

City of Houston, Texas, Ordinance No. 1999- 731

AN ORDINANCE APPROVING THE FIRST AMENDMENT OF THE PROJECT PLAN AND REINVESTMENT ZONE FINANCING PLAN FOR REINVESTMENT ZONE NUMBER FOUR, CITY OF HOUSTON, TEXAS (VILLAGE ENCLAVES); AUTHORIZING THE CITY SECRETARY TO DISTRIBUTE SUCH PLANS; CONTAINING VARIOUS PROVISIONS RELATED TO THE FOREGOING SUBJECT; AND DECLARING AN EMERGENCY.

* * * * *

WHEREAS, by City of Houston Ordinance No. 96-1014, adopted September 25, 1996, the City created Reinvestment Zone Number Four, City of Houston, Texas (the "Village Enclaves Zone") for the purposes of development within the area of the City generally bounded by Memorial Drive on the north, Dairy Ashford on the east, Briar Forest on the south and State Highway 6 on the west, referred to herein as the "Village Enclaves area"; and

WHEREAS, the City enlarged the boundaries of the Village Enclaves Zone by City of Houston Ordinance No. 97-479 on May 7, 1997, to include additional areas within the general boundaries of the Village Enclaves area; and

WHEREAS, the Board of Directors of the Village Enclaves Zone has adopted and recommended, and the City has approved, by City of Houston Ordinance No. 97-599, dated May 28, 1997, the Project Plan and Reinvestment Zone Financing Plan (the "Plans") for the Village Enclaves Zone; and

WHEREAS, Chapter 311 of the Texas Tax Code authorizes the amendment of the Plans; and

WHEREAS, the Board of Directors of the Village Enclaves Zone, at its March 18, 1998, board meeting, considered and adopted proposed amendments to the Plans (the "Amendments"), and recommended the Amendments for approval by the City Council; and

WHEREAS, before the Board of Directors of the Village Enclaves Zone may implement the Amendments, the City Council must approve the Amendments; and

WHEREAS, the Plans, as amended by the Amendments, continue to provide that one-third of the tax increment is dedicated to providing low-income housing during the term of the Village Enclaves Zone; and

WHEREAS, a public hearing on the Amendments required to be held by the provisions of Section 311.011 of the Code was held on June 29, 1999; **NOW, THEREFORE,**

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

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

Section 2. That the Project Plan and the Reinvestment Zone Financing Plan approved by City of Houston Ordinance No. 97-599, passed and adopted on May 28, 1997, are hereby amended by substituting the Project Plan and the Reinvestment Zone

Financing Plan attached to this Ordinance therefor. The Plans as so amended (the "Amended Plans") are hereby determined to be feasible and are approved. The appropriate officials of the City are authorized to take all steps reasonably necessary to implement the Amended Plans.

Section 3. That the City Secretary is directed to provide copies of the Amended Plans to each taxing unit levying ad valorem taxes in the Village Enclaves Zone.

Section 4. That City Council officially finds, determines, recites and declares a sufficient written notice of the date, hour, place and subject of this meeting of the City Council was posted at a place convenient to the public at the City Hall of the City for the time required by law preceding this meeting, as required by the Open Meetings Law, Chapter 551, Texas Government Code and that this meeting has been open to the public as required by law at all times during which this ordinance and the subject matter thereof has been discussed, considered and formally acted upon. That City Council further ratifies, approves and confirms such written notice and the contents and posting thereof.

Section 5. 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.

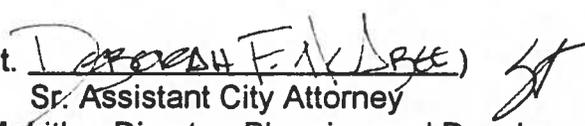
PASSED AND ADOPTED this 14th day of July, 1999.

APPROVED this _____ day of _____, 1999.

Mayor of the City of Houston

Pursuant to Article VI, Section 6, Houston City Charter, the effective date of the foregoing Ordinance is JUL 20 1999.


City Secretary

(Prepared by Legal Dept. )
(DFM/dfm July 2, 1999) Sr. Assistant City Attorney
(Requested by Robert M. Litke, Director, Planning and Development)
(L.D. File No. 34-61-96031-08)

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AYE	NO	
/		MAYOR BROWN
••••	••••	COUNCIL MEMBERS
/		TATRO
/		YARBROUGH
/		WONG
	ABSENT	BONEY
/		TODD
/		DRISCOLL
/		KELLEY
	ABSENT	FRAGA
/		CASTILLO
/		PARKER
/		ROACH
	ABSENT	SANCHEZ
/		BELL
/		ROBINSON
CAPTION	ADOPTED	

**REINVESTMENT ZONE NUMBER FOUR,
CITY OF HOUSTON
(VILLAGE ENCLAVES)**

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

May 27, 1999

**REINVESTMENT ZONE NUMBER FOUR,
CITY OF HOUSTON, TEXAS (VILLAGE ENCLAVES)
Amended Project Plan and Reinvestment Zone Financing Plan
MAY 27, 1999**

This Amended Project Plan and Reinvestment Zone Financing Plan incorporates changes to the development plan approved by Ordinance 97-599. Changes to the previously approved Project Plan and Reinvestment Zone Financing Plan are as follows:

- Original Plan – 12-acre site, Eldridge Enclave development plan called for the infrastructure development and construction of 96 single-family units with a projected taxable value of \$12.0 million upon completion in tax year 2000.
- Revised Plan – 12 acre site, Lodge on the Parkway II development plan is a 300 unit apartment complex with a projected taxable value of \$19.6 million upon completion in tax year 2000.
- Revised Plan - Infrastructure cost associated with the original single-family development plan is eliminated.
- Revised Plan – Estimated Infrastructure cost for the Lakeside Enclave development updated based on current data.
- Revised Plan – TIRZ Revenue Schedule I adjusted to reflect development changes to the 12-acre site. TIRZ Revenue Schedule II and III adjusted to reflect increased taxable value based on current construction data.

The Amended Project Plan and Reinvestment Zone Financing Plan results in increased taxable appraised value at less reimbursable costs to the reinvestment zone.

The Amended Project Plan and Reinvestment Zone Financing Plan supercedes the Project Plan and Reinvestment Zone Financing Plan approved by Ordinance 97-599 passed on May 28, 1997. If and to the extent that the Amended Project Plan and Reinvestment Zone Financing Plan conflicts with the above referenced Project Plan and Reinvestment Zone Financing Plan, this Amended Project Plan and Reinvestment Zone Financing Plan will govern.

**TAX INCREMENT REINVESTMENT ZONE NUMBER FOUR,
CITY OF HOUSTON**
Amended Project Plan and Reinvestment Zone Financing Plan

OVERVIEW

Reinvestment Zone Number Four, City of Houston (the "reinvestment zone") was created by Ordinance No. 96-1014 passed September 25, 1996. The City of Houston annexed property into the reinvestment zone by Ordinance 97-479, passed May 7, 1997. This document constitutes the Project Plan and Reinvestment Zone Financing Plan as required by Chapter 311.011, Tax Increment Financing Act.

PROJECT PLAN

The purpose of the reinvestment zone is to facilitate early development of residential and commercial properties within the zone and to enable the construction of a much needed shared educational facility to serve the western portion of the city. The educational facility in turn will be a significant spur to development of the area. See Map 1 for zone boundaries and delineation of Part A and B of the zone.

Part A

Part A of the project plan is to develop 100 single family homes in Lakeside Enclave with projected average values of \$200,000 each resulting in a projected appraised ~~table~~ ^{taxable} value of \$30 million. The plan also includes the construction of 300 apartment units on property previously referred to as Eldridge Enclave at an estimated value of \$19.6 million. Upon completion of both projects, the estimated taxable value is approximately 49.6 million. The total estimated development cost requires the expenditure of \$2,078,633 in project eligible capital construction, related site improvements and financing. Expenditures associated with the construction of water, sewer and drainage infrastructure, detention/lake area, engineering and other specific project related costs will be funded by tax increment revenue derived from property value increases as a result of the proposed residential development.

Pursuant to a Developer Reimbursement Agreement, the developer would be reimbursed for funds advanced on behalf of the reinvestment zone for the engineering, design and construction of specific public facilities and related project costs as detailed in this project plan and reinvestment zone financing plan (Part A). The Developer shall dedicate all public improvements to the City except improvements to the detention/lake area that will be dedicated to the homeowners association.

