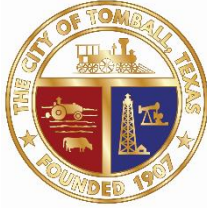


**NOTICE OF SPECIAL COUNCIL MEETING
CITY OF TOMBALL, TEXAS**



**Monday, November 29, 2021
6:00 PM**

Notice is hereby given of a SPECIAL meeting of the Tomball City Council, to be held on Monday, November 29, 2021 at 6:00 PM, City Hall, 401 Market Street, Tomball, Texas 77375, for the purpose of considering the following agenda items. All agenda items are subject to action. The Tomball City Council reserves the right to meet in a closed session for consultation with attorney on any agenda item should the need arise and if applicable pursuant to authorization by Title 5, Chapter 551, of the Texas Government Code.

THE CITY COUNCIL OF THE CITY OF TOMBALL, TEXAS, WILL CONDUCT THE SPECIAL MEETING SCHEDULED FOR NOVEMBER 29, 2021, 6:00 PM, AT 401 MARKET STREET, TOMBALL, TEXAS, 77375 AND WILL PROVIDE VIDEO ACCESS VIA ZOOM.COM. THIS MEETING AGENDA AND THE AGENDA PACKET ARE POSTED ONLINE AT [HTTPS://TOMBALLTX.GOV/ARCHIVE.ASPX?AMID=38](https://tomballtx.gov/archive.aspx?amid=38); A RECORDING OF THE MEETING WILL BE MADE AND WILL BE AVAILABLE TO THE PUBLIC IN ACCORDANCE WITH THE OPEN MEETINGS ACT UPON WRITTEN REQUEST.

The public toll-free dial-in numbers to participate in the telephonic meeting are any one of the following (dial by your location): +1 312 626 6799 US (Chicago); +1 646 876 9923 US (New York); +1 301 715 8592 US; +1 346 248 7799 US (Houston); +1 408 638 0968 US (San Jose); +1 669 900 6833 US (San Jose); or +1 253 215 8782 US (Tahoma) - Meeting ID: 821 5388 2558, Passcode: 611649. The public will be permitted to offer public comments telephonically, as provided by the agenda and as permitted by the presiding officer during the meeting.

- A. Call to Order
- B. Public Comments and Receipt of Petitions
- C. New Business

- 1. Adopt, on First Reading, Ordinance No. 2021-38, an ordinance of the City of Tomball, Texas, amending Chapter 50 (Zoning) of the Tomball Code of Ordinances by changing the Zoning District Classification of approximately 240 acres of land legally described as Tract 1E, situated in the Auguste Senerchal Survey, Abstract 722, from Undeveloped Land within the ETJ to 231.6 Acres of Land to the Light Industrial District and 8.4 Acres of Land to the General Retail

District, said property being generally located at the southwest corner of Grand Parkway 99 and Rocky Road, Harris County, Texas; providing for the amendment of the Official Zoning Map of the City; providing for severability; providing for a penalty of an amount not to exceed \$2,000 for each day of violation of any provision hereof, making findings of fact; and providing for other related matters.

2. Conduct Public Hearing regarding the Designation of Tax Increment Reinvestment Zone Number Three (COT TIRZ 3) for Approximately 240.075 Acres of Land Generally Located along Boudreaux Road, within the City of Tomball, in Harris County, Texas
3. Approve Development Agreement with Lovett Industrial, LLC for the Development of Approximately 240 Acres generally located at Grand Parkway, Boudreaux Road and Rocky Road
4. Approve Resolution No. 2021-44, a Resolution of the City Council of the City of Tomball, Texas, Granting Consent to the Creation of a Business Improvement District under Chapter 375 of the Texas Local Government Code (TIRZ 3 – Lovett Industrial)
5. Adopt, on First Reading, Ordinance No. 2021-39, an Ordinance of the City Council of the City of Tomball, Texas; Creating the “Tax Increment Reinvestment Zone Number Three” over the Area Generally Located at the Southwest Corner of Grand Parkway 99 and Rocky Road, Harris County, Texas; Designating the Boundaries of the Zone; Creating a Board of Directors for the Zone; Establishing a Tax Increment Fund for the Zone; Making Certain Findings; Repealing Ordinances Inconsistent or in Conflict Herein; Providing a Severability Clause; and, Providing an Effective Date

D. Adjournment

C E R T I F I C A T I O N

I hereby certify that the above notice of meeting was posted on the bulletin board of City Hall, City of Tomball, Texas, a place readily accessible to the general public at all times, on the 24th day of November 2021 by 5:00 PM, and remained posted for at least 72 continuous hours preceding the scheduled time of said meeting.

Doris Speer, City Secretary, TRMC, MMC

This facility is wheelchair accessible and accessible parking spaces are available. Requests for accommodations or interpretive services must be made 48 hours prior to this meeting. Please contact the City Secretary’s office at (281) 290-1002 or FAX (281) 351-6256 for further information.

AGENDAS MAY BE VIEWED ONLINE AT www.ci.tomball.tx.us.

City Council Meeting

Agenda Item

Data Sheet

Meeting Date: November 29, 2021

Topic:

Consideration to Approve **Zoning Case P21-425**: Request by Lovett Industrial, LLC to amend Chapter 50 (Zoning) of the Tomball Code of Ordinances to zone approximately 231.6 acres as Light Industrial and 8.4 acres as General Retail contained within approximately 240 acres of land legally described tract 1E, situated in the Auguste Senerchal Survey, Abstract 722.

Adopt, on First Reading, Ordinance No. 2021-38, an ordinance of the City of Tomball, Texas, amending Chapter 50 (Zoning) of the Tomball Code of Ordinances by changing the Zoning District Classification of approximately 240 acres of land legally described as Tract 1E, situated in the Auguste Senerchal Survey, Abstract 722, from Undeveloped Land within the ETJ to 231.6 Acres of Land to the Light Industrial District and 8.4 Acres of Land to the General Retail District, said property being generally located at the southwest corner of Grand Parkway 99 and Rocky Road, Harris County, Texas; providing for the amendment of the Official Zoning Map of the City; providing for severability; providing for a penalty of an amount not to exceed \$2,000 for each day of violation of any provision hereof, making findings of fact; and providing for other related matters.

Background:

City Staff recommends approval. Planning & Zoning Commission recommends approval (5-0) subject to limitations, restrictions and covenants included in a Development Agreement staff will be presenting.

Origination: Lovett Industrial, LLC

Recommendation:

Approval

Party(ies) responsible for placing this item on agenda: Nathan Dietrich, Community Development Director

FUNDING (IF APPLICABLE)

Are funds specifically designated in the current budget for the full amount required for this purpose?

Yes: _____ No: _____ If yes, specify Account Number: #

If _____ no, funds will be transferred from account # _____ To account # _____

Signed

Kim Chandler

Staff Member

Date

Approved by

City Manager

Date

ORDINANCE NO. 2021-38

AN ORDINANCE OF THE CITY OF TOMBALL, TEXAS, AMENDING CHAPTER 50 (ZONING) OF THE TOMBALL CODE OF ORDINANCES BY CHANGING THE ZONING DISTRICT CLASSIFICATION OF APPROXIMATELY 240 ACRES OF LAND LEGALLY DESCRIBED AS TRACT 1E, SITUATED IN THE AUGUSTE SENERCHAL SURVEY, ABSTRACT 722, FROM UNDEVELOPED LAND WITHIN THE ETJ TO 231.6 ACRES OF LAND TO THE LIGHT INDUSTRIAL DISTRICT AND 8.4 ACRES OF LAND TO THE GENERAL RETAIL DISTRICT, SAID PROPERTY BEING GENERALLY LOCATED AT THE SOUTHWEST CORNER OF GRAND PARKWAY 99 AND ROCKY ROAD, HARRIS COUNTY, TEXAS; PROVIDING FOR THE AMENDMENT OF THE OFFICIAL ZONING MAP OF THE CITY; PROVIDING FOR SEVERABILITY; PROVIDING FOR A PENALTY OF AN AMOUNT NOT TO EXCEED \$2,000 FOR EACH DAY OF VIOLATION OF ANY PROVISION HEREOF, MAKING FINDINGS OF FACT; AND PROVIDING FOR OTHER RELATED MATTERS.

* * * * *

Whereas, Lovett Industrial, LLC has requested that approximately 240 acres of land legally described as Tract 1E, situated in the Auguste Senerchal Survey, Abstract 722, generally located at the southwest corner of Grand Parkway 99 and Rocky Road, Harris County, Texas, (the "Property"), be rezoned; and

Whereas, the applicant has presented an application to the City to amend the official zoning map of the City from Agricultural zoning district to Light Industrial and General Retail Zoning Districts; and

Whereas, at least fifteen (15) days after publication in the official newspaper of the City of the time and place of a public hearing and at least ten (10) days after written notice of that hearing was mailed to the owners of land within two hundred feet of the Property in the manner required by law, the Planning & Zoning Commission held a public hearing on the requested rezoning; and

Whereas, the public hearing was held before the Planning & Zoning Commission at least forty (40) calendar days after the City's receipt of the requested rezoning; and

Whereas, the Planning & Zoning Commission recommended in its final report that City Council deny the requested rezoning of the Commercial District; and

Whereas, at least fifteen (15) days after publication in the official newspaper of the City of the time and place of a public hearing for the requested rezoning, the City Council held the public hearing for the requested rezoning and the City Council considered the final report of the Planning & Zoning Commission; and

Whereas, the City Council deems it appropriate to grant the requested rezoning.

NOW, THEREFORE, BE IT ORDAINED BY THE CITY COUNCIL OF THE CITY OF

TOMBALL, TEXAS, THAT:

Section 1. The facts and matters set forth in the preamble of this Ordinance are hereby found to be true and correct.

Section 2. The zoning classification of the Property is hereby changed from the Agricultural District to the Light Industrial District and General Retail District and subject to the regulations, restrictions, and conditions hereafter set forth.

Section 3. The Official Zoning Map of the City of Tomball, Texas shall be revised and amended to show the designation of the Property as Light Industrial District and General Retail District, with the appropriate reference thereon to the number and effective date of this Ordinance and a brief description of the nature of the change.

Section 4. This Ordinance shall in no manner amend, change, supplement, or revise any provision of any ordinance of the City of Tomball, save and except the change in zoning classification for the Property to Light Industrial District and General Retail District as described above.

Section 5. The Light Industrial District and General Retail District shall be subject to the following limitations, restrictions and covenants:

Approved Development Agreement requiring additional landscaping and limiting specific uses;

Section 6. In the event any section, paragraph, subdivision, clause, phrase, provision, sentence, or part of this Ordinance or the application of the same to any person or circumstance shall for any reason be adjudged invalid or held unconstitutional by a court of competent jurisdiction, it shall not affect, impair, or invalidate this Ordinance as a whole or any part or provision hereof other than any part or provision hereof other than the part declared to be invalid or unconstitutional; and the City Council of Tomball, Texas, declares that it would have passed each and every part of the same notwithstanding the omission of any and every part of the same notwithstanding the omission of any such part thus declared to be invalid or unconstitutional, or whether there be one or more parts.

Section 7. Any person who shall violate any provision of this Ordinance shall be deemed guilty of a misdemeanor and upon conviction, shall be fined in an amount not to exceed \$2,000. Each day of violation shall constitute a separate offense.

FIRST READING:

READ, PASSED, AND APPROVED AS SET OUT BELOW AT THE MEETING OF THE CITY COUNCIL OF THE CITY OF TOMBALL HELD ON THE 15TH DAY OF NOVEMBER 2021.

COUNCILMAN FORD	_____
COUNCILMAN STOLL	_____
COUNCILMAN DEGGES	_____
COUNCILMAN TOWNSEND	_____

COUNCILMAN KLEIN QUINN _____

SECOND READING:

READ, PASSED, AND APPROVED AS SET OUT BELOW AT THE MEETING OF THE CITY
COUNCIL OF THE CITY OF TOMBALL HELD ON THE 6TH DAY OF DECEMBER 2021.

COUNCILMAN FORD _____
COUNCILMAN STOLL _____
COUNCILMAN DEGGES _____
COUNCILMAN TOWNSEND _____
COUNCILMAN KLEIN QUINN _____

Gretchen Fagan, Mayor

ATTEST:

Doris Speer, City Secretary

**NOTICE OF PUBLIC HEARING
CITY OF TOMBALL
PLANNING & ZONING COMMISSION (P&Z)
NOVEMBER 8, 2021
&
CITY COUNCIL
NOVEMBER 15, 2021**

Item 1.



Notice is Hereby Given that a Public Hearing will be held by the P&Z of the City of Tomball on **Monday, November 8, 2021, at 6:00 P.M.**, and by the City Council of the City of Tomball on **Monday, November 15, 2021, at 6:00 P.M.** at City Hall, 401 Market Street, Tomball Texas. On such dates, the P&Z and City Council will consider the following:

Zoning Case P21-425: Request by Lovett Industrial, LLC to amend Chapter 50 (Zoning) of the Tomball Code of Ordinances to zone approximately 231.6 acres as Light Industrial and 8.4 acres as General Retail contained within approximately 240 acres of land legally described as TR 1E, Abst 722 A Senechal.

At the public hearings, parties of interest and citizens will have the opportunity to be heard. All citizens of the City of Tomball, and any other interested parties, are invited to attend. Applications are available for public inspection Monday through Friday, except holidays, at the Public Works Building, located at 501 James Street, Tomball, TX 77375. Further information may be obtained by contacting the Community Development Coordinator, Kim Chandler, at (281) 290-1405 or at kchandler@tomballtx.gov.

C E R T I F I C A T I O N

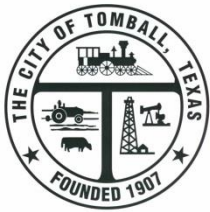
I hereby certify that the above notice of meeting was posted on the bulletin board of City Hall; City of Tomball, Texas, a place readily accessible to the general public at all times, on the **4th** day of **November 2021** by 5:00 p.m., and remained posted for at least 72 continuous hours preceding the scheduled time of said meeting.

Kim Chandler

Kim Chandler

Community Development Coordinator

This facility is wheelchair accessible and accessible parking spaces are available. Requests for accommodations or interpretive services must be made 48 hours prior to this meeting. Please feel free to contact the City Secretary's office at (281) 290-1002 or FAX (281) 351-6256 for further information. AGENDAS MAY ALSO BE VIEWED ONLINE AT www.tomballtx.gov.



Notice of Public Hearing

YOU ARE INVITED TO ATTEND the Public Hearing before the **PLANNING & ZONING COMMISSION** and **CITY COUNCIL** of the City of Tomball regarding the following item:

CASE NUMBER: P21-425

APPLICANT/OWNER: Lovett Industrial, LLC/
Exxon Mobil Corporation

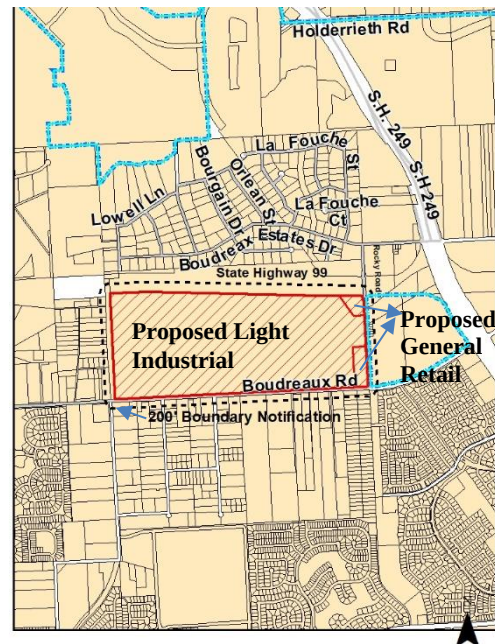
LOCATION: Generally located at the Southwest corner of Grand Parkway 99 and Rocky Road, Harris County, Texas

PROPOSAL: To amend Chapter 50 (Zoning) of the Tomball Code of Ordinances to zone approximately 231.6 acres as Light Industrial and 8.4 acres as General Retail contained within approximately 240 acres of land legally described tract 1E, situated in the Auguste Senerchal Survey, Abstract 722.

CONTACT: Kim Chandler

PHONE: (281) 290-1405

E-MAIL: kchandler@tomballtx.gov



Interested parties may contact the City of Tomball between 8:00 a.m. and 5:00 p.m. Monday through Friday for further information. The application is available for public review Monday through Friday, except holidays, between the hours of 8:00 a.m. and 5:00 p.m. in the Community Development Department office, located at 501 James Street, Tomball, TX 77375. The staff report will be available no later than 4:00 p.m. on the Friday preceding the meeting.

This notice is being mailed to all owners of real property within 200 feet of the request as such ownership appears on the last approved Harris County Appraisal District tax roll.

**Planning & Zoning Commission
Public Hearing:
Monday, November 8, 2021 6:00 PM**

**City Council Public Hearing:
*Monday, November 15, 2021 6:00 PM**

**The Public Hearings will be held in the
City Council Chambers, City Hall
401 Market Street, Tomball, Texas**

*Should the Planning & Zoning Commission vote to table the recommendation on the case, the date and time of a future meeting will be specified and the City Council will not review the subject case until such a recommendation is forwarded to the City Council by the Planning & Zoning Commission.



Public Comment Form

(Please type or use black ink)

All submitted forms will become a part of the public record.

Please return to:

City of Tomball
Attn: Kim Chandler
501 James Street
Tomball, TX 77375

Name: Frederick B. Irvin
(please print)
Address: 19406 Hoffman Estates Blvd
Tomball, Texas 77377
Signature: Frederick B Irvin
Date: 11-01-21



I am **FOR** the requested Rezoning as explained on the attached public notice for **Zoning Case P21-425. (Please state reasons below)**



I am **AGAINST** the requested Rezoning as explained on the attached public notice for **Zoning Case P21-425. (Please state reasons below)**

Date, Location & Time of **Planning & Zoning Commission** meeting:

Monday, November 8, 2021 @ 6:00 PM

City Council Chambers of the City of Tomball, City Hall
401 Market Street, Tomball, Texas

Date, Location & Time of **City Council** meeting:

Monday, November 15, 2021 @ 6:00 PM

City Council Chambers of the City of Tomball, City Hall
401 Market Street, Tomball, Texas

COMMENTS:

You may also comment via email to kchandler@tomballtx.gov.

Please reference the case number in the subject line.

For questions regarding this request please call Kim Chandler @ 281-290-1405.

From: [Yahoo Security](#)
To: [Kimberly Chandler](#)
Subject: ZONING CASE P21-425 - VOTE IN FAVOR
Date: Monday, November 1, 2021 4:45:58 PM

Kim,

Michelle and I are the owners of the property at 14711 Glezman Lane, Tomball Tx 77377 adjacent to the proposed annexation. We are in favor of the annexation and rezoning of property directly East of our property.

Sincerely,

Jeff Elijah
713-824-6506



Community Development Department

Rezoning Staff Report

Planning & Zoning Commission Public Hearing Date: November 8, 2021
City Council Public Hearing Date: November 15, 2021

Rezoning Case: P21-425
Property Owner(s): Exxon Mobil Corporation
Applicant(s): Lovett Industrial, LLC
Legal Description: TR 1E, Abst 722 A Senechal
Location: Southwest corner of Grand Parkway 99 and Rocky Road, Harris County, Texas (Exhibit "A")
Area: Approximately 240 acres
Comp Plan Designation: Corridor Commercial (Exhibit "B")
Present Zoning and Use: Currently in the ETJ (Exhibit "C") / Undeveloped (Exhibit "D")
Request: Approximately 231.6 acres as Light Industrial and 8.4 acres as General Retail

Adjacent Zoning & Land Uses:

North: State Highway 99. Land to the north of State Highway 99 is in the ETJ and is developed as single family residences.
South: ETJ / Mix of land uses including single family residential, retail, and commercial (Temo's Stop N Drive Thru, Shadetree Shane's Automotive Service, The City Park Boat & RV Storage, etc.)
West: ETJ / Mix of land uses including single family residential and commercial uses (The Wildcat Boat & RV Storage etc.)
East: Planned Development (Grand Parkway Town Center approved in 2017) / Vacant

BACKGROUND

The subject parcel is a former Exxon Mobil oil field and was used for oil and gas exploration and production. The parcel is currently vacant. As per the applicant, the current owner conducted an investigation pursuant to the Railroad Commission of Texas' Operator Cleanup Program and it was determined that no concentrations of hazardous materials in the soil or groundwater exceeded their applicable regulatory standards for residential land use. Notwithstanding this determination, the owner voluntarily elected to record a restrictive covenant on the property restricting use of the property for residential use, and prohibiting groundwater use in or under the surface of the property, including water wells.

The property is currently in the ETJ and the applicant is working with the City to annex the parcel while concurrently completing the zoning process.

City Council approved a resolution on September 7, 2021 to begin negotiations to create a development agreement with Lovett Industrial, a Houston-based real estate development and investment company. Under consideration is the possibility of the city providing water and wastewater services to the land, with the developer being responsible for extending the necessary infrastructure subject to reimbursement by the City.

It is estimated that the development would include 3.3 million square feet of distribution and light industrial buildings and additional retail space that estimates generating up to 1,300 jobs.

ANALYSIS

Description of Proposed Zoning Category: The applicant is requesting two different zones: 231.6 acres as Light Industrial and 8.4 acres as General Retail.

According to Section 50-76 (*General Retail District (GR)*), the General Retail District is “...established to provide areas for local neighborhood shopping and service facilities for the retail sales of goods and services. These shopping areas should utilize established landscape and buffering requirements. The GR General Retail District should be located along or at the intersection of major collectors or thoroughfares to accommodate higher traffic volumes.” Uses allowed in the General Retail District are typically not compatible with residential uses.

According to Section 50-78 (*Light Industrial District (LI)*), the Light Industrial District is “...intended primarily for the conduct of light manufacturing, assembling and fabrication activities, and for warehousing, research and development, wholesaling and service operations that do not typically depend upon frequent customer or client visits. Such uses do require accessibility to major thoroughfares, major highways, and/or other means of transportation such as the railroad.”

Comprehensive Plan Recommendation: The property is designated as Corridor Commercial by the Comprehensive Plan Future Land Use Map, that describes that this category is intended “...for predominantly nonresidential uses along high-traffic, regionally serving thoroughfares. The land uses are typically comprised of varying lot sizes and intensities predominantly serving the automobile. While these areas will always be auto-oriented, there is opportunity to improve bicycle/pedestrian accommodations and to create a pleasing environment which leaves a lasting impression on residents and passers-by”. Appropriate land uses include regional commercial, personal service offices, multifamily, retail, entertainment, dining, hotels, and brew pubs/distilleries. Appropriate secondary uses include private gathering spaces, local utility services, government facilities, and transportation uses. Compatible zoning districts are identified as – “O: Office, GR: General Retail, C: Commercial, MU: Mixed Use, Multi-family, PD, Planned Development”.

The proposed General Retail District would be in conformance with the Comprehensive Plan. The proposed Light Industrial zoning district does not meet the intent of this category. However, if the development includes “improved standards for building form and architecture, buffering, landscaping, and signage” as recommended in the Comprehensive Plan, especially for areas visible from the highway, the development would be in conformance with the vision for the area. These are considerations that can be included in the Development Agreement.

Conceptual Development Plans: The applicant has included proposed development plans for the site. However, it is important to note that the zone change cannot be conditioned on a site plan or other additional requirements. Once the property is zoned, it can be developed for any uses permitted in that zoning category and in a manner that meets the requirements of the zoning code.

PUBLIC COMMENT

A Notice of Public Hearing was published in the paper on October 27, 2021 and property owners within 200 feet of the project site were mailed notification of this proposal on October 28, 2021. Any public comment forms will be provided in the Planning & Zoning Commission and City Council packets or during the public hearing.

RECOMMENDATION

Staff recommends to approve the zoning as requested but recommend higher development standards and aesthetic guidelines be incorporated into the Development Agreement, especially along State Highway 99 and Rocky Road, to ensure that the development is in conformance with the Comprehensive Plan.

EXHIBITS

- A. Aerial Photo
- B. Comprehensive Plan
- C. Zoning Map
- D. Site Photo
- E. Rezoning Application and Supporting Documents

A. Exhibit "A"
Aerial Photo

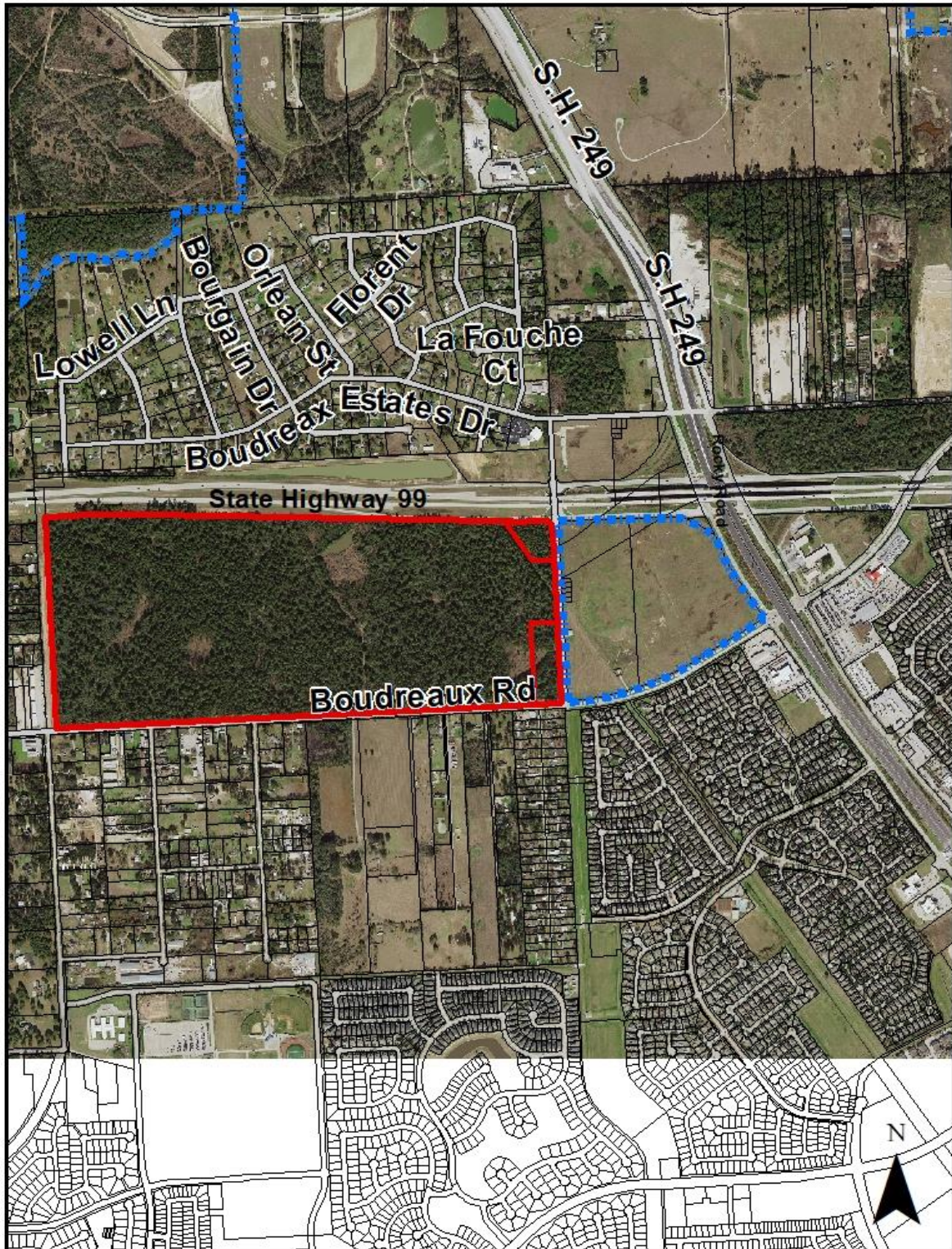


Exhibit "B"
Comprehensive Plan

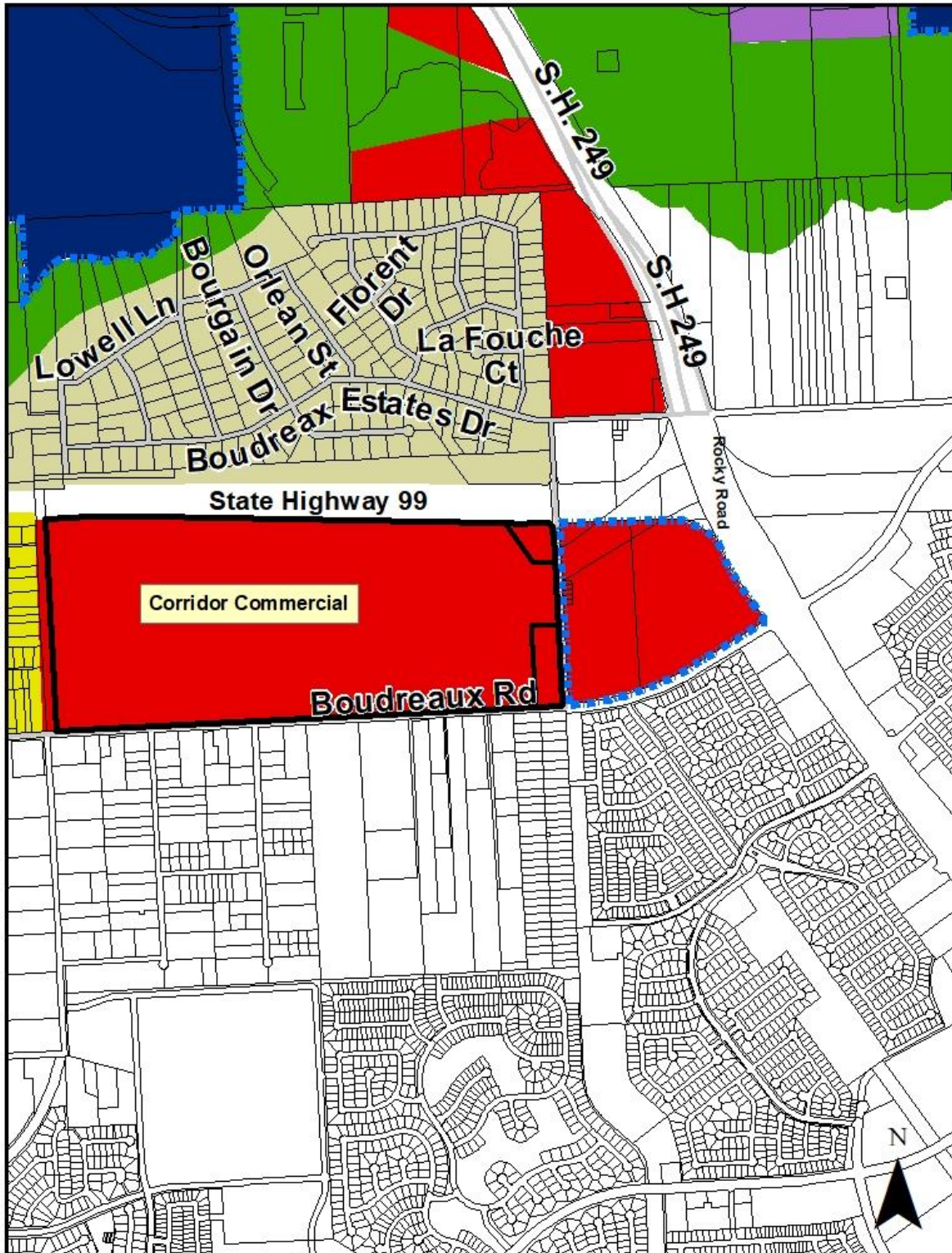
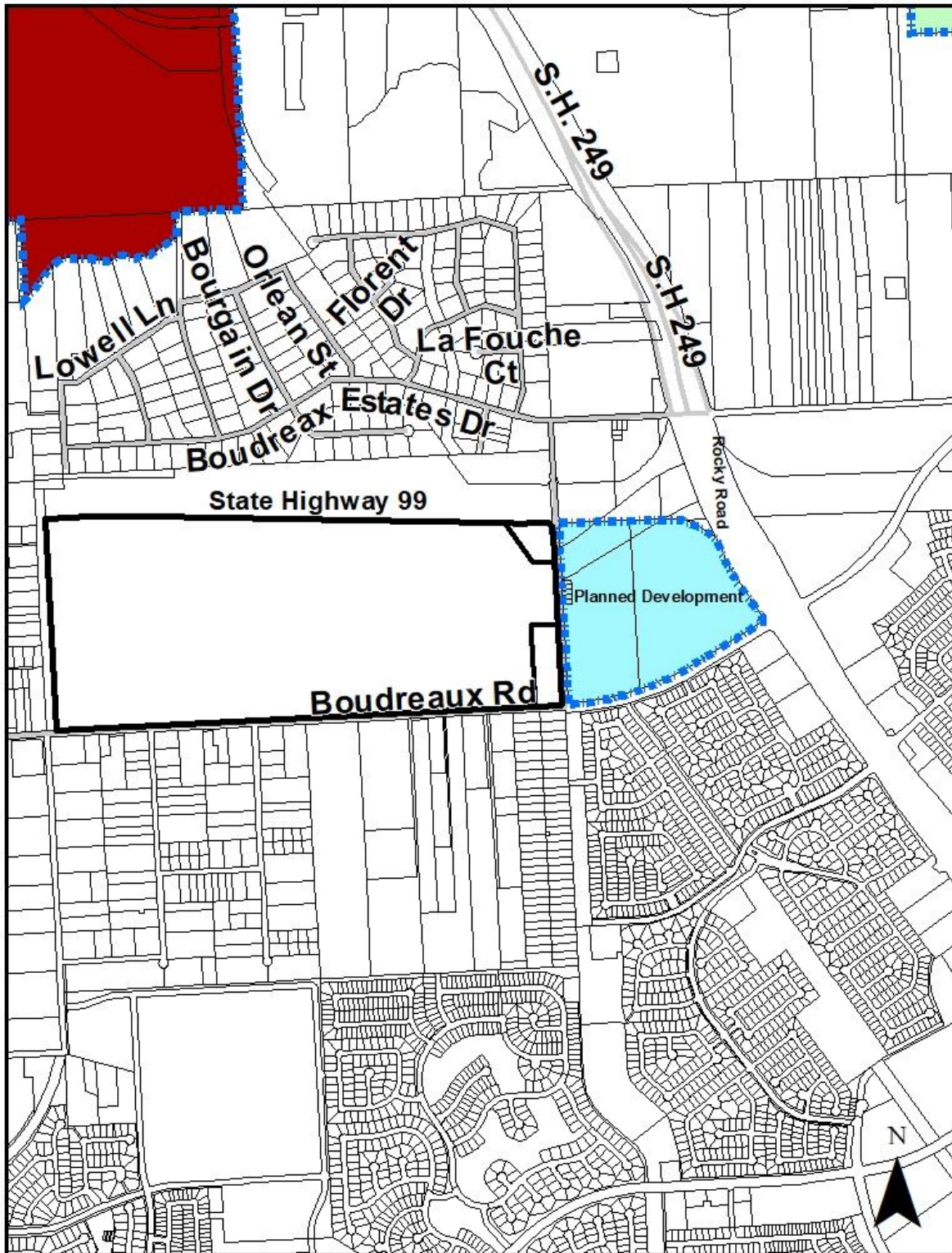


Exhibit "C"
Zoning Map



**Exhibit “D”
Site Photo**



View from Rocky Rd. and SH 99



View from Rocky Rd. and SH 99

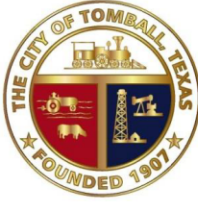


View from Rocky Rd. and Boudreaux Rd.

