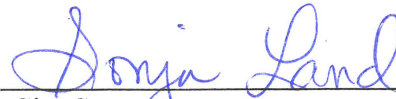


MINUTES APPROVED AND CERTIFIED TO BE TRUE AND CORRECT, and to correctly reflect the duly constituted officers and members of the City Council of said City, and the attached and following copy of said Ordinance is hereby certified to be a true and correct copy of an official copy thereof on file among the official records of the City, all on this the 17 day of June, 2019.



City Secretary,
City of Mesquite, Texas

[SEAL]

ORDINANCE NO. 4687

AN ORDINANCE OF THE CITY OF MESQUITE, TEXAS APPROVING A SERVICE AND ASSESSMENT PLAN AND ASSESSMENT ROLL FOR PHASE #1 IMPROVEMENTS AND PHASES #2-6 MAJOR IMPROVEMENTS FOR THE POLO RIDGE PUBLIC IMPROVEMENT DISTRICT NO. 2 (THE "DISTRICT"); MAKING A FINDING OF SPECIAL BENEFIT TO CERTAIN PROPERTY IN THE DISTRICT; LEVYING SPECIAL ASSESSMENTS AGAINST CERTAIN PROPERTY WITHIN THE DISTRICT AND ESTABLISHING A LIEN ON SUCH PROPERTY; PROVIDING FOR PAYMENT OF THE ASSESSMENTS IN ACCORDANCE WITH CHAPTER 372, TEXAS LOCAL GOVERNMENT CODE, AS AMENDED; PROVIDING FOR THE METHOD OF ASSESSMENT AND THE PAYMENT OF THE ASSESSMENTS; PROVIDING PENALTIES AND INTEREST ON DELINQUENT ASSESSMENTS; PROVIDING FOR SEVERABILITY AND PROVIDING AN EFFECTIVE DATE.

WHEREAS, the City of Mesquite, Texas (the "City") received a petition meeting the requirements of Sec. 372.005 of the Public Improvement District Assessment Act (the "Act") requesting the creation of a public improvement district over a portion of the area within the extraterritorial jurisdiction of the City to be known as the Polo Ridge Public Improvement District No. 2 (the "District"); and

WHEREAS, the petition contained the signatures of the owners of taxable real property representing more than fifty percent of the appraised value of taxable real property liable for assessment within the boundaries of the proposed District, as determined by the then current ad valorem tax rolls of the Kaufman County Appraisal District and the signatures of property owners who own taxable real property that constitutes more than fifty percent of the area of all taxable property within the District that is liable for assessment by the City; and

WHEREAS, on March 5, 2018, the City Council of the City (the "City Council") accepted the Petition and called a public hearing for April 16, 2018, on the creation of the District and the advisability of the improvements; and

WHEREAS, notice of the hearing was published in a newspaper of general circulation in the City and in a newspaper of general circulation in the part of the extraterritorial jurisdiction of the City in which the District is to be located on March 22, 2018; and

WHEREAS, on March 16, 2018, notice to the owners of property within the proposed District was sent by first-class mail to the owners of 100 percent of the property subject to assessment under the proposed District containing the information required by the Act such that such owners had actual knowledge of the public hearing to be held on April 16, 2018; and

WHEREAS, the City Council opened and conducted such public hearing on the advisability of the improvements and the creation of the District, and closed such hearing on April 16, 2018; and

WHEREAS, the City Council approved the creation of the District by Resolution No. 24-2018 approved on April 16, 2018 (the “Original Creation Resolution”), and published notice of its creation as authorized by the Act; and

WHEREAS, on April 26, 2018, the City published notice of its authorization of the District in the *Forney Messenger*, a newspaper of general circulation in the part of the extraterritorial jurisdiction of the City in which the District is located, and in the *Daily Commercial Record*, a newspaper of general circulation in the City; and

WHEREAS, no written protests of the District from any owners of record of property within the District were filed with the City within 20 days after publication of the Original Creation Resolution on April 26, 2018; and

WHEREAS, the City then determined that the boundary of the District as approved in the Original Creation Resolution was in error and included land that was not within the corporate limits of the City or within the extraterritorial jurisdiction of the City; and

WHEREAS, on March 18, 2019, by Resolution No. 27-2019, the City approved an amended and restated resolution authorizing and creating the Polo Ridge Public Improvement District No. 2 to include approximately 805.79 acres of land generally located South of FM 740, West of FM 2757 and North of Kelly Road in Kaufman County, Texas, and being more particularly described in Resolution No. 27-2019 (the “Amended Creation Resolution”) to correct the boundary error and exclude land that is not within the corporate limits of the City or within the extraterritorial jurisdiction of the City; and

WHEREAS, all subsequent references herein to the “District” shall mean the Polo Ridge Public Improvement District No. 2, as authorized, created and described in the Amended Creation Resolution; and

WHEREAS, all property owners within the District consented to the Amended Creation Resolution; and

WHEREAS, on March 28, 2019 the City published the Amended Creation Resolution providing notice of its authorization of the District in the *Daily Commercial Record*, a newspaper of general circulation in the City, and in the *Forney Messenger*, a newspaper of general circulation in part of the extraterritorial jurisdiction of the City in which the District is located; and

WHEREAS, no written protests of the District from any owners of record of property within the District were filed with the City within 20 days after publication of the Amended Creation Resolution on March 28, 2019; and

WHEREAS, the developer of property within the District as described in the Service and Assessment Plan for the District (the “Service and Assessment Plan”) is ready to commence the construction and acquisition of the Phase #1 Improvements and the Phases #2-6 Major Improvements (as defined in the Service and Assessment Plan) within the District; and

WHEREAS, the City wishes to levy assessments on the property within the District for the Phase #1 Improvements and the Phases #2-6 Major Improvements as set forth in the Service and Assessment Plan; and

WHEREAS, the City, pursuant to Section 372.016(b) of the Act, published notice on May 30, 2019 in the *Daily Commercial Record*, a newspaper of general circulation in the City and in the *Forney Messenger*, a newspaper of general circulation within the part of the extraterritorial jurisdiction of the City in which the District is located, to consider the proposed Service and Assessment Plan for the District and the levy of the Phase #1 Assessments and Phases #2-6 Major Improvement Assessments, as defined in the Service and Assessment Plan, (together, the "Assessments") on property in the District; and

WHEREAS, the City Council, pursuant to Section 372.016(c) of the Act, caused the mailing of notice of the public hearing to consider the proposed Service and Assessment Plan and the Assessment Roll (as defined in the Service and Assessment Plan) attached to the Service and Assessment Plan identifying the Assessments levied against property for the Phase #1 Improvements and the Phases #2-6 Major Improvements and the levy of Assessments on property in the District to the last known address of the owners of the property liable for the Assessments; and

WHEREAS, the City Council convened the public hearing at 7:00 p.m. on the 17th day of June, 2019 at which all persons who appeared, or requested to appear, in person or by their attorney, were given the opportunity to contend for or contest the Service and Assessment Plan, the Assessment Roll, and each of the proposed Assessments, and to offer testimony pertinent to any issue presented on the amount of the Assessments, the allocation of the costs of the Phase #1 Improvements and the Phases #2-6 Major Improvements, the purposes of the Assessments, the special benefits of the Assessments, and the penalties and interest on annual installments and on delinquent annual installments of the Assessments; and

WHEREAS, the City Council finds and determines that the Service and Assessment Plan and Assessment Roll attached thereto should be approved and that the Assessments should be levied on property within the District as provided in this Ordinance, the Service and Assessment Plan and Assessment Roll; and

WHEREAS, the City Council further finds that there were no written objections or evidence submitted to the City Secretary in opposition to the Service and Assessment Plan, the allocation of the costs of the Phase #1 Improvements and the Phases #2-6 Major Improvements, the Assessment Roll and the levy of Assessments; and

WHEREAS, the City Council closed the hearing, and, after considering all written and documentary evidence presented at the hearing, including all written comments and statements filed with the District, determined to proceed with the adoption of this Ordinance in conformity with the requirements of the Act.

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

Section 1. Terms. Terms not otherwise defined herein are defined in the Service and Assessment Plan attached hereto as Exhibit A (the “Service and Assessment Plan”).

Section 2. Findings. The findings and determinations set forth in the preambles are hereby incorporated by reference for all purposes. The City Council hereby finds, determines and orders, as follows:

- a. The apportionment of the costs of the Phase #1 Improvements and the Phases #2-6 Major Improvements, and the Administrative Expenses pursuant to the Service and Assessment Plan is fair and reasonable, reflects an accurate presentation of the special benefit each property will receive from the Phase #1 Improvements and the Phases #2-6 Major Improvements identified in Service and Assessment Plan, and is hereby approved;
- b. The Service and Assessment Plan covers a period of at least five years and defines the annual indebtedness and projected costs for the Phase #1 Improvements and the Phases #2-6 Major Improvements;
- c. The Service and Assessment Plan apportions the costs of the Phase #1 Improvements and the Phases #2-6 Major Improvements to be assessed against each Assessed Property (as defined in the Service and Assessment Plan) in the District and such apportionment is made on the basis of special benefits accruing to each Assessed Property because of the Phase #1 Improvements and the Phases #2-6 Major Improvements;
- d. All of the real property in the District which is being assessed in the amounts shown in the Service and Assessment Plan and Assessment Roll will be benefited by the Phase #1 Improvements and the Phases #2-6 Major Improvements proposed to be provided through the District in the Service and Assessment Plan, and each parcel of real property in the District will receive special benefits during the term of the Assessments equal to or greater than the total amount assessed;
- e. The method of apportionment of the costs of the Phase #1 Improvements, the Phases #2-6 Major Improvements, and Administrative Expenses set forth in the Service and Assessment Plan results in imposing equal shares of the costs of the Phase #1 Improvements, and the Phases #2-6 Major Improvements and Administrative Expenses on property similarly benefited, and results in a reasonable classification and formula for the apportionment of the costs of the Phase #1 Improvements and the Phases #2-6 Improvements;
- f. The Service and Assessment Plan should be approved as the service plan and assessment plan for the District, as described in Section 372.013 and 372.014 of the Act;
- g. The Assessment Roll in the form attached to the Service and Assessment Plan should be approved as the assessment roll for the District;

- h. The provisions of the Service and Assessment Plan relating to due and delinquency dates for the Assessments, interest on Annual Installments, interest and penalties on delinquent Assessments and delinquent Annual Installments, and procedures in connection with the imposition and collection of Assessments should be approved and will expedite collection of the Assessments in a timely manner in order to provide the improvements needed and required for the area within the District; and
- i. A written notice of the date, hour, place and subject of this meeting of the City Council was posted at a place convenient to the public for the time required by law preceding this meeting, as required by the Open Meetings Act, Chapter 551, Texas Government Code, as amended, and that this meeting has been open to the public as required by law at all times during which this Ordinance and the subject matter hereof has been discussed, considered and formally acted upon.

Section 3. Assessment Plan. The Service and Assessment Plan is hereby accepted and approved pursuant to Sections 372.013 and 372.014 of the Act as a service plan and an assessment plan for the Phase #1 Improvements and the Phases #2-6 Major Improvements within the District.