Part B

Part B of the Project Plan is to build a high school and to encourage further residential and commercial development within the zone. It is estimated that the new development will require the expenditure of \$103 million in construction, related site improvements and financing for the shared educational facility, and an estimated \$4.8 million for paving, storm sewer items, sanitary sewer items, water main items, and street lighting items as may be needed to support new commercial and residential development which may not be likely to occur within the foreseeable future without the improvements contemplated in Project Plan. These expenditures will be funded by tax increment revenue derived from property value increases from the part B area and through either a rent contract or lease purchase agreement between the Houston Independent School District (the "HISD") and a separate entity. The Part B Plan is intended to provide the financing and management tool to build a much needed shared educational facility on the West Side of Houston.

The construction of a new-shared educational facility will provide area children with improved educational opportunities. The closest high school to this area is located eleven miles to the east. Construction of the shared educational facility on the West Side will be a stepping-stone for development and redevelopment within and surrounding the reinvestment zone. Infrastructure and circulation improvements as well as other public improvements that will encourage and support private investment in new residential and commercial development are contemplated. The major tenets of the reinvestment zone are:

- to maximize the ability of HISD to provide a new school utilizing all available financing tools;
- to provide municipal outdoors recreational, park and indoor meeting/recreational facilities;
- to encourage additional residential development within the zone; and
- to encourage development in other nearby areas of the city through the provision of a new shared educational facility.

1. Maps showing the existing uses and conditions of real property in the reinvestment zone and maps showing proposed improvements to and uses of that property

Part A

Part A is 40.9758 acres and is generally bounded by Eldridge Parkway South on the west, Forkland Drive on the north, Enclave Parkway on the east and raw land on the south. A Vicinity Map and the boundaries of the reinvestment zone are indicated on the map and legal description included in Exhibit A: 1.

Aerial photographs included in this plan depict the surrounding land uses. The plats of Eldridge Enclave and Lakeside Enclave show single family residential lots to be developed, along with the various easements and reserves in which the proposed improvements will be located. The proposed improvements to be reimbursed by the Reinvestment Zone are listed on each plat.

Part B

Part B is 1,035 acres located in west Houston. It is generally bounded by Highway Six to the west, Westheimer to the South, Buffalo Bayou to the north, and Enclave Parkway to the east. The reinvestment zone is located within the boundaries of the City of Houston, Harris County and the Houston Independent School District (HISD).

Exhibit A: 2 includes a description, a map showing the boundaries of the reinvestment zone, a vicinity map, a current land use map showing existing uses and conditions of real property located in the reinvestment zone Part B, and a map showing the proposed improvements to and proposed uses of the property.

2. Proposed Changes of Zoning Ordinances, Master Plan of Municipality, Building Codes, and Other Municipal Ordinances

All construction will be done in conformance with existing rules and regulations of the City of Houston. There are no proposed changes of any city ordinance, master plan, or building codes.

3. List of Estimated Non-project Costs

Part A

Paving	\$ 480,000
Amenities (Swimming pool, Cabana and Fence around the swimming pool and Cabana)	\$ 85,000
Landscaping	\$ 275,000
Engineering and Contingency associated with non-project related costs	\$ 144,900
HOA Subsidy	\$ 65,000
Legal/Insurance/Accounting	\$ 42,000
Taxes	\$ 136,000
Closing Costs	\$ 111,000
Management	\$ 160,000

Part B : \$ 2,644,600

4. Statement of Method of Relocating Persons to be displaced as a Result of Implementing the Plan

The Reinvestment Zone Project Plan calls for the development of only vacant property. Therefore, there is no displacement of property owners or residents.

REINVESTMENT ZONE FINANCING PLAN

The Reinvestment Zone Financing Plan includes the following elements required by Chapter 311, Texas Tax Code.

1. A list describing the estimated project costs of the zone, including administrative expenses is described below and in Exhibit A.

Organizational costs for the creation of the zone are estimated at \$56,200. The administration of the reinvestment zone shall be by the Board of Directors under the provisions of Chapter 311, Tax Code. The administrative costs are estimated at \$36,000 per year for the first two years of operation, \$12,500 for five years and \$2,500 each year thereafter.

Part A

Organizational costs for the creation of Part A of the zone are estimated at \$32,600. The administration of the reinvestment zone shall be by the Board of Directors under the provisions of Chapter 311, Tax Code. The administrative costs for Part A are estimated at \$18,000 per year for the first two years of operation and \$6,250 for five years and \$1,250 per year thereafter.

The public improvements to be constructed and reimbursed by the reinvestment zone consist of water, sewer, and drainage infrastructure required for the development of single family residential use and the acquisition and development cost of the 1.97-acre detention/lake area. The project related expenses include:

1. land acquisition cost of the 1.97-acre detention/lake area,
2. all improvements to the detention/lake area (excluding swimming pool, cabana and the fence around the pool and cabana),
3. the construction of water distribution, sanitary sewer collection, and drainage systems to serve the development,
4. engineering and contingencies regarding numbers 2 and 3 above,
5. expenses necessary and related to creation of the reinvestment zone and implementation the project plan,
6. expenses associated with the administration of the reinvestment zone, and
7. interest regarding 1 through 7 immediately above from the date of the expense through the date the reimbursement is paid to the Developer.

Estimated project costs related to all aspects of the reinvestment zone Part A are detailed below, and are costs to be reimbursed to the developer by the reinvestment zone increment revenue. The construction costs for the infrastructure and detention/lake area along with associated interest, professional services, and creation costs is estimated at \$2,065,046. The costs detailed below are estimates only, and the actual costs are the amounts to be reimbursed to the developer by the reinvestment zone increment revenue.

Public Improvement Item

Estimated Cost

Detention/Lake Area (1)	
Land	\$ 157,155
Improvements	\$ 250,483
Utility Trunk Lines (off-sight)	\$ 153,450
Water/Sewer/Storm Drainage Utility Lines	\$ 440,734
Water Impact fees	\$ 20,000
Interest	\$ 936,911
Engineering (2)	\$ 73,713
Reinvestment Zone Creation	\$ 32,600
TOTAL	\$ 2,065,046

(1) All land and improvement expenses associated with the 1.97-acre on-sight detention/lake area (exclusive of swimming pool, cabana and fence around swimming pool and cabana).

(2) Only engineering cost associated with water/sewer/drainage and on-sight detention/lake area is being reimbursed.

Part B

Organizational costs for the creation of Part B of the zone are estimated at \$10,000. The administration of the reinvestment zone shall be by the Board of Directors under the provisions of Chapter 311, Tax Code.. The administrative costs for Part B are estimated at \$18,000 per year for the first two years of operation and \$6,250 for five years and \$1,250 per year thereafter

A detailed description of the estimated construction costs is included in Exhibit A.

2. A statement listing the kind, number, and location of all proposed public works or public improvements in the zone:

Plan A

Year One to Year Two Plan: Year One through year two of the Plan begins January 1, 1997 and ends December 31, 1998. Activities are projected to include the construction, supervision, and related professional activities outlined in the Project Plan. The public improvements to be constructed are as follows:

- a. development and completion of Lakeside Enclave Section I and the 12 acre Hanover Apartment Project "Lodge on the Parkway II" which includes construction of water distribution and sanitary sewer collection systems and drainage, and detention/lake area, and
- b. the administration of the reinvestment zone shall be by the Board of Directors under the provisions of Chapter 311, Texas Tax Code.

Year Three to Year Four Plan: Year two through year four of this Plan will commence on January 1 in 1999, and 2000 and terminate on December 31 in 999 and 2000. Activities are projected to include construction activities and related services, other appropriate consultant services, and administrative services related to the Project Plan. The construction plans include:

- a. completion of Section II and III of Lakeside Enclave,
- b. development and completion of Lodge on the Parkway II including construction of water distribution and sanitary sewer collection systems and drainage facilities, and completion of Apartments, and
- c. the administration of the reinvestment zone shall be by the Board of Directors under the provisions of Chapter 311, Texas Tax Code.

Year Five to Year Twenty: Year five through year twenty of this Plan will commence on January 1 of each year in the years 2001 through 2016, and terminate on December 31 of each of those years. Activities shall include necessary construction activities; project related services, other appropriate consultant services, and administrative services related to the implementation of the Project Plan and Reinvestment Zone Financing Plan. Projections include the completion of construction of all sections by the fourth quarter of the year 2001. This includes:

- a. any necessary construction requirements of the project, and
- b. the administration of the reinvestment zone shall be by the Board of Directors under the provisions of Chapter 311, Texas Tax Code.