Exhibit "E"

Rezoning Application

Revised: 4/13/2020



APPLICATION FOR RE-ZONING

Community Development Department
Planning Division

APPLICATION SUBMITTAL: Applications will be *conditionally* accepted on the presumption that the information, materials and signatures are complete and accurate. If the application is incomplete or inaccurate, your project may be delayed until corrections or additions are received.

Applicant

Name: Lovett Industrial, LLC Title: Agent
 Mailing Address: 1902 Washington Ave, Suite A City: Houston State: TX
 Zip: 77007 Contact: Carmen Pearson
 Phone: (713) 205-3588 Email: carmen.pearson@lovettindustrial.com

Owner

Name: Exxon Mobil Corporation Title: Owner
 Mailing Address: 22777 Springwoods Village Parkway City: Spring State: TX
 Zip: 77389 Contact: Matthew Sawyer
 Phone: (832) 625-3049 Email: matthew.l.sawyer@exxonmobil.com

Engineer/Surveyor (if applicable)

Name: Kimley Horn Title: Engineer
 Mailing Address: 11700 Katy Freeway, Ste 800 City: Houston State: TX
 Zip: 77079 Contact: Dan Elkins
 Phone: (713) 510-9405 Fax: () Email: dan.elkins@kimley-horn.com

Description of Proposed Project: Warehouse and Retail Logistics Park

Physical Location of Property: Southwest corner of Grand Parkway 99 and Rocky Road

[General Location – approximate distance to nearest existing street corner]

Legal Description of Property: TR 1E, Abst 722 A Senechal

[Survey/Abstract No. and Tracts; or platted Subdivision Name with Lots/Block]

Current Zoning District: None; Currently within City of Tomball ETJ

Current Use of Property: Vacant

Proposed Zoning District: Approximately 231.6 ac Light Industrial and 8.4 ac General Retail

Proposed Use of Property: Warehouse and Retail

HCAD Identification Number: 0450260000004 Acreage: 240.075

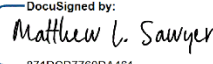
City of Tomball, Texas 501 James Street, Tomball, Texas 77375 Phone: 281-290-1405

www.tomballtx.gov

Revised: 4/13/2020

Please note: A courtesy notification sign will be placed on the subject property during the public hearing process and will be removed when the case has been processed.

This is to certify that the information on this form is COMPLETE, TRUE, and CORRECT and the under signed is authorized to make this application. I understand that submitting this application does not constitute approval, and incomplete applications will result in delays and possible denial.

X		2021.09.27
	Signature of Applicant	Date
	DocuSigned by: 	
X	874DCD7786DA461...	September 28, 2021
	Signature of Owner	Date

Revised: 4/13/2020

Submittal Requirements

The following summary is provided for the applicant's benefit. However, fulfilling the requirements of this summary checklist does not relieve the applicant from the responsibility of meeting the regulations in the Zoning Ordinance, subdivision regulations, and other development related ordinances of the City of Tomball.

Applications must be received by the City of Tomball at least 40 calendar days prior to the City Planning and Zoning Commission hearing date.

- ☒ **Completed application form**
- ☐ ***Copy of Recorded/Final Plat** ☒ A plat pertaining to this property will be submitted to the Community Development Department in the near future
- ☒ **Check for \$400.00 + \$10.00 per acre (Non-Refundable)**
- ☒ **Letter stating reason for request and issues relating to request**
- ☒ **Conceptual Site Plan (if applicable)**
- ☒ **Metes & Bounds of property**
- ☒ **Payment of all indebtedness attributed to subject property must be paid with application or an arrangement in accordance with Section 50-36(a)(3) of the Code of Ordinances as cited below:**

(No person who owes delinquent taxes, delinquent paving assessments, or any other fees, delinquent debts or obligations or is otherwise indebted to the City of Tomball, and which are directly attributed to a piece of property shall be allowed to submit any application for any type of rezoning, building permit, or plan review until the taxes, assessments, debts, or obligations directly attributable to said property and owed by the owner or previous owner thereof to the City of Tomball shall have been first fully discharged by payment, or until an arrangement satisfactory to the City has been made for the payment of such debts or obligations. It shall be the applicant's responsibility to provide evidence of proof that all taxes, fees, etc.. have been paid, or that other arrangements satisfactory to the City have been made for payment of said taxes, fees, etc.)

The City's staff may require other information and data for specific required plans. Approval of a required plan may establish conditions for construction based upon such information.

***Legal Lot Information:** If property is not platted, a plat will be required to be filed with the Community Development Department unless evidence of a legal lot is provided. To be an unplatted legal lot, the applicant is required to demonstrate that the tract existed in the same shape and form (same metes and bounds description) as it currently is described prior to August 15, 1983, the date the City adopted a subdivision ordinance.

Revised: 4/13/2020

Application Process

1. The official filing date is the date the application and fee are received by the City.
2. The City will review the application for completeness and will notify the applicant in writing within 10 days if the application is deemed incomplete.
3. Property owners within two-hundred (200) feet of the project site will be notified by letter within 10 calendar days prior to the public hearing date and legal notice will appear in the official newspaper of the City before the eighth calendar day prior to the date of the hearing.
4. A public hearing will be held by the Planning and Zoning Commission at 6:00 p.m. in the City Council chambers, unless otherwise noted. The Planning and Zoning Commission meetings are scheduled on the second Monday of the month. The staff will review the request with the Commission and after staff presentations the chair will open the public hearing. The applicant will have ten (10) minutes to present the request. The chair will then allow those present in favor of the request and those in opposition to the request to speak. The Commission may then ask staff or anyone present additional questions, after which the Commission may close or table the public hearing. The Commission may then vote to recommend approval or denial to the City Council. The Commission may also table the request to a future date before a recommendation is sent to the City Council.
5. A second public hearing will be scheduled before the City Council after fifteen (15) days of legal notice. The Council meetings are held on the first (1st) and third (3rd) Mondays of the month at 6:00 p.m. in the City Council chambers (401 Market Street, Tomball, Texas, 77375).
6. The City Council will conduct a public hearing on the request in the same manner as the Planning and Zoning Commission. In the event that there has been a petition filed with the City Secretary with twenty percent (20%) of the adjoining property owners in opposition to the subject zoning request, it will require a three fourths (3/4) vote of the full Council to approve the request. Upon approval of the request by the City Council, an amended ordinance shall be prepared and adopted. The ordinance shall have two separate readings and will be effective at such time that it is adopted by City Council and signed by the Mayor and attested by the City Secretary.

FAILURE TO APPEAR: It is the applicant/property owner's responsibility to attend all Planning and Zoning Commission and City Council meetings regarding their case. Failure of the applicant or his/her authorized representative to appear before the Planning and Zoning Commission or the City Council for more than one (1) hearing without approved delay by the City Manager, or his/her designee, may constitute sufficient grounds for the Planning and Zoning Commission or the City Council to table or deny the application unless the City Manager or his/her designee is notified in writing by the applicant at least seventy-two (72) hours prior to the hearing. If the agenda item is tabled the Planning and Zoning Commission shall specify a specific date at which it will be reconsidered.

September 27, 2021

City of Tomball
501 James Street
Tomball, TX 77375

Re: 99 Pines Logistics Park, Grand Parkway 99 and SH 249, City of Tomball

LOVETT
INDUSTRIAL

City of Tomball Staff,

Lovett Industrial is currently working to develop the 240.075 acre tract at the southwest corner of the intersection of Grand Parkway 99 and State Highway 249. In conjunction with an application for annexation, we are requesting that the City of Tomball consider rezoning the 240.075 acre development to a mix of Light Industrial (LI) and General Retail (GR). A plat application will also be submitted for this property in accordance with the City of Tomball plat procedures.

The proposed zoning will serve 99 Pines Logistics Park and will provide for an integrated logistics park for both industrial warehousing and retail development. The proposed zoning will meet the following provisions for Light Industrial and General Retail as outlined under Article 50 of the City of Tomball Code of Ordinances:

- a) General purpose and description
- b) Permitted Uses
- c) Height regulations
- d) Area Regulations

This rezoning will allow for the development of this key tract of land in a manner that is consistent with the goals of the City of Tomball and those of Lovett Industrial. We look forward to a successful partnership.

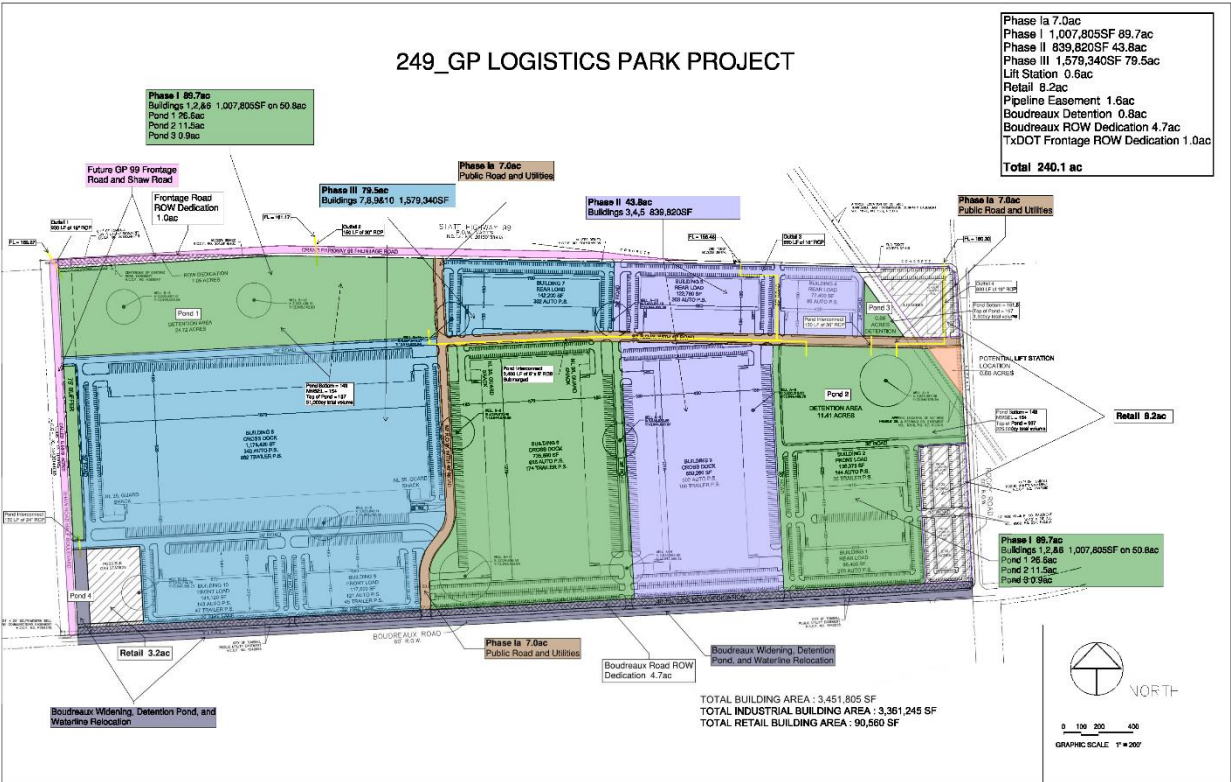
Respectfully,

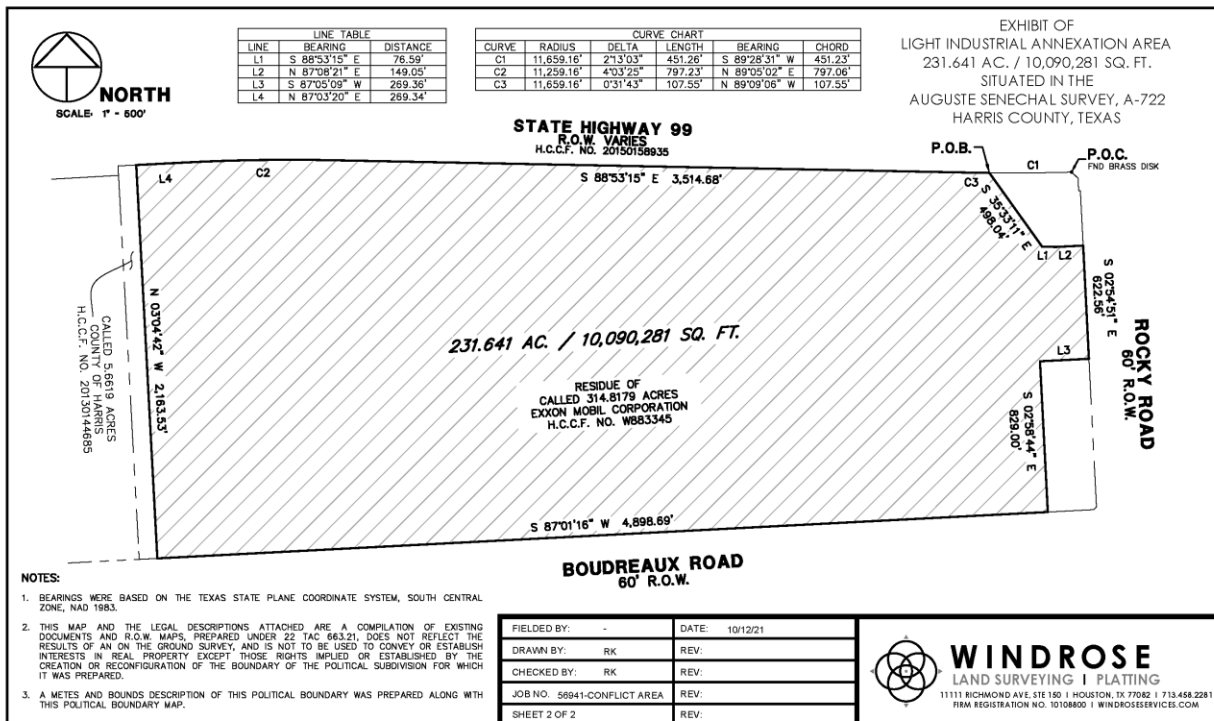
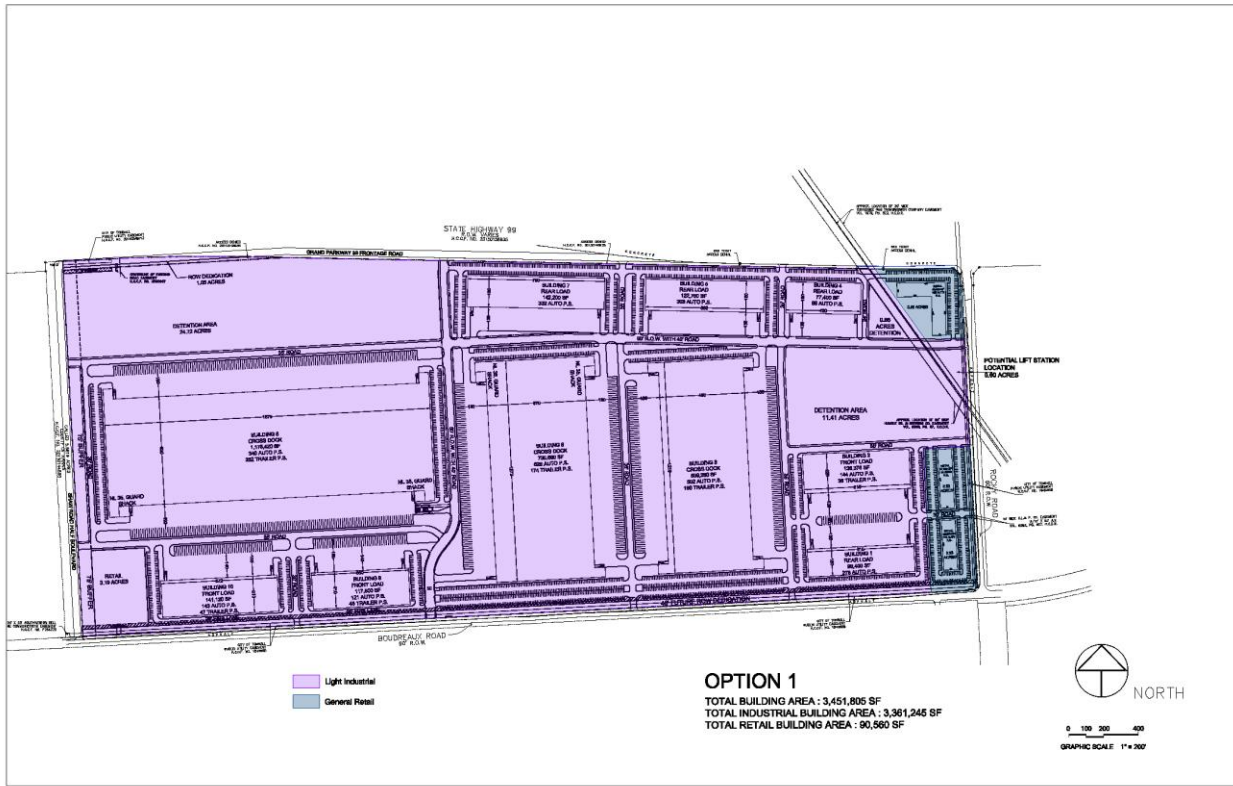


Carmen Pearson, P.E.
VP Development
Lovett Industrial LLC

c. Charlie Meyer, President – Lovett Industrial

1902 Washington Ave, Suite A
Houston, Texas 77007
P 713.212.1561







**DESCRIPTION OF
231.641 ACRES OR 10,090,281 SQ. FT.**

A TRACT OR PARCEL CONTAINING 231.641 ACRES OR 10,090,281 SQUARE FEET OF LAND SITUATED IN THE AUGUSTE SENERCHAL SURVEY, ABSTRACT NO. 722, HARRIS COUNTY, TEXAS, BEING A RESIDUE OF A CALLED 314.8179 ACERS DESCRIBED IN DEED TO EXXON MOBILE CORPORATION, AS RECORDED UNDER HARRIS COUNTY CLERK'S FILE (H.C.C.F.) NO. W883345, WITH SAID 231.641 ACRE TRACT BEING MORE PARTICULARLY DESCRIBED BY METES AND BOUNDS AS FOLLOWS, WITH ALL BEARINGS BASED ON THE TEXAS STATE PLANE COORDINATE SYSTEM, SOUTH CENTRAL ZONE (NAD 83):

COMMENCING AT A BRASS DISK FOUND ON THE NORTHWEST END OF A CUTBACK CORNER LOCATED AT THE INTERSECTION OF THE WEST RIGHT-OF-WAY (R.O.W.) LINE OF ROCKY ROAD (60 FEET WIDE) AND THE SOUTH R.O.W. LINE OF STATE HIGHWAY 99 (WIDTH VARIES) DESCRIBED IN H.C.C.F. NO. 20150158935;

THENCE, IN A WESTERLY DIRECTION WITH THE CURVED SOUTHERLY RIGHT-OF-WAY LINE OF SAID STATE HIGHWAY 99, A DISTANCE OF 451.26 FEET ALONG THE ARC OF A CURVE TO THE LEFT, HAVING A RADIUS OF 11,659.16 FEET, SUBTENDING A CENTRAL ANGLE OF 02 DEG. 13 MIN. 03 SEC., AND HAVING A CHORD BEARING AND DISTANCE OF NORTH 89 DEG. 28 MIN. 31 SEC. WEST, TO THE MOST NORTHERLY NORTHWEST CORNER AND **POINT OF BEGINNING** OF THE HEREIN DESCRIBED TRACT;

THENCE, SOUTH 35 DEG. 33 MIN. 11 SEC. EAST, LEAVING SAID RIGHT-OF-WAY LINE, A DISTANCE OF 498.04 FEET TO AN INTERIOR CORNER OF THE HEREIN DESCRIBED TRACT;

THENCE, SOUTH 88 DEG. 53 MIN. 15 SEFC. EAST, A DISTANCE OF 76.59 FEET TO AN ANGLE POINT;

THENCE, NORTH 87 DEG. 08 MIN. 21 SEC. EAST, A DISTANCE OF 149.05 FEET TO A POINT ON THE WESTERLY RIGHT-OF-WAY LINE OF SAID ROCKY ROAD, MARKING THE MOST EASTERLY NORTHEAST CORNER OF THE HEREIN DESCRIBED TRACT;

THENCE, SOUTH 02 DEG. 54 MIN. 51 SEC. EAST, ALONG AND WITH SAID WESTERLY RIGHT-OF-WAY LINE, A DISTANCE OF 622.56 FEET TO AN ANGLE POINT;

THENCE, SOUTH 87 DEG. 05 MIN. 09 SEC. WEST, LEAVING SAID LINE, A DISTANCE OF 269.36 FEET TO AN INTERIOR CORNER OF THE HEREIN DESCRIBED TRACT;

THENCE, SOUTH 02 DEG. 58 MIN. 44 SEC. EAST, A DISTANCE OF 829.00 FEET TO A POINT ON THE NORTHERLY LINE OF BOUDREAUX ROAD (60 FEET WIDE), MARKING THE MOST EASTERLY SOUTHEAST CORNER OF THE HEREIN DESCRIBED TRACT;

THENCE, SOUTH 87 DEG. 01 MIN. 16 SEC. WEST, ALONG THE NORTH R.O.W. LINE OF SAID BOUDREAUX ROAD, A DISTANCE OF 4,898.69 FEET TO A CAPPED 5/8 INCH IRON ROD STAMPED "TSI 5269" FOUND MARKING THE SOUTHEAST CORNER OF A CALLED 5.6619 ACRE TRACT DESCRIBED IN DEED TO COUNTY OF HARRIS, AS RECORDED UNDER H.C.C.F. NO. 20130144685, AND THE SOUTHWEST CORNER OF THE HEREIN DESCRIBED TRACT;

THENCE, NORTH 03 DEG. 04 MIN. 42 SEC. WEST, ALONG THE EAST LINE OF SAID CALLED 5.6619 ACRE TRACT, A DISTANCE OF 2,163.53 FEET TO A 1/2 INCH IRON ROD FOUND ON THE SOUTH LINE OF SAID STATE HIGHWAY 99, MARKING THE NORTHEAST CORNER OF SAID CALLED 5.6619 ACRE TRACT AND THE NORTHWEST CORNER OF THE HEREIN DESCRIBED TRACT;

THENCE, ALONG THE SOUTH R.O.W. LINE OF SAID STATE HIGHWAY 99, THE FOLLOWING COURSES AND DISTANCES:

NORTH 87 DEG. 03 MIN. 20 SEC. EAST, A DISTANCE OF 269.34 FEET (CALLED 269.61') TO A BRASS DISK MARKING THE BEGINNING OF A CURVE TO THE RIGHT;

WITH SAID CURVE TO THE RIGHT, HAVING A RADIUS OF 11,259.16 FEET, A CENTRAL ANGLE OF 04 DEG. 03 MIN. 25 SEC., AN ARC LENGTH OF 797.23 FEET AND A CHORD BEARING AND DISTANCE OF NORTH 89 DEG. 05 MIN. 02 SEC. EAST - A DISTANCE OF 797.06 FEET TO A CAPPED 5/8 INCH IRON ROD STAMPED WINDROSE SET MARKING A POINT OF TANGENCY;

SOUTH 88 DEG. 53 MIN. 15 SEC. EAST, A DISTANCE OF 3,514.68 FEET TO A BRASS DISK MARKING THE BEGINNING OF A CURVE TO THE LEFT;

WITH SAID CURVE TO THE LEFT, HAVING A RADIUS OF 11,659.16 FEET, A CENTRAL ANGLE OF 02 DEG. 44 MIN. 46 SEC., AN ARC LENGTH OF 558.81 FEET AND A CHORD BEARING AND DISTANCE OF NORTH 89 DEG. 44 MIN. 22 SEC. EAST - A DISTANCE OF 558.75 FEET TO THE **POINT OF BEGINNING** AND CONTAINING 240.075 ACRES OR 10,457,658 SQUARE FEET OF LAND.

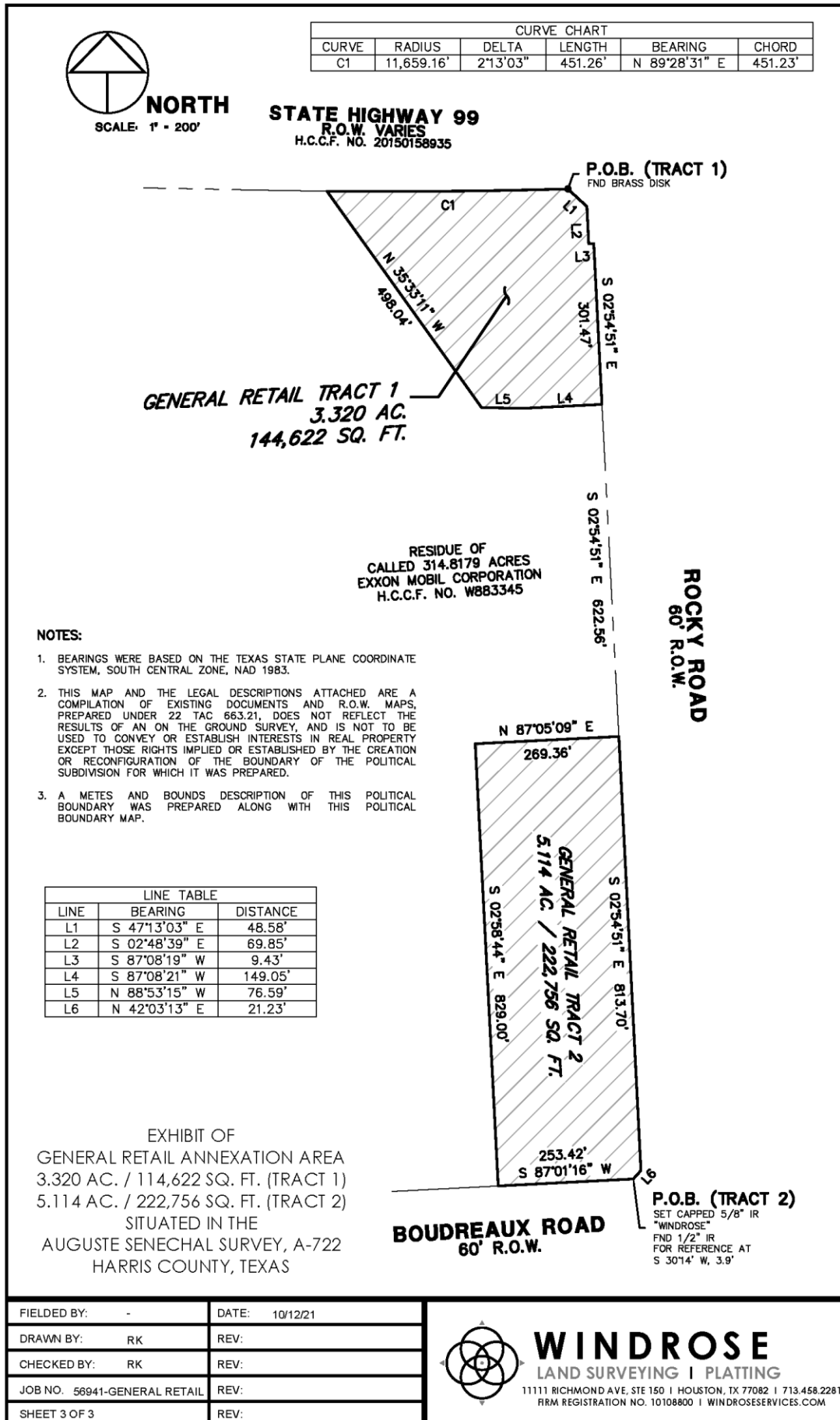


ROBERT KNESS
R.P.L.S. NO. 6486
STATE OF TEXAS
FIRM REGISTRATION NO. 10108800



10-12-2021
DATE: _____

SHEET 2 OF 2





**DESCRIPTION OF
3.320 ACRES OR 144,622 SQ. FT.**

A TRACT OR PARCEL CONTAINING 3.320 ACRES OR 144,622 SQUARE FEET OF LAND SITUATED IN THE AUGUSTE SENERCHAL SURVEY, ABSTRACT NO. 722, HARRIS COUNTY, TEXAS, BEING A RESIDUE OF A CALLED 314.8179 ACERS DESCRIBED IN DEED TO EXXON MOBILE CORPORATION, AS RECORDED UNDER HARRIS COUNTY CLERK'S FILE (H.C.C.F.) NO. W883345, WITH SAID 3.320 ACRE TRACT BEING MORE PARTICULARLY DESCRIBED BY METES AND BOUNDS AS FOLLOWS, WITH ALL BEARINGS BASED ON THE TEXAS STATE PLANE COORDINATE SYSTEM, SOUTH CENTRAL ZONE (NAD 83):

BEGINNING AT A BRASS DISK FOUND ON THE NORTHWEST END OF A CUTBACK CORNER LOCATED AT THE INTERSECTION OF THE WEST RIGHT-OF-WAY (R.O.W.) LINE OF ROCKY ROAD (60 FEET WIDE) AND THE SOUTH R.O.W. LINE OF STATE HIGHWAY 99 (WIDTH VARIES) DESCRIBED IN H.C.C.F. NO. 20150158935, MARKING A NORTHEAST CORNER OF THE HEREIN DESCRIBED TRACT;

THENCE, SOUTH 47 DEG. 13 MIN. 03 SEC. EAST, ALONG THE SAID CUTBACK LINE, A DISTANCE OF 48.58 FEET TO A 5/8 INCH IRON ROD FOUND ON THE SOUTHEAST END OF SAID CUTBACK CORNER, FOR A NORTHEAST CORNER OF THE HEREIN DESCRIBED TRACT;

THENCE, ALONG THE WEST LINE OF SAID ROCKY ROAD, THE FOLLOWING COURSES AND DISTANCES:

SOUTH 02 DEG. 48 MIN. 39 SEC. EAST, A DISTANCE OF 69.85 FEET TO A BRASS DISK FOUND FOR AN INTERIOR CORNER OF THE HEREIN DESCRIBED TRACT;

NORTH 87 DEG. 08 MIN. 19 SEC. EAST, A DISTANCE OF 9.43 FEET TO A CAPPED 5/8 INCH IRON ROD STAMPED "WINDROSE" SET FOR AN EASTERLY CORNER OF THE HEREIN DESCRIBED TRACT;

SOUTH 02 DEG. 54 MIN. 51 SEC. EAST, A DISTANCE OF 301.47 FEET TO THE SOUTHEAST CORNER OF THE HEREIN DESCRIBED TRACT;

THENCE, SOUTH 88 DEG. 08 MIN. 21 SEC. WEST, LEAVING SAID LINE, A DISTANCE OF 149.05 FEET TO AN ANGLE POINT;

THENCE, NORTH 88 DEG. 53 MIN. 15 SEC. WEST, A DISTANCE OF 76.59 FEET TO THE SOUTHWEST CORNER OF THE HEREIN DESCRIBED TRACT;

THENCE, NORTH 35 DEG. 33 MIN. 11 SEC. WEST, A DISTANCE OF 498.04 FEET TO A POINT ON THE CURVED SOUTHERLY RIGHT-OF-WAY LINE OF SAID STATE HIGHWAY 99, MARKING THE NORTHWEST CORNER OF THE HEREIN DESCRIBED TRACT;

THENCE, IN AN EASTERLY DIRECTION A DISTANCE OF 451.26 FEET ALONG THE ARC OF A CURVE TO THE LEFT, HAVING A RADIUS OF 11,659.16 FEET, A CENTRAL ANGLE OF 02 DEG. 13 MIN. 03 SEC., AND HAVING A CHORD BEARING AND DISTANCE OF NORTH 89 DEG. 28 MIN. 31 SEC. EAST - A DISTANCE OF 451.23 FEET TO THE **POINT OF BEGINNING** AND CONTAINING 3.320 ACRES OR 144,622 SQUARE FEET OF LAND.

ROBERT KNESS
R.P.L.S. NO. 6486
STATE OF TEXAS
FIRM REGISTRATION NO. 10108800



10-12-2021
DATE:

SHEET 1 OF 3



**DESCRIPTION OF
5.114 ACRES OR 222,756 SQ. FT.**

A TRACT OR PARCEL CONTAINING 5.114 ACRES OR 222,756 SQUARE FEET OF LAND SITUATED IN THE AUGUSTE SENERCHAL SURVEY, ABSTRACT NO. 722, HARRIS COUNTY, TEXAS, BEING A RESIDUE OF A CALLED 314.8179 ACERS DESCRIBED IN DEED TO EXXON MOBILE CORPORATION, AS RECORDED UNDER HARRIS COUNTY CLERK'S FILE (H.C.C.F.) NO. W883345, WITH SAID 5.114 ACRE TRACT BEING MORE PARTICULARLY DESCRIBED BY METES AND BOUNDS AS FOLLOWS, WITH ALL BEARINGS BASED ON THE TEXAS STATE PLANE COORDINATE SYSTEM, SOUTH CENTRAL ZONE (NAD 83):

BEGINNING AT A CAPPED 5/8 INCH IRON ROD STAMPED "WINDROSE" SET FOR THE SOUTHWEST END OF SAID CUTBACK CORNER LOCATED AT THE INTERSECTION OF THE WEST R.O.W. LINE OF ROCKY ROAD (60' FEET WIDE) AND THE NORTH R.O.W. LINE OF BOUDREAUX ROAD (60 FEET WIDE) MARKING A SOUTHEAST CORNER OF SAID 314.8179 ACRE TRACT AND OF THE HEREIN DESCRIBED TRACT; FROM WHICH A 1/2 INCH IRON ROD BEARS FOR REFERENCE SOUTH 30 DEG. 14 MIN. 11 SEC. WEST, A DISTANCE OF 3.93 FEET.

