Zone has assembled property within the limits of the City to be developed for sustainable affordable housing. The expansion of light rail within the area presents additional opportunities to develop housing for residents of this community with nearby convenience of alternative transportation. As Midtown continues to focus on development of sustainable affordable housing with community partners, the land acquisition and redevelopment efforts will further focus on acquiring land along the expanded mass transit lines in the City's historic Third Ward and developing projects that have a nexus with mass transit and public facilities such as libraries, schools, recreational facilities and hike and bike trails. Additionally, in order to maximize use of the Zone's affordable housing holdings, Midtown has, in limited circumstances, partnered with private developers of mixed income residential housing. To further support and develop affordable housing, Midtown may partner with one or more community not for profit corporations to create mixed used facilities that provide housing, community services, and other services to induce housing and supportive development.

As of today, Midtown has induced over 250 units of affordable housing throughout the City, and will continue to work with the City and other partners to foster further development. To support and enhance affordable housing within the Midtown community, Midtown is pursuing strategic partnerships with one or more not for profit corporations to create a holistic, comprehensive institution (i.e., a think tank) to stimulate the development of affordable housing and other social services to create a strong, vibrant neighborhood and provide the necessary resources to address blight within the City.

Award of selective cultural facility grants to support cultural facilities in the Zone.

Midtown was designated by the Texas Commission on the Arts as a "Cultural District" and contains approximately 31 cultural facilities. The annexation combines 16 of the 18 institutions that comprise the Museum District Association. This blue ribbon designation from the State of Texas is anticipated to galvanize the Zone as a cultural destination as reflected by growing number of cultural facilities in the Zone. Midtown has agreed to provide cultural facility grants, as directed by the City and consistent with its Project Plan and Chapter 380 Grants, to various cultural facilities in the Zone for portions of both construction and land costs. Grant decisions will be made to foster the growth of cultural institutions and the Zone. The Zone anticipates continuing to provide selective grants to new, existing and emerging cultural facilities in the Zone that serve to strengthen the Cultural District and serve as catalysts for redevelopment that supports retail uses to complement the visitors' experience in the Cultural District. Midtown will adopt a policy for criteria and evaluation of such cultural facilities and has set aside herein certain project costs for grants to cultural facilities in the Zone.

C. Authorized Projects and Project Costs

The amended and restated project costs are detailed below. Additionally, attached hereto as **Exhibit 1** is a schedule of the Zone's project costs, details of adjustments in the project costs from Plan A to Plan F and amounts remaining under each project costs category as of June 30, 2014. Exhibit 1A is a schedule of the Zone's project costs for Plan G. The Zone may adjust costs among line items as costs and priorities change. The dollar amounts for each category are approximate and to the extent inflation or other factors impact actual costs, the amounts may be amended from time to time by the Board of Directors of the Zone, upon approval or applicable annual budgets by the City Council.

[End of Page]

Summary of Project Costs ¹

Financing Costs ²	\$ 69,507,011
Real Property Assembly	\$ 25,533,106
Professional Services	\$ 6,966,225
Capital Projects	
School & Educ./Cultural	\$ 83,770,000
Housing	\$ 164,840,659
Cultural and Places of Public Assembly Facilities	\$ 11,633,276
Historic Preservation	\$ 139,992
Parks and Paths	\$ 28,903,004
Public Infrastructure ³	\$ 42,000,000
Streets and Utilities ⁴	\$ 84,063,856
Streetscape and Gateways	\$ 40,773,654
Security Equip	\$ 1,576,282
Demolition and Cleanup	\$ 4,393,956
Total Capital Projects	\$ 462,094,679
Creation and Plan Expenses	\$ 557,300
Zone Operation	\$ 19,728,836
TOTAL	584,387,157

¹ Pursuant to Section E of the Part F Plan, 5% of all project costs for the Zone may be used for capital maintenance, replacement and renewal of projects completed with project cost regardless of category.

² Financing costs are expected to be less than the projected number as Midtown may choose pay-as-you-go options, or debt financing options that would lessen long term finance costs.

³ Public Infrastructure includes parking facilities within the Zone and community infrastructure and institutions to stimulate affordable housing development in areas where Midtown has purchased real property for that purpose.

⁴ The Zone and the Authority annually adopt a Capital Improvement Plan (“CIP”). The CIP sets forth goals and objectives for project costs over a 5 year period. The 2015 CIP, as amended and adopted hereafter, is incorporated herein.

D. Chapter 380 Economic Development Programs.

As an alternative to direct investment in capital improvements to public infrastructure or investment in public infrastructure to stimulate private investment, the Zone may fund an economic development program to incentivize private enterprise in the Zone and serve as a catalyst for other business developments (“380 Programs”). The 380 Programs would induce private development paired with public investment to (i) support appropriate operation and maintenance of public infrastructure and facilities, including parks and recreational facilities, and (ii) develop and diversify the economy of the Zone, eliminate unemployment and underemployment in the Zone, and (iii) develop or expand transportation, business, and commercial activity in the Zone. The 380 Programs may also be paired with other financing mechanisms such as new market tax credits and related programs. The Zone may adopt a more formal program to address future conditions, and the 380 Programs outlined in this Plan shall constitute an economic development program of the Zone.

E. Maintenance and Sustainability

As a direct consequence of an expanding list of projects, particularly park and public space projects, the Zone must provide for the maintenance and operation of the Zone's existing and planned projects in the near term and in years to come beyond the duration of the Zone. In order to adequately provide for maintenance and sustainability, maintenance and operation is added as project costs in **Exhibit 1** attached hereto in an amount of up to 5% of total project costs for the Zone regardless of project cost category.

F. Project Plan

Existing Uses of Land (Texas Tax Code §311.011(b)(1)): Map 2, attached hereto, depicts the existing land uses in the original and annexed areas of the Zone. The existing land uses include multi-family and single family residential, commercial, office, public and institutional, transportation, park and open spaces, and undeveloped land uses. It also provides key infrastructure improvements and infrastructure needs.

Proposed Changes of Zoning Ordinances, Master Plan of Municipality, Building Codes, and Other Municipal Ordinances (Texas Tax Code §311.011(b)(2)): All construction will be performed in conformance with the City's existing rules and regulations. There are no proposed changes to any City ordinance, master plan, or building code.

Estimated Non-Project Costs (Texas Tax Code §311.011(b)(3)): The project costs included herein are inclusive of projects costs to be incurred by the Zone only. The costs that would otherwise be project costs but are derived from other parties, such as the U.S. Department of Transportation, are non-project costs and account for \$2.5 million as of June 30, 2014, and are estimated to total \$10 million for the life of the Zone.

Method of Relocating Persons to be Displaced, if any, as a Result of Implementing the Plan (Texas Tax Code §311.011(b)(4)): It is not anticipated that any residents will be displaced or relocated as a result of the Part G Plan.

G. Reinvestment Zone Financing Plan

Estimated Project Costs (Texas Tax Code §311.011(c)(1)): Exhibit 1 details the proposed public improvement and administrative project costs. As set forth in the Part B Plan, the dollar amounts are approximate and may be amended from time to time by the Board of Directors of the Zone. The financing costs are a function of project financing needs and will vary with market conditions from the estimates shown on Exhibit 1. The project categories describe generally the kind of improvements contemplated by this Part G Plan.

Proposed Kind, Number, and Location of all Proposed Public Works or Public Improvements to be Financed in the Zone (Texas Tax Code §311.011(c)(2)): These details are described throughout the Plan, including but not limited to those presented in Map 1. Map 1 represents projected street, streetscape (including esplanade) and related transportation improvements (including certain bike pathways and other complete street elements). However, any street in the Zone is eligible for infrastructure improvements.

Economic Feasibility (Texas Tax Code §311.011(c)(3)): Exhibits 2 thru 6 contain updated revenue estimates for the remaining years of the Zone, based on the tax year 2014 certified appraisal roll of the Harris County Appraisal District. The incremental revenue estimates are projected to be sufficient to cover the costs of the proposed redevelopment and infrastructure improvements in the Zone for the

remainder of the Zone. The Plan estimates total project costs of \$584,387,157, of which \$234,869,844 has already been expended during the life of the Zone through June 30, 2014, leaving \$349,517,313 in remaining project costs including Part G Plan project costs. The increment revenue estimate for the remaining years of the Zone inclusive of all Zone participations is \$496,524,174 assuming two percent (2.0%) growth per annum. These amounts are estimates based on information available as of this date; however, actual project costs and increment revenues may vary. The Zone and the City find and determine that the Part A Plan, Part B Plan, Part C Plan, Part D Plan, Part E Plan, Part F Plan, and Part G Plan are economically feasible.

Estimated Amount of Bond Indebtedness; Estimated Time When Related Costs or Monetary Obligations Incurred (Texas Tax Code §311.011(c)(4), §311.011 (c)(5)): Issuance of notes and bonds by or on behalf of the Zone will occur as needed and subject to existing bond covenants. The value and timing of the issuance of notes or bonds will correlate to debt capacity as derived from the attached revenue and project schedules, as well as actual market conditions for the issue and sale of such notes and bonds.