Part B

The shared educational facility is designed as a complete facility to house 2,500 students serving grades 9 through 12, with "core" elements to serve 3,000. The proposed project contains 425,700 square feet, in two stories with meeting facilities for use by the West Side community. Other improvements on the 54 acre school site include parking for 980 cars in three lots, bus parking, a 4-lane track, fields for football, soccer, softball and baseball, 4 tennis courts, and an outdoor basketball court, which will also be available as municipal recreational community park facilities.

The facility consists of 75 classrooms, 15 computer and science laboratories, 2 gymnasias with related dressing facilities, an 8-lane natatorium, a 990 seat auditorium, a little theater, choral and band halls, 2 large special populations spaces, drama and art studios, life skills/home economics labs, 4 industrial tech./voc. ed. spaces, an ROTC facility, administrative offices, cafeteria-commons and food court to serve the student body in three seatings, and a remote field house for men's and women's athletics. Academic spaces are clustered in five 500 - student "schools within a school" around the library, each teaching all major subjects, for a more human scale. Elective spaces are aligned along a "student street" and a high public mall. A technology network is

incorporated throughout for data and media. The in-door facilities will also be available as a community and municipal resource for meetings and other activities.

Other project activities and expenditures may include:

- the acquisition and construction of public works, public improvements, new buildings, structures and fixtures;
- Air conditioning system that will be zoned for efficient operation and use of facilities;
- the acquisition of land and equipment and the clearing and grading of land;
- financing costs including construction interest;
- real property assembly costs;
- professional service costs, including architectural, planning, engineering, and legal; and
- organizational costs, and the cost of operating the reinvestment zone and project facilities.
- Other project related costs within the zone may include paving, storm sewer items, sanitary sewer items, water main items, and street lighting items to support commercial and industrial development within the reinvestment zone. The estimated cost of the listed items is \$4.8 million.

3. The estimated amount of bonded indebtedness to be incurred; the time when related costs or monetary obligations are to be incurred; the current total appraised value of taxable real property in the zone; and the estimated captured appraised value of then zone during each year of its existence is detailed in Exhibit B, Schedules I, II and III.

In the case of Part A, it has not been determined if the reinvestment zone will issue any bonded indebtedness. In the case of Part B, available tax increment revenue may be used in combination with either a guaranteed rental payment contract or a lease purchase agreement to pay project costs and financing costs through a separate entity.

4. **A description of the methods of financing all estimated project costs and the expected sources of revenue to finance or pay project costs, including the percentage of tax increment to be derived from the property taxes of each taxing unit that levies taxes on real property in the zone is described below.**

Description of the methods of financing

Part A: In accordance with 311.015 of the Tax Increment Financing Act, the City may issue tax increment bonds or notes, the proceeds of which may be used to pay project costs on behalf of the reinvestment zone part A. If such bonds are issued, reinvestment zone bond proceeds shall be used to provide reimbursement for the project related costs outlined in this plan. The developer will advance the project-related costs. The reinvestment zone will issue no bonds or notes until there is a market for the bonds.

Part B: In accordance with 311.015 of the Tax Increment Financing Act, the City may issue tax increment bonds or notes, the proceeds of which may be used to pay project costs on behalf of the reinvestment zone. If such bonds are issued, reinvestment zone bond proceeds shall be used to fund construction of project public works and public improvement costs outlined in this plan.

The estimated construction related development and financing costs for the new shared educational facility and other public works and improvements are estimated to be \$103 million. Although the HISD and City are exploring all possible school construction financing methods, it is anticipated that the most likely method will reflect tax increment revenue combined with a guaranteed rental payment contract. This rental contract will cover any gap between costs of the project and the tax increment revenues collected.

Tax revenue can be used to construct the new shared educational facility, provide for necessary infrastructure and site development, support other development, organization and administration costs associated with the creation and operation of the reinvestment zone. As development occurs within the reinvestment zone, new tax increment revenues could be used to provide further infrastructure enhancements to support expanded residential development.

Expected Sources of Revenue to Finance or Pay Project Costs

Part A: The purpose of the reinvestment zone part A is to provide the necessary public improvements to support residential development. It is projected that taxable property values will increase from approximately \$1.8 million in 1996 to approximately \$22 million in 1999 and \$46 million by the year 2000. It is anticipated that the average home value will be \$200,000 in Lakeside Enclave and the Apartment complex will yield an assessed valuation of \$19.6 million.

The Houston Independent School District is participating in the reinvestment zone at a \$ 1.384/\$100 appraised value tax rate. Exhibit B, Schedule I shows the following:

- the current total appraised value of taxable real property in the zone,
- the estimated captured appraised value of the zone during each year of its existence,
- the 2/3 increment revenue generated by each participating taxing jurisdiction, and
- the total 1/3 increment revenue generated for low-income housing.

Part B: Exhibit B, Schedule II to this plan demonstrates the amount of increment revenue available to the reinvestment zone for the taxing jurisdictions participating at the rates shown. The total tax increment revenue available to support project related improvements over the 20-year life of the reinvestment zone is estimated to be \$ 65.9 million. This estimate is based on normal inflation of tax values, anticipated residential/commercial development and no increases in tax rates. As the potential of the school encourages new taxable development, there will be additional funds available to pay for future related costs associated with the zone.

The Houston Independent School District is participating in the reinvestment zone at a \$1.384/\$100 appraised value tax rate. Exhibit B, Schedule II and III show the following:

- the current total appraised value of taxable real property in the zone,
- the estimated captured appraised value of the zone during each year of its existence,
- the increment revenue generated by each participating taxing jurisdiction,
- the one time creation cost and the estimated annual administrative cost,
- the estimated total increment revenue to support project related costs, and
- the estimated annual HISD cost.

Percentage of Increment Dedicated to the Zone

The percentage of tax value increment currently dedicated to the reinvestment zone is:

City of Houston	100% Dedicated	32% of total increment participation
Houston ISD	100% Dedicated	68% of total increment participation

The City is soliciting the participation in the reinvestment zone by Harris County. If Harris County participates, the additional increment revenue generated would be used to reduce the obligations of the zone.

Tax Increment Fund

The City established and maintains the tax increment fund. The City deposits an amount of money into the tax increment fund equal to the City's ad valorem tax revenues collected from the taxable property in the reinvestment zone less the tax increment base revenue. The City deposits revenues derived from other taxing jurisdictions participating in the reinvestment zone into the tax increment fund in accordance with the conditions of each jurisdiction's participation.

The City will dedicate one-third of the tax revenues from the increment to provide low and moderate income housing throughout the City. The remaining two-thirds tax increment revenue will be used to pay obligations of the reinvestment zone through the payment of debt service from the issuance of tax increment bonds, notes or by direct reimbursement from the fund.

5. Economic Feasibility Study

Part A: Local market indicators demonstrate a demand for residential dwelling units. A market study has been prepared by CDS Research to assess the market for the proposed development. A copy of the report is attached in Exhibit C. The study anticipates strong acceptance of the housing product to be delivered.

Part B: Exhibit D contains an economic feasibility study demonstrating the need for a new educational facility and its impact on the community.

6. Duration of the Zone

City of Houston Ordinance 96-1014 established that the reinvestment zone shall take effect on January 1, 1997, and termination of the operation of the reinvestment zone shall occur on December 31, 2016, or at an earlier time designated by subsequent ordinance, or at such time, subsequent to the issuance of tax increment bonds, if any, that all project costs, tax increment bonds, and interest on the bonds, have been paid in full.

c:\haweshillpatterson\projects\reinvestment zones\TIRZ04\Amended Plan

Exhibit A:

**Detailed description of Part B Estimated Construction
Costs**

SHARED EDUCATIONAL FACILITY

		<u>Estimated Cost</u>
	Land and Related Work	\$ 4,250,500
Division	01 Gen. Conditions	3,140,300
Division	02 Sitework	4,491,700
Division	03 Concrete	1,543,000
Division	04 Masonry	4,338,000
Division	05 Metals	2,820,000
Division	06 Wood and Plastics	877,000
Division	07 Thermal & Moist. Prot.	1,835,500
Division	08 Doors and Windows	1,327,000
Division	09 Finishes	3,905,500
Division	10 Specialties	936,000
Division	11 Equipment	1,223,000
Division	12 Furnishings	1,555,000
Division	13 Special Construction	431,000
Division	14 Elevators	70,000
Division	15 Mechanical/Plumbing	9,518,000
Division	16 Electrical	<u>3,696,000</u>
	Total	\$ 45,957,500

The above stated costs are preliminary revised amounts based on an April 1996 cost estimate and are subject to final adjustment upon determination of the future bid date.