THENCE, SOUTH 87 DEG. 01 MIN. 16 SEC. WEST, ALONG THE NORTH R.O.W. LINE OF SAID BOUDREAUX ROAD, A DISTANCE OF 253.42 FEET TO A THE SOUTHWEST CORNER OF THE HEREIN DESCRIBED TRACT;

THENCE, NORTH 02 DEG. 58 MIN. 44 SEC. WEST, LEAVING SAID LINE, A DISTANCE OF 829.00 FEET TO THE NORTHWEST CORNER OF THE HEREIN DESCRIBED TRACT;

THENCE NORTH 87 DEG. 05 MIN. 09 SEC. EAST, A DISTANCE OF 269.36 FEET TO A POINT ON THE WEST R.O.W. LINE OF SAID ROCKY ROAD, MARKING THE NORTHEAST CORNER OF THE HEREIN DESCRIBED TRACT;

THENCE, SOUTH 02 DEG. 54 MIN. 51 SEC. EAST, ALONG AND WITH THE WEST R.O.W. LINE OF SAID ROCKY ROAD, A DISTANCE OF 813.70 FEET TO A CAPPED 5/8 INCH IRON ROD STAMPED "WINDROSE" SET ON THE NORTHEAST END OF A CUTBACK CORNER AT THE INTERSECTION OF SAID RCKY ROAD, WITH SAID BEAUDREAUX ROAD, MARKING THE MOST EASTERLY SOUTHEAST CORNER OF THE HEREIN DESCRIBED TRACT;

THENCE, SOUTH 42 DEG. 03 MIN. 13 SEC. WEST, ALONG THE SAID CUTBACK LINE, A DISTANCE OF 21.23 FEET TO THE **POINT OF BEGINNING** AND CONTAINING 5.114 ACRES OR 222,756 SQUARE FEET OF LAND.


ROBERT KNESS
R.P.L.S. NO. 6486
STATE OF TEXAS
FIRM REGISTRATION NO. 10108800



10-12-2021
DATE:

SHEET 2 OF 3

ANN HARRIS BENNETT
TAX ASSESSOR-COLLECTOR
P.O. BOX 3547
HOUSTON, TEXAS 77253-3547
TEL: 713-274-8000



2020 Property Tax Statement
Web Statement

Statement Date:	September 27, 2021
Account Number	045-026-000-0004

Our records indicate that your statement has been requested by a mortgage company.



EXXON MOBIL CORPORATION
PO BOX 53
HOUSTON TX 77001-0053

Taxing Jurisdiction	Exemptions	Taxable Value	Rate per \$100	Taxes
Harris County	0	28,814	0.391160	\$112.71
Harris County Flood Control Dist	0	28,814	0.031420	\$9.05
Port of Houston Authority	0	28,814	0.009910	\$2.86
Harris County Hospital District	0	28,814	0.166710	\$48.04
Harris County Dept. of Education	0	28,814	0.004993	\$1.44
Lone Star College System	0	28,814	0.107800	\$31.06
Emergency Service Dist #15 (Fire)	0	28,814	0.048810	\$14.06
Emergency Service Dist #8 (EMS)	0	28,814	0.097000	\$27.95

Page: 1 of 1

Total 2020 Taxes Due By January 31, 2021:	\$247.17
Payments Applied To 2020 Taxes	\$247.17
Total Current Taxes Due (Including Penalties)	\$0.00
Prior Year(s) Delinquent Taxes Due (If Any)	\$0.00
Total Amount Due For July 2021	\$0.00

Penalties for Paying Late	Rate	Current Taxes	Delinquent Taxes	Total
By February 28, 2021	7%	\$0.00	\$0.00	\$0.00
By March 31, 2021	9%	\$0.00	\$0.00	\$0.00
By April 30, 2021	11%	\$0.00	\$0.00	\$0.00
By May 31, 2021	13%	\$0.00	\$0.00	\$0.00
By June 30, 2021	15%	\$0.00	\$0.00	\$0.00

Property Description	
BOUDREAUX RD 77377 TR 1E ABSI 722 A SENECHAL 240.1157 AC	
Appraised Values	
Land - Market Value	7,843,320
Impr - Market Value	0
Total Market Value	7,843,320
Less Capped Mkt Value	7,814,506
Appraised Value	28,814
Exemptions/Deferrals	
Timber Productivity	



Tax Bill Increase (Decrease) from 2015 to 2020: Appraised Value -10%, Taxable Value -10%, Tax Rate -4%, Tax Bill -14%.

PLEASE CUT AT THE DOTTED LINE AND RETURN THIS PORTION WITH YOUR PAYMENT.



EXXON MOBIL CORPORATION
PO BOX 53
HOUSTON TX 77001-0053

PAYMENT COUPON

Make check payable to:

IF YOU ARE 65 YEARS OF AGE OR OLDER OR ARE DISABLED AND THE PROPERTY DESCRIBED IN THIS DOCUMENT IS YOUR RESIDENCE HOMESTEAD, YOU SHOULD CONTACT THE APPRAISAL DISTRICT REGARDING ANY ENTITLEMENT YOU MAY HAVE TO A POSTPONEMENT IN THE PAYMENT OF THESE TAXES.

ANN HARRIS BENNETT
TAX ASSESSOR-COLLECTOR
P.O. BOX 4622
HOUSTON, TEXAS 77210-4622

Account Number
045-026-000-0004
Amount Enclosed
\$ _____

Web Statement - Date Printed: 09-27-2021

04502600000047 2020 000000000 000000000 000000000 000000000

City Council Meeting Agenda Item Data Sheet

Meeting Date: November 29, 2021

Topic:

Conduct Public Hearing regarding the Designation of Tax Increment Reinvestment Zone Number Three (COT TIRZ 3) for Approximately 240.075 Acres of Land Generally Located along Boudreaux Road, within the City of Tomball, in Harris County, Texas

Background:

Origination: Lovett Industrial, LLC

Recommendation:

N/A

Party(ies) responsible for placing this item on agenda: David Esquivel, City Manager

FUNDING (IF APPLICABLE)

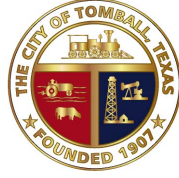
Are funds specifically designated in the current budget for the full amount required for this purpose?

Yes: Yes No: If yes, specify Account Number: # Project Grants

If no, funds will be transferred from account #	To account #
---	--------------

Signed	Doris Speer	11-15-2021	Approved by	
	City Secretary	Date		
			City Manager	Date

**NOTICE OF PUBLIC HEARING
CITY OF TOMBALL, TEXAS**



**MONDAY, NOVEMBER 29, 2021
6:00 P.M.**

Notice is hereby given that a **PUBLIC HEARING will be held by the Tomball City Council, as the Governing Body of the City of Tomball, at a **SPECIAL Council Meeting on Monday, November 29, 2021 at 6:00 p.m., City Hall, 401 Market Street, Tomball, Texas 77375, to Consider Supporting the Creation of a Tax Increment Reinvestment Zone (TIRZ) to Facilitate the Development of Lovett Industrial, Located within the Corporate Limits of the City of Tomball, Texas.****

In accordance with Chapter 311, Local Government Code, the City of Tomball will consider the designation of **Tax Increment Reinvestment Zone Number Three (COT TIRZ 3)** for approximately 240.075 acres of land generally located along Boudreaux Road, within the City of Tomball, in Harris County, Texas. A detailed description and map of the property to be included in the proposed zone are available to the public in the Office of the City Secretary. A Public Hearing on the advisability of the Tax Increment Reinvestment Zone will be held by the City Council as follows:

TIME: Monday, November 29, 2021 at 6:00 p.m.

PLACE: City Council Chambers, 401 Market Street, Tomball, Texas 77375

Persons interested in the above Creation of a Tax Increment Reinvestment Zone (TIRZ) will be given an opportunity to speak and present evidence for or against the designation of the Tax Increment Reinvestment Zone Number 3, and its boundaries, or the concept of tax increment financing. Legal descriptions and maps of said property are available for inspection at the office of the City Secretary, 401 Market Street, Tomball, Texas.

If you wish for your opinion to be part of the record, but are unable to attend, you may send a written reply prior to the date of the public hearing to Tomball City Secretary at Tomball City Hall, 401 Market Street, Tomball, Texas 77375.

C E R T I F I C A T I O N

I hereby certify that the above notice of meeting was posted on the bulletin board of City Hall, City of Tomball, Texas, a place readily accessible to the general public at all times, on the 10th day of November 2021 by 5:00 p.m., and remained posted for at least 72 continuous hours preceding the scheduled time of said meeting.

Doris Speer

Doris Speer

City Secretary, TRMC, MMC

This facility is wheelchair accessible and accessible parking spaces are available. Requests for accommodations or interpretive services must be made 48 hours prior to this meeting. Please contact the City Secretary's office at (281) 290-1002 or FAX (281) 351-6256 for further information. AGENDAS MAY BE VIEWED ONLINE AT www.ci.tomball.tx.us.

City Council Meeting

Agenda Item

Data Sheet

Meeting Date: 11/29/21

Topic:

Approve Development Agreement with Lovett Industrial, LLC for the development of approximately 240 acres generally located at Grand Parkway, Boudreaux Road and Rocky Road

Background:

Lovett Industrial, LLC is seeking to develop approximately 240 acres generally located at Grand Parkway, Boudreaux Rd and Rocky Rd with approximately 3.3 million square feet of distribution and light industrial buildings and approximately 30,000 square feet of retail space. The 240 acres is currently located in the ETJ of Tomball and the developer wishes to annex into the City. As a condition to the annexation the developer also is requesting that the City consider and approve a TIRZ (Tax Increment Reinvestment Zone) and a Business Improvement District in order to assist in the financing of the development. This agreement also voluntarily commits the development to adhere to the city's Code of Ordinances, development regulations, and all other applicable rules.

Included in this agreement is a Utility Agreement that provides for the provision of utility infrastructure and service to the development. The Utility agreement identifies all water, sewer, drainage, road, public landscaping, and open space facilities to serve the property will be constructed in accordance with all applicable City regulations and ordinances including the City Design Standards. All public improvements will then be conveyed to the city once the city accepts the construction. The developer will also fund 50% of the design and construction costs of an elevated water storage tank to be located onsite of the proposed 240 acre development.

Origination: City Manager

Recommendation:

Approve

Party(ies) responsible for placing this item on agenda: David Esquivel

FUNDING (IF APPLICABLE)

Are funds specifically designated in the current budget for the full amount required for this purpose?

Yes: _____ No: _____ If yes, specify Account Number: # _____

If no, funds will be transferred from account # _____ To account # _____

Signed _____ Approved by _____
 Staff Member Date City Manager Date

NOTICE OF CONFIDENTIALITY RIGHTS – IF YOU ARE A NATURAL PERSON, YOU MAY REMOVE OR STRIKE ANY OF THE FOLLOWING INFORMATION FROM THIS INSTRUMENT BEFORE IT IS FILED FOR RECORD IN THE PUBLIC RECORDS: YOUR SOCIAL SECURITY NUMBER OR YOUR DRIVER’S LICENSE NUMBER.

CITY OF TOMBALL, TEXAS – DEVELOPMENT AGREEMENT

THIS DEVELOPMENT AGREEMENT (this “Agreement”) is made by and between the City of Tomball, a State of Texas home rule municipal corporation (the “City”), and LIT Interchange 249 Business Park, LLC (the “Owner”) (the City and the Owner each being a “Party” and collectively the “Parties”), and is made effective by the Parties on the date of execution below (the “Effective Date”).

RECITALS

WHEREAS, the City Council of the City (the “Council”) recognizes the continued economic development, population growth, and migration trends in and around the City; and

WHEREAS, the Council has found that annexation within the City’s extraterritorial jurisdiction (the “ETJ”) will promote industrial, commercial, and mixed-use development; and

WHEREAS, the Owner’s property (the “Property”) is located within the ETJ, with such Property being an approximately two hundred forty (240) acre tract located at State Highway 249 and Rocky Road, as more particularly depicted and described in “**Exhibit A**” attached to and incorporated in this Agreement for all purposes; and

WHEREAS, the Owner anticipates developing the Property to include approximately three million three hundred thousand square feet (3,300,000sqft) of distribution and light industrial buildings and approximately thirty thousand square feet (30,000sqft) of retail space (the “Construction”); and

WHEREAS, the Owner understands that its participation in this Agreement is voluntary, as reflected in the Development Agreement Disclosure Form attached as “**Exhibit B**”, and the Owner desires that the Property be annexed into the corporate limits of the City according to the terms of this Agreement; and

WHEREAS, the Owner may or may not complete its initial development of the Property before the City’s annexation of the Property becomes effective; and

WHEREAS, the Parties desire that prior to, during, and subsequent to the annexation of the Property, that the Property and any development on the Property be in conformance with this Agreement and the City’s Code of Ordinances (the “Code”), development regulations, and all other applicable rules; and

WHEREAS, the Parties desire to enter into this Agreement to ensure that during the term of this Agreement the City shall treat the Property as if it is annexed for the purposes of conformance with all City regulations, except as otherwise set forth in this Agreement; and

WHEREAS, it is the intent of this Agreement to establish certain restrictions and commitments imposed and made in connection with the development of the Property, and the City and the Owner are proceeding in reliance on the enforceability of this Agreement; and

WHEREAS, the Owner desires to join in the execution of this Agreement and has petitioned the City for annexation on the condition that Owner secures long-term certainty in the regulatory requirements and development standards by the City regarding the Property, in exchange for its agreement that the terms and conditions of this Agreement will be a covenant running with the land and be binding on all future Owners; and

WHEREAS, a condition precedent to the City's annexation of the Property and as a condition to the Owner's petition for annexation, the City will: consider an ordinance designating a tax increment reinvestment zone over the Property; adopt a resolution consenting to the creation of a business improvement district over the property, according to Chapter 375 and Section 42.042 of the Texas Local Government Code (the "TLGC"); and, enter into a utility agreement that provides for the provision of utility infrastructure and service to the Property, each as more fully specified herein; and **NOW THEREFORE**,

IN EXCHANGE FOR THE MUTUAL COVENANTS AND PROVISIONS PROVIDED HEREIN, THE PARTIES ENTER INTO THIS AGREEMENT.

AGREEMENT

SECTION 1. LAND USE, PLATTING, AND DEVELOPMENT STANDARDS.

A. Application of City Code, Planning, Inspection, and Related Authority. Upon the execution of this Agreement, the City shall treat the Property as if it is annexed for the purposes of conformance with, and enforcement of, all City regulations on the Property relating to the Code including its planning, inspection, and related authority. Such regulations and authority shall apply as they now exist or may hereafter be established or amended, subject to the provisions of this Agreement. This Agreement shall allow the Owner to submit for approval to the appropriate City department any document related to the Construction including, but not limited to, a deed, plan, specification, plat, or application for permit issuance notwithstanding timing of plat recordation. Subject to the provisions of this Agreement, the Owner hereby consents to the applicability of all regulations and authority of the City contemplated in this provision, and all associated inspection, permit, and administrative fees, including, but not limited to: development regulations; building, mechanical, plumbing, energy, electrical, and fire codes; building permit requirements; minimum building standard codes; and, all other City regulations as they currently exist or may be enacted in the future. Notwithstanding anything to the contrary in the Code, the City agrees it will not object to any regulatory or permit application and approval on the basis of timing of plat recordation. The Owner agrees that any subdivision plat, or any related development document, filed for the Property with a governmental entity having jurisdiction over the Property will be in conformance with the City's most recently adopted Subdivision Regulations. The Owner agrees that any filing that is not in conformance with the City's Subdivision Regulations will not be deemed a permit for the purposes of Chapter 245 of the TLGC. The Owner consents to the jurisdiction of all applicable Courts, Boards, and Commissions of the City for the purpose of enforcing City regulations and prosecuting criminal violations of City regulations on the Property, except as otherwise agreed to herein.

B. Planning, Platting, Inspection, and Permitting. This Agreement shall allow the Owner to participate in the City's planning, platting, inspection, and permitting processes prior to the effective date of annexation of the Property and, in accordance with the Code, to submit any such

plat, inspection, or permit application for approval; to have any such plat, inspection, or permit application processed and reviewed by the applicable City official, department, commission, or board; and, if determined acceptable to or approved by the applicable City official, department, commission, or board, to obtain the issuance of any such plat, inspection, or permit. Notwithstanding anything to the contrary in the Code, the City agrees it will not object to any regulatory or permit application and approval on the basis of timing of plat recordation. Both before and after annexation of the Property, the City hereby authorizes the Property to be used and developed according to the land uses and development regulations that the Parties agree to be applied to the Property as set forth in “**Exhibit F**” attached hereto. The City will assist the Owner with any zoning procedure that may be required for the development of the Property for these purposes.

SECTION 2. CONDITIONS PRECEDENT TO ANNEXATION

A. Business Improvement District. As a condition precedent of the annexation of the Property contemplated in this Agreement, the City hereby agrees to adopt a resolution contemporaneous to this Agreement (the “Resolution”) consenting to the inclusion of the Property within a business improvement district governed by Chapter 375 of the TLGC and in accordance with Section 42.042 of the TLGC (the “Business Improvement District”). The Resolution is attached hereto as “**Exhibit C.**” The City shall, within sixty (60) days after the adoption of the Resolution, submit to the Owner the names of the persons recommended to serve on the board of directors of the Business Improvement District (the “District Board”). The Parties agree to identify mutually acceptable candidates for the District Board according to the provisions of Chapter 375 of the TLGC and other applicable law related to the formation of the initial District Board and any succeeding composition of the District Board.

B. Tax Increment Reinvestment Zone. As a condition precedent of the annexation of the Property contemplated in this Agreement, the City hereby agrees to consider an ordinance (the “Ordinance”) designating a tax increment reinvestment zone (the “TIRZ”) over the Property and to participate in the TIRZ according to the TIRZ project and financing plans (the “TIRZ Plans”). The Ordinance is attached hereto as “**Exhibit D.**” The Parties agree that the Board of Directors for the TIRZ (the “TIRZ Board”), as provided in the Ordinance, will approve and recommend to the Council the TIRZ Plans, and the Council shall not unreasonably withhold its approval of the TIRZ Plans. The Council further agrees that it shall not unreasonably withhold its approval of an agreement among the District, the TIRZ and the City authorizing the District Board to implement the TIRZ Plans, authorizing the transfer of tax increment revenue from the TIRZ Fund to the District to pay for eligible project costs, including but not limited to debt service on obligations issued by the District to pay for eligible project costs, and authorizing the District to pledge contract tax increment revenue payments to its bonds. The Council agrees to consider such agreement with 30 days of request by or on behalf of the TIRZ Board.

C. Utility Agreement. The Owner agrees that all water, sewer, drainage, road, public landscaping, and open space facilities to serve the Property (the “Public Infrastructure”), whether on the Property or off-site, will be constructed in accordance with all applicable City regulations and ordinances including the City Design Standards in effect as of the Effective Date. The Owner will construct (or cause to be constructed) the internal water, sewer, drainage, and road facilities to serve the Property, which (other than detention) shall in turn be conveyed to the City, and the City will provide retail water and sewer service to customers within the Property, all in accordance with

a utility agreement, the form of which is attached hereto as “**Exhibit E**” (the “Utility Agreement”), and which shall be adopted by the City contemporaneous to this Agreement as a condition precedent to the annexation of the Property.

SECTION 3. ANNEXATION

A. This Agreement is a development agreement drafted according to the provisions of Section 212.172 of the TLGC, and shall, among other things, provide for the terms of annexation of the Property. The Owner agrees to the annexation of the Property by the City on the conditions set forth in this Agreement, including, but not limited to:

1. the establishment of land uses and development regulations on the Property, before and after the annexation contemplated under this Agreement, as provided in “**Exhibit F**”;
2. the consent to the creation of the Business Improvement District as provided herein; and,
3. the establishment of the TIRZ and approval of TIRZ Plans as provided herein, including adoption of the final TIRZ plans and approval of a tri-party agreement among the City, the District and the TIRZ allowing for the transfer of tax increment revenue from the TIRZ Fund to the District to pay for eligible project costs and debt service on bonds issued to pay eligible project costs.

B. Within a reasonable time after the Effective Date, the City will consider an ordinance to annex the Property subject to the provisions of this Agreement (the “Annexation Ordinance”). Upon approval of the Annexation Ordinance, the City will file this Agreement in the Real Property Records of Harris County. The City hereby agrees to provide written notice to the Owner when the City has approved the Annexation Ordinance. Further, the City shall consider the execution of this Agreement as a completed application for the initial authorization of the use of the Property, in that the Owner shall have applied for certain approvals relating to the contemplated construction on or about the Property, more particularly described and depicted on the plans to be submitted to the City prior to the annexation of the Property. The Owner may terminate this Agreement and annexation of the Property at any time before the date of annexation by providing written notice to the City.

SECTION 4. MISCELLANEOUS

A. **Term.** Unless terminated earlier as provided herein, this Agreement be in full force and effect upon the Effective Date and for forty-five (45) years thereafter (the “Term”). The Term may be reduced only by the written agreement of the Parties.

B. **Agreement a Covenant Running With the Land.** This Agreement shall be recorded in the Real Property Records of Harris County and shall be a covenant running with the land binding upon all parties having any right, title, or interest in the Property or any part thereof, including their heirs, successors, and assigns, and shall inure to the benefit of, and be enforceable by, the Parties.

C. Form and Delivery of Notice. Any notice required or permitted under this Agreement shall be in writing and shall be delivered in hand, by facsimile, or by registered or certified United States mail. A courtesy copy via email is also requested. Any notice so given shall be deemed to have been received when deposited in the United States mail so addressed with postage prepaid. Either Party shall be entitled to change its notice address upon providing the other Party advanced written notice. The Parties shall receive notice at the following addresses:

For the City:

City of Tomball
Attn: City Manager
401 Market Street
Tomball, Texas 77375

For the Owner:

LIT Interchange 249 Business Park, LLC
Attn: Charles F. Meyer, Jr., President
1902 Washington Ave., Suite A
Houston, Texas 77007

D. Severability. If any provision contained in this Agreement is held to be unconstitutional, invalid, or unenforceable, then the remaining provisions shall be deemed severable and shall remain in full force and effect.

E. Enforcement. This Agreement may be enforced by the Owner or the City by any proceeding at law or in equity. Failure to do so shall not be deemed a waiver to enforce the Agreement thereafter.

F. Governmental Powers. The City may only retain those governmental powers, including certain immunity, as allowed under Section 212.172 of the TLGC.

G. Captions. Captions and headings used in this Agreement are for reference purposes only and shall not be deemed a part of this Agreement.

H. Recitals. Each of the recitals contained herein, by this reference, shall be incorporated into, and deemed a part of, this Agreement.

I. Modification of Agreement. This Agreement cannot be modified or amended without the written consent of the Parties and attached and made a part of this Agreement.

J. Governing Law and Venue. This Agreement shall be governed by the laws of the State of Texas. Venue shall be in Harris County. The City shall not be subject to any arbitration process for any dispute that might arise under this Agreement prior to exercising its unrestricted right to seek judicial remedy.

K. Counterparts. This Agreement may be executed in two or more counterparts, each of which shall constitute an original.

L. Execution of Agreements by Business Improvement District. Within ninety (90) days after the approval of the creation of the Business Improvement District and the District Board by the Texas Commission on Environmental Quality, the Owner shall cause the assignment, execution, and adoption of the Utility Agreement by the District Board.

M. State Prohibitions. In this Agreement, the Owner hereby certifies that it and all of its parent companies, wholly- or majority-owned subsidiaries, and other affiliates comply with and agree to abide by the following requirements of the Texas Government Code: Chapter 2264 regarding undocumented workers; Chapter 2270 relating to the boycott of Israel; Section 2252.152 regarding Iran, Sudan, and foreign terrorist organizations; and, Chapter 2274 regarding other various prohibitions.

List of Exhibits

Exhibit A – Depiction & Description of the Property
Exhibit B – Development Agreement Disclosure Form
Exhibit C – Business Improvement District Consent Resolution
Exhibit D – Tax Increment Reinvestment Zone Ordinance
Exhibit E – Utility Agreement
Exhibit F – Land Uses & Development Regulations

[SIGNATURES AND NOTARIZATION ON FOLLOWING PAGES]

SIGNATURES

IN WITNESS WHEREOF, the Parties have signed and executed this Agreement effective as of the date first set forth above.

FOR: THE CITY OF TOMBALL, TEXAS

Gretchen Fagan, Mayor

FOR: THE OWNER

LIT Interchange 249 Business Park, LLC, a
Delaware limited liability company

By: Interchange 249 Business Park, LP, a Texas
limited partnership, its operating member

By: Interchange 249 Business Park GP, LLC, a
Texas limited liability company, its general
partner

Name [Signature]

Charles F. Meyer, Jr.
Name [Printed]

President
Title

NOTARIZATION**For the City**

State of Texas §
 County of Harris §

This instrument was executed before me on _____ 2021, by _____,
DATE NAME
 _____ of the City of Tomball, a Texas municipal corporation, on behalf of
TITLE
 said corporation.

[SEAL]

 Notary Public in and for the State of Texas

For the Owner

State of _____ §
 County of _____ §

This instrument was executed before me on _____ 2021, by _____,
DATE NAME
 _____ of _____, a State of _____,
TITLE ORGANIZATION NAME STATE
 _____ behalf of said entity.
ORGANIZATION TYPE

[SEAL]

 Notary Public in and for the State of Texas

EXHIBIT A – Depiction & Description of the Property



0.(c) SUBJECT TO PERMANENT RESTRICTIVE COVENANTS ON LAND AND GROUNDWATER USE, RECORDED JULY 24, 2017, AS DESCRIBED IN COUNTY CLERK'S FILE NO. 2017-329939 OF THE OFFICIAL PUBLIC RECORDS OF HARRIS COUNTY, TEXAS. (AFFECTS SUBJECT TRACT, BLANKET, NON-PLOTTABLE)

- [illegible]

[illegible][illegible]

TO: LOVETT INDUSTRIAL, LLC
 101 INTERCHANGE 249 BUSINESS PARK, LLC,
 A DELAWARE LIMITED LIABILITY COMPANY
 FIRST AMERICAN TITLE INSURANCE COMPANY



ROBERT KNESS

DATE _____

0-00-2061

PROFESSIONAL
LAWYER
STATE OF NEW YORK
0400

THIS IS TO CERTIFY THAT THIS MAP OR PLAT AND THE SURVEY ON WHICH IT IS BASED WERE MADE IN ACCORDANCE WITH THE 2021 MINIMUM STANDARD DETAIL REQUIREMENTS FOR ALTA/NSPS LAND TITLE SURVEYS, JOINTLY ESTABLISHED AND ADOPTED BY ALTA AND NSPS, AND INCLUDES ITEMS 1, 2, 3, 4, 6a, 7b1, 7c, 8, 9, 11, 13, 14, 16, 17, 18, & 19 THEREOF. THE FIELD WORK WAS COMPLETED ON JUNE 25, 2021.

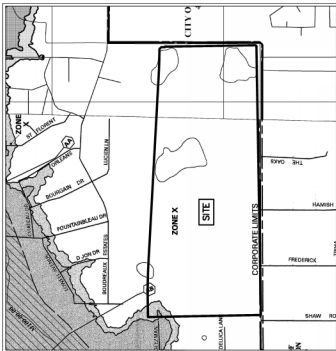


TALTAL/NPS LAND TITLE SURVEY OF
 240.075 AC. / 10,457,658 SQ. FT.
 SITUATED IN THE
 AUGUSTE SENECHAL SURVEY
 ABSTRACT NO. 722
 HARRIS COUNTY, TEXAS

REVISIONS		
DATE	REASON	BY
07/30/2021	ADDED PIPELINE DEPTHS / WELL LOCATIONS	MC
08/05/2021	ADDED COMMENTS	RK
08/20/2021	REVISED WELL EXCLUSION ZONES	RK
10/26/2021	REVIEW UPDATED TIME COMMITMENT	RK
11/08/2021	REVISE CERTIFICATION	RK

BY:	ELDED BY:	CHECKED BY:	RK	JOB NO.	56941-AA
DRAWN BY:	RK/QP	DATE:	JUNE 2021	SHEET NO.	1 OF 2

Item 3.







WINDROSE
LAND SURVEYING | PLATTING

DESCRIPTION OF 240.075 ACRES OR 10,457,658 SQ. FT.

A TRACT OR PARCEL CONTAINING 240.075 ACRES OR 10,457,658 SQUARE FEET OF LAND SITUATED IN THE AUGUSTE SENERCHAL SURVEY, ABSTRACT NO. 722, HARRIS COUNTY, TEXAS, BEING A RESIDUE OF A CALLED 314.8179 ACERS DESCRIBED IN DEED TO EXXON MOBILE CORPORATION, AS RECORDED UNDER HARRIS COUNTY CLERK'S FILE (H.C.C.F.) NO. W883345, WITH SAID 240.075 ACRE TRACT BEING MORE PARTICULARLY DESCRIBED BY METES AND BOUNDS AS FOLLOWS, WITH ALL BEARINGS BASED ON THE TEXAS STATE PLANE COORDINATE SYSTEM, SOUTH CENTRAL ZONE (NAD 83):

BEGINNING AT A BRASS DISK FOUND ON THE NORTHWEST END OF A CUTBACK CORNER LOCATED AT THE INTERSECTION OF THE WEST RIGHT-OF-WAY (R.O.W.) LINE OF ROCKY ROAD (60 FEET WIDE) AND THE SOUTH R.O.W. LINE OF STATE HIGHWAY 99 (WIDTH VARIES) DESCRIBED IN H.C.C.F. NO. 20150158935, MARKING A NORTHEAST CORNER OF THE HEREIN DESCRIBED TRACT;

THENCE, SOUTH 47 DEG. 13 MIN. 03 SEC. EAST, ALONG THE SAID CUTBACK LINE, A DISTANCE OF 48.58 FEET TO A 5/8 INCH IRON ROD FOUND ON THE SOUTHEAST END OF SAID CUTBACK CORNER, FOR A NORTHEAST CORNER OF THE HEREIN DESCRIBED TRACT;

THENCE, ALONG THE WEST LINE OF SAID ROCKY ROAD, THE FOLLOWING COURSES AND DISTANCES:

SOUTH 02 DEG. 48 MIN. 39 SEC. EAST, A DISTANCE OF 69.85 FEET TO A BRASS DISK FOUND FOR AN INTERIOR CORNER OF THE HEREIN DESCRIBED TRACT;

NORTH 87 DEG. 08 MIN. 19 SEC. EAST, A DISTANCE OF 9.43 FEET TO A CAPPED 5/8 INCH IRON ROD STAMPED "WINDROSE" SET FOR AN EASTERLY CORNER OF THE HEREIN DESCRIBED TRACT;

SOUTH 02 DEG. 54 MIN. 51 SEC. EAST, A DISTANCE OF 1,737.73 FEET TO A CAPPED 5/8 INCH IRON ROD STAMPED "WINDROSE" SET ON THE NORTHEAST END OF A CUTBACK CORNER LOCATED AT THE INTERSECTION OF SAID ROCKY ROAD AND THE NORTH R.O.W. LINE OF BOUDREAUX ROAD (60 FEET WIDE), MARKING THE MOST EASTERLY SOUTHEAST CORNER OF THE HEREIN DESCRIBED TRACT;

THENCE, SOUTH 42 DEG. 03 MIN. 13 SEC. WEST, ALONG THE SAID CUTBACK LINE, A DISTANCE OF 21.23 FEET TO A CAPPED 5/8 INCH IRON ROD STAMPED "WINDROSE" SET FOR THE SOUTHWEST END OF SAID CUTBACK MARKING A SOUTHEAST CORNER OF THE HEREIN DESCRIBED TRACT; FROM WHICH A 1/2 INCH IRON ROD BEARS FOR REFERENCE SOUTH 30 DEG. 14 MIN. 11 SEC. WEST, A DISTANCE OF 3.93 FEET.

THENCE, SOUTH 87 DEG. 01 MIN. 16 SEC. WEST, ALONG THE NORTH R.O.W. LINE OF SAID BOUDREAUX ROAD, A DISTANCE OF 5,152.11 FEET TO A CAPPED 5/8 INCH IRON ROD STAMPED "TSI 5269" FOUND MARKING THE SOUTHEAST CORNER OF A CALLED 5.6619 ACRE TRACT DESCRIBED IN DEED TO COUNTY OF HARRIS, AS RECORDED UNDER H.C.C.F. NO. 20130144685, AND THE SOUTHWEST CORNER OF THE HEREIN DESCRIBED TRACT;

THENCE, NORTH 03 DEG. 04 MIN. 42 SEC. WEST, ALONG THE EAST LINE OF SAID CALLED 5.6619 ACRE TRACT, A DISTANCE OF 2,163.53 FEET TO A 1/2 INCH IRON ROD FOUND ON THE SOUTH LINE OF SAID STATE HIGHWAY 99, MARKING THE NORTHEAST CORNER OF SAID CALLED 5.6619 ACRE TRACT AND THE NORTHWEST CORNER OF THE HEREIN DESCRIBED TRACT;

THENCE, ALONG THE SOUTH R.O.W. LINE OF SAID STATE HIGHWAY 99, THE FOLLOWING COURSES AND DISTANCES:

NORTH 87 DEG. 03 MIN, 20 SEC. EAST, A DISTANCE OF 269.34 FEET (CALLED 269.61') TO A BRASS DISK MARKING THE BEGINNING OF A CURVE TO THE RIGHT;

WITH SAID CURVE TO THE RIGHT, HAVING A RADIUS OF 11,259.16 FEET, A CENTRAL ANGLE OF 04 DEG. 03 MIN. 25 SEC., AN ARC LENGTH OF 558.81 FEET AND A CHORD BEARING AND DISTANCE OF NORTH 89 DEG. 05 MIN. 02 SEC. EAST - A DISTANCE OF 797.06 FEET TO A CAPPED 5/8 INCH IRON ROD STAMPED WINDROSE SET MARKING A POINT OF TANGENCY;

SOUTH 88 DEG. 53 MIN. 15 SEC. EAST, A DISTANCE OF 3,514.68 FEET TO A BRASS DISK MARKING THE BEGINNING OF A CURVE TO THE LEFT;

WITH SAID CURVE TO THE LEFT, HAVING A RADIUS OF 11,659.16 FEET, A CENTRAL ANGLE OF 02 DEG. 44 MIN. 46 SEC., AN ARC LENGTH OF 558.81 FEET AND A CHORD BEARING AND DISTANCE OF NORTH 89 DEG. 44 MIN. 22 SEC. EAST - A DISTANCE OF 558.75 FEET TO THE **POINT OF BEGINNING** AND CONTAINING 240.075 ACRES OR 10,457,658 SQUARE FEET OF LAND.