Section 4. Assessment Roll. The Assessment Roll is hereby accepted and approved pursuant to Section 372.016 of the Act as the assessment roll for the Phase #1 Improvements and the Phases #2-6 Major Improvements within the District.

Section 5. Levy and Payment of Assessments for Costs of Authorized Improvements.

- a. The City Council hereby levies Assessments on each Assessed Property located within the District, as shown and described in the Service and Assessment Plan and the Assessment Roll, in the respective amounts shown on the Assessment Roll, as special assessments on the properties within the District as set forth in the Service and Assessment Plan and the Assessment Roll;
- b. The levy of the Assessments shall be effective on the date of execution of this Ordinance levying assessments and strictly in accordance with the terms of the Service and Assessment Plan;
- c. The collection of the Assessments shall be as described in the Service and Assessment Plan;
- d. Each Assessment may be pre-paid or paid in Annual Installments pursuant to the terms of the Service and Assessment Plan;
- e. Each Assessment shall bear interest at the rate or rates specified in the Service and Assessment Plan;
- f. Each Annual Installment shall be collected each year in the manner set forth in the Service and Assessment Plan; and

- g. The Administrative Expenses for Assessed Properties shall be calculated pursuant to the terms of the Service and Assessment Plan.

Section 6. Method of Assessment. The method of apportioning the costs of the Phase #1 Improvements and the Phases #2-6 Major Improvements is as set forth in the Service and Assessment Plan.

Section 7. Penalties and Interest on Delinquent Assessments. Delinquent Assessments shall be subject to the penalties, interest, procedures and foreclosure sales set forth in the Service and Assessment Plan. The Assessments shall have lien priority as specified in the Act and the Service and Assessment Plan.

Section 8. Prepayments of Assessments. As provided in Section 372.018(f) of the Act and in the Service and Assessment Plan, the owner of any Assessed Property may prepay the Assessments levied by this Ordinance, as set forth in the Service and Assessment Plan.

Section 9. Lien Priority. As provided in the Act, the City Council and owners of the Assessed Property intend for the obligations, covenants and burdens on the owners of Assessed Property, including without limitation such owner's obligations related to payment of the Assessments and the Annual Installments, to constitute a covenant running with the land. The Assessments and the Annual Installments levied hereby shall be binding upon the Assessed Property, and the owners of assessed properties, and their respective transferees, legal representatives, heirs, devisees, successors and assigns in the same manner and for the same period as such parties would be personally liable for the payment of ad valorem taxes under applicable law. Assessments shall have lien priority as specified in the Service and Assessment Plan and the Act.

Section 10. Administrator and Collector of Assessments.

- a. Administrator. The City shall administer the Service and Assessment Plan and the Assessments levied by this Ordinance. The City has appointed a third-party administrator (the "Administrator") to administer the Service and Assessment Plan and the Assessments. The Administrator shall perform the duties of the Administrator described in the Service and Assessment Plan and in this Ordinance. The Administrator's fees, charges and expenses for providing such services shall constitute an Administrative Expense.
- b. Collector. The City may collect the Assessments or may, by future action, appoint a third-party collector of the Assessments. The City is hereby authorized to enter into an agreement with a third-party for the collection of the Assessments. The City may also contract with any other qualified collection agent selected by the City or may collect the Assessments on its own behalf. The costs of such collection contracts shall constitute an Administrative Expense.

Section 11. Applicability of Tax Code. To the extent not inconsistent with this Ordinance and the Act or other laws governing public improvement districts, the provisions of

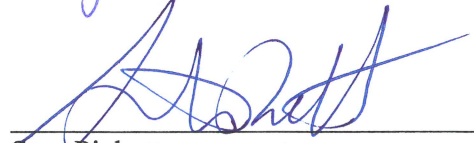
the Texas Tax Code shall be applicable to the imposition and collection of Assessments by the City.

Section 12. Severability. If any provision, section, subsection, sentence, clause or phrase of this Ordinance, or the application of same to any person or set of circumstances is for any reason held to be unconstitutional, void or invalid, the validity of the remaining portions of this Ordinance or the application to other persons or sets of circumstances shall not be affected thereby, it being the intent of the City Council that no portion hereof, or provision or regulation contained herein shall become inoperative or fail by reason of any unconstitutionality, voidness or invalidity of any other portion hereof, and all provisions of this Ordinance are declared to be severable for that purpose.

Section 13. Effective Date. This Ordinance shall take effect, and the levy of the Assessments, and the provisions and terms of the Service and Assessment Plan shall be and become effective upon passage and execution thereof.

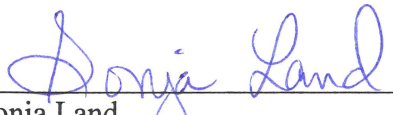
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PASSED AND APPROVED this 17 day of June, 2019.



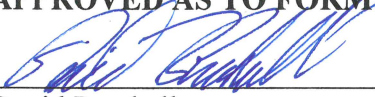
Stan Pickett
Mayor, City of Mesquite

ATTEST:



Sonja Land
City Secretary, City of Mesquite

APPROVED AS TO FORM:



David Paschall
City Attorney, City of Mesquite

*Signature Page to Ordinance Levying Assessments –Polo
Ridge Public Improvement District No. 2*

EXHIBIT A
SERVICE AND ASSESSMENT PLAN
AND ASSESSMENT ROLL



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PRELIMINARY SERVICE AND ASSESSMENT PLAN

POLO RIDGE PUBLIC IMPROVEMENT DISTRICT NO. 2
CITY OF MESQUITE | KAUFMAN COUNTY

JUNE 17, 2019

Public Finance
Public Private Partnerships
Development Economics
Clean Energy Bonds

*Newport Beach | San Jose | San Francisco | Riverside
Dallas | Houston | Raleigh*



www.FinanceDTA.com

8117 Preston Road, Suite 300
Dallas, TX 75225

A PRELIMINARY SERVICE AND ASSESSMENT PLAN

PREPARED FOR:



PREPARED BY:

DTA
8117 Preston Road, Suite 300
Dallas, Texas 75225

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I. PLAN DESCRIPTION AND DEFINED TERMS

A. Introduction

On April 16, 2018 (the "Creation Date"), the City Council of the City of Mesquite, Texas (the "City") passed Resolution No. 24-2018 approving and authorizing the creation of Polo Ridge Public Improvement District No. 2 (the "PID" or "District"), as amended and restated by Resolution No. 27-2019, to finance the costs of certain public improvements for the benefit of property in the PID (the "Authorized Improvement(s)"), all of which is currently located within the extraterritorial jurisdiction ("ETJ") of the City.

Chapter 372 of the Texas Local Government Code, Improvement Districts in Municipalities and Counties (as amended, the "PID Act"), governs the creation of public improvement districts within the State of Texas. This Service and Assessment Plan has been prepared pursuant to the PID Act. According to the PID Act, a Service Plan "must cover a period of five years and must also define the annual indebtedness and the projected costs for improvements. The plan shall be reviewed and updated annually for the purpose of determining the annual budget for improvements." The Service Plan is described in Section IV of this Service and Assessment Plan.

The Assessment Roll for the District is attached hereto as Appendix A and identifies the Assessment and anticipated Annual Installments for each property for each Phase. The Assessments as shown on the Assessment Roll are based on the method of assessment described in Section V of this Service and Assessment Plan.

B. Definitions

Capitalized terms shall have the meanings ascribed to them as follows:

"Actual Cost(s)" means, with respect to an Authorized Improvement, the demonstrated, reasonable, allocable, and allowable costs of constructing such Authorized Improvement, as specified in a Certificate for Payment that has been reviewed and approved by the City. Actual Cost may include: (a) the costs for the design, planning, financing, administration, management, acquisition, installation, construction, and/or implementation of such Authorized Improvement, including general contractor construction management fees, if any, as limited below; (b) the costs of preparing the construction plans for such Authorized Improvement; (c) the fees paid for obtaining permits, licenses, or other governmental approvals for such Authorized Improvement; (d) the costs for external professional costs associated with such Authorized Improvement, such as engineering, geotechnical, surveying, land planning, architectural landscapers, advertising, marketing and research studies, appraisals, legal, accounting, and similar professional services; (e) the costs of all labor, bonds, and materials incurred by contractors, builders, and material men in connection with the acquisition, construction, or implementation of the Authorized Improvements; and (f) all related permitting, zoning, and public approval expenses,



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SECTION I PLAN DESCRIPTION AND DEFINED TERMS

architectural, engineering, and consulting fees, financing charges, taxes, governmental fees and charges (including inspection fees, City permit fees, development fees), insurance premiums, miscellaneous expenses, and all advances and payments for Administrative Expenses.

Actual Costs include general contractor's fees in an amount up to a percentage equal to the percentage of work completed and accepted by the City or construction management fees in an amount up to five percent (5.00%) of the eligible Actual Costs described in a Certificate for Payment. The amounts expended on legal costs, taxes, governmental fees, insurance premiums, permits, financing costs, and appraisals shall be excluded from the base upon which the general contractor and construction management fees are calculated.

"Additional Interest" means the incremental interest rate charged on the Assessments in excess of the interest rate charged on the PID Bonds issued by the City, not to exceed one half of one percent (0.50%) as authorized pursuant to the PID Act and further described in Section V.G.

"Administrative Expenses" means the portion of the Assessment levied for the administrative, organizational, and operation costs and expenses associated with, or incident to, the administration, organization, and operation of the PID. Administrative Expenses include, but are not limited to, the costs of:

- (i) Legal counsel, engineers, accountants, financial advisors, investment bankers, or other consultants and advisors;
- (ii) Creating and organizing the PID (including engineering fees, legal fees, and consultant fees), preparing the Assessment Roll, and preparing the Annual Service Plan Update;
- (iii) Computing, levying, collecting, and transmitting the Assessments or the Annual Installments thereof, including foreclosure and maintaining a record of installments, payments, and reallocations and/or cancellations of the Assessments;
- (iv) Investing or depositing the Assessments or other monies;
- (v) Complying with the PID Act and arbitrage requirements;
- (vi) Paying the paying agent/registrar's and trustee's fees and expenses (including the fees and expenses of its legal counsel) related to the PID Bonds;
- (vii) Administering the construction of the Authorized Improvements. Annual Administrative Expenses collected and not budgeted shall be carried forward and applied to reduce Administrative Expenses in subsequent years to avoid over collection;
- (viii) Complying with continuing disclosure obligations.

"Administrator" means an employee or designee of the City, including a third party whom the City designates by contract who shall have the responsibilities provided for herein. The City has selected DTA as the initial Administrator.

"Annual Installment(s)" means, with respect to each Assessed Property, each annual payment of: (i) annual principal amount due on the Assessments, (ii) annual interest amount due on the Assessments including the Additional Interest as set forth herein, and (iii) Administrative Expenses.

"Annual Service Plan Update" has the meaning set forth in Section IV of this Service and Assessment Plan.