Methods and Sources of Financing Project Costs and Percentage of Increment from Taxing Units Anticipated to Contribute Tax Increment to the Zone (Texas Tax Code §311.011(c)(6)): Methods and sources of financing include the issuance of notes and bonds, as well as collaboration with developers and other entities for grant funding and partnerships. Tax Year 1995 was the base year for the Zone, including the extension in duration of the Zone to Tax Year 2040. As outlined in Exhibits 2 through 6, approximately \$478.4 million of increment is estimated to be generated by the Zone for use in funding project costs. This figure is calculated using an estimated collection rate of 99% and a City contribution of \$0.60112/\$100 of assessed valuation, a Harris County contribution of \$0.417310/\$100 of assessed valuation, a Harris County Flood Control District Contribution of \$0.027360/\$100, a Houston Independent School District contribution of \$1.1967/\$100 of assessed valuation in the Original and 1995 Annexed Areas and \$.9600/\$100 of assessed valuation in the 1999 Annexed Area, and a Houston Community College contribution of \$.07706/\$100 of assessed valuation.

Current Total Appraised Value of Taxable Real Property (Texas Tax Code §311.011(c)(7)): The current projected appraised value of taxable real property in the Zone, as of August 2015, is \$1,715,257,350 exclusive of the proposed Part G Plan annexation area.

Estimated Captured Appraised Value of Zone During Each Year of Existence (Texas Tax Code §311.011(c)(8)): The estimated captured appraised value for the remaining duration of the Zone is set forth in Exhibit 2.

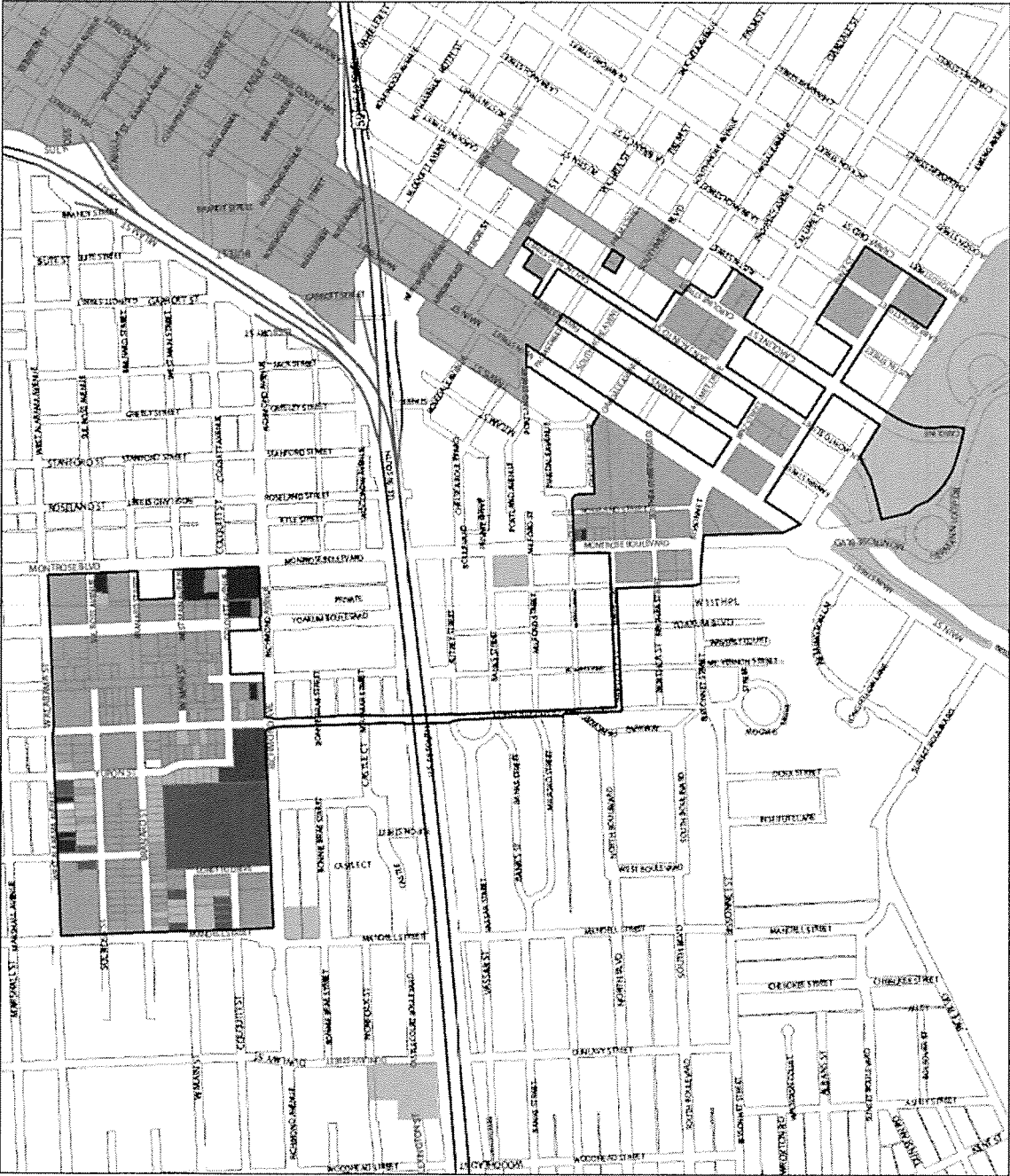
Zone Duration (Texas Tax Code §311.011(c)(9)): The Zone will terminate on December 31, 2040; however, increments received during 2040 shall be used to pay project costs or other obligations of the Zone.

MAP 1 Proposed Boundary Extension













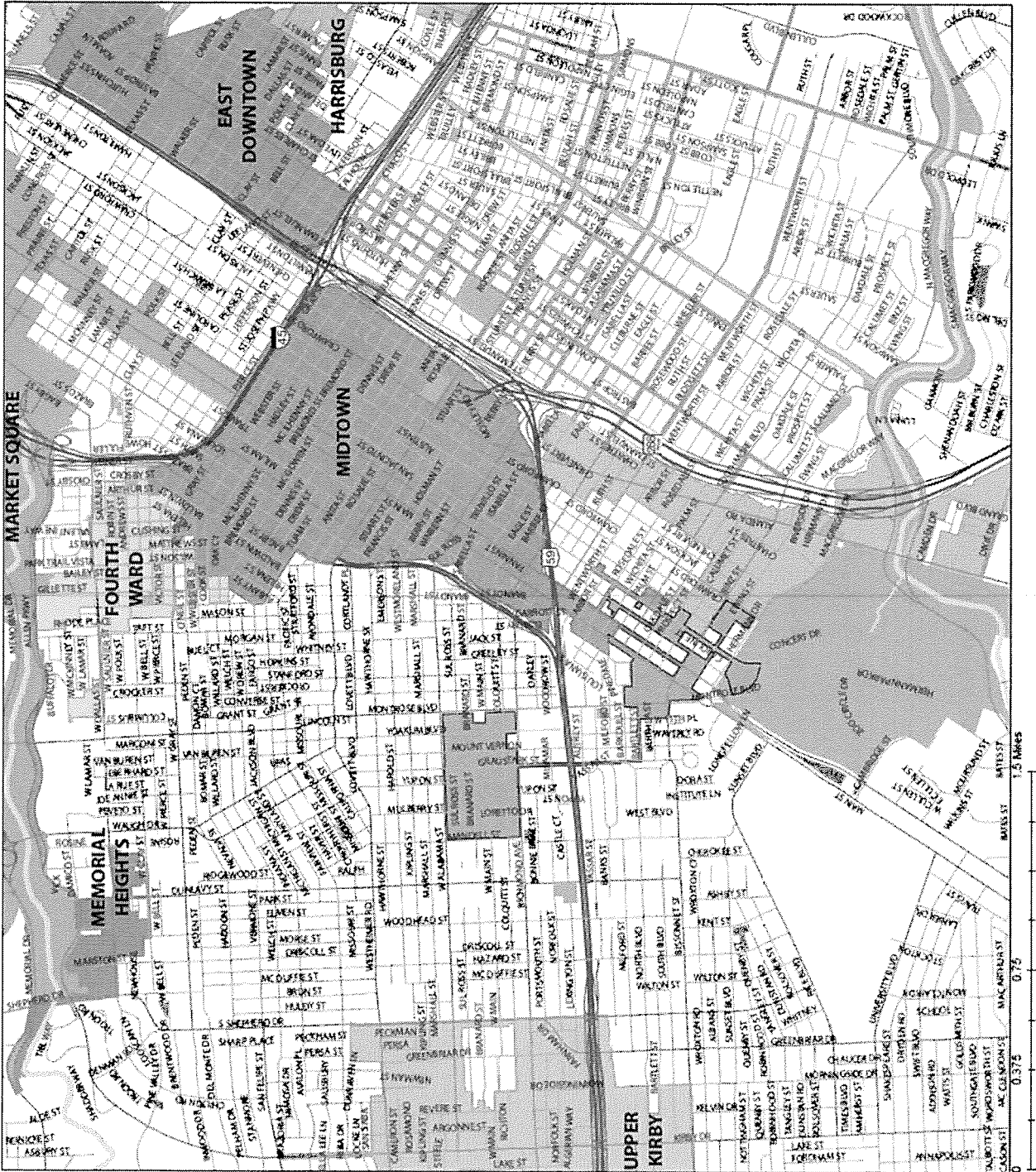
MAP 2 Land Use

- LEGEND**
- New Proposed Boundary
 - ROW
 - Parks
 - TIRZ 2
- Proposed Boundary Land Use**
- Civic and Institutional
 - Commercial
 - Multi Family Residential
 - Single Family Residential
 - Transportation/Utilities
 - Vacant