Exhibit B:

Schedule I

Schedule II

Schedule III

Reinvestment Zone Number Four - Part A Total Projected Zone Revenues

Tax Year	Coll. Year	Total Value	Tax Value Increment	\$0.665 CITY 2/3 Rev.	\$1.384 HISD 2/3 Rev.	2/3 Annual TIRZ Rev.	Cumulative Tax Rev.	1/3 Annual Housing Rev.	Total Collected TIRZ Rev.
			BASE						
1996		1,792,430							
1997		1,792,430							
1998		1,792,430							
1999	2000	21,792,430	20,000,000 \$	68,805 \$	165,573 \$	234,378 \$	234,378 \$	117,189 \$	351,567
2000	2001	46,133,870	44,341,440	168,665	383,425	552,090	786,468	276,045	828,136
2001	2002	53,233,455	51,441,025	193,405	446,966	640,370	1,426,839	320,185	960,556
2002	2003	58,806,829	57,014,399	212,900	496,846	709,746	2,136,585	354,873	1,064,620
2003	2004	59,430,850	57,638,420	215,374	502,431	717,805	2,854,391	358,903	1,076,708
2004	2005	60,542,207	58,749,777	219,531	512,378	731,908	3,586,299	365,954	1,097,863
2005	2006	61,674,346	59,881,916	223,765	522,510	746,275	4,332,574	373,138	1,119,413
2006	2007	62,827,656	61,035,226	228,078	532,832	760,911	5,093,485	380,455	1,141,366
2007	2008	64,002,534	62,210,104	232,473	543,347	775,820	5,869,305	387,910	1,163,730
2008	2009	65,199,381	63,406,951	236,949	554,059	791,008	6,660,313	395,504	1,186,512
2009	2010	66,418,609	64,626,179	241,509	564,971	806,480	7,466,793	403,240	1,209,720
2010	2011	67,660,637	65,868,207	246,154	576,087	822,241	8,289,034	411,121	1,233,362
2011	2012	68,925,891	67,133,461	250,887	587,411	838,297	9,127,331	419,149	1,257,446
2012	2013	70,214,805	68,422,375	255,707	598,946	854,654	9,981,985	427,327	1,281,980
2013	2014	71,527,822	69,735,392	260,618	610,698	871,316	10,853,300	435,658	1,306,974
2014	2015	72,865,393	71,072,963	265,621	622,669	888,290	11,741,590	444,145	1,332,434
2015	2016	74,227,975	72,435,545	270,717	634,864	905,581	12,647,171	452,790	1,358,371
2016	2017	75,616,039	73,823,609	275,909	647,287	923,195	13,570,366	461,598	1,384,793
Total				\$ 4,067,066	\$ 9,503,299	\$ 13,570,366		\$ 6,785,183	\$ 20,355,549

ASSUMPTIONS:

1. Taxing jurisdictions participate at 100% at tax rates shown.
2. Tax Increment Revenue includes 80% City Homestead Exemption and \$15,000 School Homestead Exemption.
3. Tax collection rate of 97%.

Reinvestment Zone Number Four - Part B Total Projected Zone Revenues

Tax Year	Total Value	Tax Value Increment	\$ 0.665 CITY 2/3 Rev.	\$ 1.384 HISD 2/3 Rev.	2/3 Annual TIRZ Rev.	1/3 Annual TIRZ Rev.	Total Annual TIRZ Rev.
1996	60,960,690						
1997	60,960,690						
1998	70,900,655	9,939,965 \$	44,067 \$	91,713 \$	135,780 \$	67,890	203,670
1999	100,900,655	39,939,965	177,067 \$	368,513 \$	545,580	272,790	818,370
2000	132,927,497	71,966,807	319,053 \$	664,014 \$	983,067	491,533	1,474,600
2001	175,553,241	114,592,551	508,027 \$	1,057,307 \$	1,565,334	782,667	2,348,001
2002	190,976,087	130,015,397	576,402 \$	1,199,609 \$	1,776,010	888,005	2,664,015
2003	226,687,340	165,726,650	734,721 \$	1,529,105 \$	2,263,826	1,131,913	3,395,739
2004	242,566,393	181,605,703	805,119 \$	1,675,615 \$	2,480,734	1,240,367	3,721,101
2005	259,242,385	198,281,695	879,049 \$	1,829,479 \$	2,708,528	1,354,264	4,062,792
2006	295,230,217	234,269,527	1,038,595 \$	2,161,527 \$	3,200,122	1,600,061	4,800,183
2007	321,751,022	260,790,332	1,156,170 \$	2,406,225 \$	3,562,396	1,781,198	5,343,594
2008	358,907,766	297,947,076	1,320,899 \$	2,749,058 \$	4,069,957	2,034,979	6,104,936
2009	376,759,342	315,798,652	1,400,041 \$	2,913,769 \$	4,313,810	2,156,905	6,470,714
2010	403,804,741	342,844,051	1,519,942 \$	3,163,308 \$	4,683,250	2,341,625	7,024,875
2011	423,804,741	362,844,051	1,608,609 \$	3,347,841 \$	4,956,450	2,478,225	7,434,675
2012	462,869,890	401,909,200	1,781,797 \$	3,708,282 \$	5,490,080	2,745,040	8,235,120
2013	471,525,557	410,564,867	1,820,171 \$	3,788,145 \$	5,608,316	2,804,158	8,412,474
2014	510,483,085	449,522,395	1,992,883 \$	4,147,593 \$	6,140,476	3,070,238	9,210,714
2015	520,029,118	459,068,428	2,035,203 \$	4,235,671 \$	6,270,875	3,135,437	9,406,312
2016	549,753,663	488,792,973	2,166,982 \$	4,509,930 \$	6,676,912	3,338,456	10,015,368
Total			\$ 21,884,797	\$ 45,546,705	\$ 67,431,501	\$ 33,715,751	\$ 101,147,252

ASSUMPTIONS:

1. Taxing jurisdictions participate at 100% at tax rates shown.
2. Tax Value includes 80% Homestead Exemption.

Estimated HISD Cost - Part B

Tax Year	Total Value	Tax Value Increment	\$ 0.665 CITY 2/3 Rev.	\$ 1.384 HISD 2/3 Rev.	2/3 Annual TIRZ Rev.	Estimated Operation Costs	Available Support Project	Estimated HISD Cost
1996	60,960,690							
1997	60,960,690							
1998	70,900,655	9,939,965	44,067	91,713	135,780	36,000	99,780	2,736,420
1999	100,900,655	39,939,965	177,067	368,513	545,580	36,000	509,580	2,966,620
2000	132,927,497	71,966,807	319,053	664,014	983,067	42,000	941,067	2,538,013
2001	175,553,241	114,592,551	508,027	1,057,307	1,565,334	42,000	1,523,334	1,951,306
2002	190,976,087	130,015,397	576,402	1,199,609	1,776,010	21,000	1,755,010	1,723,160
2003	226,687,340	165,726,650	734,721	1,529,105	2,263,826	21,000	2,242,826	1,231,264
2004	242,566,393	181,605,703	805,119	1,675,615	2,480,734	12,500	2,468,234	1,009,456
2005	259,242,385	198,281,695	879,049	1,829,479	2,708,528	12,500	2,696,028	782,362
2006	295,230,217	234,269,527	1,038,595	2,161,527	3,200,122	12,500	3,187,622	288,568
2007	321,751,022	260,790,332	1,156,170	2,406,225	3,562,396	12,500	3,549,896	(73,806)
2008	358,907,766	297,947,076	1,320,899	2,749,058	4,069,957	12,500	4,057,457	(579,657)
2009	376,759,342	315,798,652	1,400,041	2,913,769	4,313,810	12,500	4,301,310	(825,280)
2010	403,804,741	342,844,051	1,519,942	3,163,308	4,683,250	12,500	4,670,750	(1,194,970)
2011	423,804,741	362,844,051	1,608,609	3,347,841	4,956,450	12,500	4,943,950	(1,467,190)
2012	462,869,890	401,909,200	1,781,797	3,708,282	5,490,080	12,500	5,477,580	(1,998,900)
2013	471,525,557	410,564,867	1,820,171	3,788,145	5,608,316	12,500	5,595,816	(2,119,566)
2014	510,483,085	449,522,395	1,992,883	4,147,593	6,140,476	12,500	6,127,976	(2,653,506)
2015	520,029,118	459,068,428	2,035,203	4,235,671	6,270,875	12,500	6,258,375	(2,780,325)
2016	549,753,663	488,792,973	2,166,982	4,509,930	6,676,912	12,500	6,664,412	(6,664,412)
Total			\$ 21,884,797	\$ 45,546,705	\$ 67,431,501	\$ 360,500	\$ 67,071,001	\$ (2,294,241)