"Assessed Property" means the property that benefits from the Authorized Improvements to be provided by the PID on which Assessments have been imposed as shown on the Assessment Roll and as the Assessment Roll is updated each year by the Annual Service Plan Update. Assessed Property includes Lots within the PID other than Non-Benefited Property.

"Assessment" means an assessment levied against an Assessed Property imposed pursuant to an Assessment Ordinance and the provisions herein, as shown on any Assessment Roll, subject to reallocation upon the subdivision of such Assessed Property or reduction according to the provisions herein and the PID Act.

"Assessment Ordinance" means an Assessment Ordinance adopted by the City Council approving the Service and Assessment Plan (including amendments or supplements to the Service and Assessment Plan) and levying the Assessments.

"Assessment Revenues" means the revenues actually received by or on behalf of the City from the collection of Assessments.

"Assessment Roll" means the Assessment Roll attached hereto as Appendix A identifying the Assessment and anticipated Annual Installments for each property for each Phase, or any other Assessment Roll as set forth in an amendment or supplement to this Service and Assessment Plan or in an Annual Service Plan Update.

"Authorized Improvement Costs" mean the budgeted costs, as applicable, of all or any portion of the Authorized Improvements, as described in Section III.

"Authorized Improvements" means those improvements (i) listed in Table III-A and described in Section III.B, authorized by Section 372.003 of the PID Act, acquired, constructed, or installed in accordance with this SAP, as may be amended pursuant to any Annual Service Plan Updates and/or amended and restated SAP, and (ii) for which Assessments are levied against the Assessed Property receiving a special benefit from such improvements.

"Buildout" means, for the District, that all Assessed Property expected to be developed within the District has been constructed, as determined by the City. Although the actual unit counts and assessed value at Buildout may vary from the estimates identified in Tables

V-A, V-B, V-C, and V-D of this SAP, the initial Assessment allocation for each Lot Type as set forth will not change and any adjustments to unit counts or assessed value at Buildout resulting in an Assessment that exceeds the Assessment for the Lot Type as set for in this SAP shall require a Mandatory Prepayment as outlined in Section VI.

"Certificate for Payment" means the certificate to be provided by the Owner, or the Owner's designee, to substantiate the Actual Cost of one or more Authorized Improvements, as set forth in the Indenture.

"City" means the City of Mesquite, Texas.

"City Council" means the duly elected governing body of the City.

"Delinquency and Prepayment Reserve" means a reserve amount to be funded from the Additional Interest collected each year as more fully described in Section V.G of this Service and Assessment Plan.

"Delinquent Collection Costs" means interest, penalties, and expenses incurred or imposed with respect to any delinquent installment of an Assessment in accordance with the PID Act and the costs related to pursuing collection of a delinquent Assessment and foreclosing the lien against the Assessed Property, including attorney's fees.

"Development Agreement" means the Polo Ridge Development Agreement by and among the City, the Polo Ridge Fresh Water Supply District of Kaufman County, and the Owner dated March 5, 2018, including any subsequent amendments.

"Final Building Inspection" means the final inspection on a permit issued by the City evidencing that home construction is complete and ready for occupancy on or before July 15 of the Fiscal Year preceding the Fiscal Year for which the Assessment is to be levied.

"Future Phase(s)" means a Phase or Phases to be fully developed after Phase #1 and as generally depicted in the map provided in Section II. Future Phases are subject to adjustment and are shown for example only.

"Homeowner Association Property" means property within the boundaries of the PID that is owned by or irrevocably offered for dedication, whether in fee simple or through an exclusive use easement, to a homeowners' association.

"Indenture" means one or more indentures of trust, ordinance, or similar document setting forth the terms and other provisions relating to the PID Bonds, as modified, amended, and/or supplemented from time to time.

"Lot" means a tract of land that is (i) a "lot" in a subdivision plat recorded in the official records of Kaufman County, Texas, (ii) a development/concept plan or (iii) preliminary plat,

and such (i), (ii), or (iii) is the basis for the determination of benefit and the levy of Assessments.

"Lot Type" means (i) all Lots with a minimum of one acre; (ii) all Lots with a minimum of 125'; (iii) all Lots with a minimum of 100'; (iv) all Lots with a minimum of 80'; or (v) all Lots with a minimum of 60'. The Administrator's classification shall be final.

"Major Improvements" or "MI" means the Authorized Improvements which benefit all Assessed Property within the PID and are identified in Table III-D.

"Non-Benefited Property" means the property that accrues no special benefit from the Authorized Improvements. Property identified as Non-Benefited Property at the time the Assessments (i) are imposed or (ii) are reallocated pursuant to a subdivision of a Parcel, is not assessed. Assessed Property converted to Non-Benefited Property, if the Assessments may not be reallocated pursuant to the provisions herein, remains subject to the Assessments and requires the Assessments to be prepaid as provided for in Section VI.D.

"Owner" means, collectively, BDMR Development, LLC, a Texas limited liability company, or their respective successors and assigns.

"Parcel(s)" means a parcel or parcels within the PID identified by either a tax map identification number assigned by the Kaufman Central Appraisal District for real property tax purposes or by lot and block number in a final subdivision plat recorded in the real property records of Kaufman County.

"Phase" means the Assessed Property within the PID that will be developed in the same general time period. The Assessed Property within a Phase will be assessed in connection with the issuance of PID Bonds for Authorized Improvements (or the portion thereof) designated in an update to this Service and Assessment Plan that specially benefit the Assessed Property.

"Phase #1" means the initial Phase to be developed, identified as "Phase #1" and generally shown in the map provided in Section II.

"Phase #1 Assessment" means the Assessment levied on the Assessed Property within Phase #1 for the purpose of financing the Phase #1 Improvements.

"Phase #1 Assessment Revenues" means the actual revenues received by or on behalf of the City from the collection of Assessments levied against Assessed Property within Phase #1, or the Annual Installments thereof, for the Phase #1 Improvements.

"Phase #1 Bonds" means those certain "City of Mesquite, Texas, Special Assessment Revenue Bonds, Series 2019 (Polo Ridge Public Improvement District No. 2 Phase #1

Project)" that are secured by Phase #1 Assessment Revenues. Phase #1 Bonds will fund a portion of the Phase #1 Improvements.

"Phase #1 Improvements" means the Authorized Improvements which only benefit the Assessed Property within Phase #1 and are described in Section III.C, consisting of (i) the Phase #1 Major Improvements and (ii) the Phase #1 Specific Improvements.

"Phase #1 Major Improvements" means the pro rata portion of the Major Improvements allocable to Phase #1 and identified in Tables III-D and V-A.

"Phase #1 Specific Improvements" means the portion of the Authorized Improvements that are allocated to and benefit only the properties within Phase #1. The Phase #1 Specific Improvements are identified in Table III-B.

"Phases #2-6" means the property within the PID (excluding Phase #1) which is to be developed subsequent to Phase #1 and generally depicted in the map provided in Section II of this Service and Assessment Plan or any Annual Service Plan Update.

"Phases #2-6 Major Improvement Assessment Revenues" means the actual revenues received by or on behalf of the City from the collection of the Phases #2-6 Major Improvements Assessments levied against Assessed Property within Phases #2-6, or the Annual Installments thereof, for the pro rata portion of the Major Improvements allocable to Phases #2-6.

"Phases #2-6 Major Improvement Bonds" means those certain "City of Mesquite, Texas, Special Assessment Revenue Bonds, Series 2019 (Polo Ridge Public Improvement District No. 2 Phases #2-6 Major Improvement Project)" that are secured by Phases #2-6 Major Improvements Assessment Revenues. Phases #2-6 Major Improvement Bonds will fund the Phases #2-6 Major Improvements.

"Phases #2-6 Major Improvements" means the pro rata portion of the Major Improvements allocable to Phases #2-6 and identified in Table V-A.

"Phases #2-6 Major Improvements Assessment" means the Assessment levied on the Assessed Property within Phases #2-6 for the purpose of financing the Phases #2-6 Major Improvements.

"Phases #2-6 Specific Improvements" means the portion of the Authorized Improvements that are allocated to and benefit only the properties within each of the Phases #2-6. The Phases #2-6 Specific Improvements are identified in Table III-C. Notably, the Phases #2-6 Specific Improvements will not be assessed (that is, an assessment will not be levied for the Phases #2-6 Specific Improvements against Assessed Property in Phases #2-6) until such time as PID Bonds are issued for such Phases #2-6 Specific Improvements.



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SECTION I PLAN DESCRIPTION AND DEFINED TERMS

"PID" has the meaning set forth in Section I.A of this Service and Assessment Plan.

"PID Act" has the meaning set forth in Section I.A of this Service and Assessment Plan.

"PID Bonds" means one or more series of bonds issued to fund Authorized Improvements (or a portion thereof) in a Phase. In connection with the issuance of Bonds, Assessments will be levied only on Assessed Property, other than Non-Benefitted Property, located within each Phase.

"Prepayment Costs" means interest (including Additional Interest), penalties, costs, and Administrative Expenses resulting from the prepayment of an Assessment, including any third-party costs paid or incurred by the City as a result of any prepayment of an Assessment.

"Service and Assessment Plan" or **"SAP"** means this Service and Assessment Plan prepared for the PID pursuant to the PID Act, and as may be updated or amended from time to time.

"Specific Improvements" means the Authorized Improvements which confer benefit only upon the properties within a specific Phase.

"TIRZ Annual Credit Amount" means, for each Parcel, such Parcel's allocated amount of TIRZ Revenues calculated pursuant to Section V of this Service and Assessment Plan.

"TIRZ No. 10" means Reinvestment Zone Number Ten, City of Mesquite, Texas (Polo Ridge).

"TIRZ Ordinance" means an ordinance adopted by the City Council authorizing the use of TIRZ Revenues for project costs under the Tax Increment Financing Act, Texas Tax Code, Chapter 311, as amended, relating to certain public improvements as provided for in the Tax Increment Reinvestment Zone No. 10 Project Plan and Financing Plan (including amendments or supplements thereto).

"TIRZ Revenues" means, for each year, the amounts paid by the City from the TIRZ No. 10 tax increment fund pursuant to the TIRZ Ordinance to reduce an Annual Installment, as calculated each year, in accordance with Section VI of this Service and Assessment Plan.