ROBERT KNESS
R.P.L.S. NO. 6599
STATE OF TEXAS
FIRM REGISTRATION NO. 10108800



7-12-2021
DATE: _____

EXHIBIT B – Development Agreement Disclosure Form

**CITY OF TOMBALL, TEXAS | DEVELOPMENT AGREEMENT DISCLOSURE FORM
(TEXAS LOCAL GOVERNMENT CODE - CHAPTER 212.172(b-1))**

The City of Tomball, Texas (the “City”) has indicated its desire to enter into a Development Agreement authorized under Texas Local Government Code Chapter 212.172 (the “Code”) with LIT Interchange 249 Business Park, LLC (the “Owner”), a property owner within the City’s extraterritorial jurisdiction (the “ETJ”). The Code authorizes the City to enter into a Development Agreement with the Owner regarding the Owner’s property in the ETJ (the “Property”), with the Development Agreement containing lawful terms and considerations the City and the Owner consider appropriate, including terms related to annexation and land use of the Property.

The Owner hereby acknowledges the following concerning the Development Agreement:

- 1) That the Owner is not required to enter into the Development Agreement;
- 2) That the Code, in Section 212.172(b)(7), authorizes the annexation of the Property as a whole or in parts and to provide for the terms of annexation, if annexation is agreed to by both the City and the Owner;
- 3) That, at a Regular or Special Meeting of the City Council of the City (the “City Council”), the City Council will consider an Ordinance to annex the Property if annexation of the Property is agreed to by both the City and the Owner, and, if the Ordinance is approved by the City Council, then the City will be responsible for filing the Ordinance in the Real Property Records of the County in which the Property is located;
- 4) That the City may not take any action under the Development Agreement without the consent of the Owner, with such consent being given through the Owner or the Owner’s representative executing the Development Agreement; and,
- 5) That the City will include a provision in the Development Agreement waiving its immunity from suit according to the Code.

If the Development Agreement is entered into by the City and the Owner, then this Development Agreement Disclosure Form will be made a part of the Development Agreement as an Exhibit.

I, THE OWNER OR THE OWNER’S REPRESENTATIVE, HAVE READ AND UNDERSTAND THIS DEVELOPMENT AGREEMENT DISCLOSURE FORM.

FOR: THE OWNER

LIT Interchange 249 Business Park, LLC, a
Delaware limited liability company

By: Interchange 249 Business Park, LP, a Texas
limited partnership, its operating member

By: Interchange 249 Business Park GP, LLC, a
Texas limited liability company, its general
partner

Name [Signature]

Charles F. Meyer, Jr.

Name [Printed]

President
Title

Exhibit C – Consent Resolution

RESOLUTION NO. 2021-_____

A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF TOMBALL, TEXAS, GRANTING CONSENT TO THE CREATION OF A BUSINESS IMPROVEMENT DISTRICT UNDER CHAPTER 375 OF THE TEXAS LOCAL GOVERNMENT CODE.

WHEREAS, the City Council (the “Council”) of the City of Tomball, Texas (the “City”), wishes to consent to the creation of a business improvement district with powers and authorities of a municipal management district (the “District”) operating pursuant to Chapter 375 of the Texas Local Government Code (the “Code”), over the land described in Exhibit “A” attached hereto (the “Land”); and

WHEREAS, the Code requires the City’s consent to be included as a part of the Land owner’s petition to the Texas Commission on Environmental Quality requesting creation of the District; and

WHEREAS, the consent contemplated in this Resolution is a condition precedent to the Land being annexed into the corporate boundaries of the City; **NOW, THEREFORE**,

BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF TOMBALL, TEXAS:

SECTION 1. THAT The facts and opinions in the preamble of this Resolution are true and correct.

SECTION 2. THAT The City Council (the “Council”) of the City of Tomball, Texas (the “City”) hereby supports and gives its written consent to the creation of a business improvement district with powers and authorities of a municipal management district operating pursuant to Chapter 375, Texas Local Government Code over the land described in the Exhibit “A”.

SECTION 3. THAT It is hereby found, determined and declared that a sufficient written notice of the date, hour, place, and subject of the meeting of the Council during which this Resolution was approved (the “Meeting”) was posted at a place convenient to the public at the City Hall of the City for the time required by law preceding the Meeting, as required by the Open Meetings Law, Chapter 551, Texas Government Code, and that the Meeting was open to the public as required by law at all times during which this Resolution and the subject matter thereof was discussed, considered, and formally acted upon. The Council further ratifies, approves, and confirms such written notice and the contents and posting thereof.

SECTION 4. THAT All resolutions and agreements and parts of resolutions and agreements in conflict herewith are hereby repealed to the extent of the conflict only.

[SIGNATURES ON FOLLOWING PAGE]

PASSED AND APPROVED the ____ day of _____, 2021.

Gretchen Fagan, Mayor

ATTEST:

Doris Speer, City Secretary

EXHIBIT “A” – Property Description & Depiction



10.(c) SUBJECT TO PERMANENT RESTRICTIVE COVENANTS ON LAND AND GROUNDWATER USE, RECORDED JULY 24, 2017, AS DESCRIBED IN COUNTY CLERK'S FILE NO. 2017-329939 OF THE OFFICIAL PUBLIC RECORDS OF HARRIS COUNTY, TEXAS. (AFFECTS SUBJECT TRACT, BLANKET, NON-PLOTTABLE)

- [illegible]

[illegible][illegible]

TO: LOVETT INDUSTRIAL, LLC
UT INTERCHANGE 249 BUSINESS PARK, LLC,
A DELAWARE LIMITED LIABILITY COMPANY
FIRST AMERICAN TITLE INSURANCE COMPANY

THIS IS TO CERTIFY THAT THIS MAP OR PLAT AND THE SURVEY ON WHICH IT IS BASED WERE MADE IN ACCORDANCE WITH THE 2021 MINIMUM STANDARD DETAIL REQUIREMENTS FOR ALTA/NSPS LAND TITLE SURVEYS, JOINTLY ESTABLISHED AND ADOPTED BY ALTA AND NSPS, AND INCLUDES ITEMS 1, 2, 3, 4, 6a, 7b1, 7c, 8, 9, 11, 13, 14, 16, 17, 18, & 19 THEREOF. THE FIELD WORK WAS COMPLETED ON JUNE 25, 2021.



ROBERT KNESS
Registered Professional Land Surveyor

WINDROSE
...AND SURVEYING | PLATTING
CHIMMOND AVE. STE 150 | HOUSTON, TX 77062 | 713.458.1100
WWW.WINDROSEINC.COM | MICHIGAN, TEXAS, FLORIDA, ALABAMA

1111 RICHMOND AVE. STE 150 | HOUSTON, TX 77062 | 713.458.2281
 IFIRM REGISTRATION NO. 1010900 | WIN@PROFESSIONAL.COM

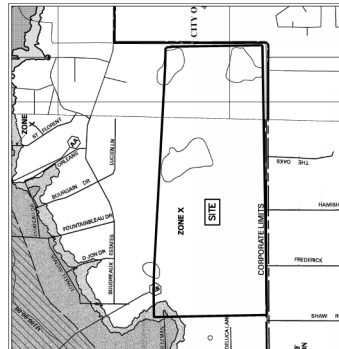
A/NSPS LAND TITLE SURVEY OF
0.075 AC. / 10,457,658 SQ. FT.
SITUATED IN THE
UGUSTE SENECHAL SURVEY
ABSTRACT NO. 722
HARRIS COUNTY, TEXAS

REVISIONS		REASON	BY
DATE	ADDED PIPELINE DEPTHS / WELL LOCATIONS	MC	
07/30/2021	ADDED COMMENTS	RK	
08/05/2021	REVISED WELL EXCLUSION ZONES	RK	
08/20/2021	REVIEW UPDATED TITLE COMMITMENT	RK	
10/26/2021	REVISED CERTIFICATION	RK	
11/08/2021			

COPYRIGHT © WINDSOR LAND SERVICES LTD. DOCUMENT IS COPYRIGHTED AND IS AN INSTRUMENT OF SERVICE FOR A SPECIFIC PROJECT OR TRANSACTION FOR WHICH IT WAS PREPARED. REUSE, COPYING OR MODIFICATION OF THE DOCUMENT, WHETHER IN HARD COPY OR ELECTRONIC FORMAT OTHER THAN FOR THE SPECIFIC PURPOSES OF THE PROJECT, WITHOUT PERMISSION FROM WINDSOR LAND SERVICES IS A VIOLATION OF FEDERAL COPYRIGHT LAW.

PREPARED BY: JF	CHECKED BY: RK	JOB NO. 56941-
DRAWN BY: RK/OP	DATE: JUNE 2021	SHEET NO. 1 OF 2

Item 3.







WINDROSE

LAND SURVEYING | PLATTING

DESCRIPTION OF 240.075 ACRES OR 10,457,658 SQ. FT.

A TRACT OR PARCEL CONTAINING 240.075 ACRES OR 10,457,658 SQUARE FEET OF LAND SITUATED IN THE AUGUSTE SENERCHAL SURVEY, ABSTRACT NO. 722, HARRIS COUNTY, TEXAS, BEING A RESIDUE OF A CALLED 314.8179 ACERS DESCRIBED IN DEED TO EXXON MOBILE CORPORATION, AS RECORDED UNDER HARRIS COUNTY CLERK'S FILE (H.C.C.F.) NO. W883345, WITH SAID 240.075 ACRE TRACT BEING MORE PARTICULARLY DESCRIBED BY METES AND BOUNDS AS FOLLOWS, WITH ALL BEARINGS BASED ON THE TEXAS STATE PLANE COORDINATE SYSTEM, SOUTH CENTRAL ZONE (NAD 83):

BEGINNING AT A BRASS DISK FOUND ON THE NORTHWEST END OF A CUTBACK CORNER LOCATED AT THE INTERSECTION OF THE WEST RIGHT-OF-WAY (R.O.W.) LINE OF ROCKY ROAD (60 FEET WIDE) AND THE SOUTH R.O.W. LINE OF STATE HIGHWAY 99 (WIDTH VARIES) DESCRIBED IN H.C.C.F. NO. 20150158935, MARKING A NORTHEAST CORNER OF THE HEREIN DESCRIBED TRACT;

THENCE, SOUTH 47 DEG. 13 MIN. 03 SEC. EAST, ALONG THE SAID CUTBACK LINE, A DISTANCE OF 48.58 FEET TO A 5/8 INCH IRON ROD FOUND ON THE SOUTHEAST END OF SAID CUTBACK CORNER, FOR A NORTHEAST CORNER OF THE HEREIN DESCRIBED TRACT;

THENCE, ALONG THE WEST LINE OF SAID ROCKY ROAD, THE FOLLOWING COURSES AND DISTANCES:

SOUTH 02 DEG. 48 MIN. 39 SEC. EAST, A DISTANCE OF 69.85 FEET TO A BRASS DISK FOUND FOR AN INTERIOR CORNER OF THE HEREIN DESCRIBED TRACT;

NORTH 87 DEG. 08 MIN. 19 SEC. EAST, A DISTANCE OF 9.43 FEET TO A CAPPED 5/8 INCH IRON ROD STAMPED "WINDROSE" SET FOR AN EASTERLY CORNER OF THE HEREIN DESCRIBED TRACT;

SOUTH 02 DEG. 54 MIN. 51 SEC. EAST, A DISTANCE OF 1,737.73 FEET TO A CAPPED 5/8 INCH IRON ROD STAMPED "WINDROSE" SET ON THE NORTHEAST END OF A CUTBACK CORNER LOCATED AT THE INTERSECTION OF SAID ROCKY ROAD AND THE NORTH R.O.W. LINE OF BOUDREAUX ROAD (60 FEET WIDE), MARKING THE MOST EASTERLY SOUTHEAST CORNER OF THE HEREIN DESCRIBED TRACT;

THENCE, SOUTH 42 DEG. 03 MIN. 13 SEC. WEST, ALONG THE SAID CUTBACK LINE, A DISTANCE OF 21.23 FEET TO A CAPPED 5/8 INCH IRON ROD STAMPED "WINDROSE" SET FOR THE SOUTHWEST END OF SAID CUTBACK MARKING A SOUTHEAST CORNER OF THE HEREIN DESCRIBED TRACT; FROM WHICH A 1/2 INCH IRON ROD BEARS FOR REFERENCE SOUTH 30 DEG. 14 MIN. 11 SEC. WEST, A DISTANCE OF 3.93 FEET.

THENCE, SOUTH 87 DEG. 01 MIN. 16 SEC. WEST, ALONG THE NORTH R.O.W. LINE OF SAID BOUDREAUX ROAD, A DISTANCE OF 5,152.11 FEET TO A CAPPED 5/8 INCH IRON ROD STAMPED "TSI 5269" FOUND MARKING THE SOUTHEAST CORNER OF A CALLED 5.6619 ACRE TRACT DESCRIBED IN DEED TO COUNTY OF HARRIS, AS RECORDED UNDER H.C.C.F. NO. 20130144685, AND THE SOUTHWEST CORNER OF THE HEREIN DESCRIBED TRACT;

THENCE, NORTH 03 DEG. 04 MIN. 42 SEC. WEST, ALONG THE EAST LINE OF SAID CALLED 5.6619 ACRE TRACT, A DISTANCE OF 2,163.53 FEET TO A 1/2 INCH IRON ROD FOUND ON THE SOUTH LINE OF SAID STATE HIGHWAY 99, MARKING THE NORTHEAST CORNER OF SAID CALLED 5.6619 ACRE TRACT AND THE NORTHWEST CORNER OF THE HEREIN DESCRIBED TRACT;

THENCE, ALONG THE SOUTH R.O.W. LINE OF SAID STATE HIGHWAY 99, THE FOLLOWING COURSES AND DISTANCES:

NORTH 87 DEG. 03 MIN, 20 SEC. EAST, A DISTANCE OF 269.34 FEET (CALLED 269.61') TO A BRASS DISK MARKING THE BEGINNING OF A CURVE TO THE RIGHT;

WITH SAID CURVE TO THE RIGHT, HAVING A RADIUS OF 11,259.16 FEET, A CENTRAL ANGLE OF 04 DEG. 03 MIN. 25 SEC., AN ARC LENGTH OF 558.81 FEET AND A CHORD BEARING AND DISTANCE OF NORTH 89 DEG. 05 MIN. 02 SEC. EAST - A DISTANCE OF 797.06 FEET TO A CAPPED 5/8 INCH IRON ROD STAMPED WINDROSE SET MARKING A POINT OF TANGENCY;

SOUTH 88 DEG. 53 MIN. 15 SEC. EAST, A DISTANCE OF 3,514.68 FEET TO A BRASS DISK MARKING THE BEGINNING OF A CURVE TO THE LEFT;

WITH SAID CURVE TO THE LEFT, HAVING A RADIUS OF 11,659.16 FEET, A CENTRAL ANGLE OF 02 DEG. 44 MIN. 46 SEC., AN ARC LENGTH OF 558.81 FEET AND A CHORD BEARING AND DISTANCE OF NORTH 89 DEG. 44 MIN. 22 SEC. EAST - A DISTANCE OF 558.75 FEET TO THE **POINT OF BEGINNING** AND CONTAINING 240.075 ACRES OR 10,457,658 SQUARE FEET OF LAND.



ROBERT KNESS
R.P.L.S. NO. 6599
STATE OF TEXAS
FIRM REGISTRATION NO. 10108800



DATE: 7-12-2021

Exhibit D – TIRZ Ordinance

ORDINANCE NO. 2021-XX

AN ORDINANCE OF THE CITY COUNCIL THE CITY OF TOMBALL, TEXAS; CREATING THE “TAX INCREMENT REINVESTMENT ZONE NUMBER THREE” OVER THE AREA GENERALLY LOCATED AT THE SOUTHWEST CORNER OF GRAND PARKWAY 99 AND ROCKY ROAD, HARRIS COUNTY, TEXAS; DESIGNATING THE BOUNDARIES OF THE ZONE; CREATING A BOARD OF DIRECTORS FOR THE ZONE; ESTABLISHING A TAX INCREMENT FUND FOR THE ZONE; MAKING CERTAIN FINDINGS; REPEALING ORDINANCES INCONSISTENT OR IN CONFLICT HEREIN; PROVIDING A SEVERABILITY CLAUSE; AND, PROVIDING AN EFFECTIVE DATE.

WHEREAS, the City Council (the “Council”) of the City of Tomball, Texas (the “City”) hereby determines that the creation of a tax increment reinvestment zone to be named the “City of Tomball Tax Increment Reinvestment Zone Number Three” (the “TIRZ No. 3”) is necessary to promote the development or redevelopment of the area generally located at the southwest corner of Grand Parkway 99 and Rocky Road in Tomball, Texas (the “Area”), with the boundaries of TIRZ No. 3 to encompass the Area, and with such boundaries being more particularly depicted and described in “Exhibit A” attached to and incorporated in this Ordinance for all purposes; and

WHEREAS, on November 29, 2021, after giving proper legal notice, the Council held a public hearing where all interested persons were given the opportunity to speak and present evidence for and against the creation of TIRZ No. 3; and

WHEREAS, the Council hereby determines that a tax increment fund for TIRZ No. 3 must be established as required by law (the “TIRZ Fund”), with the TIRZ Fund being more particularly described in “Exhibit B” attached to and incorporated in this Ordinance for all purposes; and

WHEREAS, the Council hereby determines that Preliminary Reinvestment Zone Project and Financing Plans must be prepared as required by law for TIRZ No. 3 (the “Preliminary Plans”), with the Preliminary Plans being included as “Exhibit D” attached to and incorporated in this Ordinance for all purposes; and

WHEREAS, the Council hereby determines that Area within TIRZ No. 3 meets the criteria for a tax increment reinvestment zone under Chapter 311 of the Texas Tax Code, and the Council hereby determines that proposed improvements in TIRZ No. 3 will significantly enhance the value of all taxable real property in TIRZ No. 3 and will be of general benefit to the City, and that development of the Area would not occur in the foreseeable future solely through private investment; and

WHEREAS, the Council hereby determines that a board of directors shall be created for the administration, management, and operation of TIRZ No. 3 and for the implementation of the project and financing plans of TIRZ No. 3 (the “Board”), with the Board being composed of five (5) members appointed by the Council in accordance with Texas Tax Code 311.009(a); and, **NOW THEREFORE**,

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

SECTION 1. THAT the facts and matters set forth in the preamble of this Ordinance are hereby found to be true and correct.

SECTION 2. THAT as provided in Chapter 311 of the Texas Tax Code, the “Tax Increment Reinvestment Zone Number Three” (“TIRZ No. 3”) is hereby designated and established over the area described in “Exhibit A”.

SECTION 3. THAT the purpose of TIRZ No. 3 shall be primarily for encouraging development and construction of infrastructure.

SECTION 4. THAT TIRZ No. 3 shall be effective for a period of thirty (30) years or until such time as the debt is paid off, whichever is less, commencing on the date of the adoption hereof.

SECTION 5. THAT a tax increment fund is hereby established for TIRZ No. 3 as fully described in “Exhibit B”.

SECTION 6. THAT a board of directors for TIRZ No. 3 is hereby created as fully described in “Exhibit C”.

SECTION 7. THAT all other ordinances or parts of ordinances in conflict or inconsistent herewith are, to the extent of such conflict or inconsistency, hereby repealed.

SECTION 8. THAT in the event any section, paragraph, subdivision, clause, phrase, provision, sentence, or part of this Ordinance, or the application of the same, to any person or circumstance shall for any reason be adjudged invalid or held unconstitutional by a court of competent jurisdiction, it shall not affect, impair, or invalidate this Ordinance as a whole or any part or provision hereof other than the part declared to be invalid or unconstitutional; and, the Council, declares that it would have passed each and every part of the same notwithstanding the omission of any such part thus declared to be invalid or unconstitutional, or whether there be one or more parts.

SECTION 9. THAT this Ordinance shall be in full force and effect from and after its passage.

PASSED, APPROVED, AND ORDAINED this 29th day of November, 2021.

Gretchen Fagan, Mayor

ATTEST:

Doris Speer, City Secretary

Exhibit A – TIRZ No. 3: Property Description



10.(c) SUBJECT TO PERMANENT RESTRICTIVE COVENANTS ON LAND AND GROUNDWATER USE, RECORDED JULY 24, 2017, AS DESCRIBED IN COUNTY CLERK'S FILE NO. 2017-329939 OF THE OFFICIAL PUBLIC RECORDS OF HARRIS COUNTY, TEXAS. (AFFECTS SUBJECT TRACT, BLANKET, NON-PLOTTABLE)

- [illegible]

[illegible][illegible]

TO: LOVETT INDUSTRIAL, LLC
 101 INTERCHANGE 249 BUSINESS PARK, LLC,
 A DELAWARE LIMITED LIABILITY COMPANY
 FIRST AMERICAN TITLE INSURANCE COMPANY

THIS IS TO CERTIFY THAT THIS MAP OR PLAT AND THE SURVEY ON WHICH IT IS BASED WERE MADE IN ACCORDANCE WITH THE 2021 MINIMUM STANDARD DETAIL REQUIREMENTS FOR ALTA/NSPS LAND TITLE SURVEYS, JOINTLY ESTABLISHED AND ADOPTED BY ALTA AND NSPS, AND INCLUDES ITEMS 1, 2, 3, 4, 6a, 7b1, 7c, 8, 9, 11, 13, 14, 16, 17, 18, & 19 THEREOF. THE FIELD WORK WAS COMPLETED ON JUNE 25, 2021.



ROBERT KNESS
Registered Professional Land Surveyor



WINDROSE
LAND SURVEYING & PLATTING

11111 RICHMOND AVE. STE. 501 • HOUSTON, TX 77061 • 713-648-2281
FAX REGISTRATION NO. 10108800 • WINDROSESERVICES.COM

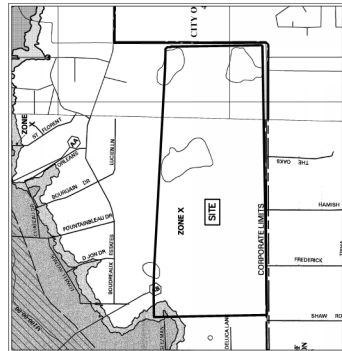
ALTA/NSPS LAND TITLE SURVEY OF
240.075 AC. / 10,457,658 SQ. FT.
SITUATED IN THE
AUGUSTE SENECHAL SURVEY
ABSTRACT NO. 722
HARRIS COUNTY, TEXAS

REVISIONS		REASON	BY
DATE	ADDED PIPELINE DEPTHS / WELL LOCATIONS	MC	
07/30/2021	ADRESSED COMMENTS	MC	
08/05/2021	REVISED WELL EXCLUSION ZONES	RK	
08/20/2021	REVIEW UPDATED TITLE COMMITMENT	RK	
10/26/2021	REVISE CERTIFICATION	RK	
11/08/2021		RK	

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PRINTED BY: JF	CHECKED BY: RK	JOB NO. 56941-ALTA
TRAINING BY: RJK (00)	DATE: 11/11/00	SHEET NO. 1 OF 2

Item 3.





WINDROSE
LAND SURVEYING | PLATTING

DESCRIPTION OF 240.075 ACRES OR 10,457,658 SQ. FT.

A TRACT OR PARCEL CONTAINING 240.075 ACRES OR 10,457,658 SQUARE FEET OF LAND SITUATED IN THE AUGUSTE SENERCHAL SURVEY, ABSTRACT NO. 722, HARRIS COUNTY, TEXAS, BEING A RESIDUE OF A CALLED 314.8179 ACERS DESCRIBED IN DEED TO EXXON MOBILE CORPORATION, AS RECORDED UNDER HARRIS COUNTY CLERK'S FILE (H.C.C.F.) NO. W883345, WITH SAID 240.075 ACRE TRACT BEING MORE PARTICULARLY DESCRIBED BY METES AND BOUNDS AS FOLLOWS, WITH ALL BEARINGS BASED ON THE TEXAS STATE PLANE COORDINATE SYSTEM, SOUTH CENTRAL ZONE (NAD 83):

BEGINNING AT A BRASS DISK FOUND ON THE NORTHWEST END OF A CUTBACK CORNER LOCATED AT THE INTERSECTION OF THE WEST RIGHT-OF-WAY (R.O.W.) LINE OF ROCKY ROAD (60 FEET WIDE) AND THE SOUTH R.O.W. LINE OF STATE HIGHWAY 99 (WIDTH VARIES) DESCRIBED IN H.C.C.F. NO. 20150158935, MARKING A NORTHEAST CORNER OF THE HEREIN DESCRIBED TRACT;

THENCE, SOUTH 47 DEG. 13 MIN. 03 SEC. EAST, ALONG THE SAID CUTBACK LINE, A DISTANCE OF 48.58 FEET TO A 5/8 INCH IRON ROD FOUND ON THE SOUTHEAST END OF SAID CUTBACK CORNER, FOR A NORTHEAST CORNER OF THE HEREIN DESCRIBED TRACT;

THENCE, ALONG THE WEST LINE OF SAID ROCKY ROAD, THE FOLLOWING COURSES AND DISTANCES:

SOUTH 02 DEG. 48 MIN. 39 SEC. EAST, A DISTANCE OF 69.85 FEET TO A BRASS DISK FOUND FOR AN INTERIOR CORNER OF THE HEREIN DESCRIBED TRACT;

NORTH 87 DEG. 08 MIN. 19 SEC. EAST, A DISTANCE OF 9.43 FEET TO A CAPPED 5/8 INCH IRON ROD STAMPED "WINDROSE" SET FOR AN EASTERLY CORNER OF THE HEREIN DESCRIBED TRACT;

SOUTH 02 DEG. 54 MIN. 51 SEC. EAST, A DISTANCE OF 1,737.73 FEET TO A CAPPED 5/8 INCH IRON ROD STAMPED "WINDROSE" SET ON THE NORTHEAST END OF A CUTBACK CORNER LOCATED AT THE INTERSECTION OF SAID ROCKY ROAD AND THE NORTH R.O.W. LINE OF BOUDREAUX ROAD (60 FEET WIDE), MARKING THE MOST EASTERLY SOUTHEAST CORNER OF THE HEREIN DESCRIBED TRACT;

THENCE, SOUTH 42 DEG. 03 MIN. 13 SEC. WEST, ALONG THE SAID CUTBACK LINE, A DISTANCE OF 21.23 FEET TO A CAPPED 5/8 INCH IRON ROD STAMPED "WINDROSE" SET FOR THE SOUTHWEST END OF SAID CUTBACK MARKING A SOUTHEAST CORNER OF THE HEREIN DESCRIBED TRACT; FROM WHICH A 1/2 INCH IRON ROD BEARS FOR REFERENCE SOUTH 30 DEG. 14 MIN. 11 SEC. WEST, A DISTANCE OF 3.93 FEET.

THENCE, SOUTH 87 DEG. 01 MIN. 16 SEC. WEST, ALONG THE NORTH R.O.W. LINE OF SAID BOUDREAUX ROAD, A DISTANCE OF 5,152.11 FEET TO A CAPPED 5/8 INCH IRON ROD STAMPED "TSI 5269" FOUND MARKING THE SOUTHEAST CORNER OF A CALLED 5.6619 ACRE TRACT DESCRIBED IN DEED TO COUNTY OF HARRIS, AS RECORDED UNDER H.C.C.F. NO. 20130144685, AND THE SOUTHWEST CORNER OF THE HEREIN DESCRIBED TRACT;

THENCE, NORTH 03 DEG. 04 MIN. 42 SEC. WEST, ALONG THE EAST LINE OF SAID CALLED 5.6619 ACRE TRACT, A DISTANCE OF 2,163.53 FEET TO A 1/2 INCH IRON ROD FOUND ON THE SOUTH LINE OF SAID STATE HIGHWAY 99, MARKING THE NORTHEAST CORNER OF SAID CALLED 5.6619 ACRE TRACT AND THE NORTHWEST CORNER OF THE HEREIN DESCRIBED TRACT;

THENCE, ALONG THE SOUTH R.O.W. LINE OF SAID STATE HIGHWAY 99, THE FOLLOWING COURSES AND DISTANCES:

NORTH 87 DEG. 03 MIN. 20 SEC. EAST, A DISTANCE OF 269.34 FEET (CALLED 269.61') TO A BRASS DISK MARKING THE BEGINNING OF A CURVE TO THE RIGHT;

WITH SAID CURVE TO THE RIGHT, HAVING A RADIUS OF 11,259.16 FEET, A CENTRAL ANGLE OF 04 DEG. 03 MIN. 25 SEC., AN ARC LENGTH OF 558.81 FEET AND A CHORD BEARING AND DISTANCE OF NORTH 89 DEG. 05 MIN. 02 SEC. EAST - A DISTANCE OF 797.06 FEET TO A CAPPED 5/8 INCH IRON ROD STAMPED WINDROSE SET MARKING A POINT OF TANGENCY;

SOUTH 88 DEG. 53 MIN. 15 SEC. EAST, A DISTANCE OF 3,514.68 FEET TO A BRASS DISK MARKING THE BEGINNING OF A CURVE TO THE LEFT;

WITH SAID CURVE TO THE LEFT, HAVING A RADIUS OF 11,659.16 FEET, A CENTRAL ANGLE OF 02 DEG. 44 MIN. 46 SEC., AN ARC LENGTH OF 558.81 FEET AND A CHORD BEARING AND DISTANCE OF NORTH 89 DEG. 44 MIN. 22 SEC. EAST - A DISTANCE OF 558.75 FEET TO THE **POINT OF BEGINNING** AND CONTAINING 240.075 ACRES OR 10,457,658 SQUARE FEET OF LAND.



ROBERT KNESS
R.P.L.S. NO. 6599
STATE OF TEXAS
FIRM REGISTRATION NO. 10108800



7-12-2021
DATE: _____

Exhibit B – TIRZ No. 3: Tax Increment Fund

(a) A tax increment fund to be called “TIF Fund Number 3” is hereby established for TIRZ No. 3 (the “Fund”).

(b) The Fund may be divided into additional accounts and subaccounts authorized by resolution or ordinance of the City Council (the “Council”) of the City of Tomball (the “City”). The Fund shall consist of:

1. The percentage of the tax increment as defined by Section 311.012(A) of the Texas Tax Code (the “Code”), that each taxing unit which levies real property taxes in TIRZ No. 3, other than the City, has elected to dedicate to the Fund under an agreement with the City authorized by Section 311.013(f) of the Code; and,
2. Seventy-five (75%) of the City’s portion of the tax increment from TIRZ No. 3, as defined by Section 311.012(a) of the Code.

(c) The Fund shall be maintained in an account at the depository bank of the City and shall be secured in the manner prescribed by law for Texas cities. In addition, all revenues from the following sources shall be deposited into the Fund:

1. The sale of any obligations, if any, hereafter issued by the City and secured in whole or part from the tax increment of TIRZ No. 3;
2. The sale of any property acquired as part of a plan adopted by the Board of Directors of TIRZ No. 3 (the “Board”); and,
3. Other revenues dedicated to TIRZ No. 3.

(d) Prior to the termination of TIRZ No. 3, money disbursed or transferred from the Fund may be used only to pay project costs, as defined by the Code, for TIRZ No. 3, to satisfy the claims of holders of obligations for TIRZ No. 3 or other issue of obligations secured by the Fund’s proceeds, or to pay obligations incurred pursuant to agreements entered into to implement plans adopted by the Board pursuant to the Code.

EXHIBIT C – TIRZ No. 3 Board of Directors

Board of Directors

A board of directors (the “Board”) is hereby created for Reinvestment Zone Three (“TIRZ No. 3”) as provided herein.

Organization and Procedure

The Board shall consist of five (5) regular members who shall be nominated and appointed as follows:

Each taxing unit that levies taxes on real property in TIRZ No. 3 may appoint one (1) member to the Board if the taxing unit has approved the payment of all or part of the tax increment produced by the taxing unit into the tax increment fund for TIRZ No. 3. If a taxing unit chooses to not participate, then the City Council (the “Council”) of the City of Tomball (the “City”) may appoint a number of members to the Board such that the Board comprises five (5) members.

Qualifications

All Board members shall be at least eighteen (18) years old and either: (a) be a resident of the county in which the zone is located or a county adjacent to that county; or, (b) own real property in the zone, whether or not the individual resides in the county in which the zone is located or a county adjacent to that county. Any Board member who ceases to possess such qualifications shall automatically be deemed to have vacated their membership on the Board.

Terms

(a) Initial Board member appointments by the Council or a taxing unit shall be as follows:

1. No more than two (2) members shall be appointed for a term expiring December 31, 2022.
2. No more than three (3) members shall be appointed for a term expiring December 31, 2023.

(b) All appointments for Board members made after the initial appointments shall be for a term of two (2) years starting on January 1, except vacancies for unexpired terms, which shall be filled for the remainder of the unexpired term.

Duties

(a) The Board shall act as an advisory board to the Council in the operation and administration of TIRZ No. 3, with all action by the Board being subject to Council approval.

(b) The authority and responsibility of the Board expressly includes:

1. Making recommendations to the Council regarding the administration of TIRZ No. 3;
2. Making recommendations to the Council regarding agreements that are necessary or convenient to implement the TIRZ No. 3 project plan and financing plan;

3. Making recommendations to the Council regarding agreements with local governments or political subdivisions for management of TIRZ No. 3;
4. Making recommendations to the Council regarding the expenditure of funds related to development and redevelopment of land within TIRZ No. 3;
5. Acting as the lead entity in working with other City boards and commissions regarding incentives, regulations, infrastructure, and all other physical and economic development decisions related to TIRZ No. 3; and,
6. Providing an annual progress report to the Council, and as requested by the Council.

Officers

Each year, the Board shall recommend to the Council one (1) of its members to serve as Chairman for a term of one (1) year that begins on January 1 of the following year. The Council may accept the Board's recommendation or the Council may appoint the Chairman. The Board may elect a Vice-Chairman to preside in the absence of the Chairman or when there is a vacancy in the office of Chairman. The Board may elect other officers as it considers appropriate.

Bylaws

The Board may write its own bylaws establishing its own rules for its regulation. Said bylaws and amendments thereto shall be filed with the City Secretary of the City.

Meetings

(a) The Board should hold at least one (1) meeting per year. These meetings shall be open to the public and at a time and place of the Board's choosing. It may also hold such other meetings as may be necessary to accomplish the purpose of its creation. All meetings shall be public and shall conform to State law.

(b) All Board members, including the Chairperson, shall vote in matters considered by the Board.

Minutes

The Board shall keep a record of its proceedings in a permanent book, and a signed copy of the minutes shall be given to the City Secretary of the City.