EXHIBIT A: 1

**DESCRIPTION AND MAPS SHOWING EXISTING AND PROPOSED
USES AND CONDITIONS FOR PART A**

PROPOSED REINVESTMENT ZONE
40.9758 ACRES, JOEL WHEATON SURVEY, ABSTRACT 80
HARRIS COUNTY, TEXAS

8-29-96
82-058

DESCRIPTION of 40.9758 Acres of land out of the Joel Wheaton Survey, Abstract 80, Harris County, Texas and unrestricted Reserve "D", Block 2, Parkway Cove, as recorded under Film Code No. 348095 of the Map Records of Harris County, Texas, and more particularly described as follows:

BEGINNING at the northwest corner of said unrestricted Reserve "D", Block 2, said corner also being in the south of Forkland Drive 60-foot right-of-way;

THENCE N.87°23'05"E., 33.51 feet along the north line of the herein described tract, said line also being the north line of said unrestricted Reserve "D" and the south line of Forkland Drive, to the point of curvature of a curve to the right;

THENCE continuing along the south line of said Forkland Drive 161.85-feet following the arc of said curve to the right having a radius of 770.00 feet and subtending a central angle of 12°02'35" to its Point of Tangency;

THENCE S.80°34'20"E., 62.96 feet along the south line of said Forkland Drive to the point of curvature of a curve to the left;

THENCE in an easterly direction 130.92 feet continuing along the south line of Forkland Drive following the arc of a curve to the right having a radius of 830.00 feet and subtending a central angle of 09°02'15" to the northeast corner of said unrestricted Reserve "D", Block 2 of Parkway Cove, said corner also being the northwest corner of restricted Reserve "F";

THENCE S.01°58'42"E., 311.70 feet along the east line of said unrestricted Reserve "D", said line also being the west line of said restricted Reserve "F";

THENCE S.88°01'18"W., 90.00 feet to an interior corner of the herein described tract;

THENCE S.01°58'42"E., 200.00 feet along the west line of said restricted Reserve "F" to an interior corner of the herein described tract;

THENCE N.88°01'18"E., 150.00 feet along the south line of restricted Reserve "F" to its southeast corner, said corner also being the northwest corner of Reserve "H-2" of Reserve "H-1" and H-2", as recorded in Volume 331, Page 117, H.C.M.R.;

THENCE S.01°58'42"E., along the west line of said reserves "H-1" and "H-2", pass at 309.17 feet the north line of Olive Hill Drive, 60 foot right-of-way, pass at 369.17 feet the south line of said Olive Hill Drive, continuing along the west line of Partial Replat of Enclave, as recorded in Volume 328, Page 13, H.C.M.R., 775.00 feet in all to an interior corner of the herein described tract;

THENCE S.87°22'44"E., 88.92 feet along a north line of said Partial Replat of Enclave, said line also being a north line of the herein described tract to a point for corner;

THENCE S.01°58'42"E., 476.85 feet along an east line of the herein described tract, said line also being the west line of said Partial Replat of Enclave, to a point for corner, said corner being in the north line of Briar Forest Drive 100 foot right-of-way;

THENCE S.87°24'35"W., 88.09 feet along the north line of said Briar Forest Drive, to a point for corner;

THENCE S.02°01'54"E., along the west line of Myriad Apartments, Section One as recorded in Volume 317, Page 103, H.C.M.R., and the west line of a Partial Replat of Myriad Apartments, Section Two, as recorded in Volume 345, Page 26, H.C.M.R., and the east line of the herein described tract, pass at 100 feet the south line of said Briar Forest Drive, pass at 1,434.68 feet the north line of Fallsview Drive, 60 foot right-of-way, 2,318.14 feet in all to the southeast corner of the herein described tract;

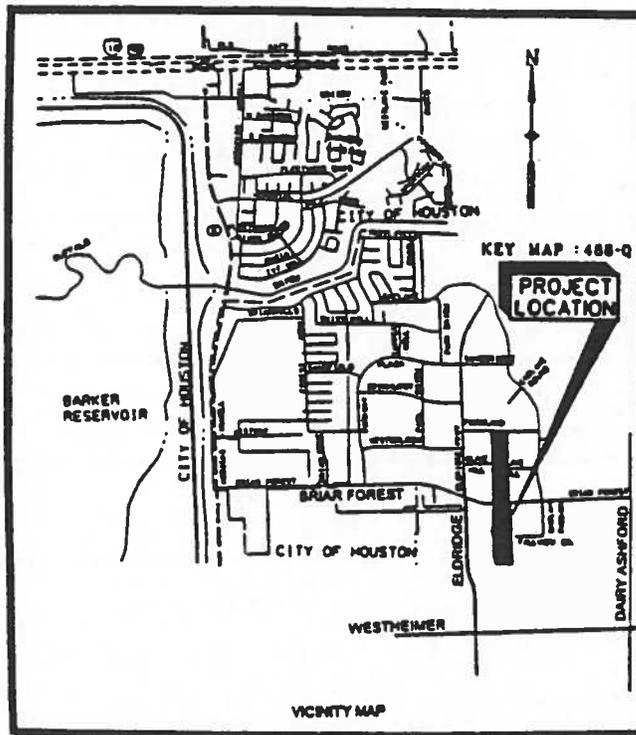
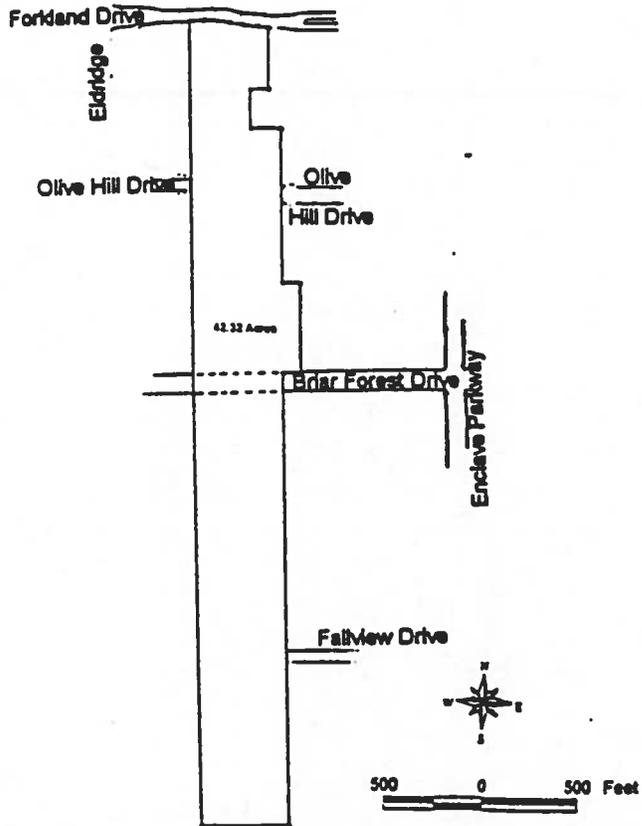
THENCE S.87°54'50"W., 426.38 feet along the south line of the herein described tract to its southwest corner, said corner being in the east line of a United Texas Transmission Company 50 foot easement recorded in Volume 4254, Page 540, H.C.D.R.;

THENCE N.02°19'39"W., 2,214.33 feet along the west line of the herein described tract, said line also being the east line of said United Texas Transmission Company 50 foot easement to an angle point, said point being in the south line of the aforementioned Briar Forest Drive;

THENCE N.02°26'47"W., 99.97 feet to an angle point, said angle point being in the north line of said Briar Forest Drive;

THENCE N.02°14'16"W., 1,811.12 feet along the west line of the herein described tract, said line also being the east line of the aforementioned United Texas Transmission Company 50 foot easement to the Point of Beginning and containing 40.9758 acres.

PROPOSED REINVESTMENT ZONE



MKT RR
Katy Fwy / I-10 / US 90

EXXON CHEMICAL
AMOCO

TULLY STADIUM

THORNWOOD ELEM.