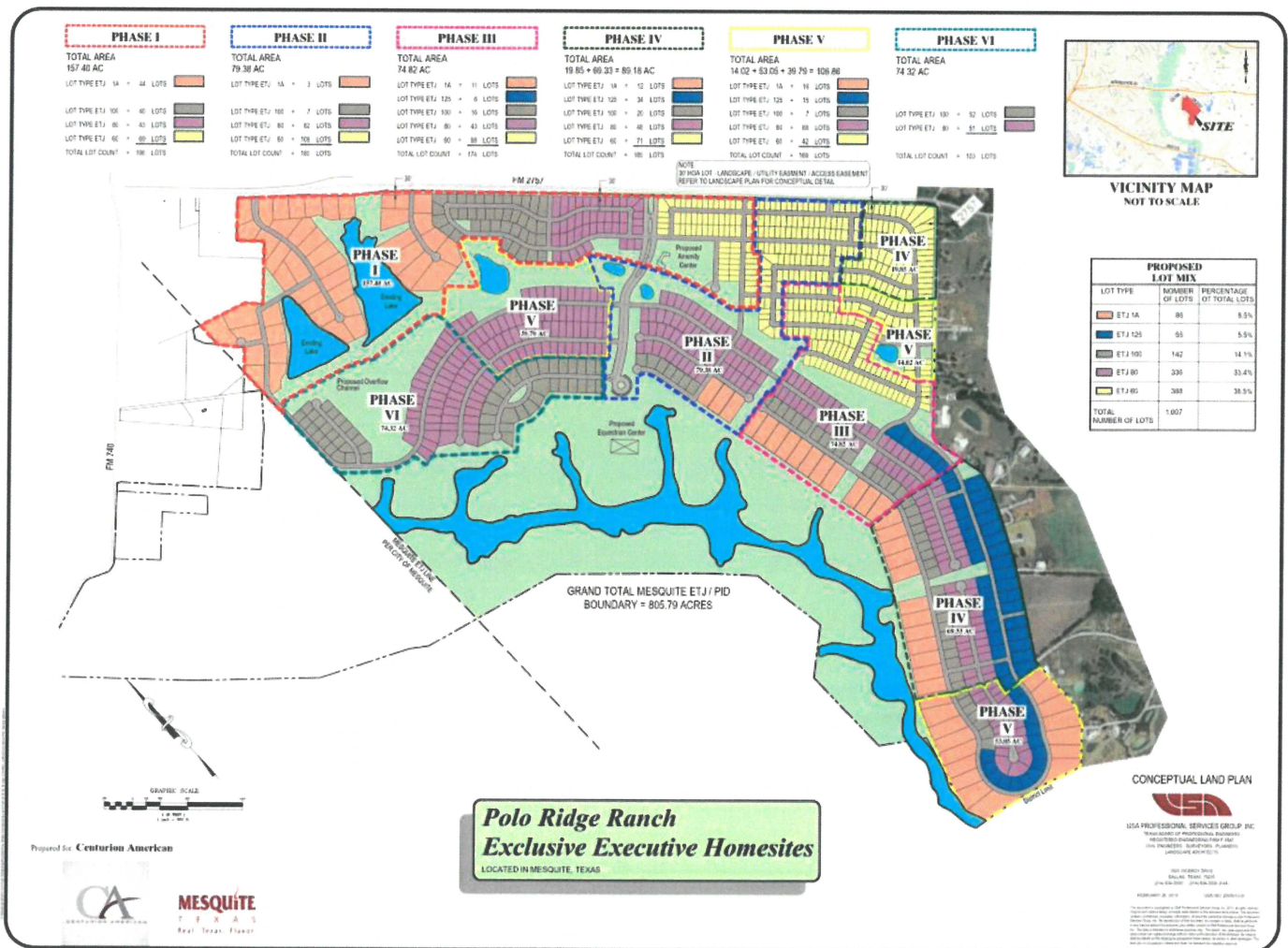
"Trustee" means the trustee as specified in the Indenture, including a substitute trustee.

II. PROPERTY INCLUDED IN THE PID

A. Property Included in the PID

The PID is located within the ETJ of the City and contains approximately 805.79 total acres of land. A conceptual map of the property within the PID is shown below. At completion, the PID is expected to consist of approximately 1,007 single family residential units as well as the infrastructure necessary to provide roadways, landscaping, drainage, and utilities to the property within the PID. The estimated number of Lots (1,007) and the classification of each Lot are based upon the proposed development plan. Legal descriptions of the boundaries of the PID are included in Appendix D.

Exhibit II-A: PID Conceptual Map



B. Property Included in Phases #1 and Future Phases

Phase #1 consists of approximately 157.4 developable acres of land and is projected to include 196 single family residential units, to be developed as Phase #1, as further described in Section III. Future Phases, which encompass Phases #2–6, will consist of approximately 425 developable acres and include approximately 811 residential units. A conceptual map of the property within the PID and depicting the boundaries of each proposed Phase is shown on the previous page.

It is anticipated that additional series of PID Bonds will be issued for each Future Phase when the construction of each Future Phase's Authorized Improvements is initiated. In connection with the issuance of each new series of PID Bonds, this Service and Assessment Plan will be updated to include additional details of each Future Phase, (as illustrated in the in Section II.B above).

The Future Phases are shown for illustrative purposes only and are subject to adjustment. The current Parcels in the PID are shown on the Assessment Roll included as Appendix A. The estimated number of units at Buildout of the PID is based on land use approvals by the City for the property, the anticipated subdivision of property in the PID, and the Owner's estimate of the highest and best use of the property within the PID.

III. DESCRIPTION OF THE AUTHORIZED IMPROVEMENTS

A. Authorized Improvement Overview

Section 372.003 of the PID Act defines the Authorized Improvements that may be undertaken by the City through the establishment of the PID. Authorized Improvements that may be undertaken pursuant to the PID Act include the following:

- (i) Landscaping;
- (ii) Erection of fountains, distinctive lighting, and signs;
- (iii) Acquiring, constructing, improving, widening, narrowing, closing, or rerouting of sidewalks or of streets, any other roadways, or their rights-of way;
- (iv) Construction or improvement of pedestrian mall;
- (v) Acquisition and assessment of pieces of art;
- (vi) Acquisition, construction, or improvement of libraries;
- (vii) Acquisition, construction, or improvement of off-street parking facilities;
- (viii) Acquisition, construction, or improvement of rerouting of mass transportation facilities;
- (ix) Acquisition, construction, or improvement of water, wastewater, or drainage facilities or improvements;
- (x) The establishment or improvement of parks;
- (xi) Projects similar to those listed in Subdivisions (i)-(x);
- (xii) Acquisition, by purchase or otherwise, of real property in connection with a public improvement;
- (xiii) Special supplemental services for improvement and promotion of the district, including services relating to advertising, promotion, health and sanitation, water and wastewater, public safety, security, business recruitment, development recreation, and cultural enhancement;
- (xiv) Payment of expenses incurred in the establishment, administration, and operation of the district; and
- (xv) The development, rehabilitation, or expansion of affordable housing.

After analyzing the public improvement projects authorized by the PID Act, the City has determined that the Authorized Improvements described in Section III.B of this SAP should be undertaken by the City. At this time, however, only the Major Improvements benefitting all Phases and the Phase #1 Specific Improvements will be financed with the Phase #1 Bonds and the Phases #2–6 Major Improvement Bonds issued in 2019.

B. Descriptions and Estimated Costs of the Authorized Improvements

The costs of the Authorized Improvements, shown in Table III-A, include the costs of the Major Improvements which benefit all Phases, the Phase #1 Specific Improvements which

only benefit Phase #1, and the Phases #2–6 Specific Improvements which only benefit Phases #2–6. These figures are estimates and may be revised in subsequent Annual Service Plan Updates.

The Authorized Improvements are generally described as follows and are constructed in accordance with the Development Agreement, the plans and specifications approved by the City, applicable local ordinances to the extent not modified by the City in writing, applicable state and federal regulations, and good engineering practices.

- **Roadway Improvements** – The roadway improvements are public road improvements including construction, excavations, grading, concrete, reinforcing steel, asphalt, lime, sidewalks, signs, lighting fixtures, street scaping, right of way grading, erosion control, and public walkway widening. The roadway improvements will be designed and constructed in accordance with City standards and specifications and will be owned and operated by the City. The costs of the roadway improvements are set forth in Table III-A.
- **Water Improvements** – The water improvements include water mains, trench excavation and embedment, dewatering, trench safety, PVC piping, bore, valves, ground storage, pumps, fire hydrants, thrust restraint devices, service connections, and testing. The water improvements will be designed and constructed in accordance with City and Texas Commission on Environmental Quality (“TCEQ”) standards and specifications and will be owned and operated by the City. The costs of the water improvements are set forth in Table III-A.
- **Sanitary Sewer Improvements** – The sanitary sewer improvements include sewer mains, manholes, trench excavation and embedment, dewatering, trench safety, and PVC piping. The sanitary sewer improvements will be designed and constructed in accordance with City and TCEQ standards and specifications and will be owned and operated by the City. The costs of the sanitary sewer improvements are set forth in Table III-A.
- **Storm Drainage Improvements** – The drainage improvements include storm sewer mains, inlets, earthen channels, swales, excavation and embedment, dewatering, trench safety, grade inlets, RCP piping and hoses, headways, concrete flumes, rock rip rap, and concrete outfalls. The drainage improvements will be designed and constructed in accordance with City standards and specifications and will be owned and operated by the City. The costs of the drainage improvements are set forth in Table III-A.

Table III-A	
All Major and Specific Improvements (a)	
Description	Total
Roadway Improvements	\$12,665,356.75
Water Improvements	\$4,028,960.00
Sanitary Sewer Improvements	\$4,004,248.50
Drainage Improvements	\$4,397,600.00
Professional and Other Soft Costs	\$8,083,903.76
Construction Contingency	\$1,451,000.00
Total Public Improvements	\$34,631,069.01

Note: Costs provided by USA Professional Services Group, Inc. The amounts shown in Table III-A may be revised in Annual Service Plan Updates.

(a) Major Improvements and the Specific Improvements in all Phases, as defined in Section I of this SAP, are Authorized Improvements approved by the PID Act.

As mentioned in Section II.B, additional PID Bonds may be issued in future years to finance the Phases #2–6 Specific Improvements. This Service and Assessment Plan will be updated to identify the costs of the specific Authorized Improvements financed by such PID Bonds that benefit each Phase (e.g., tables will be added to show the estimated costs for the Future Phases' Authorized Improvements).

C. Descriptions and Costs of Phase #1 Specific Improvements

The Phase #1 Specific Improvements are the Authorized Improvements that are allocable to and benefit only the Assessed Property within Phase #1 of the PID. The costs of the Phase #1 Specific Improvements are shown in Table III-B. These costs are estimates and may be revised in Annual Service Plan Updates. Savings from one line item may be applied to a cost increase in another item, as approved by the City, and these savings may only be applied to increases in costs of the Authorized Improvements permitted by the PID Act and identified within this Service and Assessment Plan.

Table III-B Phase #1 Specific Improvement Costs	
Description	Total
Roadway Improvements	\$1,994,540.25
Water Improvements	\$315,454.00
Sanitary Sewer Improvements	\$768,653.50
Drainage Improvements	\$686,750.00
Professional and Other Soft Costs	\$943,285.00
Construction Contingency	\$170,000.00
Total Authorized Improvements	\$4,878,682.75

Note: Costs provided by USA Professional Services Group, Inc. The amounts shown in Table III-B may be revised in Annual Service Plan Updates.

D. Descriptions and Costs of Phases #2-6 Specific Improvements

The Phases #2-6 Specific Improvements are the Authorized Improvements that are allocable to and benefit only the Assessed Property within Phases #2-6 of the PID. The anticipated costs of the Phases #2-6 Specific Improvements are shown in Table III-C. These costs are estimates and may be revised in Annual Service Plan Updates. The Phases #2-6 Specific Improvements will not be financed with the Phase #1 Bonds or the Phases #2-6 Major Improvement Bonds, and such costs will not be assessed until PID Bonds are issued for the Phases #2-6 Specific Improvements.

