

ORDINANCE NO. 3843

AN ORDINANCE OF THE CITY OF MESQUITE, TEXAS, AUTHORIZING THE MAYOR TO EXECUTE AN ADDENDUM TO FALCON'S LAIR MASTER DEVELOPMENT AGREEMENT AMENDED AND RESTATED JULY 2005 TO ALLOW THE FALCON'S LAIR UTILITY AND RECLAMATION DISTRICT TO ADVANCE FUNDS TO THE CITY OF MESQUITE FOR THE PREPARATION OF ENGINEERING DESIGN PLANS AND SPECIFICATIONS FOR THE IH-20 INTERCHANGE AND TO PROVIDE FOR REIMBURSEMENT BY THE CITY OF MESQUITE IF CERTAIN CONDITIONS ARE MET; PROVIDING A REPEALER CLAUSE; PROVIDING A SEVERABILITY CLAUSE; AND DECLARING AN EMERGENCY.

WHEREAS, the City of Mesquite (the "City") recognizes the importance of its continued role in local economic development; and

WHEREAS, the City Council of the City of Mesquite, Texas (the "City Council"), established the Falcon's Lair Tax Increment Finance Reinvestment Zone Number Four, City of Mesquite, Texas (the "TIF Zone"), and approved a Project and Financing Plan (the "Plan") for such zone in accordance with the Tax Increment Financing Act, as amended pursuant to V.T.C.A., Tax Code, Chapter 311 (the "Act") to promote development and redevelopment in the TIF Zone through the use of tax increment financing; and

WHEREAS, the Act authorizes the expenditure of funds derived within the TIF Zone (the "Tax Increment Fund") for the construction of public improvements consistent with the Plan, in which expenditures and monetary obligations constitute project costs as defined in the Act (the "Project Costs"); and

WHEREAS, on November 27, 2006, the Board of Directors of the TIF Zone (the "TIF Board") approved the provisions set forth in the Addendum to the Falcon's Lair Master Development Agreement ("Addendum"), attached hereto as Exhibit "A," thereby adopting an amendment to the Plan.

NOW, THEREFORE, BE IT ORDAINED BY THE CITY COUNCIL OF THE CITY OF MESQUITE, TEXAS:

SECTION 1. That the terms and conditions of the Addendum to the Falcon's Lair Master Development Agreement Amended and Restated July 2005 and November 27, 2006 (the "Addendum to the MDA"), which is attached hereto and made a part hereof for all purposes as Exhibit "A," having been reviewed by the City Council and found to meet the requirements of Subchapter C, Chapter 212, Local Government Code and in the best interests of the City of Mesquite and its citizens, are hereby in all things approved.

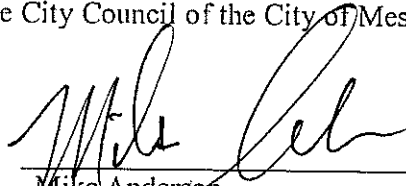
SECTION 2. That the Mayor is hereby authorized to execute the Addendum to the MDA and all other documents in connection therewith on behalf of the City of Mesquite substantially according to the terms and conditions set forth therein.

SECTION 3. That all ordinances or portions thereof in conflict with the provisions of this ordinance, to the extent of such conflict, are hereby repealed. To the extent that such ordinances or portions thereof are not in conflict herewith, the same shall remain in full force and effect.

SECTION 4. That should any word, sentence, clause, paragraph or provision of this ordinance be held to be invalid or unconstitutional the validity of the remaining provisions of this ordinance shall not be affected and shall remain in full force and effect.

SECTION 5. That the need to enter into this Addendum to the MDA and the need to protect the public interest, comfort and general welfare of the citizens of the City of Mesquite, creates an urgency and an emergency for the preservation of the public health, safety and welfare, and requires that this ordinance shall take effect immediately from and after its passage and publication of said ordinance, as the law in such cases provides.

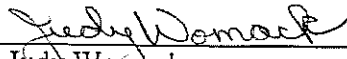
DULY PASSED AND APPROVED by the City Council of the City of Mesquite, Texas, on the 4th day of December, 2006.