SPRING FOREST JMS

STRATFORD HS

MEADOW WOOD ELEM.

NOTTINGHAM ELEM.

Memorial Dr.

Buffalo Bayou

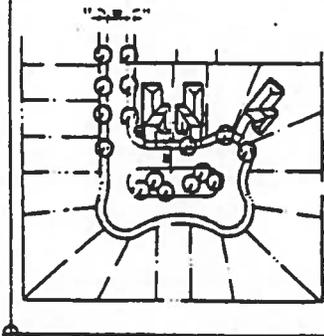
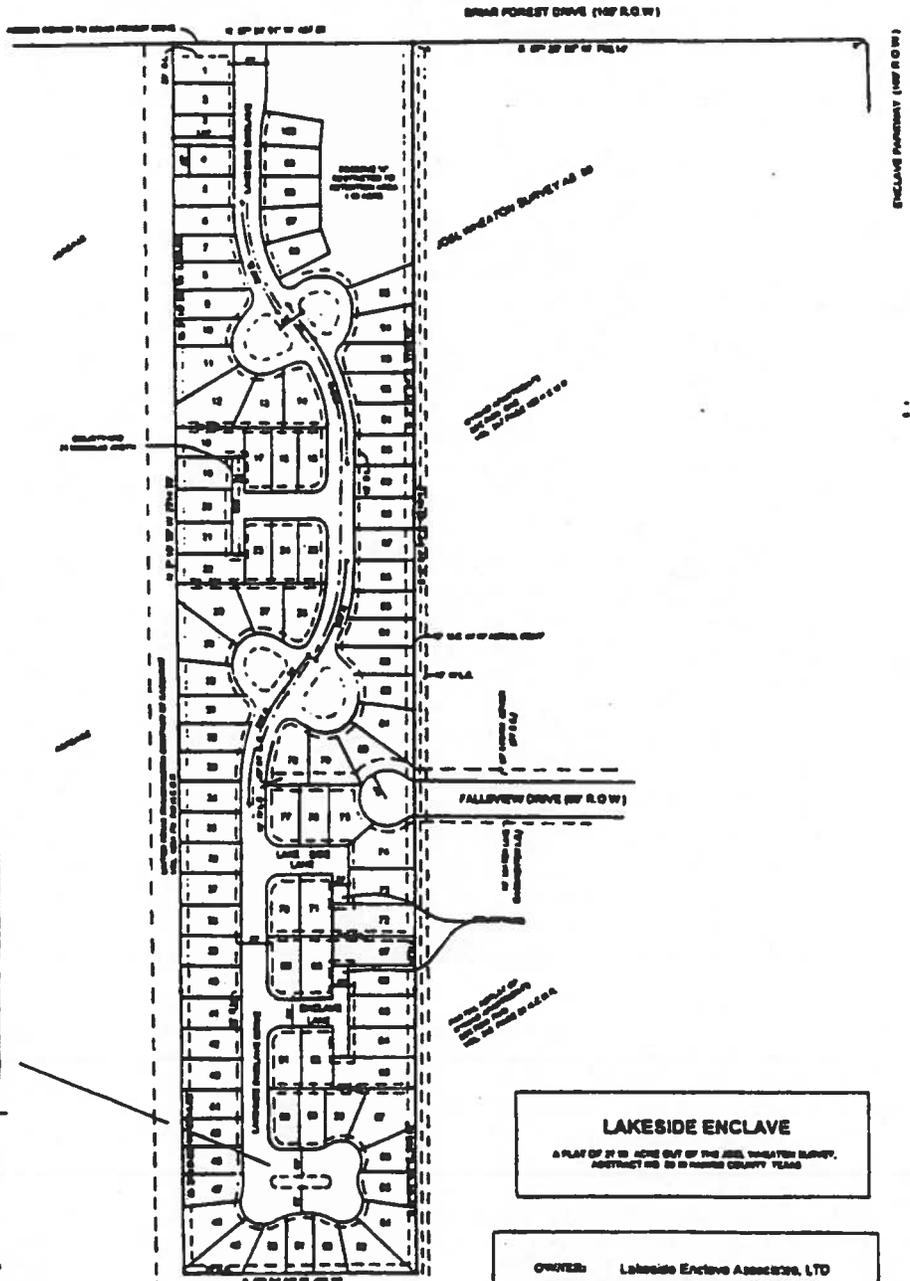
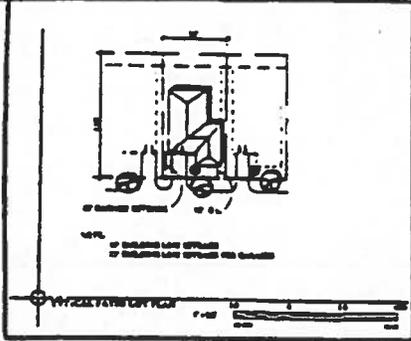
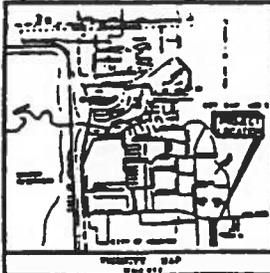
Eldridge Rd.

WE: SIDE MS

Briar Forest Dr.

Dairy Ashford Rd.

ASHFORD ELEM.



TO ILLUSTRATE
RELATIONSHIP ONLY - SEE PLAN

NOTES

1. All streets to be constructed.
2. Standard lot sizes are 30' x 110' - 4,950 square feet.
3. Lot 41 is reserved for future use by the City of Bramble.
4. Standard 10' easement to be shown on all lots.
5. Landscaping to be shown on all lots.
6. Easements will be shown on all lots.
7. All easements to be shown on all lots.
8. Corner lot shown to show easements to be shown.
9. Easements to be shown on all lots.
10. Easements to be shown on all lots.
11. Easements to be shown on all lots.

Area of lots 31 to 41
 10' x 110' = 1,100 sq. ft.
 10' x 110' = 1,100 sq. ft.

LAKESIDE ENCLAVE
 A PLAT OF 31 LOTS OUT OF THE JAIL, VANDER SURVEY,
 ABSTRACT NO. 20 IN HANCOCK COUNTY, MISSISSIPPI

OWNER: Lakeside Enclave Associates, LTD
ENGINEER: Sander Engineering Corporation
PLANNER: Patricia D. Knudsen and Associates

Patricia D. Knudsen and Associates
 1998 Richards Lane #10 New York, Tex. 77008
 (409) 291-1111 FAX (409) 291-1110
 5-1/2 HOURS PER WEEK
 REGISTERED IN MISSISSIPPI

EXHIBIT A: 2

**DESCRIPTION AND MAPS SHOWING EXISTING AND PROPOSED
USES AND CONDITIONS FOR PART B**

EXHIBIT "A"

**BOUNDARIES OF THE AREA ADDED TO
REINVESTMENT ZONE NUMBER FOUR, CITY OF HOUSTON, TEXAS
(VILLAGE ENCLAVES)**

An area in the Joel Wheaton Survey, Abstract 80, of 1,053.7 acres described in three tracts.

TRACT 1

BEGINNING at the north right-of-way line of Brimhurst Drive and the east right-of-way line of Parkway Plaza Drive and continuing in an easterly direction along the north right-of-way line of Brimhurst Drive to the intersection with the west right-of-way line of Park Bayou Drive.

THENCE in a northerly direction along the west right-of-way line of Park Bayou Drive, or its extension, crossing Parkway Plaza Drive in route to a point on the north right-of-way line of Parkway Plaza Drive.

THENCE in an easterly direction along the north right-of-way line of Parkway Plaza Drive to the intersection with the west right-of-way line of Tracewood Park Drive.

THENCE in a northerly direction along the west right-of-way line of Tracewood Park Drive to the intersection with the south right-of-way line of Swiss Hill Drive.

THENCE in a westerly direction along the south right-of-way line of Swiss Hill Drive to the west right-of-way line of Tapper Hill Drive.

THENCE in a southerly direction along the west right-of-way line of Tapper Hill Drive to the north right-of-way line of Parkway Plaza Drive.

THENCE in a westerly direction along the north right-of-way line of Parkway Plaza Drive to the west property line of Reserve F, Block 3, of the Parkway Plaza Two Subdivision, Section 1.

THENCE in a northerly direction along the west property line of Reserve F, Block 3, of the Parkway Plaza Two Subdivision, Section 1, to the intersection with the south right-of-way line of Swiss Hill Drive.