Table III-C Phases #2-6 Specific Improvement Costs	
Description	Total
Roadway Improvements	\$9,359,838.50
Water Improvements	\$2,075,218.00
Sanitary Sewer Improvements	\$2,033,892.50
Drainage Improvements	\$3,213,700.00
Professional and Other Soft Costs	\$4,895,625.26
Construction Contingency	\$961,000.00
Total Authorized Improvements	\$22,539,274.26

Note: Costs provided by USA Professional Services Group, Inc. The amounts shown in Table III-C may be revised in Annual Service Plan Updates.

E. Descriptions and Costs of Major Improvements

Major Improvements are the Authorized Improvements which benefit all Assessed Property within the PID and are identified in Table III-D. The allocation of Major Improvement costs will be based on the estimated assessed value at Buildout within each Phase as a percentage of the total estimated assessed value at Buildout within the PID. These Major Improvement costs are estimates and may be revised in Annual Service Plan Updates. The Major Improvements will be financed with both the Phase #1 Bonds and the Phases #2–6 Major Improvement Bonds. Savings from one line item may be applied to a cost increase in another item, as approved by the City, and these savings may only be applied to increases in costs of the Authorized Improvements permitted by the PID Act and identified within this Service and Assessment Plan.

**Table III-D
Major Improvements**

Major Improvement Costs (All Phases)

Description	Phase #1 Bonds	Phases #2–6 Major Improvement Bonds	Total
Roadway Improvements	\$267,564.52	\$1,043,413.48	\$1,310,978.00
Water Improvements	\$334,366.97	\$1,303,921.03	\$1,638,288.00
Sanitary Sewer Improvements	\$245,261.90	\$956,440.60	\$1,201,702.50
Drainage Improvements	\$101,466.01	\$395,683.99	\$497,150.00
Professional and Other Soft Costs	\$458,192.75	\$1,786,800.75	\$2,244,993.50
Construction Contingency	\$65,310.51	\$254,689.49	\$320,000.00
Total Major Improvements	\$1,472,162.67	\$5,740,949.33	\$7,213,112.00

Note: Costs provided by USA Professional Services Group, Inc. The amounts shown in Table III-D may be revised in Annual Service Plan Updates. Major Improvement Costs will be allocated to Phases based on the estimated assessed value at Buildout for all Phases. See Table V-A and Page 24 for additional detail.

IV. SERVICE PLAN

The PID Act requires the service plan to cover a period of at least five (5) years and define the annual projected costs and indebtedness for the Authorized Improvements undertaken within the PID during the five-year period. It is anticipated that it will take approximately sixteen (16) months for the Phase #1 Improvements to be constructed and twenty-eight (28) months for the construction of the Major Improvements.

After all or a portion of the Phase #1 Improvements and the Phases #2–6 Major Improvements are constructed, it is anticipated that the construction of the Phases #2–6 Specific Improvements will subsequently take place. The costs of construction of the Phases #2–6 Specific Improvements are expected to be financed with future PID Bonds, and an assessment will not be levied for the Phases #2–6 Specific Improvements until such time.

The estimated costs for the Phase #1 Improvements and the Phases #2–6 Major Improvements, plus costs related to the issuance of the Phase #1 Bonds and Phases #2–6 Major Improvement Bonds, and payment of expenses incurred in the establishment, administration, and operation of the PID is approximately \$15,397,908 as shown in Table IV-A, on the following page.

The sources and uses of funds shown in Table IV-A shall be updated each year in the Annual Service Plan Update to reflect any budget revisions and changes to Actual Costs.

**Table IV-A
Sources and Uses of Funds
(Major and Specific Improvements)**

Sources and Uses of Funds	2019 PID Bonds		Series 2019 Total*	Future PID Bonds
	Phase #1	Phases #2-6		Phases #2-6 (c)
Sources of Funds				
Bond Par Amount	\$7,040,000	\$7,500,000	\$14,540,000	\$20,460,000
Owner Cash Contribution	\$852,487	\$5,421	\$857,908	TBD
Total Sources of Funds	\$7,892,487	\$7,505,421	\$15,397,908	\$20,460,000
Uses of Funds				
<u>Major Improvements (a)</u>				
Roadway Improvements	\$267,565	\$1,043,413	\$1,310,978	\$0
Water Improvements	\$334,367	\$1,303,921	\$1,638,288	\$0
Sanitary Sewer Improvements	\$245,262	\$956,441	\$1,201,703	\$0
Drainage Improvements	\$101,466	\$395,684	\$497,150	\$0
Professional and Other Soft Costs	\$458,193	\$1,786,801	\$2,244,994	\$0
Construction Contingency	\$65,311	\$254,689	\$320,000	\$0
Subtotal Major Improvements	\$1,472,163	\$5,740,949	\$7,213,112	\$0
<u>Specific Improvements (a)</u>				
Roadway Improvements	\$1,994,540	\$0	\$1,994,540	\$9,359,839
Water Improvements	\$315,454	\$0	\$315,454	\$2,075,218
Sanitary Sewer Improvements	\$768,654	\$0	\$768,654	\$2,033,893
Drainage Improvements	\$686,750	\$0	\$686,750	\$3,213,700
Professional and Other Soft Costs	\$943,285	\$0	\$943,285	\$4,895,625
Construction Contingency	\$170,000	\$0	\$170,000	\$961,000
Subtotal Specific Improvements	\$4,878,683	\$0	\$4,878,683	\$22,539,274
<u>Financing Costs</u>				
Capitalized Interest (b)	\$407,775	\$513,966	\$921,741	TBD
Bond Reserve Fund	\$486,125	\$573,075	\$1,059,200	TBD
Underwriter's Discount	\$211,200	\$225,000	\$436,200	TBD
Costs of Issuance	\$436,541	\$452,431	\$888,972	TBD
Subtotal Financing Costs	\$1,541,641	\$1,764,472	\$3,306,113	TBD
Total Uses	\$7,892,487	\$7,505,421	\$15,397,908	TBD

(a) See Tables III-B and III-D for details. Excludes PID Bond Issuance Costs which are identified separately.

(b) Capitalized Interest is 16 months for the Phase #1 Bonds and the Phases #2-6 Major Improvement Bonds.

(c) Future PID Bond issuances are anticipated to finance the Phases #2-6 Specific Improvements.

* May not sum due to rounding.

The service plan shall be reviewed and updated annually for the purpose of determining the annual budget for Administrative Expenses, updating the estimated Authorized Improvement Costs, and updating the Assessment Roll. Any update to this Service and Assessment Plan shall be referred to as an Annual Service Plan Update.

The annual projected debt service and Administrative Expenses for the Phase #1 Improvements and the Phases #2–6 Major Improvements are shown in Tables IV-B and IV-C, respectively. The annual projected debt service and Administrative Expenses portion of the Assessments are subject to revision and shall be updated in the Annual Service Plan Update to reflect any changes expected for each year provided, however, that any Administrative Expenses charged as part of the Annual Installment shall not exceed the amount set forth in the Assessment Roll without compliance with the provisions of Section 372.016 and 372.017 of the PID Act.

Table IV-B Phase #1 Five (5) Year Summary Projected Annual Installments (a)					
Fiscal Year End	Interest	Principal	Delinquency and Prepayment Reserve (b)	Administrative Expenses	Annual Assessment Installment (c)
2019	\$56,581	\$0	\$0	\$30,000	\$30,000
2020	\$351,194	\$0	\$35,200	\$30,600	\$65,800
2021	\$351,194	\$125,000	\$35,200	\$31,212	\$542,606
2022	\$345,881	\$130,000	\$34,575	\$31,836	\$542,293
2023	\$340,356	\$135,000	\$33,925	\$32,473	\$541,754
TOTAL	\$1,445,206	\$390,000	\$138,900	\$156,121	\$1,722,452

(a) Numbers may not sum due to rounding.
 (b) There is an initial deposit of the Phase #1 Bonds in the amount of \$35,200.
 (c) The Projected Annual Installments are based on the interest rate on the Phase #1 Bonds, a 30-year term of the Assessments, Additional Interest Component equal to 0.50% of outstanding principal portion of the Assessment attributable to the Phase #1 Bonds, and annual administrative expenses of \$30,000 increasing at 2.0% per year.
 Capitalized Interest on the Phase #1 Bonds is \$407,774.98.

Table IV-C Phases #2 - 6 (MI) Five (5) Year Summary Projected Annual Installments (a)					
Fiscal Year End	Interest	Principal	Delinquency and Prepayment Reserve (b)	Administrative Expenses	Annual Assessment Installment (c)
2019	\$71,316	\$0	\$0	\$25,000	\$25,000
2020	\$442,650	\$0	\$37,500	\$25,500	\$63,000
2021	\$442,650	\$115,000	\$37,500	\$26,010	\$621,160
2022	\$436,756	\$120,000	\$36,925	\$26,530	\$620,211
2023	\$430,606	\$125,000	\$36,325	\$27,061	\$618,992
TOTAL	\$1,823,978	\$360,000	\$148,250	\$130,101	\$1,948,364

(a) Numbers may not sum due to rounding.
 (b) There is an initial deposit of the Phases #2-6 Major Improvement Bonds in the amount of \$37,500.
 (c) The Projected Annual Installments are based on the interest rate on the Phases #2-6 Major Improvement Bonds, a 30-year term of the Assessments, Additional Interest Component equal to 0.50% of outstanding principal portion of the Assessment attributable to the Phases #2-6 Major Improvement Bonds, and annual administrative expenses of \$25,000 increasing at 2.0% per year.
 Capitalized Interest on the Phases #2-6 Major Improvement Bonds is \$513,965.83.

The projected annual costs shown in Table IV-D are the annual expenditures relating to the Phase #1 Improvements, the Phases #2-6 Major Improvements, the costs associated with setting up the PID, and the costs of issuance, including reserves, as shown in Table IV-A. The projected annual indebtedness shown in Table IV-D reflects the debt service on the Phase #1 Bonds and the Phases #2-6 Major Improvement Bonds.

Table IV-D Annual Projected Costs and Annual Projected Indebtedness		
Fiscal Year End	Projected Annual Costs of Authorized Improvements	Projected Annual Indebtedness
2019	\$1,203,923	\$0
2020	\$7,223,541	\$0
2021	\$3,254,263	\$1,033,844
2022	\$410,068	\$1,032,638
2023	\$0	\$1,030,963
TOTAL	\$12,091,795	\$3,097,444

As Phases #2-6 are developed, in association with the issuance of PID Bonds for the Phases #2-6 Specific Improvements, tables in this Section IV will be updated, added, or revised to identify the Phases #2-6 Specific Improvements to be financed by the new series of PID Bonds and the projected indebtedness resulting from the new series of PID Bonds.