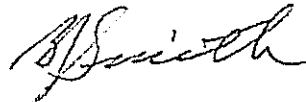
Mike Anderson
Mayor

ATTEST:

APPROVED:



Judy Womack
City Secretary



B. J. Smith
City Attorney

ADDENDUM TO
MASTER DEVELOPMENT AGREEMENT
ADDENDUM DATED NOVEMBER 27, 2006

To facilitate the expeditious planning and development of the matters contemplated in the Master Development Agreement Amended and Restated as of July, 2005 (same having been approved by the City Council on August 1, 2005) (the "MDA"), the undersigned hereby agree to, and do, amend paragraph 2.d. to provide as follows:

d. Upon receipt of approval by TxDot and the Federal Highway Administration of the environmental assessment, interstate access justification and schematic drawing of the I-20 Interchange Improvements, City shall use reasonable efforts, within an administratively reasonable timeframe, to initiate the preparation of plans and specifications for the I-20 Interchange Improvements (the "Interchange Plans") on or before the earlier to occur of July 1, 2003 or the date that is six months before the scheduled completion of the portion of the Reclamation Work (hereinafter defined) necessary to begin construction of the I-20 Interchange Improvements as set forth in the grading contract to accomplish such work. Further, City agrees to initiate the preparation of plans and specifications for the I-20 interchange sooner than the foregoing dates in the event that Falcon's Lair Utility and Reclamation District ("FLURD") advances to the City the costs (as determined by City in its sole discretion) of preparation of such plans and specifications. However, City shall have no obligation to commence development of such plans and specifications until such time as the FLURD has actually advanced such costs to City. In the event that the FLURD advances such costs and City proceeds with preparation of the plans and specifications of the I-20 interchange, City agrees to reimburse the funds so advanced by the FLURD within thirty (30) days from the sale of City's bonds as described in

paragraph 2.f. of the MDA. All parties to this Agreement recognize and agree that (1) City has no control over, nor does it insure or guarantee, TxDot's schedule or the Federal Highway Administration's schedule, and (2) City has no authority to require TxDot or the Federal Highway Administration to act within any given timeframe. Delays by either of these agencies could affect the ability of City to initiate the preparation of the Interchange Plans. The Interchange Plans must be generally consistent with Exhibit D attached hereto and must comply with the engineering and design requirements of TxDot, the Federal Highway Administration and City (collectively the "Engineering Design Requirements"). District shall be allowed to review the Interchange Plans and provide comments. City shall use reasonable efforts to cause TxDot to revise the Interchange Plans to reflect the reasonable comments of District, and in the event of any disagreement, City will work in good faith to resolve the disagreement; provided, however, if notwithstanding such good faith efforts the disagreement cannot be timely resolved, then the decision of TxDot and City shall control.

In all other respects the MDA shall remain unmodified.

The City of Mesquite, Texas

By: Mike Bell
Title: MAYOR
Date: 12-18-06

APPROVED AS TO FORM AND

CONTENT

By: A. Smith
Title: City Attorney
Date: 12/11/06

District

Falcon's Lair Utility and Reclamation

By: _____
Title: _____
Date: _____

CONTENT

APPROVED AS TO FORM AND

By: _____
Title: _____
Date: _____

Mesquite Independent School District

By: Linda Henrie
Title: Superintendent
Date: December 19, 2006

Falcon's Lair, LP


By: _____
Title: _____
Date: _____

Koll Development Company

By: _____
Title: _____
Date: _____


District

Falcon's Lair Utility and Reclamation

By: 
Title: RESIDENT
Date: 12-05-06

CONTENT

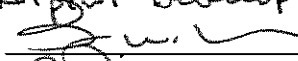
APPROVED AS TO FORM AND

By: 
Title: Attorney For DISTRICT
Date: 12-5-06

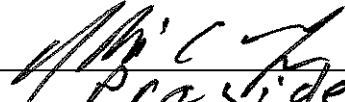
Mesquite Independent School District

By: _____
Title: _____
Date: _____

Falcon's Lair, LP

By: Almont Development Co., its general partner
By: 
Title: President
Date: 12-5-06

Koll Development Company

By: 
Title: President
Date: 12-5-06