EXHIBIT D – TIRZ No. 3 Preliminary Project and Financing Plan

CITY OF TOMBALL

TAX REINVESTMENT ZONE NO. ONE

PRELIMINARY PROJECT PLAN

AND REINVESTMENT ZONE FINANCING PLAN

December 6, 2021

INTRODUCTION

A tax increment reinvestment zone (TIRZ) is a financing tool enabled by the Texas Legislature with the adoption of Chapter 311 of the Texas Tax Code to assist cities in developing or redeveloping blighted and substandard areas within their boundaries. Cities may create a TIRZ where conditions exist that substantially impair an area's sound growth and where development or redevelopment is not likely to occur but for public infrastructure enhancements financed by the TIRZ.

Upon creation of the TIRZ, the total appraised value of real property located within its boundaries is established for the year in which it was created. This is known as the base value. As new development occurs in the TIRZ due to the provision of new infrastructure, the value of real property increases.

This additional value above the base is known as the increment. It is set aside to finance infrastructure improvements within the TIRZ.

During the life of the TIRZ, the city and other participating taxing jurisdictions collect tax revenue on the base value of the TIRZ. When the TIRZ is dissolved, the city and other participating taxing jurisdictions also collect tax revenue on the incremental value created by new development.

Prior to creation of a TIRZ, the statute requires preparation of a Preliminary Project Plan and Reinvestment Zone Financing Plan. This document details the specific projects proposed to address existing conditions in the area as well as the method and means to finance them. After the TIRZ has been created, the TIRZ board of directors finalizes the Project Plan and Reinvestment Zone Financing Plan and forwards the same to the jurisdictional governing body, typically a city council or commission, for final approval as required by statute. That plan governs where tax increment revenue can be used to develop the Zone.

Executive Summary

Tax Increment Reinvestment Zone Number One, City of Tomball, Texas (the “Zone”) consists of a 240-acre tract located at SH 249 and Rocky Road in the City of Tomball (the “City”). While the site holds great potential due to its location, it lacks the infrastructure necessary to support development. As such, the site will not be developed to its full potential but for the creation of a TIRZ.

The Zone is proposed to help pay for infrastructure costs to facilitate the development of a 240-acre tract located at SH 249 and Rocky Road for light industrial and retail development. The Zone’s projected costs are primarily related to the infrastructure, detention, and drainage facilities necessary to support this development. The public improvements proposed in this plan would convey a direct benefit to the City and Harris County (the “County”) both in terms of quality regional growth and significant increases in ad valorem values and tax revenue.

In addition to its participation in the Zone (projected at 75% of ad valorem taxes) it is estimated that the City will collect approximately \$10,736,730 [this is the City’s 25% share] in retained ad valorem taxes over the 30-year life of the Zone due to new development associated with this project.

The developer would be reimbursed from revenue generated by the Zone for investments made for infrastructure, including water distribution, wastewater collection, roads and drainage facility costs. The City would incur no capital improvement costs, but would retain ownership of the infrastructure once built. Over the life of the Zone, the City would continue to collect the base real property tax revenue as well as 25% of the new tax increment revenues generated by the development in the Zone.

PROJECT PLAN

1. **Existing Property Uses/Proposed Improvements/Proposed Property Uses (311.011(b)(1)).** The Zone is generally located 240-acre tract located at SH 249 and Rocky Road. All of the land is or will be located in the City and is predominantly vacant or agricultural. Total land contained in the Zone is approximately 240 acres.

- a. **Existing uses and conditions of real property in the zone**

The property within the Zone is currently undeveloped, open, and vacant. The current uses of the Zone are depicted on **Exhibit A**. The metes and bounds description of the Zone boundary is in **Exhibit B**.

- b. **Proposed Improvements to the property.**

Improvements proposed for the property in the Zone include a light industrial and retail development, as well as:

- Major roads and thoroughfares
- Water distribution facilities
- Wastewater collection and conveyance facilities
- Elevated water storage tank
- Detention and drainage

- c. **Proposed property uses**

The proposed uses for the property are shown in **Table 1** and depicted on **Exhibit C**.

2. **Proposed Changes of Municipal Ordinances (311.011(b)(2))**

There are no contemplated changes to ordinances or codes of the City. The property is zoned consistently with this plan.

3. **Estimated Non-Project Costs (311.011(b)(3))**

The estimated non-project costs are the development costs to be funded by the developer for which there is no proposed Zone reimbursement, but which may be reimbursed by other entities. The estimated non-project costs are shown in **Table 2** and constitute the portion of the total project costs that are to be allocated to and funded by the developer or other

entities. Not included in the listed non-project costs is the significant additional private investment associated with land acquisition, taxes, and marketing.

4. Method of Relocation (311.011(b)(4))

There are no existing residents that will be displaced by the project.

REINVESTMENT ZONE FINANCING PLAN

1. Estimated Project Costs of the Zone (311.011(c)(1))

The project costs are estimated to be \$13,131,800 and include public improvements and the associated costs for designing, acquiring and constructing the improvements. Additional project costs include financing costs, as well as the costs of creating and administering the Zone. Land costs for eligible public improvements, are eligible Zone costs. Project costs are presented in 2021 dollars; an appropriate construction price index will be applied to account for increased costs over the life of the project. Project costs are detailed in **Table 3**.

2. Proposed Public Works and Improvements (311.011(c)(2))

The eligible public works and improvements for the zone are shown on **Exhibit D** and include the following:

- Major roads and thoroughfares
- Water distribution facilities
- Wastewater collection and conveyance facilities
- Elevated water storage tank
- Detention and drainage

3. Economic Feasibility (311.011(c)(3))

An economic feasibility study supports the absorption projections used in the Plan and is included in **Exhibit E**. The project is determined to be feasible

4. Estimate of Bonded Indebtedness (311.011(c)(4))

Bonds secured by tax increment revenues may be issued for or on behalf of the Zone to pay Zone project costs, including financing costs such as capital costs, interest, and credit enhancement, as well as administration costs. The bonds may be issued in one or more series at the earliest time that the Zone's tax increment revenues are sufficient to pay principal and interest on such bonds. The estimated amount of bonds to be issued is \$13,970,000, which funds reimbursements, including developer interest, of approximately \$13,131,800, and cost of issuance of approximately \$838,200. The Zone may supplement bonded reimbursements with reimbursements paid directly from tax increment proceeds as they become available. Project costs in **Table 3** are expressed in 2021 dollars and constitute the portion of total cost project costs that are to be allocated towards and financed by the Zone.

5. Estimate of time when costs and monetary obligations are incurred (311.01(c)(5))

The Zone will incur costs and monetary obligations at the inception of the Zone and as projects are constructed by or on behalf of the Zone.

6. Method of Financing (311.011(c)(6))

Project costs will be advance funded by the developer or incurred directly by or on behalf of the Zone. It is expected that the Zone will finance projects directly or will reimburse the developer by a combination of tax-exempt bonds and cash reimbursements.

The City of Tomball is the initial participant in the Zone. The City property tax participation is 75 percent.

7. Current Appraised Value of Real Property in the Zone (311.011(c)(7))

The taxable value for the Zone, based on available 2021 values is estimated to be \$7,843,320. The certified 2021 value, when certified by the Harris County Appraisal District, will be the actual Base Year Value.

8. Estimated Captured Appraised Value (311.011(c)(8))

The captured appraised property value within the Zone is projected to be approximately \$693,182,790 at the end of the life of the Zone. The projected increment collected on the captured appraised value is estimated at \$32,210,190; increment by year is shown in **Table 4**.

9. Duration of the Zone (311.011(c)(9))

The duration of the Zone is 30 years.

Exhibit A. Existing Conditions



Exhibit B. Metes and Bounds Description

**DESCRIPTION OF
240.075 ACRES OR 10,457,658 SQ. FT.**

A TRACT OR PARCEL CONTAINING 240.075 ACRES OR 10,457,658 SQUARE FEET OF LAND SITUATED IN THE AUGUSTE SENERCHAL SURVEY, ABSTRACT NO. 722, HARRIS COUNTY, TEXAS, BEING A RESIDUE OF A CALLED 314.8179 ACERS DESCRIBED IN DEED TO EXXON MOBILE CORPORATION, AS RECORDED UNDER HARRIS COUNTY CLERK'S FILE (H.C.C.F.) NO. W883345, WITH SAID 240.075 ACRE TRACT BEING MORE PARTICULARLY DESCRIBED BY METES AND BOUNDS AS FOLLOWS, WITH ALL BEARINGS BASED ON THE TEXAS STATE PLANE COORDINATE SYSTEM, SOUTH CENTRAL ZONE (NAD 83):

BEGINNING AT A BRASS DISK FOUND ON THE NORTHWEST END OF A CUTBACK CORNER LOCATED AT THE INTERSECTION OF THE WEST RIGHT-OF-WAY (R.O.W.) LINE OF ROCKY ROAD (60 FEET WIDE) AND THE SOUTH R.O.W. LINE OF STATE HIGHWAY 99 (WIDTH VARIES) DESCRIBED IN H.C.C.F. NO. 20150158935, MARKING A NORTHEAST CORNER OF THE HEREIN DESCRIBED TRACT;

THENCE, SOUTH 47 DEG. 13 MIN. 03 SEC. EAST, ALONG THE SAID CUTBACK LINE, A DISTANCE OF 48.58 FEET TO A 5/8 INCH IRON ROD FOUND ON THE SOUTHEAST END OF SAID CUTBACK CORNER, FOR A NORTHEAST CORNER OF THE HEREIN DESCRIBED TRACT;

THENCE, ALONG THE WEST LINE OF SAID ROCKY ROAD, THE FOLLOWING COURSES AND DISTANCES:

SOUTH 02 DEG. 48 MIN. 39 SEC. EAST, A DISTANCE OF 69.85 FEET TO A BRASS DISK FOUND FOR AN INTERIOR CORNER OF THE HEREIN DESCRIBED TRACT;

NORTH 87 DEG. 08 MIN. 19 SEC. EAST, A DISTANCE OF 9.43 FEET TO A CAPPED 5/8 INCH IRON ROD STAMPED "WINDROSE" SET FOR AN EASTERLY CORNER OF THE HEREIN DESCRIBED TRACT;

SOUTH 02 DEG. 54 MIN. 51 SEC. EAST, A DISTANCE OF 1,737.73 FEET TO A CAPPED 5/8 INCH IRON ROD STAMPED "WINDROSE" SET ON THE NORTHEAST END OF A CUTBACK CORNER LOCATED AT THE INTERSECTION OF SAID ROCKY ROAD AND THE NORTH R.O.W. LINE OF BOUDREAUX ROAD (60 FEET WIDE), MARKING THE MOST EASTERLY SOUTHEAST CORNER OF THE HEREIN DESCRIBED TRACT;

THENCE, SOUTH 42 DEG. 03 MIN. 13 SEC. WEST, ALONG THE SAID CUTBACK LINE, A DISTANCE OF 21.23 FEET TO A CAPPED 5/8 INCH IRON ROD STAMPED "WINDROSE" SET FOR THE SOUTHWEST END OF SAID CUTBACK MARKING A SOUTHEAST CORNER OF THE HEREIN DESCRIBED TRACT; FROM WHICH A 1/2 INCH IRON ROD BEARS FOR REFERENCE SOUTH 30 DEG. 14 MIN. 11 SEC. WEST, A DISTANCE OF 3.93 FEET.

THENCE, SOUTH 87 DEG. 01 MIN. 16 SEC. WEST, ALONG THE NORTH R.O.W. LINE OF SAID BOUDREAUX ROAD, A DISTANCE OF 5,152.11 FEET TO A CAPPED 5/8 INCH IRON ROD STAMPED "TSI 5269" FOUND MARKING THE SOUTHEAST CORNER OF A CALLED 5.6619 ACRE TRACT DESCRIBED IN DEED TO COUNTY OF HARRIS, AS RECORDED UNDER H.C.C.F. NO. 20130144685, AND THE SOUTHWEST CORNER OF THE HEREIN DESCRIBED TRACT;

THENCE, NORTH 03 DEG. 04 MIN. 42 SEC. WEST, ALONG THE EAST LINE OF SAID CALLED 5.6619 ACRE TRACT, A DISTANCE OF 2,163.53 FEET TO A 1/2 INCH IRON ROD FOUND ON THE SOUTH LINE OF SAID STATE HIGHWAY 99, MARKING THE NORTHEAST CORNER OF SAID CALLED 5.6619 ACRE TRACT AND THE NORTHWEST CORNER OF THE HEREIN DESCRIBED TRACT;

THENCE, ALONG THE SOUTH R.O.W. LINE OF SAID STATE HIGHWAY 99, THE FOLLOWING COURSES AND DISTANCES:

NORTH 87 DEG. 03 MIN, 20 SEC. EAST, A DISTANCE OF 269.34 FEET (CALLED 269.61') TO A BRASS DISK MARKING THE BEGINNING OF A CURVE TO THE RIGHT;

WITH SAID CURVE TO THE RIGHT, HAVING A RADIUS OF 11,259.16 FEET, A CENTRAL ANGLE OF 04 DEG. 03 MIN. 25 SEC., AN ARC LENGTH OF 558.81 FEET AND A CHORD BEARING AND DISTANCE OF NORTH 89 DEG. 05 MIN. 02 SEC. EAST - A DISTANCE OF 797.06 FEET TO A CAPPED 5/8 INCH IRON ROD STAMPED WINDROSE SET MARKING A POINT OF TANGENCY;

SOUTH 88 DEG. 53 MIN. 15 SEC. EAST, A DISTANCE OF 3,514.68 FEET TO A BRASS DISK MARKING THE BEGINNING OF A CURVE TO THE LEFT;

WITH SAID CURVE TO THE LEFT, HAVING A RADIUS OF 11,659.16 FEET, A CENTRAL ANGLE OF 02 DEG. 44 MIN. 46 SEC., AN ARC LENGTH OF 558.81 FEET AND A CHORD BEARING AND DISTANCE OF NORTH 89 DEG. 44 MIN. 22 SEC. EAST - A DISTANCE OF 558.75 FEET TO THE **POINT OF BEGINNING** AND CONTAINING 240.075 ACRES OR 10,457,658 SQUARE FEET OF LAND.

249_GP LOGISTICS PARK PROJECT

- Light Industrial 188ac
- Retail 8.2ac
- Road, detention, public facilities 43ac
- Total 240 ac**



TOTAL BUILDING AREA : 3,176,105 SF
 TOTAL INDUSTRIAL BUILDING AREA : 3,085,545 SF
 TOTAL RETAIL BUILDING AREA : 90,560 SF

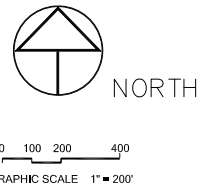
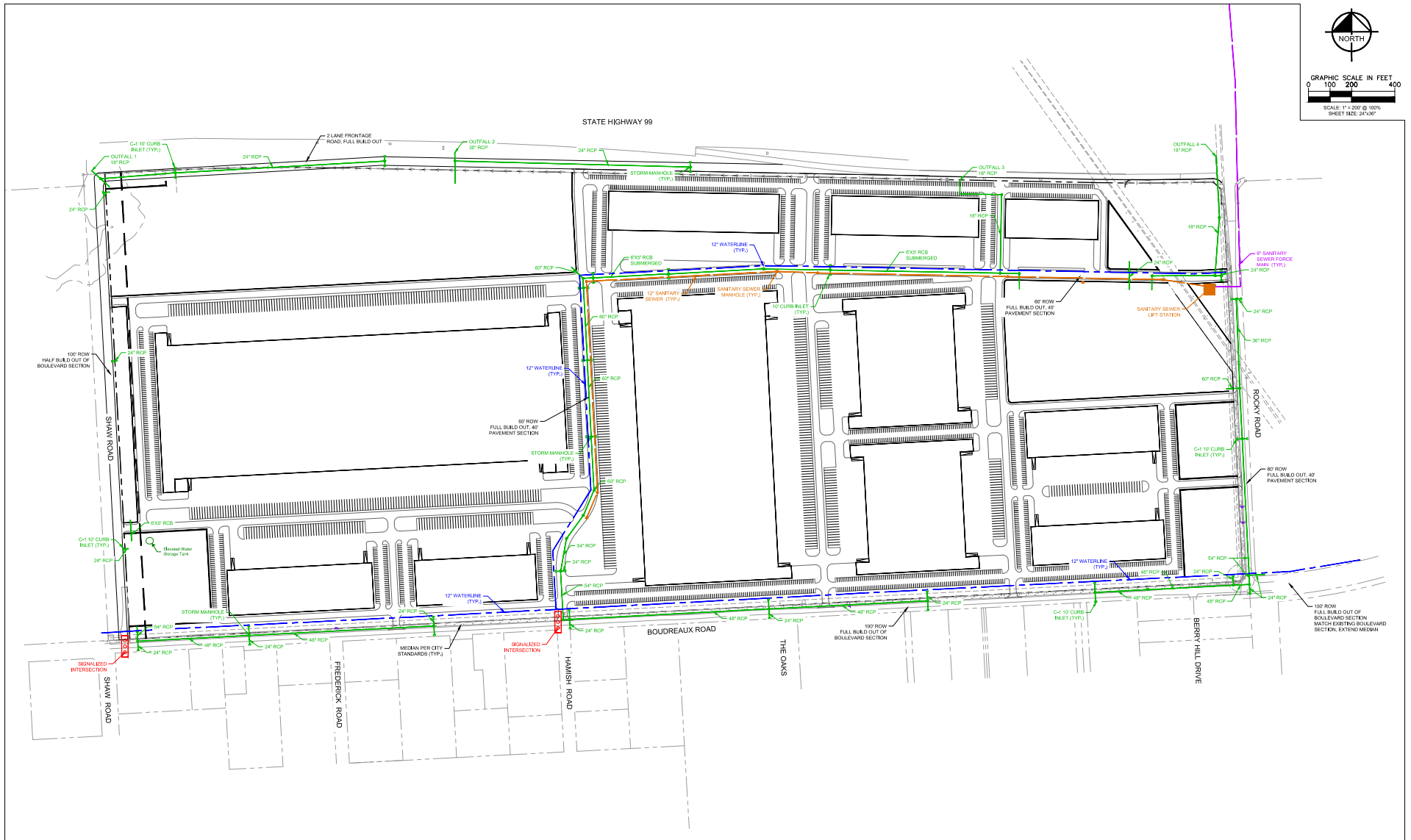


Exhibit D. Proposed Public Improvements



LOVETT TOMBALL INDUSTRIAL UTILITY EXHIBIT
09/13/2021

Kimley-Horn

Exhibit E. Economic Feasibility Study

Lovett Industrial Commentary: The below Q3 Houston report from JLL demonstrates the strong economic fundamentals that are currently driving the Houston-area industrial market to record levels. Falling vacancy, increasing rents, and stable concessions indicate that, while the market is hitting new high points, industrial space is being absorbed in a healthy manner. Notably, demand for space has outstripped supply through 2021 and vacancy has fallen in each of the last three quarters. Further, tenants continue to seek larger spaces in the market, primarily due to the impact of COVID-19 and the resulting shift of focus toward supply chain resiliency and increased storage capacity.

Houston

Leasing momentum continues, driving record occupancy gains

- Leasing volume reached 10 million s.f. in Q3, bringing the year-to-date total to 31 million s.f.
- Consistently high demand resulted in 9.5 million s.f. of quarterly net absorption, a figure which matches the 10-year *annual* average
- Total vacancy declined for a third consecutive quarter and fell to 8.6%
- Deliveries for the quarter hit 8.1 million s.f. and were 83.2% preleased due to owner-user and build-to-suit completions

Houston's industrial market continued to move at a rapid pace with another strong quarter of demand. Leasing activity was led by Chewy.com's entry to Houston with a 690,000-s.f. deal at Northpoint 90 Logistics Center and a new location for an e-commerce user for 629,186 s.f. at Prologis Presidents Park, both of which were build to suits. Four consecutive quarters of robust leasing volume led to a flurry of move-ins from both a new and expanding tenant base, largely in first generation product. Notable completions included a 1.5-million-s.f. build to suit for Lowe's in New Caney, 1.9 million s.f. across two projects for an e-commerce company in the Southwest and 1.3 million s.f. in two buildings in the North and Northwest submarkets for Home Depot. These companies, among many others, drove Q3 net absorption to 9.5 million s.f., and this momentum is expected to continue through the final quarter of the year.

Given the volume of occupancy gains, vacancy dropped significantly quarter-over-quarter to 8.6%. Demand is ahead of supply year to date, a trend which should carry through the close of 2021. Construction activity decreased 15.5% to 11.9 million s.f. despite 5.6 million s.f. of new groundbreakings. Rising materials costs and supply chain issues are still causing some delays, but several new building parks are poised to break ground in early Q4, and more are in permitting and design phases for early 2022. Additionally, the flight to quality and appetite for new construction are driving an increase in asking rents across the metro.

Outlook

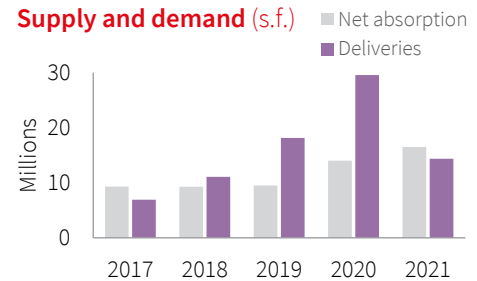
The Houston industrial market is experiencing dynamic and healthy growth on multiple fronts. Vacancy should tighten further in the period ahead and reach the high-7% range by year-end. Tenants in the market activity indicates that occupier demand will likely remain at above-average levels, helping set a new high watermark for annual occupancy gains in 2021. Leverage is expected to continue shifting away from tenants, especially for larger users which already face more limited options. At the same time, new land sites are coming into play for industrial development, creating opportunities for tenants and investors alike.

Fundamentals

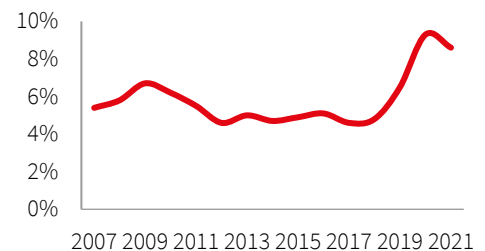
Forecast

Inventory	481,574,452 s.f.	▲
Q3 net absorption	9,501,909 s.f.	►
YTD net absorption	16,507,404 s.f.	▲
Under construction	11,551,779 s.f.	▲
Total vacancy	8.6%	▼
Direct asking rent	\$0.50 p.s.f.	▲
Q3 leasing activity	10,019,818 s.f.	►
Concessions	Stable	►

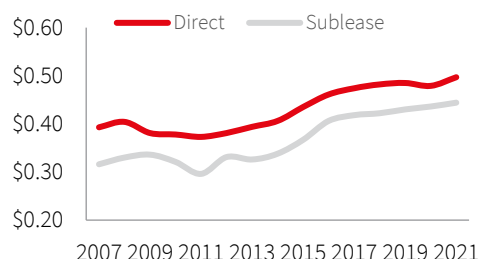
Supply and demand (s.f.)



Total vacancy (%)



Average asking rent (\$ p.s.f.)





Q3 2021

Industrial Statistics

Houston

	Inventory (s.f.)	Quarterly total net absorption (s.f.)	YTD total net absorption (s.f.)	YTD total net absorption (%) of stock	Total vacancy (%)	Total availability (%)	Average direct asking rent (\$ p.s.f.)	Quarterly Completions (s.f.)	YTD completions (s.f.)	Under construction (s.f.)
Houston total										
Warehouse & Distribution	393,859,953	9,262,552	15,917,656	4.0%	9.6%	12.3%	\$0.50	7,689,885	13,276,494	11,311,779
Manufacturing	87,674,417	239,357	589,748	0.7%	3.7%	5.9%	\$0.52	389,743	1,098,793	240,000
Overall Total	481,574,452	9,501,909	16,507,404	3.4%	8.6%	11.2%	\$0.50	8,079,628	14,375,287	11,551,779
North										
Warehouse & Distribution	69,746,886	3,402,528	4,734,124	6.7%	10.5%	13.4%	\$0.48	2,511,332	3,604,789	1,396,666
Manufacturing	15,135,577	33,550	526,491	3.5%	3.7%	3.0%	\$0.66	0	467,300	240,000
Total	84,882,463	3,436,078	5,260,615	6.2%	9.3%	11.6%	\$0.49	2,511,332	4,072,089	1,636,666
Northeast										
Warehouse & Distribution	25,587,622	252,656	355,526	1.4%	11.2%	13.1%	\$0.43	0	0	509,600
Manufacturing	6,940,035	267,825	287,825	4.1%	1.6%	3.9%	\$0.43	308,043	308,043	0
Total	32,527,657	520,481	643,351	2.0%	9.2%	11.2%	\$0.43	308,043	308,043	509,600
Northwest										
Warehouse & Distribution	94,376,861	1,106,165	3,170,101	3.4%	8.3%	9.3%	\$0.53	773,242	1,525,996	673,272
Manufacturing	21,353,773	61,830	-458,169	-2.1%	5.5%	8.2%	\$0.54	41,700	41,700	0
Total	115,730,634	1,167,995	2,711,932	2.3%	7.8%	9.1%	\$0.54	814,942	1,567,696	673,272
West										
Warehouse & Distribution	23,706,136	256,923	1,018,630	4.3%	13.7%	11.1%	\$0.46	1,235,861	2,292,918	1,062,564
Manufacturing	2,861,593	0	30,150	1.1%	0.8%	1.6%	\$0.00	0	30,150	0
Total	26,567,729	256,923	1,048,780	3.9%	12.3%	10.1%	\$0.46	1,235,861	2,323,068	1,062,564
Southeast										
Warehouse & Distribution	76,683,491	1,219,955	2,902,584	3.8%	10.5%	15.1%	\$0.48	45,253	1,432,139	6,150,156
Manufacturing	17,807,393	45,500	283,120	1.6%	2.2%	4.7%	\$0.48	40,000	251,600	0
Total	94,490,884	1,265,455	3,185,704	3.4%	8.9%	13.2%	\$0.48	85,253	1,683,739	6,150,156
Southwest										
Warehouse & Distribution	47,235,704	2,925,623	3,980,053	8.4%	9.4%	14.3%	\$0.52	3,100,554	3,960,440	1,262,521
Manufacturing	6,900,547	-98,000	-93,096	-1.3%	6.3%	8.8%	\$0.58	0	0	0
Total	54,136,251	2,827,623	3,886,957	7.2%	9.0%	13.6%	\$0.52	3,100,554	3,960,440	1,262,521
South										
Warehouse & Distribution	27,387,328	24,395	125,451	0.5%	6.4%	8.0%	\$0.55	23,643	460,212	257,000
Manufacturing	8,121,066	-82,548	-48,468	-0.6%	3.9%	3.7%	\$0.52	0	0	0
Total	35,508,394	-58,153	76,983	0.2%	5.8%	7.0%	\$0.54	23,643	460,212	257,000
CBD										
Warehouse & Distribution	29,135,925	74,307	-368,813	-1.3%	8.4%	12.4%	\$0.52	0	0	0
Manufacturing	8,594,515	11,200	61,895	0.7%	2.7%	10.2%	\$0.25	0	0	0
Total	37,730,440	85,507	-306,918	-0.8%	7.1%	11.9%	\$0.50	0	0	0

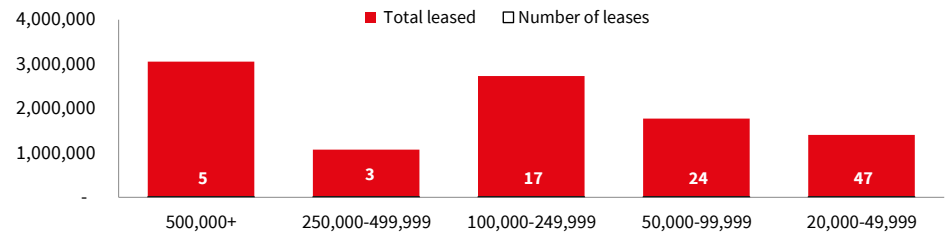
Q3 2021

Industrial leasing activity

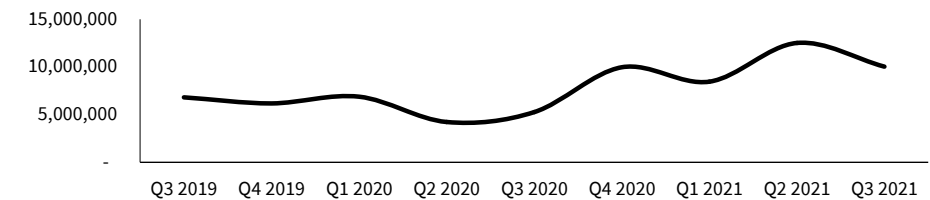
This report analyzes closed industrial leases > 20,000 s.f.

At a glance	
Total leases QTD	96
Total s.f. leased QTD	10,019,818
Total s.f. leased QTD: Warehouse/Distribution	9,747,240
Total s.f. leased QTD: Manufacturing	272,578
Total leases YTD	322
Total s.f. leased YTD	30,979,525

Leasing activity by size QTD



Historical leasing activity



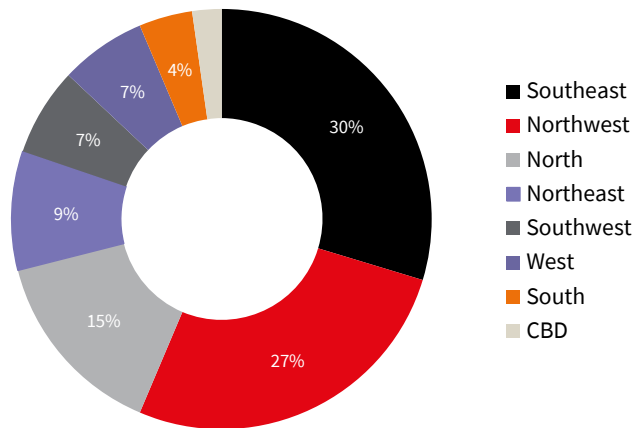
Leasing activity QTD

104,373	2003
Avg. lease size (in s.f.)	Avg. building construction date

Leasing activity (s.f.) by transaction type QTD

Expansion in market	40%
Renewal	29%
New to market	18%
Renewal & expansion	10%
Relocation	3%

Leasing activity by submarket QTD



Notable leasing transactions

Tenant	Address	Submarket	Size	Lease type	Building status	Year built
Chewy.com	Highway 90	Northeast	690,000	Direct	Planned	2022
E-commerce Company	Milner Rd	North	629,186	Direct	Under Construction	2022
IKEA	4830 Borusan Rd	Southeast	501,020	Direct	Existing	2017
Crawford Electric Supply	501 Commerce Pkwy	West	500,000	Direct	Existing	2013
IKEA	4762 Borusan Rd	Southeast	495,462	Direct	Existing	2017
Yokohama Tire Corporation	4851 S Sam Houston Pkwy E	South	305,016	Direct	Existing	2021
DB Schenker	10650 Okanella St	Northwest	267,273	Direct	Existing	2012
Article	1842 S 16th St	Southeast	247,240	Direct	Existing	2007
Supply Chain Management	4331 Underwood Rd	Southeast	225,000	Direct	Existing	2008
Frito Lay	10020 FM 1960	Northwest	192,240	Direct	Existing	2021

Q3 2021

Industrial development

Houston

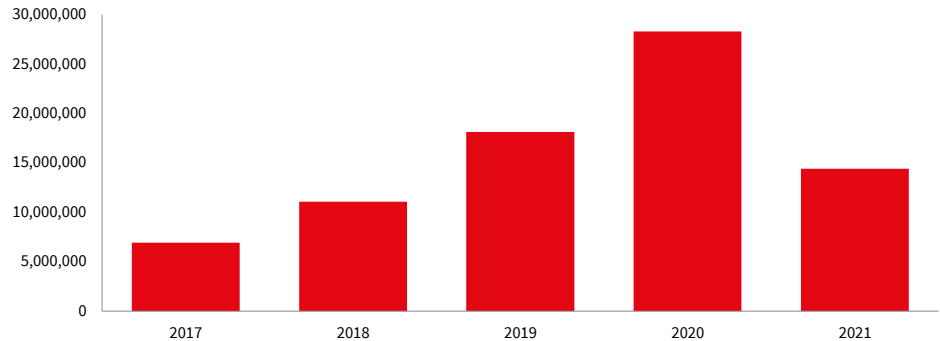
This report analyzes industrial developments under construction & new deliveries > 20,000 s.f.

New deliveries

14,375,287

Total delivered YTD (s.f.)

Completions in-depth	
Percent leased (%)	77.2%
Total speculative (s.f.)	7,345,268
Total BTS (s.f.)	5,194,884
Total owner-user (s.f.)	1,835,135
Total # of properties delivered	57
Asking rental rate (low - high)	\$0.41-\$0.75



Historical deliveries (s.f.)

Top 5 projects delivered year-to-date

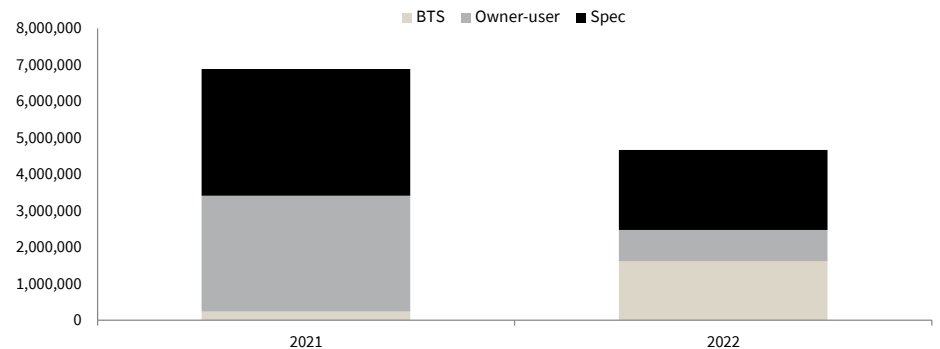
Building	Submarket	Owner	RBA (s.f.)	Construction type	Delivery date	Percent leased
Lowe's Distribution Center	North	CRG Real Estate Development	1,500,000	BTS	Q3 2021	100%
E-Commerce Distribution Center	Southwest	Lovett Industrial	1,081,292	BTS	Q3 2021	100%
Cedar Port Trade Center	Southeast	Hunt Southwest	1,021,440	Spec	Q2 2021	0%
E-Commerce Distribution Center	Southwest	E-commerce Company	850,000	Owner-user	Q3 2021	100%
Empire West 3	West	Stream Realty Partners	750,775	Spec	Q1 2021	100%

Under construction

11,551,779

Under construction (s.f.)