V. ASSESSMENT PLAN

A. Introduction

The PID Act requires the City Council to apportion the costs of the Authorized Improvements on the basis of special benefits conferred upon the property as a result of the Authorized Improvements. The PID Act provides that the costs of the Authorized Improvements may be assessed: (i) equally per front foot or square foot; (ii) according to the value of the property as determined by the governing body, with or without regard to improvements on the property; or (iii) in any other manner that results in imposing equal shares of the cost on property similarly benefited.

The PID Act further provides that the governing body may establish by ordinance or order reasonable classifications and formulas for the apportionment of the cost between the municipality and the area to be assessed and the methods of assessing the special benefits for various classes of improvements.

The proposed bond issuance program entails a series of bond financings that are intended to finance the public infrastructure required for the development. This financing will necessarily be undertaken in phases to coincide with the private investment and development of the Authorized Improvements. Following the issuance of the initial Phase #1 Bonds and Phases #2–6 Major Improvement Bonds, subsequent financings (i.e., the Phases #2–6 Specific Improvement Bonds) are to be issued in order to construct the phase-specific infrastructure necessary to develop the single family units in Phases #2–6.

The purpose of the issuance of bonds in phases is to mirror the actual development of the Authorized Improvements. PID Bonds are most prudently and efficiently utilized when directly coinciding with construction of the public infrastructure needed for the private development that is to occur once the infrastructure is completed; it is most effective to issue the Bonds when the infrastructure is needed, not before.

Additionally, the issuance of PID Bonds will maintain a prudent Value-to-Lien (“VTL”) within the financing program. In order to maintain a prudent VTL, the initial issuance of bonds for a specific portion of Authorized Improvements within a Phase may not fund all of the necessary Authorized Improvements because the property value is not high enough to support the entire debt load at the VTL chosen for the development. In that case, the Owner will need to fund the additional infrastructure costs with cash at closing and will be responsible for any cost overruns which exceed the total budget.

For purposes of this Service and Assessment Plan, the City Council has determined that the costs of the Authorized Improvements shall be allocated as described below:

1. The Authorized Improvement Costs shall be allocated on the basis of the size of the Lots and their estimated value once Assessed Property is developed, and that such

method of allocation will result in the imposition of equal shares of the costs of the improvements to Lots similarly benefited.

2. The City Council has concluded that larger more expensive homes are likely to be built on the larger lots, and that larger more expensive homes are likely to make greater use of and receive greater benefit from the Authorized Improvements. In determining the relative values of Parcels, the City Council has taken in to consideration: (i) the type of development (i.e., residential, commercial, etc.); (ii) single family lot sizes and the size of homes likely to be built on lots of different sizes; (iii) current and projected home prices provided by the Owner; (iv) the Authorized Improvements to be provided and the estimated costs; and (v) the ability of different property types to utilize and benefit from the improvements.
3. The Assessed Property is classified into different Lot Types as detailed in Tables V-B and V-C (and repeated in Tables V-D and V-E) based on the type and size of proposed development on each Lot.
4. The Major Improvement costs are proportionally allocated to the Assessed Property within Phase #1 and the Assessed Property within Phases #2–6 based on the ratio of total estimated assessed value at Buildout for the Assessed Property within Phase #1 and the Assessed Property within Phases #2–6. This results in an allocation of 20.41% of the costs of the Major Improvements to Phase #1 and an allocation of 79.59% of the costs of the Major Improvements to Phases #2–6.
5. The Phase #1 Improvement costs (which include the Phase #1 Specific Improvements and the Phase #1 Major Improvements) are allocated to each Lot within Phase #1 based on the size of the Lot.

Table V-A identifies the allocation of costs for the Major Improvements which benefit all phases.

At this time, Assessed Property will only be assessed for the special benefits conferred upon the property due to the Phase #1 Improvements (which include the Phase #1 Specific Improvements and Phase #1 Major Improvements) and the Phases #2–6 Major Improvements. The Phases #2–6 Specific Improvements will not be assessed until such time as PID Bonds are issued for such Future Phases.

In connection with the issuance of PID Bonds for the Phases #2–6 Specific Improvements, this Service and Assessment Plan will be updated to reflect the special benefit each Assessed Property within Phases #2–6 receives from the Phases #2–6 Specific Improvements that are allocable only to Phases #2–6. Prior to assessing Assessed Property located within Phases #2–6 in connection with issuance of future PID Bonds, each owner of the Assessed Property to be assessed in Phases #2–6 will acknowledge that the specific Authorized Improvements to be financed confer a special benefit on their Assessed Property and will consent to the

imposition of Assessments to pay for the Actual Costs of such Authorized Improvements.

This section of the SAP currently: (i) describes the special benefit received by the Assessed Property within Phase #1 of the PID as a result of the Phase #1 Improvements (which include the pro-rata portion of Major Improvements allocable to Phase #1) and the special benefit received by the Assessed Property within Phases #2–6 as a result of the Phases #2–6 Major Improvements; (ii) provides the basis and justification for the determination that this special benefit exceeds the amount of the Assessments to be levied on the Assessed Property within Phase #1 and the Assessed Property within Phases #2–6 for such improvements; and (iii) establishes the methodologies by which the City Council allocates and reallocates the special benefit of Phase #1 Improvements and Phases #2–6 Major Improvements to Assessed Property in a manner that results in equal shares of the Actual Costs of such improvements being apportioned to Assessed Property similarly benefited.

The determination by the City Council of the assessment methodologies set forth below is the result of the discretionary exercise by the City Council of its legislative authority and governmental powers and is conclusive and binding on the Owner and all future owners and owners of the Assessed Property.

B. Special Benefit

Assessed Property must receive a direct and special benefit from the Authorized Improvements, and this benefit must be equal to or greater than the amount of the Assessments. The Authorized Improvements are provided specifically for the benefit of the Assessed Property. The Authorized Improvements (more particularly described in Section III.B of this Service and Assessment Plan) and the costs of issuance and payment of costs incurred in the establishment of the PID, shown in Table IV-A, are authorized by the Act. These improvements are provided specifically for the benefit of the Assessed Property.

Each owner of Assessed Property has acknowledged that the Authorized Improvements confer a special benefit on the property and has consented to the imposition of Assessments to pay for the Actual Costs associated therewith. Each of the owners is acting in his or her best interest in consenting to this apportionment and levying of Assessments because the special benefit conferred upon the Assessed Property by the Authorized Improvements exceeds the amount of the Assessments.

The Authorized Improvements provide a special benefit to the Assessed Property as a result of the close proximity of these improvements to the Assessed Property and the specific purpose of these improvements of providing infrastructure for the Assessed Property. In other words, the Assessed Property could not be used in the manner proposed without the construction of the Authorized Improvements. The Authorized Improvements are being provided specifically to meet the needs of the Assessed Property as required for the proposed use of the property.

The Assessments are being levied to provide the Authorized Improvements that are required for the highest and best use of the Assessed Property (i.e., the use of the property that is most valuable, including any costs associated with that use). Highest and best use can be defined as “the reasonably probable and legal use of property, which is physically possible, appropriately supported, financially feasible, and that results in the highest value.” (*Dictionary of Real Estate Appraisal, Third Edition.*) The Authorized Improvements are expected to be required for the proposed use of the Assessed Property to be physically possible, appropriately supported, financially feasible, and maximally productive.

The Owner has evaluated the potential use of the property and has determined that the highest and best use of the property is the use intended and the legal use for the property for single family residential units as described in Section II of this Service and Assessment Plan. The use of the Assessed Property as described herein will require the construction of the Authorized Improvements.

Each owner of Assessed Property will ratify, confirm, accept, agree to, and approve: (i) the determinations and findings by the City Council and Administrator as to the special benefits described in this Service and Assessment Plan and the Assessment Ordinance; (ii) the Service and Assessment Plan and the Assessment Ordinance, and (iii) the levying of Assessments on the Assessed Property.

The use of Assessed Property as described in this Service and Assessment Plan and as authorized by the PID Act requires that Authorized Improvements be acquired, constructed, installed, and/or improved. Funding the Actual Costs of the Authorized Improvements through the PID has been determined by the City Council to be the most beneficial and cost-effective means of doing so. The Assessments result in a special benefit to the Assessed Property, and this special benefit exceeds the amount of the Assessment. This conclusion is based on and supported by the evidence, information, and testimony provided to the City Council.

In summary, the Authorized Improvements result in a special benefit to the Assessed Property for the following reasons:

1. The Authorized Improvements are being provided specifically for the use of the Assessed Property, are necessary for the proposed best use of the property, and provide a special benefit to the Assessed Property;
2. The Authorized Improvements are required for the highest and best use of the Assessed Property, and the highest and best use of the Assessed Property is the construction of single-family residential units; and
3. The special benefits to the Assessed Property from the Authorized Improvements will be equal to or greater than the Assessments.

C. Allocation of Costs to Assessed Property

The Authorized Improvements will provide a special benefit to property within the PID. Accordingly, the estimated Authorized Improvement Costs must be allocated to Assessed Property in the PID in a reasonable manner (Section V.A). Table V-A summarizes the allocation of Major Improvements costs. The costs shown in Table V-A are estimates and may be revised in Annual Service Plan Updates. The Assessments for the Phase #1 Bonds and Phases #2–6 Major Improvement Bonds, identified in Tables V-D and V-E, may not, however, be increased without notice and a public hearing as required under the Act. Alternately, if a platting or replatting of property within the PID would increase an Assessment on a Lot from the Assessment set forth herein, the owner of the parcel may be required to pay the difference as set forth in Section VI.D.

Table V-A Major Improvements					
Allocation of Major Improvements (a)					
Public Improvements	Total Costs	PHASE #1		PHASE #2 - 6 (b)	
		% Allocation	Share of Costs	% Allocation	Share of Costs
Roadway Improvements	\$1,310,978.00	20.41%	\$267,564.52	79.59%	\$1,043,413.48
Water Improvements	\$1,638,288.00	20.41%	\$334,366.97	79.59%	\$1,303,921.03
Sanitary Sewer Improvements	\$1,201,702.50	20.41%	\$245,261.90	79.59%	\$956,440.60
Drainage Improvements	\$497,150.00	20.41%	\$101,466.01	79.59%	\$395,683.99
Professional and Other Soft Costs	\$2,244,993.50	20.41%	\$458,192.75	79.59%	\$1,786,800.75
Construction Contingency	\$320,000.00	20.41%	\$65,310.51	79.59%	\$254,689.49
Total Major Improvements	\$7,213,112.00		\$1,472,162.67		\$5,740,949.33

(a) See Table III-D for details.
(b) As Phases #2–6 develop and future PID Bonds are issued, Table V-A will be updated to identify the allocation for each Phase.

Phase #1 is projected to contain 196 residential units. As shown in Table V-B, the total estimated assessed value at Buildout for the Assessed Property within Phase #1 is calculated to be \$73,975,000.00. Phases #2–6 are projected to contain 811 residential units resulting in an estimated assessed value at Buildout of \$288,478,125 for the Assessed Property within Phases #2–6, as shown in Table V-C. The total estimated assessed value at Buildout for the entire PID is, therefore, calculated to be \$362,453,125.00. As a result, 20.41 percent of the estimated costs of Major Improvements (i.e. $\$73,975,000.00 \div \$362,453,125.00 = 20.41\%$) are allocated to the Assessed Property within Phase #1 and 79.59 percent of the estimated costs of Major Improvements are allocated to the Assessed Property within Phases #2–6. The Phase #1 Bonds will fund the Phase #1 Improvements and the Phases #2–6 Major Improvement Bonds will fund the Phases #2–6 Major Improvements. Both the Phase #1 Bonds and the Phases #2–6 Major Improvement Bonds will be issued in 2019.