MAP 3 Surrounding TIRZ

- LEGEND**
-  NEW PROPOSED BOUNDARY
 -  PARKS
 -  TIRZ 2
- SURROUNDING TIRZ**
-  EAST DOWNTOWN
 -  FOURTH WARD
 -  HARRISBURG
 -  MARKET SQUARE
 -  MEMORIAL HEIGHTS
 -  O.S.T./ALMEDA
 -  UPPER KIRBY



**EXHIBIT 1
Project Cost Schedule**

	1997/1999 Plan Estimated Costs	2009 Plan Estimated Costs	2011 Plan Estimated Costs	2013 Plan Estimated Costs	Plan G Estimated Costs	Total Plan	Costs through 06/30/14	Remaining Costs
Non-Educational Project Costs								
Infrastructure Improvements:								
Roadway and Utility System Improvements								
Streets and Utilities	\$ 62,365,000	\$ -	\$ 7,898,856	\$ -	\$ 13,800,000	\$ 84,063,856	\$ 25,592,701	\$ 58,471,155
Streetscapes and Gateways improvements								
Streetscapes and Gateways	\$ 36,190,000	\$ -	\$ 4,583,654	\$ -	\$ -	\$ 40,773,654	\$ 23,056,943	\$ 17,716,711
Public Infrastructure								
Public Infrastructure	\$ -	\$ -	\$ -	\$ 18,000,000	\$ 24,000,000	\$ 42,000,000	\$ 68,500	\$ 41,931,500
Total Infrastructure Improvement	\$ 98,555,000	\$ -	\$ 12,482,510	\$ 18,000,000	\$ 37,800,000	\$ 166,837,510	\$ 48,718,144	\$ 118,119,366
Other Project Costs:								
Real Property Assembly Improvements								
Real Property Assembly	\$ 20,000,000	\$ -	\$ 2,533,106	\$ 3,000,000	\$ -	\$ 25,533,106	\$ 19,435,167	\$ 6,097,939
Total Real Property Assembly Improvements	\$ 20,000,000	\$ -	\$ 2,533,106	\$ 3,000,000	\$ -	\$ 25,533,106	\$ 19,435,167	\$ 6,097,939
Professional Services Improvements								
Professional Services	\$ 5,763,000	\$ -	\$ 1,203,225	\$ -	\$ -	\$ 6,966,225	\$ 4,960,675	\$ 2,005,550
Total Professional Services Improvements	\$ 5,763,000	\$ -	\$ 1,203,225	\$ -	\$ -	\$ 6,966,225	\$ 4,960,675	\$ 2,005,550
Historic Preservation Improvements								
Historic Preservation	\$ 9,500,000	\$ -	\$ 729,914	\$ (10,089,922)	\$ -	\$ 139,992	\$ 139,992	\$ -
Total Historic Preservation Improvements	\$ 9,500,000	\$ -	\$ 729,914	\$ (10,089,922)	\$ -	\$ 139,992	\$ 139,992	\$ -
Parks and Recreational Facilities Improvements								
Parks and Paths	\$ 16,210,000	\$ -	\$ 2,053,082	\$ 1,639,922	\$ 9,000,000	\$ 28,903,004	\$ 13,292,527	\$ 15,610,477
Total Parks and Recreational Facilities Improvements	\$ 16,210,000	\$ -	\$ 2,053,082	\$ 1,639,922	\$ 9,000,000	\$ 28,903,004	\$ 13,292,527	\$ 15,610,477
Safety & Security Infrastructure Improvements								
Security Equipment	\$ 4,550,000	\$ -	\$ 576,282	\$ (3,550,000)	\$ -	\$ 1,576,282	\$ -	\$ 1,576,282
Total Safety & Security Improvements	\$ 4,550,000	\$ -	\$ 576,282	\$ (3,550,000)	\$ -	\$ 1,576,282	\$ -	\$ 1,576,282
Remediation Improvements								
Demolition and Cleanup	\$ 3,900,000	\$ -	\$ 493,956	\$ -	\$ -	\$ 4,393,956	\$ -	\$ 4,393,956
Total Remediation Improvements	\$ 3,900,000	\$ -	\$ 493,956	\$ -	\$ -	\$ 4,393,956	\$ -	\$ 4,393,956
Cultural and Public Facilities Improvements								
Cultural and Places of Public Assembly Facilities	\$ -	\$ 5,000,000	\$ 633,276	\$ 1,000,000	\$ 5,000,000	\$ 11,633,276	\$ 4,574,731	\$ 7,058,545
Total Cultural and Public Facilities Improvements	\$ -	\$ 5,000,000	\$ 633,276	\$ 1,000,000	\$ 5,000,000	\$ 11,633,276	\$ 4,574,731	\$ 7,058,545
Total Other Project Costs	\$ 59,923,000	\$ 5,000,000	\$ 8,222,841	\$ (8,000,000)	\$ 14,000,000	\$ 79,145,841	\$ 42,403,092	\$ 36,742,749
Affordable Housing Improvements								
Affordable Housing	\$ 115,287,000	\$ -	\$ 14,601,707	\$ -	\$ 34,951,952	\$ 164,840,659	\$ 56,881,882	\$ 107,958,777
Total Affordable Housing Improvements	\$ 115,287,000	\$ -	\$ 14,601,707	\$ -	\$ 34,951,952	\$ 164,840,659	\$ 56,881,882	\$ 107,958,777
Financing Cost:								
Financing Cost	\$ 62,869,111	\$ -	\$ 7,962,705	\$ (10,000,000)	\$ 8,675,195	\$ 69,507,011	\$ 39,262,722	\$ 30,244,289
Total Financing Costs	\$ 62,869,111	\$ -	\$ 7,962,705	\$ (10,000,000)	\$ 8,675,195	\$ 69,507,011	\$ 39,262,722	\$ 30,244,289
Zone Administration:								
Operations for Duration of Zone	\$ 13,661,000	\$ -	\$ 1,730,238	\$ -	\$ 4,337,598	\$ 19,728,836	\$ 11,659,038	\$ 8,069,798
Zone Creation	\$ 557,300	\$ -	\$ -	\$ -	\$ -	\$ 557,300	\$ 557,300	\$ -
Total Zone Administration Costs	\$ 14,218,300	\$ -	\$ 1,730,238	\$ -	\$ 4,337,598	\$ 20,286,136	\$ 12,216,338	\$ 8,069,798
Total Non- Educational Project Costs	\$ 240,115,411	\$ 5,000,000	\$ 30,974,576	\$ (3,550,000)	\$ 64,812,793	\$ 276,089,987	\$ 142,600,296	\$ 194,752,484
Education Project Costs								
Cost Associated with the construction/reconstruction of Educational F	\$ 83,770,000	\$ -	\$ -	\$ -	\$ -	\$ 83,770,000	\$ 35,387,666	\$ 48,382,334
Total Education Project Costs	\$ 83,770,000	\$ -	\$ -	\$ -	\$ -	\$ 83,770,000	\$ 35,387,666	\$ 48,382,334
PROJECT PLAN TOTAL	\$ 434,622,411	\$ 5,000,000	\$ 45,000,001	\$ -	\$ 99,764,745	\$ 584,387,157	\$ 234,869,844	\$ 349,517,313

Notes:

- Pursuant to Section Two, E. Operation of Zone and Project Facilities hereof, up to 5% of all project costs for the Zone may be used for operation of Zone and project facilities. costs regardless of project cost.
- Public Infrastructure includes parking facilities within the Zone.
- For informational purposes only. These costs are taken from an audited supplement to the most recent financial audit of the Mdtown Redevelopment Authority and may be supplemented, revised, and amended as determined to be accurate by the Authority based on actual expenditures of funds.