Under construction in-depth	
Total pre-leased (%)	51.3%
Total speculative (s.f.)	5,664,740
Total BTS (s.f.)	1,848,686
Total Owner-user (s.f.)	4,038,353
Total # of properties UC	49
Asking rental rate (low - high)	\$0.41 - \$0.70



Upcoming deliveries by year (s.f., excludes YTD completions)

Top 5 projects currently under construction

Building	Submarket	Owner	RBA (s.f.)	Construction type	Delivery date	Preleased
Floor & Decor Distribution Center	Southeast	Floor & Décor	1,500,000	Owner-user	Q4 2021	100%
TGS Cedar Port DC 1	Southeast	Trans-Global Solutions	1,208,019	Spec	Q2 2022	100%
Plastic Express Distribution Center	Southeast	Plastic Express	800,405	Owner-user	Q4 2021	100%
Packwell Distribution Center	Southeast	Portwall Partners Ltd	800,000	BTS	Q1 2022	100%
E-Commerce Distribution Center	North	Prologis	629,186	BTS	Q1 2022	100%

Table 1: Proposed Land Uses

Light Industrial	188.8 acres
Retail	8.2 acres
Road, detention, public facilities	43 acres
Total	240 acres

Table 2: Non-Project Costs

Water supply and distribution, wastewater collection and treatment, drainage (Business Improvement District No. 1)	\$18,117,684
Developer land costs	\$5,284,939
Total	\$23,402,622

Table 3: Estimated Zone Project Costs & Cost Allocation

Clearing	\$728,280
Roads and thoroughfares	\$1,546,534
Water production/tank facilities	\$633,604
Water distribution facilities	\$129,169
Wastewater conveyance, collection and treatment facilities	\$981,034
Storm	\$1,052,365
Detention	\$1,306,433
Land	\$820,052
Impact Fees	\$2,027,064
Soft Costs	\$1,147,935
Contingencies	\$1,505,071
Developer Interest	\$1,254,260
Total	\$13,131,800 (including developer interest)

Table 4: Zone Net Available Revenues

Tomball TIRZ #1

Tax Increment Reimbursement Model

Contract Revenue Bonds

	Series 2023	Series 2024	Series 2025	Series 2026	Total
Available TIRZ Funds	526,016	215,787	106,880	25,461	
Total Available Funds	526,016	215,787	106,880	25,461	
Coverage	1.05%	1.05%	1.05%	1.05%	
Max DS	500,968	205,511	101,791	24,248	
Principal Periods	27	26	25	24	
Interest Rate	4.00%	4.00%	4.00%	4.00%	
Principal	8,510,000	3,420,000	1,655,000	385,000	13,970,000
Costs of Issuance	510,600	205,200	99,300	23,100	838,200
Available for Reimbursement	7,999,400	3,214,800	1,555,700	361,900	13,131,800

Tomball TIRZ #1
Tax Increment Reimbursement Model

Projected Cash Flow

9/30 Fiscal Year	Projected TIRZ Collections	Total Available Funds	Series 2023	Series 2024	Series 2025	Series 2026	Total Debt Service	Operating Costs	Surplus Funds Available
2024	526,016	526,016	500,968				500,968		25,048
2025	741,803	741,803	500,968	205,511			706,479		35,324
2026	848,683	848,683	500,968	205,511	101,791		808,270	-20,000	20,413
2027	874,144	874,144	500,968	205,511	101,791	25,461	833,730	-20,000	20,413
2028	900,368	900,368	500,968	205,511	101,791	25,461	833,730	-20,000	46,638
2029	927,379	927,379	500,968	205,511	101,791	25,461	833,730	-20,000	73,649
2030	955,201	955,201	500,968	205,511	101,791	25,461	833,730	-20,000	101,470
2031	983,857	983,857	500,968	205,511	101,791	25,461	833,730	-20,000	130,126
2032	1,013,372	1,013,372	500,968	205,511	101,791	25,461	833,730	-20,000	159,642
2033	1,043,773	1,043,773	500,968	205,511	101,791	25,461	833,730	-20,000	190,043
2034	1,075,087	1,075,087	500,968	205,511	101,791	25,461	833,730	-20,000	221,356
2035	1,107,339	1,107,339	500,968	205,511	101,791	25,461	833,730	-20,000	253,609
2036	1,140,559	1,140,559	500,968	205,511	101,791	25,461	833,730	-20,000	286,829
2037	1,174,776	1,174,776	500,968	205,511	101,791	25,461	833,730	-20,000	321,046
2038	1,210,020	1,210,020	500,968	205,511	101,791	25,461	833,730	-20,000	356,289
2039	1,246,320	1,246,320	500,968	205,511	101,791	25,461	833,730	-20,000	392,590
2040	1,283,710	1,283,710	500,968	205,511	101,791	25,461	833,730	-20,000	429,979
2041	1,322,221	1,322,221	500,968	205,511	101,791	25,461	833,730	-20,000	468,491
2042	1,361,888	1,361,888	500,968	205,511	101,791	25,461	833,730	-20,000	508,157
2043	1,402,744	1,402,744	500,968	205,511	101,791	25,461	833,730	-20,000	549,014
2044	1,444,827	1,444,827	500,968	205,511	101,791	25,461	833,730	-20,000	591,096
2045	1,488,171	1,488,171	500,968	205,511	101,791	25,461	833,730	-20,000	634,441
2046	1,532,817	1,532,817	500,968	205,511	101,791	25,461	833,730	-20,000	679,086
2047	1,578,801	1,578,801	500,968	205,511	101,791	25,461	833,730	-20,000	725,071
2048	1,626,165	1,626,165	500,968	205,511	101,791	25,461	833,730	-20,000	772,435
2049	1,674,950	1,674,950	500,968	205,511	101,791	25,461	833,730	-20,000	821,220
2050	1,725,199	1,725,199	500,968	205,511	101,791	25,461	833,730	-20,000	871,468
	32,210,190	32,210,190	13,526,132	5,343,291	2,544,770	611,052	22,025,246	(500,000)	9,684,945

Tomball TIRZ #1
Tax Increment Reimbursement Model

City Participation (75%)

Tax Year 2021 Tax Rate:

0.331841

Tax Roll Jan 1	Captured Increment Value	Projected Increment Taxable Value	Projected Total Tax Rate (75.00%)	Projected Collections @ 100%	Available for Fiscal Year Ending Sep 30
2023	211,352,721	211,352,721	0.248881	526,016	2024
2024	298,055,597	298,055,597	0.248881	741,803	2025
2025	341,000,000	341,000,000	0.248881	848,683	2026
2026	351,230,000	351,230,000	0.248881	874,144	2027
2027	361,766,900	361,766,900	0.248881	900,368	2028
2028	372,619,907	372,619,907	0.248881	927,379	2029
2029	383,798,504	383,798,504	0.248881	955,201	2030
2030	395,312,459	395,312,459	0.248881	983,857	2031
2031	407,171,833	407,171,833	0.248881	1,013,372	2032
2032	419,386,988	419,386,988	0.248881	1,043,773	2033
2033	431,968,598	431,968,598	0.248881	1,075,087	2034
2034	444,927,656	444,927,656	0.248881	1,107,339	2035
2035	458,275,485	458,275,485	0.248881	1,140,559	2036
2036	472,023,750	472,023,750	0.248881	1,174,776	2037
2037	486,184,462	486,184,462	0.248881	1,210,020	2038
2038	500,769,996	500,769,996	0.248881	1,246,320	2039
2039	515,793,096	515,793,096	0.248881	1,283,710	2040
2040	531,266,889	531,266,889	0.248881	1,322,221	2041
2041	547,204,896	547,204,896	0.248881	1,361,888	2042
2042	563,621,043	563,621,043	0.248881	1,402,744	2043
2043	580,529,674	580,529,674	0.248881	1,444,827	2044
2044	597,945,564	597,945,564	0.248881	1,488,171	2045
2045	615,883,931	615,883,931	0.248881	1,532,817	2046
2046	634,360,449	634,360,449	0.248881	1,578,801	2047
2047	653,391,262	653,391,262	0.248881	1,626,165	2048
2048	672,993,000	672,993,000	0.248881	1,674,950	2049
2049	693,182,790	693,182,790	0.248881	1,725,199	2050
				32,210,190	

Exhibit E – Utility Agreement

UTILITY AGREEMENT

THE STATE OF TEXAS §
 §
 COUNTY OF HARRIS §

THIS AGREEMENT made and entered into as of the date herein last specified, by and between the CITY OF TOMBALL, TEXAS (the “City”), a municipal corporation and home-rule city located in Harris County, Texas, and LIT INTERCHANGE 249 BUSINESS PARK, LLC (hereinafter referred to as “Owner”) on behalf of HARRIS COUNTY BUSINESS IMPROVEMENT DISTRICT NO. 1, proposed to be created as a body politic and corporate and a governmental agency of the State of Texas organized under the provisions of Article XVI, Section 59 and Article III, Section 52 of the Texas Constitution, Chapter 375 of the Local Government Code, and Chapters 49, Texas Water Code, as amended (hereinafter the term “District” (as defined herein) shall be construed to include both Owner and the District, as it is the intention of the parties to this Agreement that all rights, benefits and obligations pursuant to this Agreement shall ultimately be assigned to said District. Thus, the representations herein by said Harris County Business Improvement District No. 1 at this time represent Owner’s commitment to cause or direct the same to occur;

WITNESSETH:

WHEREAS, the Owner owns the property described on **Exhibit “A”** of this Agreement (the “Property”);

WHEREAS, the Owner expects to petition the Texas Commission on Environmental Quality to create the District within the extraterritorial jurisdiction of the City, for the purposes of, among other things, providing water distribution, wastewater collection and drainage, and road facilities (as more fully defined below, the “Facilities”), to serve development occurring within the extraterritorial jurisdiction of the City situated within the boundaries of the District, by financing and purchasing the Facilities; and

WHEREAS, the City by resolution dated _____, 2021 has consented to the creation of the proposed District pursuant to the conditions of the City resolution and its code of ordinances (the “City Consent Resolution”); and

WHEREAS, under the authority of Chapter 791, Texas Government Code and Section 552.014, Texas Local Government Code, the City and the District may enter into an agreement under the terms of which the District will acquire for the benefit of, and for ultimate conveyance to, the City, the Facilities needed to provide utility service to lands being developed within and near the boundaries of the District and the City; and

WHEREAS, the City and the Owner have determined that they are authorized by the Constitution and laws of the State of Texas to enter into this Agreement and have further

determined that the terms, provisions and conditions hereof are mutually fair and advantageous to each; NOW, THEREFORE;

AGREEMENT

For and in consideration of these premises and of the mutual promises, obligations, covenants and benefits herein contained, the Owner on behalf of the District and the City contract and agree as follows:

ARTICLE I **DEFINITIONS**

The capitalized terms and phrases used in this Agreement shall have the meanings as follows:

“Approving Bodies” shall mean the City, the Commission, the Attorney General of Texas, the Comptroller of Public Accounts of Texas, the United States Department of Justice and all other federal and state governmental authorities having regulatory jurisdiction and authority over the financing, construction or operation of the Facilities or the subject matter of this Agreement.

“Bonds” shall mean the District’s bonds, notes or other evidences of indebtedness issued from time to time for the purpose of financing the costs of acquiring, constructing, purchasing, operating, repairing, improving or extending the Facilities, whether payable from ad valorem taxes, contract tax increment revenue, proceeds of one or more future bond issues or otherwise, and including any bonds, notes or similar obligations issued to refund such bonds.

“City Manager” shall mean the City Manager of the City.

“Commission” shall mean the Texas Commission on Environmental Quality or its successor agency of the State of Texas having jurisdiction over the District.

“District” shall mean Harris County Business Improvement District No. 1, a body politic and corporate and a governmental agency of the State of Texas proposed to be organized under the provisions of Article XVI, Section 59 and Article III, Section 52 of the Texas Constitution, Chapter 375 of the Local Government Code and Chapter 49 Texas Water Code, as amended, and which includes within its boundaries approximately 240.075 acres of land described on Exhibit “A” attached hereto, and any land that is annexed to the District with the consent of the City.

“Project” shall mean all the capital improvements and associated improvements identified herein to develop the District or otherwise requested by the City.

“District Assets” shall mean (i) all rights, title and interests of the District in and to the Facilities, (ii) any Bonds of the District which are authorized but have not been issued by the District, (iii) all rights and powers of the District under any agreements or commitments with any persons or entities pertaining to the financing, construction or operation of all or any portion of the Facilities and/or the operations of the District, and (iv) all books, records, files, documents,

permits, funds and other materials or property of the District.

“District’s Obligations” shall mean (i) all outstanding Bonds of the District, (ii) all other debts, liabilities, obligations and agreements of the District to or for the benefit of any persons or entities relating to the financing, construction or operation of all or any portion of the Facilities or the operations of the District, and (iii) all functions performed and services rendered by the District, for and to the owners of property within the District and the customers of the Facilities.

“Engineers” shall mean Kimley-Horn and Associates, Inc., consulting engineers, or its replacement, successor or assignee.

“Engineering Reports” shall mean and refer to that certain Preliminary Engineering Report prepared by the Engineers relating to the creation of the District and describing the initial scope and extent of the Facilities and any additional engineering reports prepared by the Engineers from time to time relating to the issuance of Bonds by the District, copies of which shall be on file in the offices of the District.

“Facilities” shall mean and include the water distribution, sanitary sewer collection, transportation and treatment, and stormwater collection, detention and drainage systems; road facilities constructed or acquired or to be constructed or acquired by the District to serve lands within and adjacent to its boundaries; recreational and landscaping improvements; and all improvements, appurtenances, additions, extensions, enlargements or betterments thereto, together with all contract rights, permits, licenses, properties, rights-of-way, easements, sites and other interests related thereto.

ARTICLE II DESCRIPTION, DESIGN, FINANCING AND CONSTRUCTION OF THE FACILITIES

2.01. Facilities. The Facilities shall be designed and constructed in compliance with all applicable requirements and criteria of the applicable Approving Bodies. The District shall not be required to design and construct the Facilities to requirements more stringent than the City’s requirements and criteria applicable to all design and construction within the City’s jurisdiction. The District shall design, construct or extend the Facilities in such phases or stages as the District, in its sole discretion, from time to time may determine to be economically feasible except the elevated storage tank (the “Tank”, as described below). The Tank shall be constructed in the first phase of construction.

2.02. Water Distribution and Supply Facilities. The District estimates that its ultimate requirement for water supply at full build-out will be 380.7 equivalent single family connections (“ESFCs”) based on a rate of 250 gallons per ESFC (the “Water Capacity”). The City shall provide the District with the Water Capacity requirements for water supply as needed and required by the District. The City shall supply water through a 12” water supply lines located at the point of connection described on the map attached hereto as **Exhibit A** (“Water Supply Line”). Additionally, the District agrees to fund fifty percent (50%) of the design and construction costs of a Tank not to exceed 1.0 MG within the boundaries of the District in a mutually agreed upon

location. The City will design and construct the Tank. The District may make other points of connection to the City's water supply system as approved by the City engineer. The City will acquire any necessary off-site easements to the extent required for any Water Supply Line to serve the District, if such acquisition is agreed to by the City and the District.

If the District requires water supply in excess of the Water Capacity, and such excess is not available in the then-existing City water supply facilities, the District agrees to finance any and all costs associated with the reasonable and necessary expansion of the then-existing City water supply facilities.

2.03. Wastewater Treatment Plant Facilities and Connections. The District estimates that its ultimate requirement for wastewater treatment at full build-out will be 380.7 ESFCs (the "Wastewater Capacity"). The City shall provide the District with the Wastewater Capacity requirements for wastewater treatment as needed and required by the District. The Owner on behalf of the District agrees to construct a public lift station and a public 6-inch wastewater force main to the point of connection at Holderrieth Road.

If the District requires waste water treatment capacity in excess of the Wastewater Capacity, and such excess is not available in the then-existing City wastewater treatment facilities, the District agrees to finance any and all costs associated with the reasonable and necessary expansion of the then-existing City wastewater treatment facilities. The District shall adhere to the City's pretreatment program. Any needs above the capacity of the treatment plant or City's TPDES (Texas Pollutant Discharge Elimination System) permit shall be the responsibility of the District.

Notwithstanding the foregoing, the City shall not allow to be made any connection to the District's sanitary sewer system until, with respect to such connection:

(1) the City has inspected the connection and premises and has issued a building permit for that connection; and

(2) all buildings or structures served by connections shall be located entirely within the boundaries of a lot or parcel shown in a plan, plat or replat filed with and finally approved by the City Planning Commission and duly recorded in the official records of the county where the property is located (provided this limitation shall not apply if no plan, plat or replat is required by applicable State statutes, City ordinances or City Planning Commission regulations).

2.05. Letter of Assurance and Issuance of Assignments of Capacity by the District. The City agrees that, from time to time, the City shall, upon reasonable request, issue a letter of assurance to purchasers or prospective purchasers that the District is entitled to the use sufficient water supply and wastewater treatment capacity to serve the District.

ARTICLE III
OWNERSHIP, OPERATION AND MAINTENANCE OF FACILITIES

3.01. Ownership by the City. As the Facilities are acquired and constructed, except for detention and park and recreation facilities the District shall convey the same to the City. At such time as the District's Bonds issued to acquire and construct the Facilities have been discharged, the District shall execute a release of such security interest and the City shall own the Facilities free and clear of such security interest. The District shall not convey, and the City shall not accept, storm water detention facilities or park and recreational facilities. The District will own fee title to the detention facilities and park and recreation facilities within the District.

3.02. Operation by the City. As construction of each phase of the Facilities is completed, representatives of the City shall inspect the same and, if the City finds that the same has been completed in accordance with the final plans and specifications, the City will accept the same, whereupon such portion of the Facilities shall be operated and maintained by the City at its sole expense as provided herein. In the event that the Facilities have not been completed in accordance with the final plans and specifications the City will immediately advise the District in what manner said Facilities do not comply, and the District shall immediately correct the same; whereupon the City shall again inspect the Facilities and accept the same if the defects have been corrected. Additionally, if within one (1) year after the completion of construction of any Facilities associated with the Project become defective, then the City will immediately advise the District in what manner said Facilities are defective, and the District shall correct such deficiency to the satisfaction of the District and the City. During the term of this Agreement, the City will operate the Facilities and provide service to all users within the District without discrimination. The City shall at all times maintain the Facilities (except for detention and park and recreation facilities) or cause the same to be maintained, in good condition and working order and will operate the same, or cause the same to be operated, in an efficient and economical manner at a reasonable cost and in accordance with sound business principles in operating and maintaining the Facilities, and the City will comply with all contractual provisions and agreements entered into by it and with all valid rules, regulations, directions or orders by any governmental administrative or judicial body promulgating the same.

3.03. Rates and Meters. The City shall bill and collect from customers of the Facilities and shall from time to time fix such rates and charges for such customers of the Facilities as the City, in its sole discretion, determines are necessary; provided that the rates and charges for services afforded by the Facilities will be equal and uniform to those charged other similar classifications of users in non-Business Improvement district areas of the City. All revenues from the Facilities shall belong exclusively to the City. The City shall be responsible for providing and installing any necessary meters with the individual customers.

3.04. Connection Charges. Notwithstanding any City ordinance to the contrary, the City may impose a reasonable charge for connection to the Facilities at a rate to be determined from time to time by the City, provided the charge is equal to the sums charged other City users for comparable connections, and the connection charges shall belong exclusively to the City. Connection charges may include City water and sewer impact fees.

ARTICLE IV FINANCING OF FACILITIES

4.01 Authority of District to Issue Bonds. As provided by Chapter 375.207 of the Texas Local Government Code, the City hereby consents to the District's authority to issue, sell and deliver Bonds and other District Obligations from time to time, as deemed necessary and appropriate by the Board of Directors of the District, for the purposes, in such form and manner and as permitted or provided by federal law, the general laws of the State of Texas and the City's Consent Resolution.

4.02 Purpose for Bonds and Use of Bond Proceeds. The District will issue Bonds only for the purpose of purchasing and constructing or otherwise acquiring Facilities or parts of Facilities, and to make any and all necessary purchases, construction, improvements, extensions, additions, and repairs thereto, and purchase or acquire all necessary land, right-of-way, easements, sites, equipment, buildings, plants, structures, and facilities therefor within or without the boundaries of, the District, and providing for Owner interest and for any necessary capitalized interest and costs of issuance.

4.03. Bonds as Obligation of District. Unless and until the City shall dissolve the District and assume the properties, assets, obligations and liabilities of the District, the Bonds of the District, as to both principal and interest, shall be and remain obligations solely of the District and shall never be deemed or construed to be obligations or indebtedness of the City; the Bonds shall not contain a pledge of any revenues of the Facilities.

4.04. Construction by Third Parties. From time to time, the District may enter into one or more agreements, (hereinafter, "Development Financing Agreement") with Owner or other landowners of property located within or in the vicinity of the District whereby such landowners or Owner will undertake, on behalf of the District, to pre-finance and pre-construct, in one or more phases, all or any portion of the Facilities. Under the terms of each Development Financing Agreement, the landowners or Owner will be obligated to finance and construct the Facilities in the manner which would be required by law if such work were being performed by the District. Each Development Financing Agreement will provide for the purchase of the Facilities from the landowners or Owner using the proceeds of one or more issues of Bonds, as otherwise permitted by law and the applicable rules, regulations and guidelines of the applicable Approving Bodies or as provided in Section 5.01 below.

4.05. Consent to City Jurisdiction Prior to Annexation. The intent of this Section 4.05 is to ensure that the Owner is bound by, and the Property is encumbered by, all City ordinances, codes, rules, and regulations as if the Property is located within the corporate boundaries of the City as of the Effective Date. Except as set forth below, the Owner agrees and consents to the Property being bound by all City ordinances, codes, rules, and regulations, as well as the ordinances, codes, rules, and regulations of any other Regulatory Authorities which still have jurisdiction, and pay any required City fees, upon the Effective Date of this Agreement. Notwithstanding anything to the contrary in the City's ordinances, prior to annexation of the Property into the City pursuant to this Article IV, the Owner may submit plans to the City of both public Facilities and private infrastructure for City review before final plat approval. The City

agrees it will not object to the approval of construction plans or permitting on the basis of timing of plat recordation.

ARTICLE V DISTRICT TAXES

5.01. District Taxes. The District is authorized to assess, levy and collect ad valorem taxes upon all taxable properties within the District to provide for (i) the payment in full of the District's Obligations, including principal, redemption premium, if any, or interest on the Bonds and to establish and maintain any interest and sinking fund, debt service fund or reserve fund and (ii) for maintenance purposes, all in accordance with applicable law. The parties agree that nothing herein shall be deemed or construed to prohibit, limit, restrict or otherwise inhibit the District's authority to levy ad valorem taxes as the Board of Directors of the District from time to time may determine to be necessary. The City and the District recognize and agree that all ad valorem tax receipts and revenues collected by the District shall become the property of the District and may be applied by the District to the payment of all or any designated portion of the principal or redemption premium, if any, or interest on the Bonds or otherwise in accordance with applicable law. Each party to this Agreement agrees to notify the other party as soon as is reasonably possible in the event it is ever made a party to or initiates a lawsuit for unpaid taxes.

5.07. Sale or Encumbrance of Facilities. It is acknowledged that, except as otherwise provided in Article III of this Agreement, the District may not dispose of or discontinue any portion of the Facilities.

ARTICLE VI DISSOLUTION OF THE DISTRICT

6.01. Dissolution of District Prior to Retirement of Bonded Indebtedness. The City and the District recognize that, as provided in the laws of the State of Texas, the City has the right to annex and dissolve the District and to acquire the District's Assets and assume the District's Obligations. Notwithstanding the foregoing, the City agrees that it will not dissolve the District until the following conditions have been met:

1. At least 90% of the District's Facilities have been developed; and
2. The Owner(s) developing Facilities has/have been reimbursed by the District to the maximum extent permitted by the rules of the Commission or the City assumes any obligation for such reimbursement of the District under such rules.

Upon dissolution of the District, the City shall acquire the District's Assets and shall assume the District's Obligations. If requested by the District, the City shall afford the District the opportunity to discharge any remaining District's Obligations pursuant to any existing Development Financing Agreements of the District, by either (i) authorizing the District to sell its Bonds before or during a transition period prior to the effective date of dissolution as established by the City, or (ii) pursuant to Local Government Code Section 43.080, as amended, issuing and

selling bonds of the City in at least the amount necessary to discharge the District's Obligations, including those under any Development Financing Agreements.

6.02. Transition upon Dissolution. In the event all required findings and procedures for the annexation and dissolution of the District have been duly, properly and finally made and satisfied by the City, and unless otherwise mutually agreed by the City and the District pursuant to then existing law, the District agrees that its officers, agents and representatives shall be directed to cooperate with the City in any and all respects reasonably necessary to facilitate the dissolution of the District and the transfer of the District's Assets to, and the assumption of the District's Obligations by, the City.

ARTICLE VII REMEDIES IN EVENT OF DEFAULT

The parties hereto expressly recognize and acknowledge that a breach of this Agreement by either party may cause damage to the nonbreaching party for which there will not be an adequate remedy at law. Accordingly, in addition to all the rights and remedies provided by the laws of the State of Texas, in the event of a breach hereof by either party, the other party shall be entitled but not limited to the equitable remedy of specific performance or a writ of mandamus to compel any necessary action by the breaching party. In the event that a party seeks a remedy as provided in this Article or any monetary damages as otherwise provided in this Agreement, the breaching party shall be required to pay for the non-breaching party's attorneys fees and court costs.

ARTICLE VIII MISCELLANEOUS PROVISIONS

8.01. Force Majeure. In the event either party is rendered unable, wholly or in part, by force majeure to carry out any of its obligations under this Agreement, then the obligations of such party, to the extent affected by such force majeure and to the extent that due diligence is being used to resume performance at the earliest practicable time, shall be suspended during the continuance of any inability so caused, to the extent provided, but for no longer period. As soon as reasonably possible after the occurrence of the force majeure relied upon, the party whose contractual obligations are affected thereby shall give notice and the full particulars of such force majeure to the other party. Such cause, as far as possible, shall be remedied with all reasonable diligence.

8.02. Approvals and Consents. Approvals or consents required or permitted to be given under this Agreement shall be evidenced by an ordinance, resolution or order adopted by the governing body of the appropriate party or by a certificate executed by a person, firm or entity previously authorized to give such approval or consent on behalf of the party. Approvals and consents shall be effective without regard to whether given before or after the time required for giving such approvals or consents.

8.03. Address and Notice. Unless otherwise provided in this Agreement, any notice to be given under this Agreement shall be given in writing and may be given either by depositing the notice in the United States mail postpaid, registered or certified mail, with return receipt requested;

delivering the notice to an officer of such party; or sending the notice by prepaid telegram, when appropriate. Notice deposited by mail in the foregoing manner shall be effective the day after the day on which it is deposited. Notice given in any other manner shall be effective only when received by the party to be notified. For the purposes of notice, the addresses of the parties shall be as follows:

If to the City, to:
City of Tomball
Attn: City Manager
401 Market Street
Tomball, Texas 77375

If to Owner, to:
Charles F. Meyer, Jr., President
LIT Interchange 249 Business Park, LLC
1902 Washington Ave, Ste A
Houston, TX 77007

If to the District, to:
Harris County Business Improvement District No. 1
c/o Allen Boone Humphries Robinson LLP
3200 Southwest Freeway
Suite 2600
Houston, Texas 77027
Attn: Stephen M. Robinson

The parties shall have the right from time to time to change their respective addresses by giving at least fifteen (15) days' written notice of such change to the other party.

8.05. Assignability. This Agreement may be assigned by either party upon notice in writing to the other party; provided, however, that no assignment shall be effective until the assignee shall have executed and delivered written acceptance of the terms and conditions of this Agreement to the non-assigning party.

8.06. No Additional Waiver Implied. The failure of either party to insist upon performance of any provision of this Agreement shall not be construed as a waiver of the future performance of such provision by the other party.

8.07. Reservation of Rights. All rights, powers, privileges and authority of the parties hereto not restricted or affected by the express terms and provisions hereof are reserved by the parties and, from time to time, may be exercised and enforced by the parties.

8.08. Parties in Interest. This Agreement shall be for the sole and exclusive benefit of the parties hereto and shall not be construed to confer any rights upon any third parties.

8.09. Merger. This Agreement embodies the entire understanding between the parties and

there are no representations, warranties or agreements between the parties covering the subject matter of this Agreement other than the Consent Ordinance between the City and the District. If any provisions of the Consent Ordinance appear to be inconsistent or in conflict with the provisions of this Agreement, then the provisions contained in this Agreement shall be interpreted in a way which is consistent with the Consent Ordinance.

8.10. Captions. The captions of each section of this Agreement are inserted solely for convenience and shall never be given effect in construing the duties, obligations or liabilities of the parties hereto or any provisions hereof, or in ascertaining the intent of either party, with respect to the provisions hereof.

8.11. Interpretations. This Agreement and the terms and provisions hereof shall be liberally construed to effectuate the purposes set forth herein and to sustain the validity of this Agreement.

8.12. Severability. If any provision of this Agreement or the application thereof to any person or circumstances is ever judicially declared invalid, such provision shall be deemed severed from this Agreement and the remaining portions of this Agreement shall remain in effect.

8.13. Term and Effect. This Agreement shall remain in effect until the earlier to occur of (i) the dissolution of the District by the City or (ii) the expiration of forty-five (45) years from the date hereof.

Exhibit "A": Metes and Bounds of the District

Exhibit "B": Connection to City's water and wastewater system

IN WITNESS WHEREOF, the parties hereto have executed this Agreement in multiple copies, each of equal dignity, on this ____ day of ____ 2021.

THE CITY OF TOMBALL, TEXAS

Gretchen Fagan, Mayor

ATTEST/SEAL:

Doris Speer, City Secretary

APPROVED AS TO FORM:

Loren B. Smith, City Attorney

THE OWNER

LIT Interchange 249 Business Park, LLC, a
Delaware limited liability company

By: Interchange 249 Business Park, LP, a Texas
limited partnership, its operating member

By: Interchange 249 Business Park GP, LLC, a
Texas limited liability company, its general
partner

Charles F. Meyer, Jr., President

EXHIBIT F – Land Uses & Development Regulations

Generally, the use of land and/or buildings shall be in accordance with those listed in the land use charts in Chapter 50, Section 50-82 – Use regulations (charts) of the City of Tomball Zoning ordinance. The following listing provides for additional regulation of the specified land use; restrictions shall pertain only to the extent that they are considered *Primary Use* as defined by ordinance.

The following land uses shall be treated to require a conditional use permit (CUP):

1. Auto Wrecker Service
2. Auction House (pending confirmation of definition as some companies may want to lease space for items that are to be auctioned elsewhere and we do not want to restrict that).
3. Electric Power Plant
4. Penal or Correctional Institutions
5. Tire Sales (outside storage only)
6. Carpet and rug cleaning plant
7. Cleaning plant (commercial laundry)
8. Electro-plating / electro-typing
9. Scientific and industrial research laboratories (hazardous)
10. Veterinarian clinic (outdoor kennels or pens)
11. Dyeing plant
12. Printing ink manufacture
13. Tire retreading and recapping
14. Water distillation
15. Bus or Truck Storage
16. Truck Terminal
17. Storage of Cements, sands and gravel
18. Petroleum Distribution and storage
19. Storage of used lumber and building materials

The following land uses shall NOT be allowed:

1. Truck stop

City Council Meeting

Agenda Item

Data Sheet

Meeting Date: 11/29/21

Topic:

Approve Resolution No. 2021-44, a Resolution of the City Council of the City of Tomball, Texas, Granting Consent to the Creation of a Business Improvement District under Chapter 375 of the Texas Local Government Code (TIRZ 3 – Lovett Industrial)

Background:

Lovett Industrial, LLC is seeking to develop approximately 240 acres generally located at Grand Parkway, Boudreaux Rd and Rocky Rd with approximately 3.3 million square feet of distribution and light industrial buildings and approximately 30,000 square feet of retail space. The 240 acres is currently located in the ETJ of Tomball and the developer wishes to annex into the City. As a condition to the annexation the developer is requesting that the City consider and approve a resolution consenting to the creation of a business management district. The management district shall be used to issue bonds to finance the capital costs necessary for the development as well as the maintenance and operations of the drainage facilities.

Origination: City Manager

Recommendation:

Approve

Party(ies) responsible for placing this item on agenda: David Esquivel

FUNDING (IF APPLICABLE)

Are funds specifically designated in the current budget for the full amount required for this purpose?

Yes: _____ No: _____ If yes, specify Account Number: # _____

If no, funds will be transferred from account # _____ To account # _____

Signed _____	Approved by _____
Staff Member _____	City Manager _____
Date _____	Date _____

RESOLUTION NO. 2021-44**A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF TOMBALL, TEXAS, GRANTING CONSENT TO THE CREATION OF A BUSINESS IMPROVEMENT DISTRICT UNDER CHAPTER 375 OF THE TEXAS LOCAL GOVERNMENT CODE.**

WHEREAS, the City Council (the “Council”) of the City of Tomball, Texas (the “City”), wishes to consent to the creation of a business improvement district with powers and authorities of a municipal management district (the “District”) operating pursuant to Chapter 375 of the Texas Local Government Code (the “Code”), over the land described in Exhibit “A” attached hereto (the “Land”); and

WHEREAS, the Code requires the City’s consent to be included as a part of the Land owner’s petition to the Texas Commission on Environmental Quality requesting creation of the District; and

WHEREAS, the consent contemplated in this Resolution is a condition precedent to the Land being annexed into the corporate boundaries of the City; **NOW, THEREFORE**,

BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF TOMBALL, TEXAS:

SECTION 1. THAT The facts and opinions in the preamble of this Resolution are true and correct.

SECTION 2. THAT The City Council (the “Council”) of the City of Tomball, Texas (the “City”) hereby supports and gives its written consent to the creation of a business improvement district with powers and authorities of a municipal management district operating pursuant to Chapter 375, Texas Local Government Code over the land described in the Exhibit “A”.

SECTION 3. THAT It is hereby found, determined and declared that a sufficient written notice of the date, hour, place, and subject of the meeting of the Council during which this Resolution was approved (the “Meeting”) was posted at a place convenient to the public at the City Hall of the City for the time required by law preceding the Meeting, as required by the Open Meetings Law, Chapter 551, Texas Government Code, and that the Meeting was open to the public as required by law at all times during which this Resolution and the subject matter thereof was discussed, considered, and formally acted upon. The Council further ratifies, approves, and confirms such written notice and the contents and posting thereof.

SECTION 4. THAT All resolutions and agreements and parts of resolutions and agreements in conflict herewith are hereby repealed to the extent of the conflict only.

[SIGNATURES ON FOLLOWING PAGE]

PASSED AND APPROVED the ____ day of _____, 2021.