D. Assessment Methodology

The estimated costs of the Authorized Improvements may be assessed by the City Council against the Assessed Property so long as the special benefit conferred upon the property by the Authorized Improvements equals or exceeds the Assessments. The estimated costs of the Authorized Improvements may be assessed using any methodology that results in the imposition of equal shares of the costs on Assessed Property similarly benefited.

1. *Assessment Methodology for Phase #1 Improvements*

For purpose of this SAP, the City Council has determined that the estimated costs of the Phase #1 Improvements, which include the Phase #1 Specific Improvements and the Phase #1 Major Improvements, shall be allocated to Assessed Property within Phase #1 by spreading the entire Assessment across the Assessed Property within Phase #1 based on the estimated assessed value at Buildout as calculated and shown in Table V-B using the types and number of Lots anticipated to be developed on the Assessed Property within Phase #1. Phase #1 Improvements are to be financed with the Phase #1 Bonds.

The Assessment and Annual Installments for Assessed Property within Phase #1 are shown on the Assessment Roll, attached as Appendix A, and no Assessment shall be changed except as authorized by this SAP or the PID Act.

Table V-B Phase #1 Improvements Assessment Allocation by Lot Type (a)				
Lot Type	# of Lots	Estimated Assessed Value Per Home	Estimated Assessed Value at Buildout	Phase #1 Allocation by Lot Type
One-Acre	44	\$475,000.00	\$20,900,000.00	28.25%
100'	40	\$437,500.00	\$17,500,000.00	23.66%
80'	43	\$370,000.00	\$15,910,000.00	21.51%
60'	69	\$285,000.00	\$19,665,000.00	26.58%
Total	196	N/A	\$73,975,000.00	100.00%

(a) See Table V-D for details.

2. Assessment Methodology for the Phases #2–6 Major Improvements

For purpose of this SAP, the City Council has determined that the estimated costs of the Phases #2–6 Major Improvements shall be allocated to Assessed Property within Phases #2–6 by spreading the entire Assessment across the Assessed Property within Phases #2–6 based on the estimated assessed value at Buildout as calculated and shown in Table V-C using the types and number of Lots anticipated to be developed on the Assessed Property within Phases #2–6. Phases #2–6 Major Improvements are to be financed with the Phases #2–6 Major Improvement Bonds.

Table V-C Phases #2–6 Major Improvements Assessment Allocation by Lot Type (a)				
Lot Type	# of Lots	Estimated Assessed Value Per Home	Estimated Assessed Value at Buildout	Phases #2–6 Allocation by Lot Type
One-Acre	42	\$475,000.00	\$19,950,000.00	6.92%
125'	55	\$446,875.00	\$24,578,125.00	8.52%
100'	102	\$437,500.00	\$44,625,000.00	15.47%
80'	293	\$370,000.00	\$108,410,000.00	37.58%
60'	319	\$285,000.00	\$90,915,000.00	31.52%
Total	811	N/A	\$288,478,125.00	100.00%

(a) See Table V-E for details.

The Assessment and Annual Installments for Assessed Property within Phases #2–6 are shown on the Assessment Roll, attached as Appendix A, and no Assessment shall be changed except as authorized by this SAP or the PID Act.

E. Assessments Allocation

The Assessments for the Phase #1 Bonds and the Phases #2–6 Major Improvement Bonds will be levied on the Assessed Property within Phase #1 and the Assessed Property within Phases #2–6 according to the Assessment Roll, attached hereto as Appendix A. The Annual Installments for the Phase #1 Bonds and the Phases #2–6 Major Improvement Bonds will be collected at the time and in the amounts shown on the Assessment Roll, subject to any revisions made during an Annual Service Plan Update.

The total Assessment for Phase #1 and Phases #2–6 are set forth below in Tables V-D and V-E, respectively.

**Table V-D
Phase #1 Bonds
Estimated Assessment Per Lot (a)**

Lot Type of Lots	# Assessed Value Per Home (b)	Estimated Assessed Value at Buildout	Phase #1 Assessment Allocation by Lot Type	Total Assessment Principal (c)	Total Assessment		Average Annual Assessment Per Lot (e)	Tax Rate Equivalent (per \$100)
					Principal	Installments (d)		
One-Acre	44	\$475,000.00	28.25%	\$1,988,996.28	\$45,204.46	\$97,865.56	\$3,473.23	\$0.7312
100'	40	\$437,500.00	23.66%	\$1,665,427.51	\$41,635.69	\$90,139.33	\$3,199.03	\$0.7312
80'	43	\$370,000.00	21.51%	\$1,514,111.52	\$35,211.90	\$76,232.12	\$2,705.46	\$0.7312
60'	69	\$285,000.00	26.58%	\$1,871,464.68	\$27,122.68	\$58,719.34	\$2,083.94	\$0.7312
Total	196	\$377,423.47	100.00%	\$7,040,000.00	N/A	\$15,241,273.82	N/A	N/A

(a) Numbers may not sum due to rounding.
 (b) Estimates based on information available as of April 15, 2019.
 (c) Although the actual unit counts and buildout values may vary from the estimates shown above and in the Assessment Roll for Phase #1 Assessed Property, the initial Assessment allocation for each Lot Type as set forth will not change and any adjustments to unit counts or buildout values resulting in an Assessment that exceeds the Assessment for the Lot Type as set forth in this SAP shall require a Mandatory Prepayment as outlined in Section VI.
 (d) Assessment Installments include the (i) annual principal amount due on the Assessments, (ii) annual interest amount due on the Assessments including the Additional Interest on the outstanding principal amount of the Phase #1 Bonds, (iii) and the Administrative Expense portion of the Assessment.
 (e) Average Annual Assessment Installments reflect principal payment years without Capitalized Interest. Phase #1 Average Annual Assessment Installments thus reflect the Fiscal Year ending in 2021 through the Fiscal Year ending in 2048.

Table V-E
Phases #2 - 6 Major Improvement Bonds
Estimated Assessment Per Lot (a)

Lot Type of Lots	#	Estimated Assessed Value Per Home (b)	Estimated Assessed Value at Buildout	Phases #2-6 Assessment Allocation by Lot Type	Total Assessment Principal (c)	Total Assessment		Average Annual Assessment Installment Per Lot	Tax Rate Equivalent (per \$100)
						Principal Per Lot	Installments (d)		
One-Acre	42	\$475,000.00	\$19,950,000.00	6.92%	\$518,670.18	\$12,349.29	\$1,205,829.64	\$1,020.19	\$0.2148
125'	55	\$446,875.00	\$24,578,125.00	8.52%	\$638,994.51	\$11,618.08	\$1,485,565.50	\$959.78	\$0.2148
100'	102	\$437,500.00	\$44,625,000.00	15.47%	\$1,160,183.29	\$11,374.35	\$2,697,250.51	\$939.65	\$0.2148
80'	293	\$370,000.00	\$108,410,000.00	37.58%	\$2,818,497.94	\$9,619.45	\$6,552,581.02	\$794.67	\$0.2148
60'	319	\$285,000.00	\$90,915,000.00	31.52%	\$2,363,654.09	\$7,409.57	\$5,495,137.93	\$612.11	\$0.2148
Total	811	\$355,706.69	\$288,478,125.00	100.00%	\$7,500,000.00	N/A	\$17,436,364.60	N/A	N/A

(a) Numbers may not sum due to rounding.

(b) Estimates based on information available as of April 15, 2019.

(c) Although the actual unit counts and buildout values may vary from the estimates shown above and in the Assessment Roll for Phases #2-6 Assessed Property, the initial Assessment allocation for each Lot Type as set forth will not change and any adjustments to unit counts or buildout values resulting in an Assessment that exceeds the Assessment for the Lot Type as set forth in this SAP shall require a Mandatory Prepayment as outlined in Section VI.

(d) Annual Installments include the (i) annual principal amount due on the Assessments, (ii) annual interest amount due on the Assessments including the Additional Interest on the outstanding principal amount of the Phases #2-6 Major Improvement Bonds, (iii) and the Administrative Expense portion of the Assessment.

(e) Average Annual Assessment Installments reflect principal payment years without Capitalized Interest. Phases #2-6 Average Annual Assessment Installments thus reflects the Fiscal Year ending in 2021 through the Fiscal Year ending in 2048.

F. Administrative Expenses

The Administrative Expense portion of the Assessment shall be paid for on a pro rata basis by each Parcel based on the amount of outstanding Assessment remaining on the Parcel. The benefit to the Assessed Property from administration and operation of the District, reflected in the Administrative Expenses, is at least equal to the portion of the Annual Installment attributable to Administrative Expenses that are assessed against the Assessed Property. The Administrative Expenses shall be collected as part of the Annual Installments in the amounts shown on the Assessment Roll shown on Appendix A, which will be revised in Annual Service Plan Updates based on actual costs incurred. Administrative Expenses do not include payment of the actual principal of and interest on the Bonds or any costs which constitute expenses payable as an expense of issuing the Bonds. Administrative Expenses collected and not budgeted for actual Administrative Expenses shall be carried forward and applied to reduce Administrative Expenses in subsequent years to avoid the over-collection of Administration Expenses. The amount of Administrative Expenses necessary for the time period commencing on the date the initial Bonds are issued and terminating on the date the first Annual Installment is due will be paid at closing, as shown on Table IV-A.

G. Delinquency and Prepayment Reserve

Pursuant to the PID Act, the interest rate for Assessments may exceed the actual interest rate per annum paid on the related PID Bonds by no more than one half of one percent (0.50%). The interest rate used to determine the Assessments is one half of one percent (0.50%) per annum higher than the actual rate paid on the PID Bonds (the "Additional Interest"). Additional Interest shall be collected as part of each Annual Installment as set forth on the Assessment Roll. Under the PID Bond Indenture, Additional Interest shall ultimately be deposited into a reserve account pursuant to the Indenture (the "Delinquency and Prepayment Reserve Account") such that the balance in the Delinquency and Prepayment Reserve Account equals 5.5% of the outstanding principal balance of the PID Bonds (the "Delinquency and Prepayment Reserve Requirement") and shall then be deposited as set forth in the Indenture. The Delinquency and Prepayment Reserve Account shall be used to pay Prepayment Costs, Delinquent Collection Costs, or to cover any deficiencies in the funds available to pay debt service on the PID Bonds, all as set forth in the Indenture. If the Delinquency and Prepayment Reserve Account contains the Delinquency and Prepayment Reserve Requirement, the Additional Interest will be allocated for the additional purposes set forth in the PID Bond Indenture, which purposes may include: (i) covering deficiencies in funds available to pay debt service on the applicable PID Bonds; (ii) paying costs associated with the prepayment of any PID Bonds; (iii) paying the costs of Administrative Expenses; and/or (iv) the redemption of PID Bonds. An initial deposit to the Delinquency and Prepayment Reserve account in the amount of \$35,200 for Phase #1 and \$37,500 for Phases #2–6 will be made from the proceeds of the Phase #1 Bonds and Phases #2–6 Major Improvement Bonds, respectively, and the remainder of the Delinquency and Prepayment Reserve requirement will accumulate over time with the collection of the Additional Interest as part of each Annual Installment.