EXHIBIT 2
Transfer Schedule – All Entities

Tax Year (1)	Increment Revenue										Transfers/Administrative Fees						Net Revenue (Total Increment Revenue less Total Transfers)
	City	Houston ISD (2)	Harris County (3)	HCC	Total Increment Revenue	City Admin (5%)	City AH	Houston ISD Educational Facilities	HISD Affordable Housing	HISD Admin	Harris County Affordable Housing	Harris County Admin (5%)	HCC Affordable Housing	HCC Admin	Total Admin/Transfers		
2014	\$ 8,286,535	\$ 9,708,613	\$ 5,000,591	\$ 1,009,346	\$ 23,985,084	\$ 413,327	\$ 2,755,512	\$ 2,622,139	\$ 3,236,204	\$ 25,000	\$ 954,381	\$ 250,030	\$ 336,449	\$ 25,000	\$ 10,618,041	\$ 13,367,043	
2015	\$ 8,947,350	\$ 10,344,735	\$ 5,679,581	\$ 1,146,923	\$ 26,118,590	\$ 447,368	\$ 2,982,450	\$ 2,715,488	\$ 3,448,245	\$ 25,000	\$ 1,033,220	\$ 283,979	\$ 382,308	\$ 25,000	\$ 11,343,058	\$ 14,775,532	
2016	\$ 9,159,653	\$ 11,314,845	\$ 5,807,008	\$ 1,173,092	\$ 27,454,598	\$ 457,983	\$ 3,053,218	\$ 2,851,073	\$ 3,771,615	\$ 25,000	\$ 1,103,175	\$ 290,350	\$ 391,031	\$ 25,000	\$ 11,968,445	\$ 15,486,153	
2017	\$ 9,376,201	\$ 11,991,533	\$ 5,936,982	\$ 1,199,785	\$ 28,504,501	\$ 468,810	\$ 3,125,400	\$ 2,949,552	\$ 3,997,178	\$ 25,000	\$ 1,154,717	\$ 296,849	\$ 399,928	\$ 25,000	\$ 12,442,434	\$ 16,062,066	
2018	\$ 9,597,080	\$ 12,904,031	\$ 6,069,557	\$ 1,227,012	\$ 29,797,679	\$ 479,854	\$ 3,199,027	\$ 3,077,945	\$ 4,301,344	\$ 25,000	\$ 1,221,367	\$ 303,478	\$ 409,004	\$ 25,000	\$ 13,041,918	\$ 16,755,761	
2019	\$ 9,822,377	\$ 13,621,561	\$ -	\$ 1,254,783	\$ 24,698,721	\$ 491,119	\$ 3,274,126	\$ 3,181,505	\$ 4,540,520	\$ 25,000	\$ -	\$ -	\$ 418,261	\$ 25,000	\$ 11,955,530	\$ 12,743,191	
2020	\$ 10,052,179	\$ 14,358,272	\$ -	\$ 1,283,110	\$ 25,693,561	\$ 502,609	\$ 3,350,726	\$ 3,287,590	\$ 4,786,091	\$ 25,000	\$ -	\$ -	\$ 427,703	\$ 25,000	\$ 12,404,719	\$ 13,288,842	
2021	\$ 10,286,578	\$ 14,895,355	\$ -	\$ 1,312,003	\$ 26,493,936	\$ 514,329	\$ 3,428,859	\$ 3,368,430	\$ 4,965,118	\$ 25,000	\$ -	\$ -	\$ 437,334	\$ 25,000	\$ 12,764,071	\$ 13,729,865	
2022	\$ 10,525,664	\$ 15,431,681	\$ -	\$ 1,341,474	\$ 27,298,819	\$ 526,283	\$ 3,508,555	\$ 3,449,174	\$ 5,143,894	\$ 25,000	\$ -	\$ -	\$ 447,158	\$ 25,000	\$ 13,125,064	\$ 14,173,755	
2023	\$ 10,769,533	\$ 15,979,981	\$ -	\$ 1,371,535	\$ 28,121,048	\$ 538,477	\$ 3,589,844	\$ 3,531,413	\$ 5,326,660	\$ 25,000	\$ -	\$ -	\$ 457,178	\$ 25,000	\$ 13,493,572	\$ 14,627,476	
2024	\$ 11,018,279	\$ -	\$ -	\$ 1,402,196	\$ 12,420,475	\$ 550,914	\$ 3,672,760	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 467,999	\$ 25,000	\$ 4,716,072	\$ 7,704,403	
2025	\$ 11,271,999	\$ -	\$ -	\$ 1,433,471	\$ 12,705,471	\$ 563,600	\$ 3,757,333	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 477,824	\$ 25,000	\$ 4,823,757	\$ 7,881,714	
2026	\$ 11,530,794	\$ -	\$ -	\$ -	\$ 11,530,794	\$ 576,540	\$ 3,843,598	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 4,420,138	\$ 7,110,657	
2027	\$ 11,794,765	\$ -	\$ -	\$ -	\$ 11,794,765	\$ 589,738	\$ 3,931,588	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 4,521,327	\$ 7,273,439	
2028	\$ 12,064,016	\$ -	\$ -	\$ -	\$ 12,064,016	\$ 603,201	\$ 4,021,339	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 4,624,539	\$ 7,439,476	
2029	\$ 12,338,651	\$ -	\$ -	\$ -	\$ 12,338,651	\$ 616,933	\$ 4,112,884	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 4,729,816	\$ 7,608,835	
2030	\$ 12,618,779	\$ -	\$ -	\$ -	\$ 12,618,779	\$ 630,939	\$ 4,206,260	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 4,837,199	\$ 7,781,581	
2031	\$ 12,904,510	\$ -	\$ -	\$ -	\$ 12,904,510	\$ 645,225	\$ 4,301,503	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 4,946,729	\$ 7,957,781	
2032	\$ 13,195,955	\$ -	\$ -	\$ -	\$ 13,195,955	\$ 659,798	\$ 4,388,652	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 5,058,450	\$ 8,137,506	
2033	\$ 13,493,229	\$ -	\$ -	\$ -	\$ 13,493,229	\$ 674,661	\$ 4,497,743	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 5,172,405	\$ 8,320,825	
2034	\$ 13,796,449	\$ -	\$ -	\$ -	\$ 13,796,449	\$ 689,822	\$ 4,598,816	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 5,288,639	\$ 8,507,810	
2035	\$ 14,105,733	\$ -	\$ -	\$ -	\$ 14,105,733	\$ 705,287	\$ 4,701,911	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 5,407,198	\$ 8,698,536	
2036	\$ 14,421,203	\$ -	\$ -	\$ -	\$ 14,421,203	\$ 721,060	\$ 4,807,068	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 5,528,128	\$ 8,893,075	
2037	\$ 14,742,982	\$ -	\$ -	\$ -	\$ 14,742,982	\$ 737,149	\$ 4,914,327	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 5,651,476	\$ 9,091,506	
2038	\$ 15,071,197	\$ -	\$ -	\$ -	\$ 15,071,197	\$ 753,560	\$ 5,023,732	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 5,777,292	\$ 9,293,905	
2039	\$ 15,405,976	\$ -	\$ -	\$ -	\$ 15,405,976	\$ 770,299	\$ 5,135,325	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 5,905,624	\$ 9,500,352	
2040	\$ 15,747,451	\$ -	\$ -	\$ -	\$ 15,747,451	\$ 787,373	\$ 5,249,150	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 6,036,523	\$ 9,710,928	
	\$ 322,325,119	\$ 130,550,608	\$ 28,493,718	\$ 15,154,728	\$ 496,524,174	\$ 16,116,256	\$ 107,441,706	\$ 31,034,209	\$ 43,516,869	\$ 250,000	\$ 5,466,861	\$ 1,424,686	\$ 5,051,576	\$ 300,000	\$ 210,602,163	\$ 285,922,011	

EXHIBIT 3A
Revenue Schedule – City of Houston (Original Area)