Gretchen Fagan, Mayor

ATTEST:

Doris Speer, City Secretary

EXHIBIT “A” – Property Description & Depiction



0.(c) SUBJECT TO PERMANENT RESTRICTIVE COVENANTS ON LAND AND GROUNDWATER USE, RECORDED JULY 24, 2017, AS DESCRIBED IN COUNTY CLERK'S FILE NO. 2017-329939 OF THE OFFICIAL PUBLIC RECORDS OF HARRIS COUNTY, TEXAS. (AFFECTS SUBJECT TRACT, BLANKET, NON-PLOTTABLE)

- [illegible]

[illegible][illegible]

TO: LOVETT INDUSTRIAL, LLC
 101 INTERCHANGE 249 BUSINESS PARK, LLC,
 A DELAWARE LIMITED LIABILITY COMPANY
 FIRST AMERICAN TITLE INSURANCE COMPANY

THIS IS TO CERTIFY THAT THIS MAP OR PLAT AND THE SURVEY ON WHICH IT IS BASED WERE MADE IN ACCORDANCE WITH THE 2021 MINIMUM STANDARD DETAIL REQUIREMENTS FOR ALTA/NSPS LAND TITLE SURVEYS, JOINTLY ESTABLISHED AND ADOPTED BY ALTA AND NSPS, AND INCLUDES ITEMS 1, 2, 3, 4, 6a, 7b1, 7c, 8, 9, 11, 13, 14, 16, 17, 18, & 19 THEREOF. THE FIELD WORK WAS COMPLETED ON JUNE 25, 2021.



DATE _____

PROFESSIONAL
LAWYER
0400
NEW YORK

ROBERT KNESS



1111 RICHMOND AVE, STE 150 | HOUSTON, TX 77062 | 713.458.2281
 IFM REGISTRATION NO. 1010890 | WWW.OSSEVERITY.COM

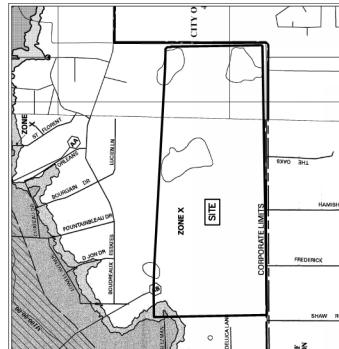
A/NSPS LAND TITLE SURVEY OF
 0.075 AC. / 10,457.658 SQ. FT.
 SITUATED IN THE
 UGUSTE SENECHAL SURVEY
 ABSTRACT NO. 722
 HARRIS COUNTY, TEXAS

REVISIONS		REASON	BY
DATE	ADDED PIPELINE DEPTHS / WELL LOCATIONS	MC	
07 / 30 / 2021	ADDED COMMENTS	RK	
08 / 05 / 2021	REVISED WELL EXCLUSION ZONES	RK	
08 / 20 / 2021	REVIEW UPDATED TITLE COMMITMENT	RK	
10 / 26 / 2021	REVISED CERTIFICATION	RK	
11 / 08 / 2021			

APPROPRIATE TO WHOSE LAND SERVICES THE DOCUMENT IS COPIED AND IS AN INSTRUMENT OF SERVICE FOR THE SPECIFIC PROJECT OR TRANSACTION FOR WHICH IT WAS PREPARED, REUSE, COPYING, OR MODIFICATION OF THE DOCUMENT WHEN PREPARED IN HARD COPY OR ELECTRONIC FORMAT OTHER THAN FOR THE SPECIFIC PURPOSES OF THE PROJECT WILL BE PENALIZED FROM WHOSE LAND SERVICES AS A VIOLATION OF FEDERAL COPYRIGHT LAW.

PREPARED BY: JF	CHECKED BY: RK	JOB NO. 56941-
DRAWN BY: RK/OP	DATE: JUNE 2021	SHEET NO. 1 OF 2

Item 4.







WINDROSE
LAND SURVEYING | PLATTING

DESCRIPTION OF 240.075 ACRES OR 10,457,658 SQ. FT.

A TRACT OR PARCEL CONTAINING 240.075 ACRES OR 10,457,658 SQUARE FEET OF LAND SITUATED IN THE AUGUSTE SENERCHAL SURVEY, ABSTRACT NO. 722, HARRIS COUNTY, TEXAS, BEING A RESIDUE OF A CALLED 314.8179 ACERS DESCRIBED IN DEED TO EXXON MOBILE CORPORATION, AS RECORDED UNDER HARRIS COUNTY CLERK'S FILE (H.C.C.F.) NO. W883345, WITH SAID 240.075 ACRE TRACT BEING MORE PARTICULARLY DESCRIBED BY METES AND BOUNDS AS FOLLOWS, WITH ALL BEARINGS BASED ON THE TEXAS STATE PLANE COORDINATE SYSTEM, SOUTH CENTRAL ZONE (NAD 83):

BEGINNING AT A BRASS DISK FOUND ON THE NORTHWEST END OF A CUTBACK CORNER LOCATED AT THE INTERSECTION OF THE WEST RIGHT-OF-WAY (R.O.W.) LINE OF ROCKY ROAD (60 FEET WIDE) AND THE SOUTH R.O.W. LINE OF STATE HIGHWAY 99 (WIDTH VARIES) DESCRIBED IN H.C.C.F. NO. 20150158935, MARKING A NORTHEAST CORNER OF THE HEREIN DESCRIBED TRACT;

THENCE, SOUTH 47 DEG. 13 MIN. 03 SEC. EAST, ALONG THE SAID CUTBACK LINE, A DISTANCE OF 48.58 FEET TO A 5/8 INCH IRON ROD FOUND ON THE SOUTHEAST END OF SAID CUTBACK CORNER, FOR A NORTHEAST CORNER OF THE HEREIN DESCRIBED TRACT;

THENCE, ALONG THE WEST LINE OF SAID ROCKY ROAD, THE FOLLOWING COURSES AND DISTANCES:

SOUTH 02 DEG. 48 MIN. 39 SEC. EAST, A DISTANCE OF 69.85 FEET TO A BRASS DISK FOUND FOR AN INTERIOR CORNER OF THE HEREIN DESCRIBED TRACT;

NORTH 87 DEG. 08 MIN. 19 SEC. EAST, A DISTANCE OF 9.43 FEET TO A CAPPED 5/8 INCH IRON ROD STAMPED "WINDROSE" SET FOR AN EASTERLY CORNER OF THE HEREIN DESCRIBED TRACT;

SOUTH 02 DEG. 54 MIN. 51 SEC. EAST, A DISTANCE OF 1,737.73 FEET TO A CAPPED 5/8 INCH IRON ROD STAMPED "WINDROSE" SET ON THE NORTHEAST END OF A CUTBACK CORNER LOCATED AT THE INTERSECTION OF SAID ROCKY ROAD AND THE NORTH R.O.W. LINE OF BOUDREAUX ROAD (60 FEET WIDE), MARKING THE MOST EASTERLY SOUTHEAST CORNER OF THE HEREIN DESCRIBED TRACT;

THENCE, SOUTH 42 DEG. 03 MIN. 13 SEC. WEST, ALONG THE SAID CUTBACK LINE, A DISTANCE OF 21.23 FEET TO A CAPPED 5/8 INCH IRON ROD STAMPED "WINDROSE" SET FOR THE SOUTHWEST END OF SAID CUTBACK MARKING A SOUTHEAST CORNER OF THE HEREIN DESCRIBED TRACT; FROM WHICH A 1/2 INCH IRON ROD BEARS FOR REFERENCE SOUTH 30 DEG. 14 MIN. 11 SEC. WEST, A DISTANCE OF 3.93 FEET.

THENCE, SOUTH 87 DEG. 01 MIN. 16 SEC. WEST, ALONG THE NORTH R.O.W. LINE OF SAID BOUDREAUX ROAD, A DISTANCE OF 5,152.11 FEET TO A CAPPED 5/8 INCH IRON ROD STAMPED "TSI 5269" FOUND MARKING THE SOUTHEAST CORNER OF A CALLED 5.6619 ACRE TRACT DESCRIBED IN DEED TO COUNTY OF HARRIS, AS RECORDED UNDER H.C.C.F. NO. 20130144685, AND THE SOUTHWEST CORNER OF THE HEREIN DESCRIBED TRACT;

THENCE, NORTH 03 DEG. 04 MIN. 42 SEC. WEST, ALONG THE EAST LINE OF SAID CALLED 5.6619 ACRE TRACT, A DISTANCE OF 2,163.53 FEET TO A 1/2 INCH IRON ROD FOUND ON THE SOUTH LINE OF SAID STATE HIGHWAY 99, MARKING THE NORTHEAST CORNER OF SAID CALLED 5.6619 ACRE TRACT AND THE NORTHWEST CORNER OF THE HEREIN DESCRIBED TRACT;

THENCE, ALONG THE SOUTH R.O.W. LINE OF SAID STATE HIGHWAY 99, THE FOLLOWING COURSES AND DISTANCES:

NORTH 87 DEG. 03 MIN, 20 SEC. EAST, A DISTANCE OF 269.34 FEET (CALLED 269.61') TO A BRASS DISK MARKING THE BEGINNING OF A CURVE TO THE RIGHT;

WITH SAID CURVE TO THE RIGHT, HAVING A RADIUS OF 11,259.16 FEET, A CENTRAL ANGLE OF 04 DEG. 03 MIN. 25 SEC., AN ARC LENGTH OF 558.81 FEET AND A CHORD BEARING AND DISTANCE OF NORTH 89 DEG. 05 MIN. 02 SEC. EAST - A DISTANCE OF 797.06 FEET TO A CAPPED 5/8 INCH IRON ROD STAMPED WINDROSE SET MARKING A POINT OF TANGENCY;

SOUTH 88 DEG. 53 MIN. 15 SEC. EAST, A DISTANCE OF 3,514.68 FEET TO A BRASS DISK MARKING THE BEGINNING OF A CURVE TO THE LEFT;

WITH SAID CURVE TO THE LEFT, HAVING A RADIUS OF 11,659.16 FEET, A CENTRAL ANGLE OF 02 DEG. 44 MIN. 46 SEC., AN ARC LENGTH OF 558.81 FEET AND A CHORD BEARING AND DISTANCE OF NORTH 89 DEG. 44 MIN. 22 SEC. EAST - A DISTANCE OF 558.75 FEET TO THE **POINT OF BEGINNING** AND CONTAINING 240.075 ACRES OR 10,457,658 SQUARE FEET OF LAND.



ROBERT KNESS
R.P.L.S. NO. 6599
STATE OF TEXAS
FIRM REGISTRATION NO. 10108800



DATE: 7-12-2021

City Council Meeting

Agenda Item

Data Sheet

Meeting Date: 11/29/21

Topic:

Adopt Ordinance No. 2021-39, an Ordinance of the City Council of the City of Tomball, Texas; Creating the “Tax Increment Reinvestment Zone Number Three” over the Area Generally Located at the Southwest Corner of Grand Parkway 99 and Rocky Road, Harris County, Texas; Designating the Boundaries of the Zone; Creating a Board of Directors for the Zone; Establishing a Tax Increment Fund for the Zone; Making Certain Findings; Repealing Ordinances Inconsistent or in Conflict Herein; Providing a Severability Clause; and, Providing an Effective Date

Background:

Lovett Industrial, LLC is seeking to develop approximately 240 acres generally located at Grand Parkway, Boudreaux Rd and Rocky Rd with approximately 3.3 million square feet of distribution and light industrial buildings and approximately 30,000 square feet of retail space. The 240 acres is currently located in the ETJ of Tomball and the developer wishes to annex into the City. As a condition to the annexation the developer is requesting that the City consider and approve a TIRZ (Tax Increment Reinvestment Zone). TIRZ No. 3, if approved, will partially fund the necessary infrastructure improvements for the development. The length of the TIRZ is 30 years or until the debt to fund the development is paid. The ordinance also outlines the city participation of ad valorem tax is 75% of the increment before and after development valuations and 50% of the city portion of sales tax generated in the district for the same time period.

Origination: City Manager

Recommendation:

Approve

Party(ies) responsible for placing this item on agenda: David Esquivel

FUNDING (IF APPLICABLE)

Are funds specifically designated in the current budget for the full amount required for this purpose?

Yes: _____ No: _____ If yes, specify Account Number: # _____

If no, funds will be transferred from account # _____ To account # _____

Signed _____	Approved by _____
Staff Member _____	City Manager _____
Date _____	Date _____

ORDINANCE NO. 2021-39

AN ORDINANCE OF THE CITY COUNCIL OF THE CITY OF TOMBALL, TEXAS; CREATING THE “TAX INCREMENT REINVESTMENT ZONE NUMBER THREE” OVER THE AREA GENERALLY LOCATED AT THE SOUTHWEST CORNER OF GRAND PARKWAY 99 AND ROCKY ROAD, HARRIS COUNTY, TEXAS; DESIGNATING THE BOUNDARIES OF THE ZONE; CREATING A BOARD OF DIRECTORS FOR THE ZONE; ESTABLISHING A TAX INCREMENT FUND FOR THE ZONE; MAKING CERTAIN FINDINGS; REPEALING ORDINANCES INCONSISTENT OR IN CONFLICT HEREIN; PROVIDING A SEVERABILITY CLAUSE; AND, PROVIDING AN EFFECTIVE DATE.

* * * * *

WHEREAS, the City Council (the “Council”) of the City of Tomball, Texas (the “City”) hereby determines that the creation of a tax increment reinvestment zone to be named the “City of Tomball Tax Increment Reinvestment Zone Number Three” (the “TIRZ No. 3”) is necessary to promote the development or redevelopment of the area generally located at the southwest corner of Grand Parkway 99 and Rocky Road in Tomball, Texas (the “Area”), with the boundaries of TIRZ No. 3 to encompass the Area, and with such boundaries being more particularly depicted and described in “Exhibit A” attached to and incorporated in this Ordinance for all purposes; and

WHEREAS, on November 29, 2021, after giving proper legal notice, the Council held a public hearing where all interested persons were given the opportunity to speak and present evidence for and against the creation of TIRZ No. 3; and

WHEREAS, the Council hereby determines that a tax increment fund for TIRZ No. 3 must be established as required by law (the “TIRZ Fund”), with the TIRZ Fund being more particularly described in “Exhibit B” attached to and incorporated in this Ordinance for all purposes; and

WHEREAS, the Council hereby determines that Preliminary Reinvestment Zone Project and Financing Plans must be prepared as required by law for TIRZ No. 3 (the “Preliminary Plans”), with the Preliminary Plans being included as “Exhibit D” attached to and incorporated in this Ordinance for all purposes; and

WHEREAS, the Council hereby determines that Area within TIRZ No. 3 meets the criteria for a tax increment reinvestment zone under Chapter 311 of the Texas Tax Code, and the Council hereby determines that proposed improvements in TIRZ No. 3 will significantly enhance the value of all taxable real property in TIRZ No. 3 and will be of general benefit to the City, and that development of the Area would not occur in the foreseeable future solely through private investment; and

WHEREAS, the Council hereby determines that a board of directors shall be created for the administration, management, and operation of TIRZ No. 3 and for the implementation of the project and financing plans of TIRZ No. 3 (the “Board”), with the Board being composed of five (5) members appointed by the Council in accordance with Texas Tax Code 311.009(a); and, **NOW**

THEREFORE,

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

SECTION 1. THAT the facts and matters set forth in the preamble of this Ordinance are hereby found to be true and correct.

SECTION 2. THAT as provided in Chapter 311 of the Texas Tax Code, the “Tax Increment Reinvestment Zone Number Three” (“TIRZ No. 3”) is hereby designated and established over the area described in “Exhibit A”.

SECTION 3. THAT the purpose of TIRZ No. 3 shall be primarily for encouraging development and construction of infrastructure.

SECTION 4. THAT TIRZ No. 3 shall be effective for a period of thirty (30) years or until such time as the debt is paid off, whichever is less, commencing on the date of the adoption hereof.

SECTION 5. THAT a tax increment fund is hereby established for TIRZ No. 3 as fully described in “Exhibit B”.

SECTION 6. THAT a board of directors for TIRZ No. 3 is hereby created as fully described in “Exhibit C”.

SECTION 7. THAT all other ordinances or parts of ordinances in conflict or inconsistent herewith are, to the extent of such conflict or inconsistency, hereby repealed.

SECTION 8. THAT in the event any section, paragraph, subdivision, clause, phrase, provision, sentence, or part of this Ordinance, or the application of the same, to any person or circumstance shall for any reason be adjudged invalid or held unconstitutional by a court of competent jurisdiction, it shall not affect, impair, or invalidate this Ordinance as a whole or any part or provision hereof other than the part declared to be invalid or unconstitutional; and, the Council, declares that it would have passed each and every part of the same notwithstanding the omission of any such part thus declared to be invalid or unconstitutional, or whether there be one or more parts.

SECTION 9. THAT this Ordinance shall be in full force and effect from and after its passage.

FIRST READING:

READ, PASSED AND APPROVED AS SET OUT BELOW AT THE MEETING OF THE CITY COUNCIL OF THE CITY OF TOMBALL HELD ON THE 29TH DAY OF NOVEMBER 2021.

COUNCILMAN FORD	_____
COUNCILMAN STOLL	_____
COUNCILMAN DEGGES	_____
COUNCILMAN TOWNSEND	_____
COUNCILMAN KLEIN QUINN	_____

SECOND READING:

READ, PASSED, APPROVED AND ORDAINED AS SET OUT BELOW AT THE MEETING OF THE CITY COUNCIL OF THE CITY OF TOMBALL HELD ON THE 6TH DAY OF DECEMBER 2021.

COUNCILMAN FORD	_____
COUNCILMAN STOLL	_____
COUNCILMAN DEGGES	_____
COUNCILMAN TOWNSEND	_____
COUNCILMAN KLEIN QUINN	_____

Gretchen Fagan, Mayor

ATTEST:

Doris Speer, City Secretary

Exhibit A – TIRZ No. 3: Property Description





WINDROSE

LAND SURVEYING | PLATTING

DESCRIPTION OF 240.075 ACRES OR 10,457,658 SQ. FT.

A TRACT OR PARCEL CONTAINING 240.075 ACRES OR 10,457,658 SQUARE FEET OF LAND SITUATED IN THE AUGUSTE SENERCHAL SURVEY, ABSTRACT NO. 722, HARRIS COUNTY, TEXAS, BEING A RESIDUE OF A CALLED 314.8179 ACERS DESCRIBED IN DEED TO EXXON MOBILE CORPORATION, AS RECORDED UNDER HARRIS COUNTY CLERK'S FILE (H.C.C.F.) NO. W883345, WITH SAID 240.075 ACRE TRACT BEING MORE PARTICULARLY DESCRIBED BY METES AND BOUNDS AS FOLLOWS, WITH ALL BEARINGS BASED ON THE TEXAS STATE PLANE COORDINATE SYSTEM, SOUTH CENTRAL ZONE (NAD 83):

BEGINNING AT A BRASS DISK FOUND ON THE NORTHWEST END OF A CUTBACK CORNER LOCATED AT THE INTERSECTION OF THE WEST RIGHT-OF-WAY (R.O.W.) LINE OF ROCKY ROAD (60 FEET WIDE) AND THE SOUTH R.O.W. LINE OF STATE HIGHWAY 99 (WIDTH VARIES) DESCRIBED IN H.C.C.F. NO. 20150158935, MARKING A NORTHEAST CORNER OF THE HEREIN DESCRIBED TRACT;

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THENCE, SOUTH 42 DEG. 03 MIN. 13 SEC. WEST, ALONG THE SAID CUTBACK LINE, A DISTANCE OF 21.23 FEET TO A CAPPED 5/8 INCH IRON ROD STAMPED "WINDROSE" SET FOR THE SOUTHWEST END OF SAID CUTBACK MARKING A SOUTHEAST CORNER OF THE HEREIN DESCRIBED TRACT; FROM WHICH A 1/2 INCH IRON ROD BEARS FOR REFERENCE SOUTH 30 DEG. 14 MIN. 11 SEC. WEST, A DISTANCE OF 3.93 FEET.

THENCE, SOUTH 87 DEG. 01 MIN. 16 SEC. WEST, ALONG THE NORTH R.O.W. LINE OF SAID BOUDREAUX ROAD, A DISTANCE OF 5,152.11 FEET TO A CAPPED 5/8 INCH IRON ROD STAMPED "TSI 5269" FOUND MARKING THE SOUTHEAST CORNER OF A CALLED 5.6619 ACRE TRACT DESCRIBED IN DEED TO COUNTY OF HARRIS, AS RECORDED UNDER H.C.C.F. NO. 20130144685, AND THE SOUTHWEST CORNER OF THE HEREIN DESCRIBED TRACT;

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WITH SAID CURVE TO THE RIGHT, HAVING A RADIUS OF 11,259.16 FEET, A CENTRAL ANGLE OF 04 DEG. 03 MIN. 25 SEC., AN ARC LENGTH OF 558.81 FEET AND A CHORD BEARING AND DISTANCE OF NORTH 89 DEG. 05 MIN. 02 SEC. EAST - A DISTANCE OF 797.06 FEET TO A CAPPED 5/8 INCH IRON ROD STAMPED WINDROSE SET MARKING A POINT OF TANGENCY;

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ROBERT KNESS
R.P.L.S. NO. 6599
STATE OF TEXAS
FIRM REGISTRATION NO. 10108800



DATE: 7-12-2021

Exhibit B – TIRZ No. 3: Tax Increment Fund

(a) A tax increment fund to be called “TIF Fund Number 3” is hereby established for TIRZ No. 3 (the “Fund”).

(b) The Fund may be divided into additional accounts and subaccounts authorized by resolution or ordinance of the City Council (the “Council”) of the City of Tomball (the “City”). The Fund shall consist of:

1. The percentage of the tax increment as defined by Section 311.012(A) of the Texas Tax Code (the “Code”), that each taxing unit which levies real property taxes in TIRZ No. 3, other than the City, has elected to dedicate to the Fund under an agreement with the City authorized by Section 311.013(f) of the Code; and,
2. Seventy-five (75%) of the City’s portion of the tax increment from TIRZ No. 3, as defined by Section 311.012(a) of the Code.

(c) The Fund shall be maintained in an account at the depository bank of the City and shall be secured in the manner prescribed by law for Texas cities. In addition, all revenues from the following sources shall be deposited into the Fund:

1. The sale of any obligations, if any, hereafter issued by the City and secured in whole or part from the tax increment of TIRZ No. 3;
2. The sale of any property acquired as part of a plan adopted by the Board of Directors of TIRZ No. 3 (the “Board”); and,
3. Other revenues dedicated to TIRZ No. 3.

(d) Prior to the termination of TIRZ No. 3, money disbursed or transferred from the Fund may be used only to pay project costs, as defined by the Code, for TIRZ No. 3, to satisfy the claims of holders of obligations for TIRZ No. 3 or other issue of obligations secured by the Fund’s proceeds, or to pay obligations incurred pursuant to agreements entered into to implement plans adopted by the Board pursuant to the Code.

EXHIBIT C – TIRZ No. 3 Board of Directors

Board of Directors

A board of directors (the “Board”) is hereby created for Reinvestment Zone Three (“TIRZ No. 3”) as provided herein.

Organization and Procedure

The Board shall consist of five (5) regular members who shall be nominated and appointed as follows:

Each taxing unit that levies taxes on real property in TIRZ No. 3 may appoint one (1) member to the Board if the taxing unit has approved the payment of all or part of the tax increment produced by the taxing unit into the tax increment fund for TIRZ No. 3. If a taxing unit chooses to not participate, then the City Council (the “Council”) of the City of Tomball (the “City”) may appoint a number of members to the Board such that the Board comprises five (5) members.

Qualifications

All Board members shall be at least eighteen (18) years old and either: (a) be a resident of the county in which the zone is located or a county adjacent to that county; or, (b) own real property in the zone, whether or not the individual resides in the county in which the zone is located or a county adjacent to that county. Any Board member who ceases to possess such qualifications shall automatically be deemed to have vacated their membership on the Board.

Terms

(a) Initial Board member appointments by the Council or a taxing unit shall be as follows:

1. No more than two (2) members shall be appointed for a term expiring December 31, 2022.
2. No more than three (3) members shall be appointed for a term expiring December 31, 2023.

(b) All appointments for Board members made after the initial appointments shall be for a term of two (2) years starting on January 1, except vacancies for unexpired terms, which shall be filled for the remainder of the unexpired term.

Duties

(a) The Board shall act as an advisory board to the Council in the operation and administration of TIRZ No. 3, with all action by the Board being subject to Council approval.

(b) The authority and responsibility of the Board expressly includes:

1. Making recommendations to the Council regarding the administration of TIRZ No. 3;
2. Making recommendations to the Council regarding agreements that are necessary or convenient to implement the TIRZ No. 3 project plan and financing plan;

3. Making recommendations to the Council regarding agreements with local governments or political subdivisions for management of TIRZ No. 3;
4. Making recommendations to the Council regarding the expenditure of funds related to development and redevelopment of land within TIRZ No. 3;
5. Acting as the lead entity in working with other City boards and commissions regarding incentives, regulations, infrastructure, and all other physical and economic development decisions related to TIRZ No. 3; and,
6. Providing an annual progress report to the Council, and as requested by the Council.

Officers

Each year, the Board shall recommend to the Council one (1) of its members to serve as Chairman for a term of one (1) year that begins on January 1 of the following year. The Council may accept the Board's recommendation or the Council may appoint the Chairman. The Board may elect a Vice-Chairman to preside in the absence of the Chairman or when there is a vacancy in the office of Chairman. The Board may elect other officers as it considers appropriate.

Bylaws

The Board may write its own bylaws establishing its own rules for its regulation. Said bylaws and amendments thereto shall be filed with the City Secretary of the City.

Meetings

(a) The Board should hold at least one (1) meeting per year. These meetings shall be open to the public and at a time and place of the Board's choosing. It may also hold such other meetings as may be necessary to accomplish the purpose of its creation. All meetings shall be public and shall conform to State law.

(b) All Board members, including the Chairperson, shall vote in matters considered by the Board.

Minutes

The Board shall keep a record of its proceedings in a permanent book, and a signed copy of the minutes shall be given to the City Secretary of the City.

EXHIBIT D – TIRZ No. 3 Preliminary Project and Financing Plan

CITY OF TOMBALL

TAX REINVESTMENT ZONE NO. ONE

PRELIMINARY PROJECT PLAN

AND REINVESTMENT ZONE FINANCING PLAN

December 6, 2021

INTRODUCTION

A tax increment reinvestment zone (TIRZ) is a financing tool enabled by the Texas Legislature with the adoption of Chapter 311 of the Texas Tax Code to assist cities in developing or redeveloping blighted and substandard areas within their boundaries. Cities may create a TIRZ where conditions exist that substantially impair an area's sound growth and where development or redevelopment is not likely to occur but for public infrastructure enhancements financed by the TIRZ.

Upon creation of the TIRZ, the total appraised value of real property located within its boundaries is established for the year in which it was created. This is known as the base value. As new development occurs in the TIRZ due to the provision of new infrastructure, the value of real property increases.

This additional value above the base is known as the increment. It is set aside to finance infrastructure improvements within the TIRZ.

During the life of the TIRZ, the city and other participating taxing jurisdictions collect tax revenue on the base value of the TIRZ. When the TIRZ is dissolved, the city and other participating taxing jurisdictions also collect tax revenue on the incremental value created by new development.

Prior to creation of a TIRZ, the statute requires preparation of a Preliminary Project Plan and Reinvestment Zone Financing Plan. This document details the specific projects proposed to address existing conditions in the area as well as the method and means to finance them. After the TIRZ has been created, the TIRZ board of directors finalizes the Project Plan and Reinvestment Zone Financing Plan and forwards the same to the jurisdictional governing body, typically a city council or commission, for final approval as required by statute. That plan governs where tax increment revenue can be used to develop the Zone.

Executive Summary

Tax Increment Reinvestment Zone Number One, City of Tomball, Texas (the “Zone”) consists of a 240-acre tract located at SH 249 and Rocky Road in the City of Tomball (the “City”). While the site holds great potential due to its location, it lacks the infrastructure necessary to support development. As such, the site will not be developed to its full potential but for the creation of a TIRZ.

The Zone is proposed to help pay for infrastructure costs to facilitate the development of a 240-acre tract located at SH 249 and Rocky Road for light industrial and retail development. The Zone’s projected costs are primarily related to the infrastructure, detention, and drainage facilities necessary to support this development. The public improvements proposed in this plan would convey a direct benefit to the City and Harris County (the “County”) both in terms of quality regional growth and significant increases in ad valorem values and tax revenue.

In addition to its participation in the Zone (projected at 75% of ad valorem taxes) it is estimated that the City will collect approximately \$10,736,730 [this is the City’s 25% share] in retained ad valorem taxes over the 30-year life of the Zone due to new development associated with this project.

The developer would be reimbursed from revenue generated by the Zone for investments made for infrastructure, including water distribution, wastewater collection, roads and drainage facility costs. The City would incur no capital improvement costs, but would retain ownership of the infrastructure once built. Over the life of the Zone, the City would continue to collect the base real property tax revenue as well as 25% of the new tax increment revenues generated by the development in the Zone.

PROJECT PLAN

1. **Existing Property Uses/Proposed Improvements/Proposed Property Uses (311.011(b)(1)).** The Zone is generally located 240-acre tract located at SH 249 and Rocky Road. All of the land is or will be located in the City and is predominantly vacant or agricultural. Total land contained in the Zone is approximately 240 acres.

- a. **Existing uses and conditions of real property in the zone**

The property within the Zone is currently undeveloped, open, and vacant. The current uses of the Zone are depicted on **Exhibit A**. The metes and bounds description of the Zone boundary is in **Exhibit B**.

- b. **Proposed Improvements to the property.**

Improvements proposed for the property in the Zone include a light industrial and retail development, as well as:

- Major roads and thoroughfares
- Water distribution facilities
- Wastewater collection and conveyance facilities
- Elevated water storage tank
- Detention and drainage

- c. **Proposed property uses**

The proposed uses for the property are shown in **Table 1** and depicted on **Exhibit C**.

2. **Proposed Changes of Municipal Ordinances (311.011(b)(2))**

There are no contemplated changes to ordinances or codes of the City. The property is zoned consistently with this plan.

3. **Estimated Non-Project Costs (311.011(b)(3))**

The estimated non-project costs are the development costs to be funded by the developer for which there is no proposed Zone reimbursement, but which may be reimbursed by other entities. The estimated non-project costs are shown in **Table 2** and constitute the portion of the total project costs that are to be allocated to and funded by the developer or other

entities. Not included in the listed non-project costs is the significant additional private investment associated with land acquisition, taxes, and marketing.

4. Method of Relocation (311.011(b)(4))

There are no existing residents that will be displaced by the project.

REINVESTMENT ZONE FINANCING PLAN

1. Estimated Project Costs of the Zone (311.011(c)(1))

The project costs are estimated to be \$13,131,800 and include public improvements and the associated costs for designing, acquiring and constructing the improvements. Additional project costs include financing costs, as well as the costs of creating and administering the Zone. Land costs for eligible public improvements, are eligible Zone costs. Project costs are presented in 2021 dollars; an appropriate construction price index will be applied to account for increased costs over the life of the project. Project costs are detailed in **Table 3**.

2. Proposed Public Works and Improvements (311.011(c)(2))

The eligible public works and improvements for the zone are shown on **Exhibit D** and include the following:

- Major roads and thoroughfares
- Water distribution facilities
- Wastewater collection and conveyance facilities
- Elevated water storage tank
- Detention and drainage

3. Economic Feasibility (311.011(c)(3))

An economic feasibility study supports the absorption projections used in the Plan and is included in **Exhibit E**. The project is determined to be feasible

4. Estimate of Bonded Indebtedness (311.011(c)(4))

Bonds secured by tax increment revenues may be issued for or on behalf of the Zone to pay Zone project costs, including financing costs such as capital costs, interest, and credit enhancement, as well as administration costs. The bonds may be issued in one or more series at the earliest time that the Zone's tax increment revenues are sufficient to pay principal and interest on such bonds. The estimated amount of bonds to be issued is \$13,970,000, which funds reimbursements, including developer interest, of approximately \$13,131,800, and cost of issuance of approximately \$838,200. The Zone may supplement bonded reimbursements with reimbursements paid directly from tax increment proceeds as they become available. Project costs in **Table 3** are expressed in 2021 dollars and constitute the portion of total cost project costs that are to be allocated towards and financed by the Zone.

5. Estimate of time when costs and monetary obligations are incurred (311.01(c)(5))

The Zone will incur costs and monetary obligations at the inception of the Zone and as projects are constructed by or on behalf of the Zone.

6. Method of Financing (311.011(c)(6))

Project costs will be advance funded by the developer or incurred directly by or on behalf of the Zone. It is expected that the Zone will finance projects directly or will reimburse the developer by a combination of tax-exempt bonds and cash reimbursements.

The City of Tomball is the initial participant in the Zone. The City property tax participation is 75 percent.

7. Current Appraised Value of Real Property in the Zone (311.011(c)(7))

The taxable value for the Zone, based on available 2021 values is estimated to be \$7,843,320. The certified 2021 value, when certified by the Harris County Appraisal District, will be the actual Base Year Value.

8. Estimated Captured Appraised Value (311.011(c)(8))

The captured appraised property value within the Zone is projected to be approximately \$693,182,790 at the end of the life of the Zone. The projected increment collected on the captured appraised value is estimated at \$32,210,190; increment by year is shown in **Table 4**.

9. Duration of the Zone (311.011(c)(9))

The duration of the Zone is 30 years.