THENCE in a northerly direction from the south right-of-way line of Swiss Hill Drive to the southwest corner of Reserve G, Block 5, of the Parkway Plaza Two Subdivision, Section 1.

THENCE in a northerly direction along the west property line of Reserve G, Block 5, of the Parkway Plaza Two Subdivision, Section 1, to the intersection with the north property line of Reserve G, Block 5 of the Parkway Plaza Two Subdivision, Section 1.

THENCE in an easterly direction along the north property line of Reserve G, Block 5, of the Parkway Plaza Two Subdivision, Section 1, to the intersection with the east property line of Reserve G, Block 5, of the Parkway Plaza Two Subdivision, Section 1.

THENCE in a southerly direction along the east property line of Reserve G, Block 5, of the Parkway Plaza Two Subdivision, Section 1, to the intersection with the north right-of-way line of Swiss Hill Drive.

THENCE in an easterly direction along the north right-of-way line of Swiss Hill Drive to its intersection with the west right-of-way line of Tracewood Park Drive.

THENCE in a northerly direction along the west right-of-way line of Tracewood Park Drive, or its extension, crossing Enclave Parkway in route to a point on the north right-of-way line of Enclave Parkway.

THENCE in a northeasterly direction along the north right-of-way line of Enclave Parkway to the intersection with the east property line of Reserve B, Parkway Villages Subdivision, Section 4.

THENCE in a northerly direction along the east property line of Reserve B, Parkway Villages Subdivision, Section 4, and continuing along the east property line of Lots 37 through 48, Block 1, of the Parkway Villages Subdivision, Section 4, to its intersection with the north property line of the Harris County Appraisal District ("HCAD") Tract 27P of the Joel Wheaton Survey, Abstract 80.

THENCE in a southeasterly direction along the north property line of HCAD Tracts 27P and 30A-1 of the Joel Wheaton Survey, Abstract 80, to the intersection with the west right-of-way line of Eldridge Road.

THENCE in a southwesterly direction along the west right-of-way line of Eldridge Road to the intersection with the south right-of-way line of Enclave Parkway.

THENCE in a southeasterly direction along the south right-of-way line of Enclave Parkway, crossing Eldridge Road, to the intersection with the northeast corner of HCAD Tract 48A of the Joel Wheaton Survey, Abstract 80.

THENCE in a southerly direction along the east property line of Tract 48A of the Joel Wheaton Survey, Abstract 80, to the intersection with the south property line of Tract 48A of the Joel Wheaton Survey, Abstract 80.

THENCE in a westerly direction along the south property line of HCAD Tract 48A of the Joel Wheaton Survey, Abstract 80, to the intersection with the east property line of HCAD Tract 27M of the Joel Wheaton Survey, Abstract 80.

THENCE southerly along the east property lines of Tracts 27M, 27Q of the Joel Wheaton Survey, Abstract 80, and Reserve A, Block 1, of the Parkway Plaza Subdivision, Section 1, to the intersection with the southeast corner of Reserve A, Block 1, of the Parkway Plaza Subdivision, Section 1, crossing Sandbridge Drive and continuing along the east property lines of Reserves C and D, Block 2, of the Parkway Plaza Subdivision, Section 1, to the intersection with the southeast corner of Reserve D, Block 5, of the Parkway Plaza Subdivision, Section 1.

THENCE in a westerly direction along the south property line of Reserve D, Block 2, of the Parkway Plaza Subdivision, Section 1, to the intersection with the east right-of-way line of Eldridge Road and crossing Eldridge Road, to the intersection with the west right-of-way line of Eldridge Road.

THENCE in a northerly direction along the west right-of-way line of Eldridge Road to its intersection with the south right-of-way line of Parkway Plaza Drive.

THENCE in a westerly direction along the south right-of-way line of Parkway Plaza Drive to the intersection with the east right-of-way line of Park Bayou Drive.

THENCE in a southerly direction along the east right-of-way line of Park Bayou Drive to the intersection with the north right-of-way line of Westerloch Drive.

THENCE in an easterly direction along the north right-of-way line of Westerloch Drive, or its extension, crossing Eldridge Road in route to a point on the east right-of-way line of Eldridge Road.

THENCE in a southerly direction along the east right-of-way line of Eldridge Road to the intersection with the south right-of-way line of Olive Hill Drive.

THENCE in an easterly direction along the south right-of-way line of Olive Hill Drive to the intersection with the west property line of Tract 51 of the Joel Wheaton Survey, Abstract 80.

THENCE in a southerly direction along the west property line of Tracts 51 and 29 of the Joel Wheaton Survey, Abstract 80, crossing Briar Forest Drive and continuing along the west property line of HCAD Tracts 29A and 29B of the Joel Wheaton Survey, Abstract 80, to the intersection with the northwest corner of HCAD Tract 72 of the Joel Wheaton Survey, Abstract 80.

THENCE in an easterly direction along the north property line of HCAD Tract 72 of the Joel Wheaton Survey, Abstract 80, to the intersection with the east property line of HCAD Tract 72 of the Joel Wheaton Survey, Abstract 80.

THENCE in a southerly direction along the east property line of HCAD Tract 72 of the Joel Wheaton Survey, Abstract 80, to the intersection with the north property line of Block 6 of the Reflections Subdivision, Section 1.

THENCE in a westerly direction along the north property line of Block 6 of the Reflections Subdivision, Section 1, to its intersection with the east property line of HCAD Tract 72 of the Joel Wheaton Survey, Abstract 80.

THENCE in a southerly direction along the east property line of HCAD Tract 72 of the Joel Wheaton Survey, Abstract 80, to the intersection with the north right-of-way line of Westheimer Road.

THENCE in a westerly direction along the north right-of-way line of Westheimer Road to the intersection with the west right-of-way line of Eldridge Road.

THENCE in a northerly direction along the west right-of-way line of Eldridge Road to the intersection with the north property line of the Commons At Parkway Subdivision.

THENCE in a westerly direction along the north property line of the Commons At Parkway Subdivision to the intersection with the west property line of the Commons At Parkway Subdivision.

THENCE in a southerly direction along the west property line of the Commons At Parkway Subdivision to the intersection with the north right-of-way line of Westheimer Road.

THENCE in a westerly direction along the north right-of-way line of Westheimer Road to the intersection with the east property line of Reserve A of the Briar Park Unrecorded Subdivision Replat, Section 1.

THENCE in a northerly direction along the east property line of the Briar Park Unrecorded Subdivision Replat, Section 1, to the intersection with the north property line of said subdivision.

THENCE in an easterly direction along the north property line of HCAD Tract 73 of the Joel Wheaton Survey, Abstract 80, to the intersection with the west property line of HCAD Tract 81 of the Joel Wheaton Survey, Abstract 80. .

THENCE in a northerly direction along the west property line of HCAD Tract 81 of the Joel Wheaton Survey, Abstract 80, to the intersection with the north property line of HCAD Tract 81 of the Joel Wheaton Survey, Abstract 80.

THENCE in an easterly direction along the north property line of HCAD Tract 81 of the Joel Wheaton Survey, Abstract 80, to the intersection with the west property line of HCAD Tract 66E of the Joel Wheaton Survey, Abstract 80.

THENCE in a northerly direction along the west property line of HCAD Tracts 66E, 66C, 66F, 65D, 65C, 65B, 65A, 65F, 65, and 64C-1 of the Joel Wheaton Survey, Abstract 80, to the intersection with the south property line of HCAD Tract 64C of the Joel Wheaton Survey, Abstract 80.

THENCE in an easterly direction along the south property line of HCAD Tract 64C of the Joel Wheaton Survey, Abstract 80, to the intersection with the east property line of HCAD Tract 64C of the Joel Wheaton Survey, Abstract 80.

THENCE in a northerly direction along the east property line of HCAD Tracts 64C and 64B-1A of the Joel Wheaton Survey, Abstract 80, to the south right-of-way line of Briar Forest Drive, crossing Briar Forest Drive to the north right-of-way line of Briar Forest Drive.

THENCE in a westerly direction along the north right-of-way line of Briar Forest Drive to the intersection with the southeast corner of HCAD Tract 18A of the Joel Wheaton Survey, Abstract 80.

THENCE in a northerly direction along the east property line of HCAD Tract 18A of the Joel Wheaton Survey, Abstract 80, to the intersection with the northwest corner of HCAD Tract 19C of the Joel Wheaton Survey, Abstract 80.