Tax Year	Base Value Original Area	Taxable Value Original Area	Captured Appraised Value	Collection Rate	Tax Rate	Increment Revenue	Affordable Housing	City Admin (5%)	Net Revenue (Less Transfers and AH)
2014	99,343,200	\$ 795,795,445	\$ 696,452,245	99.00%	0.63108	\$ 4,351,219	\$ 1,450,406.37	\$ 217,561	\$ 2,683,252
2015	99,343,200	\$ 909,673,671	\$ 810,330,471	99.00%	0.60112	\$ 4,822,348	\$ 1,607,449.31	\$ 241,117	\$ 2,973,781
2016	99,343,200	\$ 927,867,144	\$ 828,523,944	99.00%	0.60112	\$ 4,930,619	\$ 1,643,539.63	\$ 246,531	\$ 3,040,548
2017	99,343,200	\$ 946,424,487	\$ 847,081,287	99.00%	0.60112	\$ 5,041,055	\$ 1,680,351.76	\$ 252,053	\$ 3,108,651
2018	99,343,200	\$ 965,352,977	\$ 866,009,777	99.00%	0.60112	\$ 5,153,700	\$ 1,717,900.13	\$ 257,685	\$ 3,178,115
2019	99,343,200	\$ 984,660,037	\$ 885,316,837	99.00%	0.60112	\$ 5,268,598	\$ 1,756,199.47	\$ 263,430	\$ 3,248,969
2020	99,343,200	\$ 1,004,353,237	\$ 905,010,037	99.00%	0.60112	\$ 5,385,794	\$ 1,795,264.79	\$ 269,290	\$ 3,321,240
2021	99,343,200	\$ 1,024,440,302	\$ 925,097,102	99.00%	0.60112	\$ 5,505,334	\$ 1,835,111.42	\$ 275,267	\$ 3,394,956
2022	99,343,200	\$ 1,044,929,108	\$ 945,585,908	99.00%	0.60112	\$ 5,627,265	\$ 1,875,754.98	\$ 281,363	\$ 3,470,147
2023	99,343,200	\$ 1,065,827,690	\$ 966,484,490	99.00%	0.60112	\$ 5,751,634	\$ 1,917,211.42	\$ 287,582	\$ 3,546,841
2024	99,343,200	\$ 1,087,144,244	\$ 987,801,044	99.00%	0.60112	\$ 5,878,491	\$ 1,959,496.98	\$ 293,925	\$ 3,625,069
2025	99,343,200	\$ 1,108,887,129	\$ 1,009,543,929	99.00%	0.60112	\$ 6,007,885	\$ 2,002,628.25	\$ 300,394	\$ 3,704,862
2026	99,343,200	\$ 1,131,064,872	\$ 1,031,721,672	99.00%	0.60112	\$ 6,139,866	\$ 2,046,622.15	\$ 306,993	\$ 3,786,251
2027	99,343,200	\$ 1,153,686,169	\$ 1,054,342,969	99.00%	0.60112	\$ 6,274,488	\$ 2,091,495.93	\$ 313,724	\$ 3,869,267
2028	99,343,200	\$ 1,176,759,892	\$ 1,077,416,692	99.00%	0.60112	\$ 6,411,802	\$ 2,137,267.18	\$ 320,590	\$ 3,953,944
2029	99,343,200	\$ 1,200,295,090	\$ 1,100,951,890	99.00%	0.60112	\$ 6,551,862	\$ 2,183,953.86	\$ 327,593	\$ 4,040,315
2030	99,343,200	\$ 1,224,300,992	\$ 1,124,957,792	99.00%	0.60112	\$ 6,694,723	\$ 2,231,574.27	\$ 334,736	\$ 4,128,412
2031	99,343,200	\$ 1,248,787,012	\$ 1,149,443,812	99.00%	0.60112	\$ 6,840,441	\$ 2,280,147.09	\$ 342,022	\$ 4,218,272
2032	99,343,200	\$ 1,273,762,752	\$ 1,174,419,552	99.00%	0.60112	\$ 6,989,074	\$ 2,329,691.37	\$ 349,454	\$ 4,309,929
2033	99,343,200	\$ 1,299,238,007	\$ 1,199,894,807	99.00%	0.60112	\$ 7,140,680	\$ 2,380,226.53	\$ 357,034	\$ 4,403,419
2034	99,343,200	\$ 1,325,222,767	\$ 1,225,879,567	99.00%	0.60112	\$ 7,295,317	\$ 2,431,772.39	\$ 364,766	\$ 4,498,779
2035	99,343,200	\$ 1,351,727,223	\$ 1,252,384,023	99.00%	0.60112	\$ 7,453,048	\$ 2,484,349.18	\$ 372,652	\$ 4,596,046
2036	99,343,200	\$ 1,378,761,767	\$ 1,279,418,567	99.00%	0.60112	\$ 7,613,932	\$ 2,537,977.49	\$ 380,697	\$ 4,695,258
2037	99,343,200	\$ 1,406,337,002	\$ 1,306,993,802	99.00%	0.60112	\$ 7,778,035	\$ 2,592,678.38	\$ 388,902	\$ 4,796,455
2038	99,343,200	\$ 1,434,463,742	\$ 1,335,120,542	99.00%	0.60112	\$ 7,945,420	\$ 2,648,473.28	\$ 397,271	\$ 4,899,676
2039	99,343,200	\$ 1,463,153,017	\$ 1,363,809,817	99.00%	0.60112	\$ 8,116,152	\$ 2,705,384.08	\$ 405,808	\$ 5,004,961
2040	99,343,200	\$ 1,492,416,078	\$ 1,393,072,878	99.00%	0.60112	\$ 8,290,299	\$ 2,763,433.10	\$ 414,515	\$ 5,112,351
			\$ 28,743,065,455			\$ 171,259,082	\$ 57,086,361	\$ 8,562,954	\$ 105,609,768

EXHIBIT 3B
Revenue Schedule – City of Houston (1995 Annexed Area)

Tax Year	Base Value Original Area	Taxable Value Original Area	Captured Appraised Value	Collection Rate	Tax Rate	Increment Revenue	Affordable Housing	City Admin (5%)	Net Revenue (Less Transfers and AH)
2014	\$ 57,738,340	\$ 497,257,353	\$ 439,519,013	99.00%	0.63108	\$ 2,745,979	\$ 915,326	\$ 137,299	\$ 1,693,354
2015	\$ 57,738,340	\$ 537,616,932	\$ 479,878,592	99.00%	0.60112	\$ 2,855,800	\$ 951,933	\$ 142,790	\$ 1,761,077
2016	\$ 57,738,340	\$ 548,369,271	\$ 490,630,931	99.00%	0.60112	\$ 2,919,788	\$ 973,263	\$ 145,989	\$ 1,800,536
2017	\$ 57,738,340	\$ 559,336,656	\$ 501,598,316	99.00%	0.60112	\$ 2,985,056	\$ 995,019	\$ 149,253	\$ 1,840,784
2018	\$ 57,738,340	\$ 570,523,389	\$ 512,785,049	99.00%	0.60112	\$ 3,051,629	\$ 1,017,210	\$ 152,581	\$ 1,881,838
2019	\$ 57,738,340	\$ 581,933,857	\$ 524,195,517	99.00%	0.60112	\$ 3,119,534	\$ 1,039,845	\$ 155,977	\$ 1,923,712
2020	\$ 57,738,340	\$ 593,572,534	\$ 535,834,194	99.00%	0.60112	\$ 3,188,796	\$ 1,062,932	\$ 159,440	\$ 1,966,424
2021	\$ 57,738,340	\$ 605,443,985	\$ 547,705,645	99.00%	0.60112	\$ 3,259,444	\$ 1,086,481	\$ 162,972	\$ 2,009,991
2022	\$ 57,738,340	\$ 617,552,864	\$ 559,814,524	99.00%	0.60112	\$ 3,331,505	\$ 1,110,502	\$ 166,575	\$ 2,054,428
2023	\$ 57,738,340	\$ 629,903,922	\$ 572,165,582	99.00%	0.60112	\$ 3,405,008	\$ 1,135,003	\$ 170,250	\$ 2,099,755
2024	\$ 57,738,340	\$ 642,502,000	\$ 584,763,660	99.00%	0.60112	\$ 3,479,980	\$ 1,159,993	\$ 173,999	\$ 2,145,988
2025	\$ 57,738,340	\$ 655,352,040	\$ 597,613,700	99.00%	0.60112	\$ 3,556,452	\$ 1,185,484	\$ 177,823	\$ 2,193,145
2026	\$ 57,738,340	\$ 668,459,081	\$ 610,720,741	99.00%	0.60112	\$ 3,634,453	\$ 1,211,484	\$ 181,723	\$ 2,241,246
2027	\$ 57,738,340	\$ 681,828,263	\$ 624,089,923	99.00%	0.60112	\$ 3,714,014	\$ 1,238,005	\$ 185,701	\$ 2,290,309
2028	\$ 57,738,340	\$ 695,464,828	\$ 637,726,488	99.00%	0.60112	\$ 3,795,166	\$ 1,265,055	\$ 189,758	\$ 2,340,353
2029	\$ 57,738,340	\$ 709,374,124	\$ 651,635,784	99.00%	0.60112	\$ 3,877,942	\$ 1,292,647	\$ 193,897	\$ 2,391,398
2030	\$ 57,738,340	\$ 723,561,607	\$ 665,823,267	99.00%	0.60112	\$ 3,962,373	\$ 1,320,791	\$ 198,119	\$ 2,443,463
2031	\$ 57,738,340	\$ 738,032,839	\$ 680,294,499	99.00%	0.60112	\$ 4,048,492	\$ 1,349,497	\$ 202,425	\$ 2,496,570
2032	\$ 57,738,340	\$ 752,793,496	\$ 695,055,156	99.00%	0.60112	\$ 4,136,334	\$ 1,378,778	\$ 206,817	\$ 2,550,740
2033	\$ 57,738,340	\$ 767,849,366	\$ 710,111,026	99.00%	0.60112	\$ 4,225,933	\$ 1,408,644	\$ 211,297	\$ 2,605,992
2034	\$ 57,738,340	\$ 783,206,353	\$ 725,468,013	99.00%	0.60112	\$ 4,317,324	\$ 1,439,108	\$ 215,866	\$ 2,662,350
2035	\$ 57,738,340	\$ 798,870,480	\$ 741,132,140	99.00%	0.60112	\$ 4,410,543	\$ 1,470,181	\$ 220,527	\$ 2,719,835
2036	\$ 57,738,340	\$ 814,847,890	\$ 757,109,550	99.00%	0.60112	\$ 4,505,626	\$ 1,501,875	\$ 225,281	\$ 2,778,469
2037	\$ 57,738,340	\$ 831,144,848	\$ 773,406,508	99.00%	0.60112	\$ 4,602,610	\$ 1,534,203	\$ 230,131	\$ 2,838,276
2038	\$ 57,738,340	\$ 847,767,744	\$ 790,029,404	99.00%	0.60112	\$ 4,701,535	\$ 1,567,178	\$ 235,077	\$ 2,899,280
2039	\$ 57,738,340	\$ 864,723,099	\$ 806,984,759	99.00%	0.60112	\$ 4,802,437	\$ 1,600,812	\$ 240,122	\$ 2,961,503
2040	\$ 57,738,340	\$ 882,017,561	\$ 824,279,221	99.00%	0.60112	\$ 4,905,358	\$ 1,635,119	\$ 245,268	\$ 3,024,971
			\$ 17,040,371,203			\$ 101,539,112	\$ 33,846,371	\$ 5,076,956	\$ 62,615,786