Exhibit A. Existing Conditions



Exhibit B. Metes and Bounds Description

**DESCRIPTION OF
240.075 ACRES OR 10,457,658 SQ. FT.**

A TRACT OR PARCEL CONTAINING 240.075 ACRES OR 10,457,658 SQUARE FEET OF LAND SITUATED IN THE AUGUSTE SENERCHAL SURVEY, ABSTRACT NO. 722, HARRIS COUNTY, TEXAS, BEING A RESIDUE OF A CALLED 314.8179 ACERS DESCRIBED IN DEED TO EXXON MOBILE CORPORATION, AS RECORDED UNDER HARRIS COUNTY CLERK'S FILE (H.C.C.F.) NO. W883345, WITH SAID 240.075 ACRE TRACT BEING MORE PARTICULARLY DESCRIBED BY METES AND BOUNDS AS FOLLOWS, WITH ALL BEARINGS BASED ON THE TEXAS STATE PLANE COORDINATE SYSTEM, SOUTH CENTRAL ZONE (NAD 83):

BEGINNING AT A BRASS DISK FOUND ON THE NORTHWEST END OF A CUTBACK CORNER LOCATED AT THE INTERSECTION OF THE WEST RIGHT-OF-WAY (R.O.W.) LINE OF ROCKY ROAD (60 FEET WIDE) AND THE SOUTH R.O.W. LINE OF STATE HIGHWAY 99 (WIDTH VARIES) DESCRIBED IN H.C.C.F. NO. 20150158935, MARKING A NORTHEAST CORNER OF THE HEREIN DESCRIBED TRACT;

THENCE, SOUTH 47 DEG. 13 MIN. 03 SEC. EAST, ALONG THE SAID CUTBACK LINE, A DISTANCE OF 48.58 FEET TO A 5/8 INCH IRON ROD FOUND ON THE SOUTHEAST END OF SAID CUTBACK CORNER, FOR A NORTHEAST CORNER OF THE HEREIN DESCRIBED TRACT;

THENCE, ALONG THE WEST LINE OF SAID ROCKY ROAD, THE FOLLOWING COURSES AND DISTANCES:

SOUTH 02 DEG. 48 MIN. 39 SEC. EAST, A DISTANCE OF 69.85 FEET TO A BRASS DISK FOUND FOR AN INTERIOR CORNER OF THE HEREIN DESCRIBED TRACT;

NORTH 87 DEG. 08 MIN. 19 SEC. EAST, A DISTANCE OF 9.43 FEET TO A CAPPED 5/8 INCH IRON ROD STAMPED "WINDROSE" SET FOR AN EASTERLY CORNER OF THE HEREIN DESCRIBED TRACT;

SOUTH 02 DEG. 54 MIN. 51 SEC. EAST, A DISTANCE OF 1,737.73 FEET TO A CAPPED 5/8 INCH IRON ROD STAMPED "WINDROSE" SET ON THE NORTHEAST END OF A CUTBACK CORNER LOCATED AT THE INTERSECTION OF SAID ROCKY ROAD AND THE NORTH R.O.W. LINE OF BOUDREAUX ROAD (60 FEET WIDE), MARKING THE MOST EASTERLY SOUTHEAST CORNER OF THE HEREIN DESCRIBED TRACT;

THENCE, SOUTH 42 DEG. 03 MIN. 13 SEC. WEST, ALONG THE SAID CUTBACK LINE, A DISTANCE OF 21.23 FEET TO A CAPPED 5/8 INCH IRON ROD STAMPED "WINDROSE" SET FOR THE SOUTHWEST END OF SAID CUTBACK MARKING A SOUTHEAST CORNER OF THE HEREIN DESCRIBED TRACT; FROM WHICH A 1/2 INCH IRON ROD BEARS FOR REFERENCE SOUTH 30 DEG. 14 MIN. 11 SEC. WEST, A DISTANCE OF 3.93 FEET.

THENCE, SOUTH 87 DEG. 01 MIN. 16 SEC. WEST, ALONG THE NORTH R.O.W. LINE OF SAID BOUDREAUX ROAD, A DISTANCE OF 5,152.11 FEET TO A CAPPED 5/8 INCH IRON ROD STAMPED "TSI 5269" FOUND MARKING THE SOUTHEAST CORNER OF A CALLED 5.6619 ACRE TRACT DESCRIBED IN DEED TO COUNTY OF HARRIS, AS RECORDED UNDER H.C.C.F. NO. 20130144685, AND THE SOUTHWEST CORNER OF THE HEREIN DESCRIBED TRACT;

THENCE, NORTH 03 DEG. 04 MIN. 42 SEC. WEST, ALONG THE EAST LINE OF SAID CALLED 5.6619 ACRE TRACT, A DISTANCE OF 2,163.53 FEET TO A 1/2 INCH IRON ROD FOUND ON THE SOUTH LINE OF SAID STATE HIGHWAY 99, MARKING THE NORTHEAST CORNER OF SAID CALLED 5.6619 ACRE TRACT AND THE NORTHWEST CORNER OF THE HEREIN DESCRIBED TRACT;

THENCE, ALONG THE SOUTH R.O.W. LINE OF SAID STATE HIGHWAY 99, THE FOLLOWING COURSES AND DISTANCES:

NORTH 87 DEG. 03 MIN, 20 SEC. EAST, A DISTANCE OF 269.34 FEET (CALLED 269.61') TO A BRASS DISK MARKING THE BEGINNING OF A CURVE TO THE RIGHT;

WITH SAID CURVE TO THE RIGHT, HAVING A RADIUS OF 11,259.16 FEET, A CENTRAL ANGLE OF 04 DEG. 03 MIN. 25 SEC., AN ARC LENGTH OF 558.81 FEET AND A CHORD BEARING AND DISTANCE OF NORTH 89 DEG. 05 MIN. 02 SEC. EAST - A DISTANCE OF 797.06 FEET TO A CAPPED 5/8 INCH IRON ROD STAMPED WINDROSE SET MARKING A POINT OF TANGENCY;

SOUTH 88 DEG. 53 MIN. 15 SEC. EAST, A DISTANCE OF 3,514.68 FEET TO A BRASS DISK MARKING THE BEGINNING OF A CURVE TO THE LEFT;

WITH SAID CURVE TO THE LEFT, HAVING A RADIUS OF 11,659.16 FEET, A CENTRAL ANGLE OF 02 DEG. 44 MIN. 46 SEC., AN ARC LENGTH OF 558.81 FEET AND A CHORD BEARING AND DISTANCE OF NORTH 89 DEG. 44 MIN. 22 SEC. EAST - A DISTANCE OF 558.75 FEET TO THE **POINT OF BEGINNING** AND CONTAINING 240.075 ACRES OR 10,457,658 SQUARE FEET OF LAND.

249 GP LOGISTICS PARK PROJECT

-  Light Industrial 188ac
 Retail 8.2ac
 Road, detention, public facilities 43ac
Total 240 ac



TOTAL BUILDING AREA : 3,176,105 SF
TOTAL INDUSTRIAL BUILDING AREA : 3,085,545 SF
TOTAL RETAIL BUILDING AREA : 90,560 SF

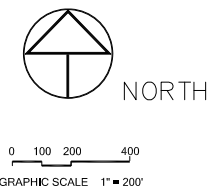
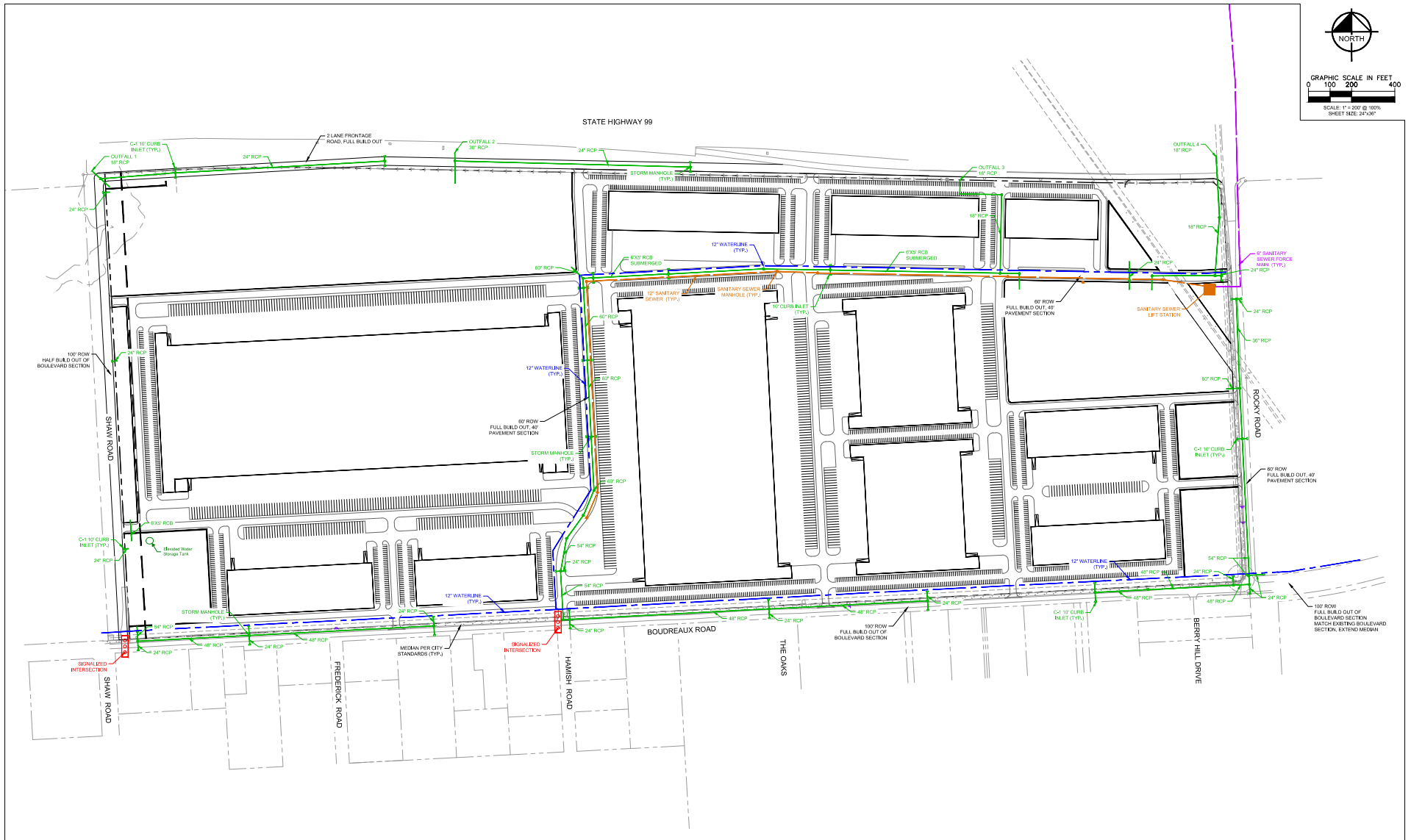


Exhibit D. Proposed Public Improvements



LOVETT TOMBALL INDUSTRIAL UTILITY EXHIBIT
09/13/2021

Kimley-Horn

Exhibit E. Economic Feasibility Study

Lovett Industrial Commentary: The below Q3 Houston report from JLL demonstrates the strong economic fundamentals that are currently driving the Houston-area industrial market to record levels. Falling vacancy, increasing rents, and stable concessions indicate that, while the market is hitting new high points, industrial space is being absorbed in a healthy manner. Notably, demand for space has outstripped supply through 2021 and vacancy has fallen in each of the last three quarters. Further, tenants continue to seek larger spaces in the market, primarily due to the impact of COVID-19 and the resulting shift of focus toward supply chain resiliency and increased storage capacity.

Houston

Leasing momentum continues, driving record occupancy gains

- Leasing volume reached 10 million s.f. in Q3, bringing the year-to-date total to 31 million s.f.
- Consistently high demand resulted in 9.5 million s.f. of quarterly net absorption, a figure which matches the 10-year *annual* average
- Total vacancy declined for a third consecutive quarter and fell to 8.6%
- Deliveries for the quarter hit 8.1 million s.f. and were 83.2% preleased due to owner-user and build-to-suit completions

Houston's industrial market continued to move at a rapid pace with another strong quarter of demand. Leasing activity was led by Chewy.com's entry to Houston with a 690,000-s.f. deal at Northpoint 90 Logistics Center and a new location for an e-commerce user for 629,186 s.f. at Prologis Presidents Park, both of which were build to suits. Four consecutive quarters of robust leasing volume led to a flurry of move-ins from both a new and expanding tenant base, largely in first generation product. Notable completions included a 1.5-million-s.f. build to suit for Lowe's in New Caney, 1.9 million s.f. across two projects for an e-commerce company in the Southwest and 1.3 million s.f. in two buildings in the North and Northwest submarkets for Home Depot. These companies, among many others, drove Q3 net absorption to 9.5 million s.f., and this momentum is expected to continue through the final quarter of the year.

Given the volume of occupancy gains, vacancy dropped significantly quarter-over-quarter to 8.6%. Demand is ahead of supply year to date, a trend which should carry through the close of 2021. Construction activity decreased 15.5% to 11.9 million s.f. despite 5.6 million s.f. of new groundbreakings. Rising materials costs and supply chain issues are still causing some delays, but several new building parks are poised to break ground in early Q4, and more are in permitting and design phases for early 2022. Additionally, the flight to quality and appetite for new construction are driving an increase in asking rents across the metro.

Outlook

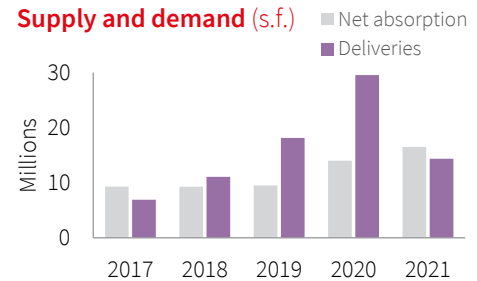
The Houston industrial market is experiencing dynamic and healthy growth on multiple fronts. Vacancy should tighten further in the period ahead and reach the high-7% range by year-end. Tenants in the market activity indicates that occupier demand will likely remain at above-average levels, helping set a new high watermark for annual occupancy gains in 2021. Leverage is expected to continue shifting away from tenants, especially for larger users which already face more limited options. At the same time, new land sites are coming into play for industrial development, creating opportunities for tenants and investors alike.

Fundamentals

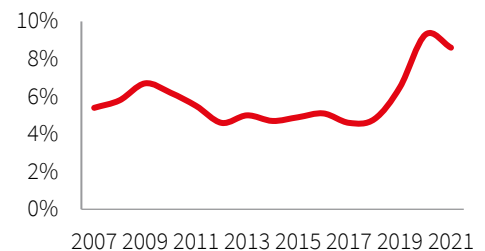
Forecast

Inventory	481,574,452 s.f.	▲
Q3 net absorption	9,501,909 s.f.	►
YTD net absorption	16,507,404 s.f.	▲
Under construction	11,551,779 s.f.	▲
Total vacancy	8.6%	▼
Direct asking rent	\$0.50 p.s.f.	▲
Q3 leasing activity	10,019,818 s.f.	►
Concessions	Stable	►

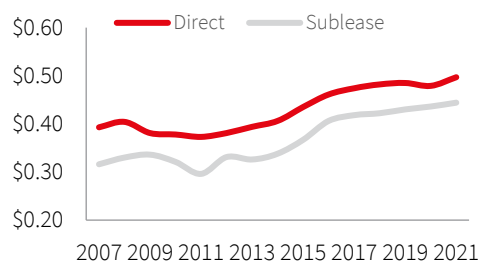
Supply and demand (s.f.)



Total vacancy (%)



Average asking rent (\$ p.s.f.)





Q3 2021

Industrial Statistics

Houston

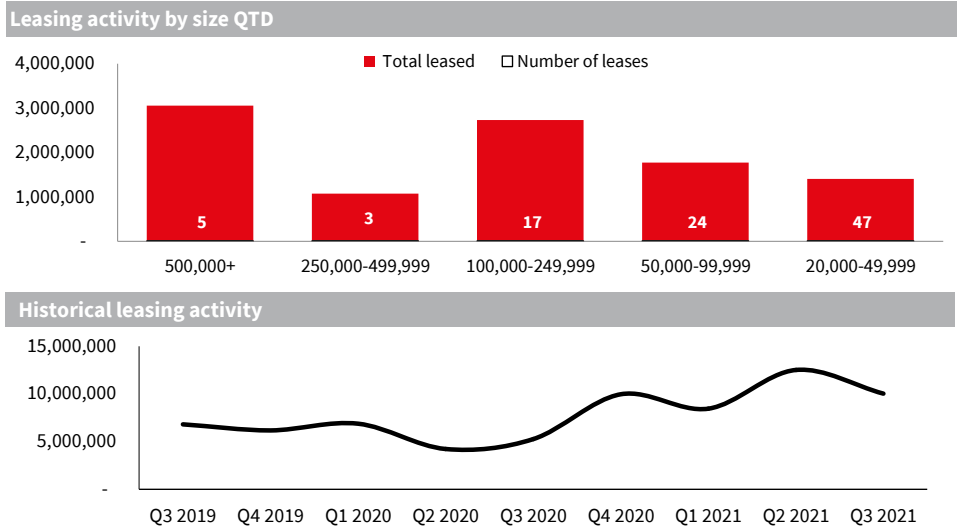
	Inventory (s.f.)	Quarterly total net absorption (s.f.)	YTD total net absorption (s.f.)	YTD total net absorption (% of stock)	Total vacancy (%)	Total availability (%)	Average direct asking rent (\$ p.s.f.)	Quarterly Completions (s.f.)	YTD completions (s.f.)	Under construction (s.f.)
Houston total										
Warehouse & Distribution	393,859,953	9,262,552	15,917,656	4.0%	9.6%	12.3%	\$0.50	7,689,885	13,276,494	11,311,779
Manufacturing	87,674,417	239,357	589,748	0.7%	3.7%	5.9%	\$0.52	389,743	1,098,793	240,000
Overall Total	481,574,452	9,501,909	16,507,404	3.4%	8.6%	11.2%	\$0.50	8,079,628	14,375,287	11,551,779
North										
Warehouse & Distribution	69,746,886	3,402,528	4,734,124	6.7%	10.5%	13.4%	\$0.48	2,511,332	3,604,789	1,396,666
Manufacturing	15,135,577	33,550	526,491	3.5%	3.7%	3.0%	\$0.66	0	467,300	240,000
Total	84,882,463	3,436,078	5,260,615	6.2%	9.3%	11.6%	\$0.49	2,511,332	4,072,089	1,636,666
Northeast										
Warehouse & Distribution	25,587,622	252,656	355,526	1.4%	11.2%	13.1%	\$0.43	0	0	509,600
Manufacturing	6,940,035	267,825	287,825	4.1%	1.6%	3.9%	\$0.43	308,043	308,043	0
Total	32,527,657	520,481	643,351	2.0%	9.2%	11.2%	\$0.43	308,043	308,043	509,600
Northwest										
Warehouse & Distribution	94,376,861	1,106,165	3,170,101	3.4%	8.3%	9.3%	\$0.53	773,242	1,525,996	673,272
Manufacturing	21,353,773	61,830	-458,169	-2.1%	5.5%	8.2%	\$0.54	41,700	41,700	0
Total	115,730,634	1,167,995	2,711,932	2.3%	7.8%	9.1%	\$0.54	814,942	1,567,696	673,272
West										
Warehouse & Distribution	23,706,136	256,923	1,018,630	4.3%	13.7%	11.1%	\$0.46	1,235,861	2,292,918	1,062,564
Manufacturing	2,861,593	0	30,150	1.1%	0.8%	1.6%	\$0.00	0	30,150	0
Total	26,567,729	256,923	1,048,780	3.9%	12.3%	10.1%	\$0.46	1,235,861	2,323,068	1,062,564
Southeast										
Warehouse & Distribution	76,683,491	1,219,955	2,902,584	3.8%	10.5%	15.1%	\$0.48	45,253	1,432,139	6,150,156
Manufacturing	17,807,393	45,500	283,120	1.6%	2.2%	4.7%	\$0.48	40,000	251,600	0
Total	94,490,884	1,265,455	3,185,704	3.4%	8.9%	13.2%	\$0.48	85,253	1,683,739	6,150,156
Southwest										
Warehouse & Distribution	47,235,704	2,925,623	3,980,053	8.4%	9.4%	14.3%	\$0.52	3,100,554	3,960,440	1,262,521
Manufacturing	6,900,547	-98,000	-93,096	-1.3%	6.3%	8.8%	\$0.58	0	0	0
Total	54,136,251	2,827,623	3,886,957	7.2%	9.0%	13.6%	\$0.52	3,100,554	3,960,440	1,262,521
South										
Warehouse & Distribution	27,387,328	24,395	125,451	0.5%	6.4%	8.0%	\$0.55	23,643	460,212	257,000
Manufacturing	8,121,066	-82,548	-48,468	-0.6%	3.9%	3.7%	\$0.52	0	0	0
Total	35,508,394	-58,153	76,983	0.2%	5.8%	7.0%	\$0.54	23,643	460,212	257,000
CBD										
Warehouse & Distribution	29,135,925	74,307	-368,813	-1.3%	8.4%	12.4%	\$0.52	0	0	0
Manufacturing	8,594,515	11,200	61,895	0.7%	2.7%	10.2%	\$0.25	0	0	0
Total	37,730,440	85,507	-306,918	-0.8%	7.1%	11.9%	\$0.50	0	0	0

Q3 2021

Industrial leasing activity

This report analyzes closed industrial leases > 20,000 s.f.

At a glance	
Total leases QTD	96
Total s.f. leased QTD	10,019,818
Total s.f. leased QTD: Warehouse/Distribution	9,747,240
Total s.f. leased QTD: Manufacturing	272,578
Total leases YTD	322
Total s.f. leased YTD	30,979,525

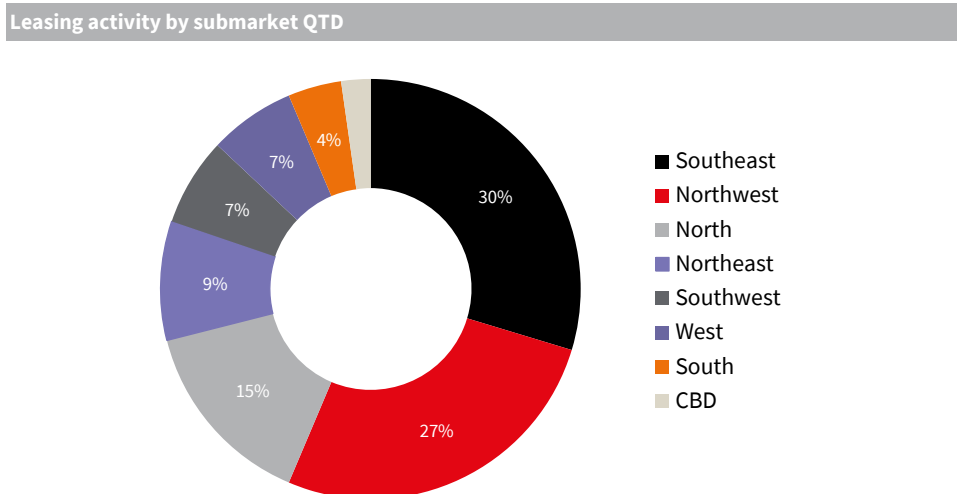


Leasing activity QTD

104,373	2003
Avg. lease size (in s.f.)	Avg. building construction date

Leasing activity (s.f.) by transaction type QTD

Expansion in market	40%
Renewal	29%
New to market	18%
Renewal & expansion	10%
Relocation	3%



Notable leasing transactions

Tenant	Address	Submarket	Size	Lease type	Building status	Year built
Chewy.com	Highway 90	Northeast	690,000	Direct	Planned	2022
E-commerce Company	Milner Rd	North	629,186	Direct	Under Construction	2022
IKEA	4830 Borusan Rd	Southeast	501,020	Direct	Existing	2017
Crawford Electric Supply	501 Commerce Pkwy	West	500,000	Direct	Existing	2013
IKEA	4762 Borusan Rd	Southeast	495,462	Direct	Existing	2017
Yokohama Tire Corporation	4851 S Sam Houston Pkwy E	South	305,016	Direct	Existing	2021
DB Schenker	10650 Okanella St	Northwest	267,273	Direct	Existing	2012
Article	1842 S 16th St	Southeast	247,240	Direct	Existing	2007
Supply Chain Management	4331 Underwood Rd	Southeast	225,000	Direct	Existing	2008
Frito Lay	10020 FM 1960	Northwest	192,240	Direct	Existing	2021

Q3 2021

Industrial development

Houston

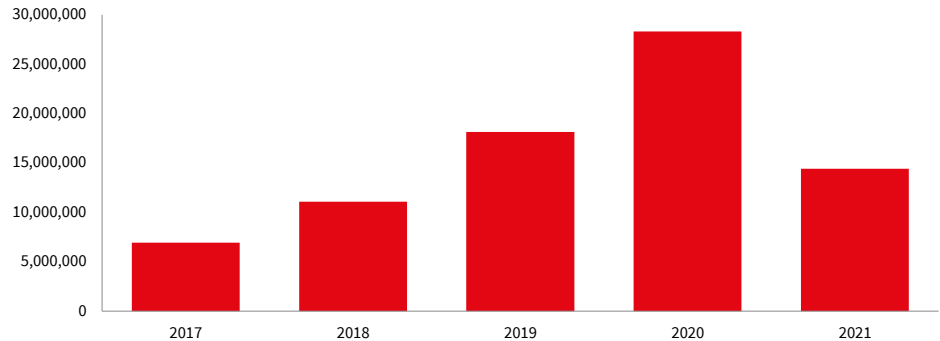
This report analyzes industrial developments under construction & new deliveries > 20,000 s.f.

New deliveries

14,375,287

Total delivered YTD (s.f.)

Completions in-depth	
Percent leased (%)	77.2%
Total speculative (s.f.)	7,345,268
Total BTS (s.f.)	5,194,884
Total owner-user (s.f.)	1,835,135
Total # of properties delivered	57
Asking rental rate (low - high)	\$0.41-\$0.75



Historical deliveries (s.f.)

Top 5 projects delivered year-to-date

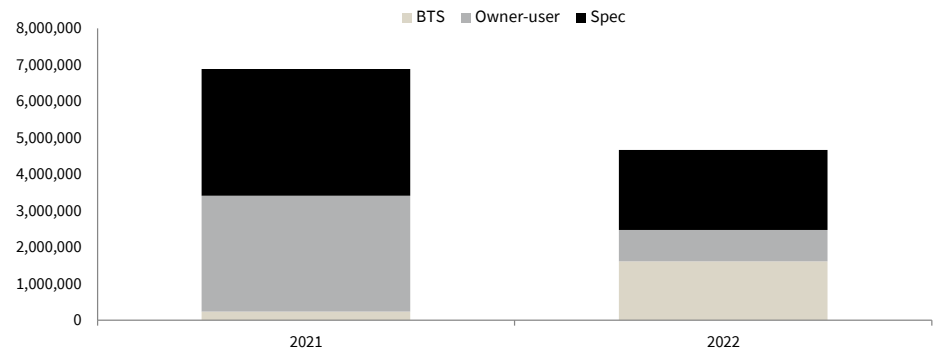
Building	Submarket	Owner	RBA (s.f.)	Construction type	Delivery date	Percent leased
Lowe's Distribution Center	North	CRG Real Estate Development	1,500,000	BTS	Q3 2021	100%
E-Commerce Distribution Center	Southwest	Lovett Industrial	1,081,292	BTS	Q3 2021	100%
Cedar Port Trade Center	Southeast	Hunt Southwest	1,021,440	Spec	Q2 2021	0%
E-Commerce Distribution Center	Southwest	E-commerce Company	850,000	Owner-user	Q3 2021	100%
Empire West 3	West	Stream Realty Partners	750,775	Spec	Q1 2021	100%

Under construction

11,551,779

Under construction (s.f.)

Under construction in-depth	
Total pre-leased (%)	51.3%
Total speculative (s.f.)	5,664,740
Total BTS (s.f.)	1,848,686
Total Owner-user (s.f.)	4,038,353
Total # of properties UC	49
Asking rental rate (low - high)	\$0.41 - \$0.70



Upcoming deliveries by year (s.f., excludes YTD completions)

Top 5 projects currently under construction

Building	Submarket	Owner	RBA (s.f.)	Construction type	Delivery date	Preleased
Floor & Decor Distribution Center	Southeast	Floor & Décor	1,500,000	Owner-user	Q4 2021	100%
TGS Cedar Port DC 1	Southeast	Trans-Global Solutions	1,208,019	Spec	Q2 2022	100%
Plastic Express Distribution Center	Southeast	Plastic Express	800,405	Owner-user	Q4 2021	100%
Packwell Distribution Center	Southeast	Portwall Partners Ltd	800,000	BTS	Q1 2022	100%
E-Commerce Distribution Center	North	Prologis	629,186	BTS	Q1 2022	100%

Table 1: Proposed Land Uses

Light Industrial	188.8 acres
Retail	8.2 acres
Road, detention, public facilities	43 acres
Total	240 acres

Table 2: Non-Project Costs

Water supply and distribution, wastewater collection and treatment, drainage (Business Improvement District No. 1)	\$18,117,684
Developer land costs	\$5,284,939
Total	\$23,402,622

Table 3: Estimated Zone Project Costs & Cost Allocation

Clearing	\$728,280
Roads and thoroughfares	\$1,546,534
Water production/tank facilities	\$633,604
Water distribution facilities	\$129,169
Wastewater conveyance, collection and treatment facilities	\$981,034
Storm	\$1,052,365
Detention	\$1,306,433
Land	\$820,052
Impact Fees	\$2,027,064
Soft Costs	\$1,147,935
Contingencies	\$1,505,071
Developer Interest	\$1,254,260
Total	\$13,131,800 (including developer interest)

Table 4: Zone Net Available Revenues**Tomball TIRZ #1****Tax Increment Reimbursement Model*****Contract Revenue Bonds***

	Series 2023	Series 2024	Series 2025	Series 2026	Total
Available TIRZ Funds	526,016	215,787	106,880	25,461	
Total Available Funds	526,016	215,787	106,880	25,461	
Coverage	1.05%	1.05%	1.05%	1.05%	
Max DS	500,968	205,511	101,791	24,248	
Principal Periods	27	26	25	24	
Interest Rate	4.00%	4.00%	4.00%	4.00%	
Principal	8,510,000	3,420,000	1,655,000	385,000	13,970,000
Costs of Issuance	510,600	205,200	99,300	23,100	838,200
Available for Reimbursement	7,999,400	3,214,800	1,555,700	361,900	13,131,800

Tomball TIRZ #1
Tax Increment Reimbursement Model

Projected Cash Flow

9/30 Fiscal Year	Projected TIRZ Collections	Total Available Funds	Series 2023	Series 2024	Series 2025	Series 2026	Total Debt Service	Operating Costs	Surplus Funds Available
2024	526,016	526,016	500,968				500,968		25,048
2025	741,803	741,803	500,968	205,511			706,479		35,324
2026	848,683	848,683	500,968	205,511	101,791		808,270	-20,000	20,413
2027	874,144	874,144	500,968	205,511	101,791	25,461	833,730	-20,000	20,413
2028	900,368	900,368	500,968	205,511	101,791	25,461	833,730	-20,000	46,638
2029	927,379	927,379	500,968	205,511	101,791	25,461	833,730	-20,000	73,649
2030	955,201	955,201	500,968	205,511	101,791	25,461	833,730	-20,000	101,470
2031	983,857	983,857	500,968	205,511	101,791	25,461	833,730	-20,000	130,126
2032	1,013,372	1,013,372	500,968	205,511	101,791	25,461	833,730	-20,000	159,642
2033	1,043,773	1,043,773	500,968	205,511	101,791	25,461	833,730	-20,000	190,043
2034	1,075,087	1,075,087	500,968	205,511	101,791	25,461	833,730	-20,000	221,356
2035	1,107,339	1,107,339	500,968	205,511	101,791	25,461	833,730	-20,000	253,609
2036	1,140,559	1,140,559	500,968	205,511	101,791	25,461	833,730	-20,000	286,829
2037	1,174,776	1,174,776	500,968	205,511	101,791	25,461	833,730	-20,000	321,046
2038	1,210,020	1,210,020	500,968	205,511	101,791	25,461	833,730	-20,000	356,289
2039	1,246,320	1,246,320	500,968	205,511	101,791	25,461	833,730	-20,000	392,590
2040	1,283,710	1,283,710	500,968	205,511	101,791	25,461	833,730	-20,000	429,979
2041	1,322,221	1,322,221	500,968	205,511	101,791	25,461	833,730	-20,000	468,491
2042	1,361,888	1,361,888	500,968	205,511	101,791	25,461	833,730	-20,000	508,157
2043	1,402,744	1,402,744	500,968	205,511	101,791	25,461	833,730	-20,000	549,014
2044	1,444,827	1,444,827	500,968	205,511	101,791	25,461	833,730	-20,000	591,096
2045	1,488,171	1,488,171	500,968	205,511	101,791	25,461	833,730	-20,000	634,441
2046	1,532,817	1,532,817	500,968	205,511	101,791	25,461	833,730	-20,000	679,086
2047	1,578,801	1,578,801	500,968	205,511	101,791	25,461	833,730	-20,000	725,071
2048	1,626,165	1,626,165	500,968	205,511	101,791	25,461	833,730	-20,000	772,435
2049	1,674,950	1,674,950	500,968	205,511	101,791	25,461	833,730	-20,000	821,220
2050	1,725,199	1,725,199	500,968	205,511	101,791	25,461	833,730	-20,000	871,468
	32,210,190	32,210,190	13,526,132	5,343,291	2,544,770	611,052	22,025,246	(500,000)	9,684,945

Tomball TIRZ #1
Tax Increment Reimbursement Model

City Participation (75%)

Tax Year 2021 Tax Rate:

0.331841

Tax Roll Jan 1	Captured Increment Value	Projected Increment Taxable Value	Projected Total Tax Rate (75.00%)	Projected Collections @ 100%	Available for Fiscal Year Ending Sep 30
2023	211,352,721	211,352,721	0.248881	526,016	2024
2024	298,055,597	298,055,597	0.248881	741,803	2025
2025	341,000,000	341,000,000	0.248881	848,683	2026
2026	351,230,000	351,230,000	0.248881	874,144	2027
2027	361,766,900	361,766,900	0.248881	900,368	2028
2028	372,619,907	372,619,907	0.248881	927,379	2029
2029	383,798,504	383,798,504	0.248881	955,201	2030
2030	395,312,459	395,312,459	0.248881	983,857	2031
2031	407,171,833	407,171,833	0.248881	1,013,372	2032
2032	419,386,988	419,386,988	0.248881	1,043,773	2033
2033	431,968,598	431,968,598	0.248881	1,075,087	2034
2034	444,927,656	444,927,656	0.248881	1,107,339	2035
2035	458,275,485	458,275,485	0.248881	1,140,559	2036
2036	472,023,750	472,023,750	0.248881	1,174,776	2037
2037	486,184,462	486,184,462	0.248881	1,210,020	2038
2038	500,769,996	500,769,996	0.248881	1,246,320	2039
2039	515,793,096	515,793,096	0.248881	1,283,710	2040
2040	531,266,889	531,266,889	0.248881	1,322,221	2041
2041	547,204,896	547,204,896	0.248881	1,361,888	2042
2042	563,621,043	563,621,043	0.248881	1,402,744	2043
2043	580,529,674	580,529,674	0.248881	1,444,827	2044
2044	597,945,564	597,945,564	0.248881	1,488,171	2045
2045	615,883,931	615,883,931	0.248881	1,532,817	2046
2046	634,360,449	634,360,449	0.248881	1,578,801	2047
2047	653,391,262	653,391,262	0.248881	1,626,165	2048
2048	672,993,000	672,993,000	0.248881	1,674,950	2049
2049	693,182,790	693,182,790	0.248881	1,725,199	2050

32,210,190