THENCE in an easterly direction along the north property line of HCAD Tract 19C of the Joel Wheaton Survey, Abstract 80, to the intersection with the west right-of-way of Park Bayou Drive.

THENCE in a northerly direction along the west right-of-way line of Park Bayou Drive to the intersection with the south right-of-way line of Westerloch Drive.

THENCE in a westerly direction along the south right-of-way line of Westerloch Drive to the intersection with the east right-of-way line of Parkway Plaza Drive.

THENCE in a northerly direction along the east right-of-way line of Parkway Plaza Drive to the POINT OF BEGINNING.

SAVE AND EXCEPT a 21.092 acres of land situated in the Joel Wheaton Survey, A-80, being part of and out of that certain C.F. Restelle Tract described in deed recorded in Volume 1433, Page 310 of the Deed Records of Harris County, Texas; said 21.092 acre tract of land being more particularly described by metes and bounds as follows:

COMMENCING at the intersection of the Northerly line of Westheimer Road (based on a width of 120.00 feet) with a cutback line from the Easterly line of Eldridge Road recorded in Volume 327, Page 18 of the Map Records of Harris County, Texas and the Southerly line of said C.F. Restelle tract;

THENCE, N 89° 30' 56" E, with the Northerly right-of-way line of said Westheimer Road and the Southerly line of said C.F. Restelle tract, a distance of 379.25 feet to a 3/4 inch iron rod for corner;

THENCE, N 00° 04' 30" E, a distance of 2694.31 feet to a 5/8 inch iron rod for the POINT OF BEGINNING, same [sic] point also being the Southeast corner of the herein described tract;

THENCE, N 89° 55' 32" W, a distance of 400.38 feet to a 5/8 inch iron rod for corner in the Easterly right-of-way line of Eldridge Road (100 feet wide) and being in a cure [sic] from which the center of curvature bears S 86° 26' 24" W, 2050.00 feet, same point also being the Southwest corner of the herein described tract;

THENCE, with the Easterly right-of-way line of Eldridge Road in a Northerly direction with a curve to the left having a central angle of 20° 16' 00", a radius of 2050.00 feet, and an arc length of 725.13 feet to a 5/8 inch iron rod for the end of said curve and a point of tangency;

THENCE, N 23° 49' 36" W, with the Easterly right-of-way line of Eldridge Road, a distance of 200.05 feet to a 5/8 inch iron rod a point of curvature, the beginning of a curve to the right;

THENCE, with the Easterly right-of-way line of Eldridge Road in a Northerly direction with a curve to the right having a central angle of 19° 02' 48", a radius of 1950.00 feet, and an arc length of 648.23 feet to a 5/8 inch iron rod for the end of said curve, same point also being the Northwest corner of the herein described tract;

THENCE, N 89° 55' 30" E, a distance of 574.34 feet to a 5/8 inch iron rod for corner;

THENCE, N 00° 04' 30" E, a distance of 48.50 feet to a 5/8 inch iron rod for corner;

THENCE, S 89° 55' 30" E, a distance of 239.00 feet to a 5/8 inch iron rod for corner;

THENCE, S 00° 04' 30" W, a distance of 1557.06 feet to the POINT OF BEGINNING, and containing 21.092 acres of land.

TRACT 2

BEING a 202.31 acre tract of land in the Joel Wheaton Survey, Abstract No. 80, Harris County, Texas, being all of that same 111.1460 acre tract described in a deed recorded under the Harris County Clerk's File No. P295182 and being part of that same 203.6939 acre tract described in a deed recorded under the Harris County Clerk's File No. P295183, said 202.31 acre tract being more particularly described by metes and bounds as follows:

BEGINNING at a 5/8" iron rod found for the northwest corner of Briar Park, Section One, of which a plat is recorded in Volume 155, Page 118 of the Harris County Map Records, same being the southwest corner of said 111.1460 acre tract, said iron rod being in the east line of a 110-foot wide drainage easement recorded in Volume 6687, Page 557 of the Harris County Deed Records;

THENCE N 00° 03' 00" W, 1564.86 feet along the west line of said 111.1460 acre tract and along the east line of said drainage easement to a 5/8" iron rod found for the most southerly southeast corner of said 203.6939 acre tract and for the northeast corner of said drainage easement;

THENCE S 89° 57' 58" W, 1468.00 feet along a south line of said 203.6939 acre tract, same being the north line of said drainage easement, the north line of a 2.3413 acre tract described in a deed recorded in Volume 8111, Page 326 of the Harris County Deed Records and the north line of Briar Village, Section Four, of which a plat is recorded in Volume 222, Page 11 of the Harris County Map Records to 3/4" iron rod found for the southwest corner of said 203.6939 acre tract and being in the east line of Restricted Reserve "A", of the Welx Plant Site Subdivision, of which a plat is recorded in Volume 329, Page 52 of the Harris County Map Records;

THENCE N 00° 02' 17" E, 518.42 feet along the most westerly line of said 203.6939 acre tract and along the east line of said Reserve "A" to a 3/4" iron rod found for the most westerly northwest corner of said 203.6939 acre tract, said iron rod being in the south line of a 30 acre tract described in a deed recorded under the Harris County Clerk's File No. B310430;

THENCE S 89° 53' 16" E, 590.17 feet along the south line of said 30 acre tract and along a north line of said 203.6939 acre tract to a 3/4" iron rod found for the southeast corner of said 30 acre tract and for a re-entrant corner of said 203.6939 acre tract;

THENCE N 00° 14' 46" E, 1359.45 feet along a west line of said 203.6939 acre tract, along the east line of said 30 acre tract and along the east line of a 42.5594 acre tract described in a deed recorded under the Harris County Clerk's File No. H052828 to a 1/2" iron rod found for the most westerly northwest corner of said 203.6939 acre tract and for the most southerly southwest corner of a 51.0854 acre tract described in a deed recorded under the Harris County Clerk's File No. N955251;

THENCE S 89° 59' 57" E, 707.26 feet along a south line of said 51.0854 acre tract and along a north line of said 203.6939 acre tract to a 5/8" iron rod found for the southeast corner of said 51.0854 acre tract and for re-entrant corner of said 203.6939 acre tract;

THENCE N 00° 02' 59" E, 362.74 feet along a west line of said 203.6939 acre tract and along the east line of said 51.0854 acre tract to a 5/8" iron rod set for corner;

THENCE S 75° 16' 37" E, 294.03 feet to a 5/8" iron rod set for an angle point;

THENCE S 82° 48' 40" E, 248.54 feet to a point for corner;

THENCE S 04° 11' 07" W, 153.19 feet to an angle point;

THENCE S 00° 02' 59" W, 113.72 feet to a point for corner;

THENCE S 89° 57' 01" E, 120.00 feet to a point for corner;

THENCE S 00° 02' 59" W, 15.16 feet to the point of curvature of a curve to the right;

THENCE in a southerly direction, 67.06 feet along the arc of said curve to the right having a radius of 445.00 feet, a central angle of 8° 38' 04" and a chord which bears S 04° 21' 06" W, 67.00 feet to the southwest corner on the south end of Barnhart Blvd, as shown on the plat of Lakes of Parkway, Section One recorded under Film Code 368056 of the Harris County Map Records;

THENCE along the southerly boundary of said Lakes of Parkway, Section One as follows:

S 81° 19' 52" E, 90.00 feet to a point for corner;

In a northerly direction, 20.22 feet along the arc of a curve to the left having a radius of 535.00 feet, a central angle of 2° 09' 56" and a chord which bears N 07° 35' 10" E, 20.22 feet to a point of reverse curvature;

In a northeasterly direction, 36.54 feet along the arc of a curve to the right having a radius of 25.00 feet, a central angle of 83° 32' 47" and a chord which bears N 48° 16' 36" E, 33.31 feet to the point of tangency;

S 89° 57' 01" E, 10.48 feet to the point of curvature of a curve to the right;

In a southeasterly direction, 464.60 feet along the arc of said curve to the right having a radius of 450.00 feet, a central angle of 59° 09' 16" and a chord which bears S 60° 22' 23" E, 444.24 feet to the point of tangency;

S 30° 47' 45" E, 70.50 feet to the point of curvature of a curve to the left;

In a southeasterly direction, 22.83 feet along the arc of said curve to the left having a radius of 680.00 feet, a central angle of 1° 55' 24" and a chord which bears S 31° 45' 27" E, 22.83 feet to the point of curvature of a curve to the right;