EXHIBIT 3C

Revenue Schedule – City of Houston (1999 Annexed Area)

Tax Year	Base Value 1999 Annexation	Taxable Value 1999 Annexation	Captured Appraised Value	Collection Rate	Tax Rate	Increment Revenue	Affordable Housing	City Admin (5%)	Net Revenue (Less Transfers and AH)
2014	54,694,350	\$ 241,857,280	\$ 187,162,930	99.00%	0.63108	\$ 1,169,336	\$ 389,778.78	\$ 58,467	\$ 721,091
2015	54,694,350	\$ 267,966,747	\$ 213,272,397	99.00%	0.60112	\$ 1,269,203	\$ 423,067.60	\$ 63,460	\$ 782,675
2016	54,694,350	\$ 273,326,082	\$ 218,631,732	99.00%	0.60112	\$ 1,301,097	\$ 433,698.89	\$ 65,055	\$ 802,343
2017	54,694,350	\$ 278,792,604	\$ 224,098,254	99.00%	0.60112	\$ 1,333,628	\$ 444,542.81	\$ 66,681	\$ 822,404
2018	54,694,350	\$ 284,368,456	\$ 229,674,106	99.00%	0.60112	\$ 1,366,811	\$ 455,603.60	\$ 68,341	\$ 842,867
2019	54,694,350	\$ 290,055,825	\$ 235,361,475	99.00%	0.60112	\$ 1,400,657	\$ 466,885.62	\$ 70,033	\$ 863,738
2020	54,694,350	\$ 295,856,941	\$ 241,162,591	99.00%	0.60112	\$ 1,435,180	\$ 478,393.27	\$ 71,759	\$ 885,028
2021	54,694,350	\$ 301,774,080	\$ 247,079,730	99.00%	0.60112	\$ 1,470,393	\$ 490,131.07	\$ 73,520	\$ 906,742
2022	54,694,350	\$ 307,809,562	\$ 253,115,212	99.00%	0.60112	\$ 1,506,311	\$ 502,103.63	\$ 75,316	\$ 928,892
2023	54,694,350	\$ 313,965,753	\$ 259,271,403	99.00%	0.60112	\$ 1,542,947	\$ 514,315.64	\$ 77,147	\$ 951,484
2024	54,694,350	\$ 320,245,068	\$ 265,550,718	99.00%	0.60112	\$ 1,580,316	\$ 526,771.90	\$ 79,016	\$ 974,528
2025	54,694,350	\$ 326,649,969	\$ 271,955,619	99.00%	0.60112	\$ 1,618,432	\$ 539,477.27	\$ 80,922	\$ 998,033
2026	54,694,350	\$ 333,182,969	\$ 278,488,619	99.00%	0.60112	\$ 1,657,310	\$ 552,436.76	\$ 82,866	\$ 1,022,008
2027	54,694,350	\$ 339,846,628	\$ 285,152,278	99.00%	0.60112	\$ 1,696,966	\$ 565,655.43	\$ 84,848	\$ 1,046,463
2028	54,694,350	\$ 346,643,561	\$ 291,949,211	99.00%	0.60112	\$ 1,737,415	\$ 579,138.48	\$ 86,871	\$ 1,071,406
2029	54,694,350	\$ 353,576,432	\$ 298,882,082	99.00%	0.60112	\$ 1,778,674	\$ 592,891.19	\$ 88,934	\$ 1,096,849
2030	54,694,350	\$ 360,647,961	\$ 305,953,611	99.00%	0.60112	\$ 1,820,757	\$ 606,918.95	\$ 91,038	\$ 1,122,800
2031	54,694,350	\$ 367,860,920	\$ 313,166,570	99.00%	0.60112	\$ 1,863,682	\$ 621,227.27	\$ 93,184	\$ 1,149,270
2032	54,694,350	\$ 375,218,138	\$ 320,523,788	99.00%	0.60112	\$ 1,907,465	\$ 635,821.76	\$ 95,373	\$ 1,176,270
2033	54,694,350	\$ 382,722,501	\$ 328,028,151	99.00%	0.60112	\$ 1,952,124	\$ 650,708.13	\$ 97,606	\$ 1,203,810
2034	54,694,350	\$ 390,376,951	\$ 335,682,601	99.00%	0.60112	\$ 1,997,677	\$ 665,892.23	\$ 99,884	\$ 1,231,901
2035	54,694,350	\$ 398,184,490	\$ 343,490,140	99.00%	0.60112	\$ 2,044,140	\$ 681,380.02	\$ 102,207	\$ 1,260,553
2036	54,694,350	\$ 406,148,180	\$ 351,453,830	99.00%	0.60112	\$ 2,091,533	\$ 697,177.56	\$ 104,577	\$ 1,289,778
2037	54,694,350	\$ 414,271,143	\$ 359,576,793	99.00%	0.60112	\$ 2,139,873	\$ 713,291.05	\$ 106,994	\$ 1,319,588
2038	54,694,350	\$ 422,556,566	\$ 367,862,216	99.00%	0.60112	\$ 2,189,180	\$ 729,726.81	\$ 109,459	\$ 1,349,995
2039	54,694,350	\$ 431,007,697	\$ 376,313,347	99.00%	0.60112	\$ 2,239,474	\$ 746,491.28	\$ 111,974	\$ 1,381,009
2040	54,694,350	\$ 439,627,851	\$ 384,933,501	99.00%	0.60112	\$ 2,290,773	\$ 763,591.05	\$ 114,539	\$ 1,412,643
			\$ 7,787,792,904			\$ 46,401,354	\$ 15,467,118	\$ 2,320,068	\$ 28,614,168

EXHIBIT 3D

Revenue Schedule – City of Houston (2015 Annexation)

Tax Year	Base Value 2015 Annexation	Taxable Value 2015 Annexation	Captured Appraised Value	Collection Rate	Tax Rate	Increment Revenue	Affordable Housing	City Admin (5%)	Net Revenue (Less Transfers and AH)
2015	\$ 68,467,792	\$ 68,467,792	\$ -	99.00%	0.60112	\$ -	\$ -	\$ -	\$ -
2016	\$ 68,467,792	\$ 69,837,148	\$ 1,369,356	99.00%	0.60112	\$ 8,149	\$ 2,716.39	\$ 407	\$ 5,025
2017	\$ 68,467,792	\$ 71,233,891	\$ 2,766,099	99.00%	0.60112	\$ 16,461	\$ 5,487.10	\$ 823	\$ 10,151
2018	\$ 68,467,792	\$ 72,658,569	\$ 4,190,777	99.00%	0.60112	\$ 24,940	\$ 8,313.23	\$ 1,247	\$ 15,379
2019	\$ 68,467,792	\$ 74,111,740	\$ 5,643,948	99.00%	0.60112	\$ 33,588	\$ 11,195.88	\$ 1,679	\$ 20,712
2020	\$ 68,467,792	\$ 75,593,975	\$ 7,126,183	99.00%	0.60112	\$ 42,409	\$ 14,136.18	\$ 2,120	\$ 26,152
2021	\$ 68,467,792	\$ 77,105,854	\$ 8,638,062	99.00%	0.60112	\$ 51,406	\$ 17,135.29	\$ 2,570	\$ 31,700
2022	\$ 68,467,792	\$ 78,647,971	\$ 10,180,179	99.00%	0.60112	\$ 60,583	\$ 20,194.38	\$ 3,029	\$ 37,360
2023	\$ 68,467,792	\$ 80,220,931	\$ 11,753,139	99.00%	0.60112	\$ 69,944	\$ 23,314.65	\$ 3,497	\$ 43,132
2024	\$ 68,467,792	\$ 81,825,349	\$ 13,357,557	99.00%	0.60112	\$ 79,492	\$ 26,497.33	\$ 3,975	\$ 49,020
2025	\$ 68,467,792	\$ 83,461,856	\$ 14,994,064	99.00%	0.60112	\$ 89,231	\$ 29,743.67	\$ 4,462	\$ 55,026
2026	\$ 68,467,792	\$ 85,131,094	\$ 16,663,302	99.00%	0.60112	\$ 99,165	\$ 33,054.92	\$ 4,958	\$ 61,152
2027	\$ 68,467,792	\$ 86,833,715	\$ 18,365,923	99.00%	0.60112	\$ 109,297	\$ 36,432.41	\$ 5,465	\$ 67,400
2028	\$ 68,467,792	\$ 88,570,390	\$ 20,102,598	99.00%	0.60112	\$ 119,632	\$ 39,877.44	\$ 5,982	\$ 73,773
2029	\$ 68,467,792	\$ 90,341,797	\$ 21,874,005	99.00%	0.60112	\$ 130,174	\$ 43,391.38	\$ 6,509	\$ 80,274
2030	\$ 68,467,792	\$ 92,148,633	\$ 23,680,841	99.00%	0.60112	\$ 140,927	\$ 46,975.59	\$ 7,046	\$ 86,905
2031	\$ 68,467,792	\$ 93,991,606	\$ 25,523,814	99.00%	0.60112	\$ 151,894	\$ 50,631.49	\$ 7,595	\$ 93,668
2032	\$ 68,467,792	\$ 95,871,438	\$ 27,403,646	99.00%	0.60112	\$ 163,082	\$ 54,360.50	\$ 8,154	\$ 100,567
2033	\$ 68,467,792	\$ 97,788,867	\$ 29,321,075	99.00%	0.60112	\$ 174,492	\$ 58,164.10	\$ 8,725	\$ 107,604
2034	\$ 68,467,792	\$ 99,744,644	\$ 31,276,852	99.00%	0.60112	\$ 186,131	\$ 62,043.77	\$ 9,307	\$ 114,781
2035	\$ 68,467,792	\$ 101,739,537	\$ 33,271,745	99.00%	0.60112	\$ 198,003	\$ 66,001.03	\$ 9,900	\$ 122,102
2036	\$ 68,467,792	\$ 103,774,328	\$ 35,306,536	99.00%	0.60112	\$ 210,112	\$ 70,037.43	\$ 10,506	\$ 129,569
2037	\$ 68,467,792	\$ 105,849,815	\$ 37,382,023	99.00%	0.60112	\$ 222,464	\$ 74,154.57	\$ 11,123	\$ 137,186
2038	\$ 68,467,792	\$ 107,966,811	\$ 39,499,019	99.00%	0.60112	\$ 235,062	\$ 78,354.05	\$ 11,753	\$ 144,955
2039	\$ 68,467,792	\$ 110,126,147	\$ 41,658,355	99.00%	0.60112	\$ 247,913	\$ 82,637.51	\$ 12,396	\$ 152,879
2040	\$ 68,467,792	\$ 112,328,670	\$ 43,860,878	99.00%	0.60112	\$ 261,020	\$ 87,006.65	\$ 13,051	\$ 160,962
			\$ 525,209,977			\$ 3,125,571	\$ 1,041,857	\$ 156,279	\$ 1,927,435

EXHIBIT 4A
Revenue Schedule – Houston Independent School District (Original Area)

Tax Year	Base Value	Taxable Value	Lesser of:		Collection Rate	Tax Rate	Increment Revenue	Affordable Housing	Educational Facilities	Admin Fee	Net Increment to Zone
			Captured Appraised Value	Project Plan Appraised Value							
2014	156,591,480	\$ 1,183,393,995	\$ 1,026,802,515	\$ 740,166,000	99.00%	1.1867	\$ 8,695,714	2,898,571	2,260,081	12,500	3,524,562
2015	156,591,480	\$ 1,207,061,875	\$ 1,050,470,395	\$ 788,594,000	99.00%	1.1867	\$ 9,264,663	3,088,221	2,329,440	12,500	3,834,502
2016	156,591,480	\$ 1,231,203,112	\$ 1,074,611,632	\$ 865,213,000	99.00%	1.1867	\$ 10,164,808	3,388,269	2,439,175	12,500	4,324,863
2017	156,591,480	\$ 1,255,827,175	\$ 1,099,235,695	\$ 917,065,000	99.00%	1.1867	\$ 10,773,982	3,591,327	2,513,439	12,500	4,656,716
2018	156,591,480	\$ 1,280,943,718	\$ 1,124,352,238	\$ 988,824,000	99.00%	1.1867	\$ 11,617,031	3,872,344	2,616,214	12,500	5,115,974
2019	156,591,480	\$ 1,306,562,593	\$ 1,149,971,113	\$ 1,044,117,000	99.00%	1.1867	\$ 12,266,631	4,088,877	2,695,405	12,500	5,469,849
2020	156,591,480	\$ 1,332,693,844	\$ 1,176,102,364	\$ 1,101,029,000	99.00%	1.1867	\$ 12,935,252	4,311,751	2,776,916	12,500	5,894,086
2021	156,591,480	\$ 1,359,347,721	\$ 1,202,756,241	\$ 1,141,091,000	99.00%	1.1867	\$ 13,405,914	4,468,638	2,834,293	12,500	6,090,482
2022	156,591,480	\$ 1,386,534,676	\$ 1,229,943,196	\$ 1,181,089,000	99.00%	1.1867	\$ 13,875,823	4,625,274	2,891,579	12,500	6,346,470
2023	156,591,480	\$ 1,414,265,369	\$ 1,257,673,889	\$ 1,222,106,000	99.00%	1.1867	\$ 14,357,705	4,785,902	2,950,325	12,500	6,608,978
		\$ 12,957,834,078	\$ 11,391,919,278	\$ 9,989,294,000			\$ 117,357,522	39,119,174	26,306,867	125,000	51,806,482

EXHIBIT 4B
Revenue Schedule – Houston Independent School District (1999 Annexed Area)

Tax Year	Base Value Annexed Area	Taxable Value	Lesser of:		Collection Rate	Tax Rate	Increment Revenue	Affordable Housing	Educational Facilities	Admin Fee	Net Increment to Zone
			Captured Appraised Value	Project Plan Appraised Value							
2014	53,013,840	\$ 212,462,951	\$ 159,449,111	\$ 98,866,000	99.00%	0.9600	\$ 939,622	313,207	\$ 313,207	12,500	\$ 300,707
2015	53,013,840	\$ 216,712,210	\$ 163,698,370	\$ 105,429,500	99.00%	0.9600	\$ 1,002,002	334,001	\$ 334,001	12,500	\$ 321,501
2016	53,013,840	\$ 221,046,454	\$ 168,032,614	\$ 111,993,000	99.00%	0.9600	\$ 1,064,381	354,794	\$ 354,794	12,500	\$ 342,294
2017	53,013,840	\$ 225,467,383	\$ 172,453,543	\$ 118,556,500	99.00%	0.9600	\$ 1,126,761	375,587	\$ 375,587	12,500	\$ 363,087
2018	53,013,840	\$ 229,976,731	\$ 176,962,891	\$ 125,116,500	99.00%	0.9600	\$ 1,189,107	396,369	\$ 396,369	12,500	\$ 383,869
2019	53,013,840	\$ 234,576,266	\$ 181,562,426	\$ 131,688,000	99.00%	0.9600	\$ 1,251,563	417,188	\$ 417,188	12,500	\$ 404,688
2020	53,013,840	\$ 239,267,791	\$ 186,253,951	\$ 138,259,500	99.00%	0.9600	\$ 1,314,018	438,006	\$ 438,006	12,500	\$ 425,506
2021	53,013,840	\$ 244,053,147	\$ 191,039,307	\$ 144,831,000	99.00%	0.9600	\$ 1,376,474	458,825	\$ 458,825	12,500	\$ 446,325
2022	53,013,840	\$ 248,934,210	\$ 195,920,370	\$ 151,402,500	99.00%	0.9600	\$ 1,438,929	479,643	\$ 479,643	12,500	\$ 467,143
2023	53,013,840	\$ 253,912,894	\$ 200,899,054	\$ 157,963,750	99.00%	0.9600	\$ 1,501,287	500,429	\$ 500,429	12,500	\$ 487,929
		\$ 2,326,410,036	\$ 1,796,271,636	\$ 1,284,106,250			\$ 12,204,146	4,068,049	\$ 4,068,049	\$ 125,000	\$ 3,943,049

EXHIBIT 5
Revenue Schedule - Harris County (Original Area)

Tax Year	Base Value	Projected Value	Captured Appraised Value	Collection Rate	Harris County Tax Rate	Harris County Flood Control Tax Rate	Harris County/ Harris County Flood Control Participation	Increment Revenue	Affordable Housing (7)	Admin (5%)	Net Revenue (Less Transfers and AH)
2014	\$ 157,131,420	\$ 1,293,052,798	\$ 1,135,921,378	99.00%	0.41731	0.02736	100.00%	\$ 5,000,591	\$ 954,381	\$ 250,030	\$ 3,796,180
2015	\$ 157,131,420	\$ 1,447,290,603	\$ 1,290,159,183	99.00%	0.41731	0.02736	100.00%	\$ 5,679,581	\$ 1,033,220	\$ 283,979	\$ 4,362,382
2016	\$ 157,131,420	\$ 1,476,236,415	\$ 1,319,104,995	99.00%	0.41731	0.02736	100.00%	\$ 5,807,008	\$ 1,103,175	\$ 290,350	\$ 4,413,482
2017	\$ 157,131,420	\$ 1,505,761,143	\$ 1,348,629,723	99.00%	0.41731	0.02736	100.00%	\$ 5,936,982	\$ 1,154,717	\$ 296,849	\$ 4,485,416
2018	\$ 157,131,420	\$ 1,535,876,366	\$ 1,378,744,946	99.00%	0.41731	0.02736	100.00%	\$ 6,069,557	\$ 1,221,367	\$ 303,478	\$ 4,544,712
2019	\$ 157,131,420	\$ 1,566,593,894	\$ 1,409,462,474	99.00%	0.41731	0.02736	100.00%	\$ -	\$ -	\$ -	\$ -
2020	\$ 157,131,420	\$ 1,597,925,771	\$ 1,440,794,351	99.00%	0.41731	0.02736	100.00%	\$ -	\$ -	\$ -	\$ -
2021	\$ 157,131,420	\$ 1,629,884,287	\$ 1,472,752,867	99.00%	0.41731	0.02736	100.00%	\$ -	\$ -	\$ -	\$ -
2022	\$ 157,131,420	\$ 1,662,481,973	\$ 1,505,350,553	99.00%	0.41731	0.02736	100.00%	\$ -	\$ -	\$ -	\$ -
2023	\$ 157,131,420	\$ 1,695,731,612	\$ 1,538,600,192	99.00%	0.41731	0.02736	100.00%	\$ -	\$ -	\$ -	\$ -
2024	\$ 157,131,420	\$ 1,729,646,244	\$ 1,572,514,824	99.00%	0.41731	0.02736	100.00%	\$ -	\$ -	\$ -	\$ -
2025	\$ 157,131,420	\$ 1,764,239,169	\$ 1,607,107,749	99.00%	0.41731	0.02736	100.00%	\$ -	\$ -	\$ -	\$ -
	\$ 1,885,577,040	\$ 18,904,720,276	\$ 17,019,143,236					\$ 28,493,718	\$ 5,466,861	\$ 1,424,686	\$ 21,602,171

EXHIBIT 6A
Revenue Schedule – Houston Community College (Original Area)

Tax Year (1)	Base Year Original Area	Taxable Value Original Area	Captured Appraised Value	Collection Rate	Tax Rate	Increment Revenue	Affordable Housing	City Admin	Net Revenue (Less Transfers and AH)
2014	99,343,200	\$ 795,795,445	\$ 696,452,245	99.00%	0.07706	\$ 531,285	\$ 177,095	\$ 8,333	\$ 345,857
2015	99,343,200	\$ 909,673,671	\$ 810,330,471	99.00%	0.07706	\$ 618,156	\$ 206,052	\$ 8,333	\$ 403,771
2016	99,343,200	\$ 927,867,144	\$ 828,523,944	99.00%	0.07706	\$ 632,035	\$ 210,678	\$ 8,333	\$ 413,023
2017	99,343,200	\$ 946,424,487	\$ 847,081,287	99.00%	0.07706	\$ 646,191	\$ 215,397	\$ 8,333	\$ 422,461
2018	99,343,200	\$ 965,352,977	\$ 866,009,777	99.00%	0.07706	\$ 660,631	\$ 220,210	\$ 8,333	\$ 432,087
2019	99,343,200	\$ 984,660,037	\$ 885,316,837	99.00%	0.07706	\$ 675,359	\$ 225,120	\$ 8,333	\$ 441,906
2020	99,343,200	\$ 1,004,353,237	\$ 905,010,037	99.00%	0.07706	\$ 690,382	\$ 230,127	\$ 8,333	\$ 451,921
2021	99,343,200	\$ 1,024,440,302	\$ 925,097,102	99.00%	0.07706	\$ 705,705	\$ 235,235	\$ 8,333	\$ 462,137
2022	99,343,200	\$ 1,044,929,108	\$ 945,585,908	99.00%	0.07706	\$ 721,335	\$ 240,445	\$ 8,333	\$ 472,557
2023	99,343,200	\$ 1,065,827,690	\$ 966,484,490	99.00%	0.07706	\$ 737,277	\$ 245,759	\$ 8,333	\$ 483,185
2024	99,343,200	\$ 1,087,144,244	\$ 987,801,044	99.00%	0.07706	\$ 753,539	\$ 251,180	\$ 8,333	\$ 494,026
2025	99,343,200	\$ 1,108,887,129	\$ 1,009,543,929	99.00%	0.07706	\$ 770,125	\$ 256,708	\$ 8,333	\$ 505,083
			\$ 10,673,237,072			\$8,142,020	\$2,714,007	\$ 100,000	\$ 5,328,013

EXHIBIT 6B
Revenue Schedule – Houston Community College (1995 Annexed Area)

Tax Year (1)	Base Year Annexation 1999	Taxable Value Annexation 1995	Captured Appraised Value	Collection Rate	Tax Rate	Increment Revenue	Affordable Housing	City Admin	Net Revenue (Less Transfers and AH)
2014	57,738,340	\$ 497,257,353	\$ 439,519,013	99.00%	0.07706	\$ 335,285	\$ 111,762	\$ 8,333	\$ 215,190
2015	57,738,340	\$ 537,616,932	\$ 479,878,592	99.00%	0.07706	\$ 366,073	\$ 122,024	\$ 8,333	\$ 235,715
2016	57,738,340	\$ 548,369,271	\$ 490,630,931	99.00%	0.07706	\$ 374,275	\$ 124,758	\$ 8,333	\$ 241,183
2017	57,738,340	\$ 559,336,656	\$ 501,598,316	99.00%	0.07706	\$ 382,642	\$ 127,547	\$ 8,333	\$ 246,761
2018	57,738,340	\$ 570,523,389	\$ 512,785,049	99.00%	0.07706	\$ 391,175	\$ 130,392	\$ 8,333	\$ 252,450
2019	57,738,340	\$ 581,933,857	\$ 524,195,517	99.00%	0.07706	\$ 399,880	\$ 133,293	\$ 8,333	\$ 258,253
2020	57,738,340	\$ 593,572,534	\$ 535,834,194	99.00%	0.07706	\$ 408,758	\$ 136,253	\$ 8,333	\$ 264,172
2021	57,738,340	\$ 605,443,985	\$ 547,705,645	99.00%	0.07706	\$ 417,814	\$ 139,271	\$ 8,333	\$ 270,209
2022	57,738,340	\$ 617,552,864	\$ 559,814,524	99.00%	0.07706	\$ 427,051	\$ 142,350	\$ 8,333	\$ 276,368
2023	57,738,340	\$ 629,903,922	\$ 572,165,582	99.00%	0.07706	\$ 436,473	\$ 145,491	\$ 8,333	\$ 282,649
2024	57,738,340	\$ 642,502,000	\$ 584,763,660	99.00%	0.07706	\$ 446,084	\$ 148,695	\$ 8,333	\$ 289,056
2025	57,738,340	\$ 655,352,040	\$ 597,613,700	99.00%	0.07706	\$ 455,886	\$ 151,962	\$ 8,333	\$ 295,591
			\$ 6,346,504,723			\$ 4,841,396	\$ 1,613,799	\$ 100,000	\$ 3,127,597

EXHIBIT 6C
Revenue Schedule – Houston Community College (1999 Annexed Area)

Tax Year (1)	Base Year Annexation 1999	Taxable Value Annexation 1999	Captured Appraised Value	Collectio n Rate	Tax Rate	Increment Revenue	Affordable Housing	City Admin	Net Revenue (Less Transfers and AH)
2014	54,694,350	\$ 241,857,280	\$ 187,162,930	99.00%	0.07706	\$ 142,776	\$ 47,592	\$ 8,333	\$ 86,851
2015	54,694,350	\$ 267,966,747	\$ 213,272,397	99.00%	0.07706	\$ 162,694	\$ 54,231	\$ 8,333	\$ 100,129
2016	54,694,350	\$ 273,326,082	\$ 218,631,732	99.00%	0.07706	\$ 166,782	\$ 55,594	\$ 8,333	\$ 102,855
2017	54,694,350	\$ 278,792,604	\$ 224,098,254	99.00%	0.07706	\$ 170,952	\$ 56,984	\$ 8,333	\$ 105,635
2018	54,694,350	\$ 284,368,456	\$ 229,674,106	99.00%	0.07706	\$ 175,206	\$ 58,402	\$ 8,333	\$ 108,470
2019	54,694,350	\$ 290,055,825	\$ 235,361,475	99.00%	0.07706	\$ 179,544	\$ 59,848	\$ 8,333	\$ 111,363
2020	54,694,350	\$ 295,856,941	\$ 241,162,591	99.00%	0.07706	\$ 183,970	\$ 61,323	\$ 8,333	\$ 114,313
2021	54,694,350	\$ 301,774,080	\$ 247,079,730	99.00%	0.07706	\$ 188,483	\$ 62,828	\$ 8,333	\$ 117,322
2022	54,694,350	\$ 307,809,562	\$ 253,115,212	99.00%	0.07706	\$ 193,088	\$ 64,363	\$ 8,333	\$ 120,392
2023	54,694,350	\$ 313,965,753	\$ 259,271,403	99.00%	0.07706	\$ 197,784	\$ 65,928	\$ 8,333	\$ 123,523
2024	54,694,350	\$ 320,245,068	\$ 265,550,718	99.00%	0.07706	\$ 202,574	\$ 67,525	\$ 8,333	\$ 126,716
2025	54,694,350	\$ 326,649,969	\$ 271,955,619	99.00%	0.07706	\$ 207,460	\$ 69,153	\$ 8,333	\$ 129,973
			\$ 2,846,336,166			\$ 2,171,312	\$ 723,771	\$ 100,000	\$ 1,347,541