H. TIRZ Annual Credit Amount

The City Council, in accordance with the TIRZ Ordinance and the Development Agreement, has agreed to use a portion of TIRZ Revenues generated (the "TIRZ Annual Credit Amount") to reduce the Annual Installment for all Assessed Property based on the desire of the City Council to maintain a competitive, composite equivalent ad valorem tax rate taking into consideration the tax rates of all applicable taxing units and the equivalent tax rate of the Annual Installments of the Assessments based on assumed improvement values.

1. The Annual Installment for a Parcel shall be calculated from the previous tax year's TIRZ Revenues then on deposit in the TIRZ No. 10 Tax Increment Fund, but in no event shall the TIRZ Annual Credit Amount exceed the amounts shown in Paragraph 2 immediately below for each Parcel (i.e., TIRZ Revenues collected in 2019 shall be applied as the TIRZ Annual Credit Amount applicable to Annual Installments to be collected in 2020). A Parcel will become eligible for the TIRZ Annual Credit Amounts only after a Final Building Inspection has been completed by the City.
2. The TIRZ Annual Credit Amount available to reduce the Annual Installment for a Parcel was calculated based on the TIRZ increment intended to offset a portion of Assessments levied against Residential Property within the PID, as identified in Development Agreement. A portion of the City's collected ad valorem tax increment shall thereby be dedicated to off-set or pay a portion of Assessments levied for the costs of Authorized Improvements, up to the annual amounts specified below and the total amount indicated in the Development Agreement. This is done so that the net total of the Assessment does not produce an equivalent tax rate which exceeds the competitive, composite equivalent ad valorem tax rate taking into consideration the tax rates of all applicable taxing units and the equivalent tax rate of the Annual Installments of the Assessments based on assumed improvement values at the time of the PID Bonds being approved, and this calculation establishes the Final Maximum TIRZ Annual Credit Amount for all Lot Types.

i.	TIRZ Annual Credit Amount for One-Acre Lot Type:	\$1,392
ii.	TIRZ Annual Credit Amount for 125' Lot Type:	\$1,310
iii.	TIRZ Annual Credit Amount for 100' Lot Type:	\$1,282
iv.	TIRZ Annual Credit Amount for 80' Lot Type:	\$1,084
v.	TIRZ Annual Credit Amount for 60' Lot Type:	\$835

3. If the application of the TIRZ Annual Credit Amount results in excess TIRZ Revenues available from the TIRZ Fund, such excess TIRZ Revenues shall be held in a segregated account by the City and shall be used either (i) to prepay a portion of all Assessments on the Assessed Property, as determined by the City and the Administrator, and to redeem bonds pursuant to the extraordinary redemption provisions of the Indenture, (ii) to optionally redeem the outstanding Bonds pursuant to the provisions of the Indenture, or (iii) to be applied in future years in an effort to maintain a level Annual Installment schedule.

If the debt service on issued and outstanding Bonds is reduced as the result of an economic refunding of those Bonds or the redemption of Bonds, then there would be a corresponding reduction in the TIRZ Annual Credit Amount, the Annual Installments, and the Assessment lien on each Assessed Property, all of which would be reflected in a subsequent Annual Service Plan Update.

VI. TERMS OF THE ASSESSMENTS

A. Amount of Assessments and Annual Installments for Assessed Property Located within the PID

1. *Assessed Property Located within Phase #1*

The Assessment and Annual Installments for Assessed Property located within Phase #1 of the PID are presented in Appendix A. No Assessment shall be changed except as authorized in an Annual Service Plan Update and the PID Act.

The Annual Installments for Phase #1 shall be collected in an amount sufficient to pay the (i) annual principal amount due on the Assessments, (ii) annual interest amount due on the Assessments including the Additional Interest with respect to the Phase #1 Bonds, (iii) Administrative Expense portion of the Assessment, and (iv) to pay any other costs authorized by the PID Act.

The Annual Installment for each Assessed Property within Phase #1 shall be calculated by taking into consideration any available capitalized interest and the TIRZ Annual Credit Amount applicable to the relevant Parcel(s) as set forth in Section V.H herein.

2. *Assessed Property Located within Phases #2–6*

The Assessment and Annual Installments for Assessed Property located within Phases #2–6 of the PID are presented in Appendix A, and no Assessment shall be changed except as authorized by an Annual Service Plan update and the PID Act. At this time, Assessed Property within Phases #2–6 will only be assessed for the special benefits conferred upon the property due to the Phases #2–6 Major Improvements.

The Annual Installments for Phases #2–6 shall be collected in an amount sufficient to pay the (i) annual principal amount due on the Assessments, (ii) annual interest amount due on the Assessments including the Additional Interest with respect to the Phases #2–6 Major Improvement Bonds, (iii) Administrative Expense portion of the Assessments, and (iv) to pay any other costs authorized by the PID Act.

The Annual Installment for each Assessed Property within Phases #2–6 shall be calculated by taking into consideration any available capitalized interest and the TIRZ Annual Credit Amount applicable to the relevant Parcel(s) as set forth in Section V.H herein.

B. Amount of Assessments and Annual Installments for Assessed Property Located Within Phases #2–6

As the Future Phases #2–6 are developed, this Service and Assessment Plan will be amended to determine the Assessment for the Phases #2–6 Specific Improvements and the Annual Installments for the Assessed Property within Phases #2–6 (i.e., Appendix A will be updated) as a result of the special benefit conferred by the Phases #2–6 Specific Improvements. The Assessments levied for any Phases #2–6 Specific Improvements shall not exceed the special benefit received by the Assessed Property within Phases #2–6.

C. Reallocation of Assessments for Assessed Property located within the PID

1. Apportionment of Assessments Upon Consolidation of Assessed Properties

Upon the consolidation of two or more Assessed Properties, the Assessment for the consolidated Assessed Property shall be the sum of the Assessments for the Assessed Properties prior to consolidation.

2. Apportionment of Assessments Upon Division of Assessed Properties

In general, the sum of the Assessments for all newly subdivided Assessed Property shall equal the Assessment for the subdivided Assessed Property prior to subdivision. The Assessment initially applicable to each Assessed Property is equal to the Assessment that corresponds to the Lot Type for such Assessed Property; if an Assessed Property contains two or more Lots, the Assessment initially applicable is equal to the sum of the Assessments that correspond to the Lot Types for such Assessed Property. Similarly, if an Assessed Property is subsequently platted, subdivided, re-subdivided or re-platted, the Assessment applicable to each resulting new Lot shall be equal to the Assessment that corresponds to the Lot Type for such Assessed Property. However, the reallocation of an Assessment for an Assessed Property may not exceed the Assessment prior to the reallocation without a Mandatory Prepayment made pursuant to Section VI.D. Any reallocation pursuant to this section shall be calculated by the Administrator and shall be reflected in an Annual Service Plan Update approved by the City. The reallocation of any Assessments as described herein shall be considered an administrative action and will not require any notice or public hearing, as defined in the PID Act, by the City.

3. Non-Benefited Property to Assessed Property

In the case it has been determined that a Non-Benefited Property shall be classified as an Assessed Property (i.e. it has been determined that the property now receives benefit from the Authorized Improvements), an Assessment is hereby levied against such Assessed Property in accordance to the methodology described in this Assessment Plan, and the Assessment Roll shall be amended in the next Annual Service Plan Update.

D. Mandatory Prepayment of Assessments

An owner of Assessed Property is required to pay (i) any Assessment excess or shortfall and (ii) any Assessment for Assessed Property transferred to a party that is exempt from the payment of the Assessments under applicable law or for which the owner causes all or portion thereof to become Non-Benefited Property, plus Prepayment Costs, as described below (a "Mandatory Prepayment").

The Mandatory Prepayments required below shall be treated the same as any Assessment that is due and owing under the PID Act, the Assessment Ordinance, and this SAP, including the same lien priority, penalties, procedures, and foreclosure specified by the PID Act.

1. *Assessment Excess*

If at any time the Assessment on a Lot exceeds the original Assessment calculated for the Lot as set forth in the SAP as a result of any reallocation of an Assessment authorized by this SAP (including platting or replatting) and initiated by the owner of the Lot, then following compliance with the notice and hearing requirement of the PID Act (unless a waiver of such notice and hearing is obtained from the owner of the Lot) such owner shall pay to the City prior to the recordation of the document subdividing or re-subdividing the Lot the amount calculated by the Administrator by which the new Assessment for the Lot exceeds the original Assessment for the Lot.

2. *Assessment Shortfall*

If at any time the Assessment on a Lot is less than the original Assessment calculated for the Lot as a result of any reallocation of an Assessment authorized by this SAP (including platting or replatting) and initiated by the owner of the Lot, then, such owner shall pay to the City prior to the recordation of the document subdividing or re-subdividing the Lot the amount calculated by the Administrator by which the new Assessment for the Lot is less than the original Assessment for the Lot.

3. *Transfer of Assessed Property to Exempt Party and Conversion of Assessed Property to Non-Benefited Property*

If an Assessed Property or portion thereof is transferred to a party that is exempt from the payment of the Assessment under applicable law, or if an owner causes an Assessed Property or portion thereof to become Non-Benefited Property, the owner of such Assessed Property or portion thereof shall pay to the City the full amount of the Assessment, plus all Prepayment Costs, for such Assessed Property or portion thereof prior to any such transfer or act.

E. Reduction of Assessments

If, after all Authorized Improvements to be funded with a series of PID Bonds have been completed, and the Actual Costs for the Authorized Improvements are less than the estimated costs used to calculate the Assessments securing such Bonds resulting in excess Assessments, then the City shall, in accordance with the Indenture related to such series of Bonds, reduce the Assessments securing the series of Bonds for each applicable Assessed Property pro rata such that the sum of the resulting reduction in such Assessments equals the reduced Actual Costs. The Assessments shall not be reduced to an amount less than the amount due on the related outstanding PID Bonds.

Similarly, if any of the Authorized Improvements to be funded with a series of PID Bonds are not undertaken resulting in excess bond proceeds, then the City may, in its discretion and in accordance with the applicable Indenture, reduce the Assessment for each Assessed

Property securing such PID Bonds pro-rata to reflect only the Actual Costs that were expended and deposit and apply such excess PID Bond proceeds as described in the paragraph above or as authorized in the Indenture.

The Assessments shall not be reduced to an amount less than the amount due on the related outstanding series of PID Bonds. If all of the Authorized Improvements are not completed, the City may reduce the Assessments in another method if it determines such method would better reflect the benefit received by the Parcels from the Authorized Improvements completed.

If all of the Authorized Improvements are not undertaken resulting in excess bond proceeds, then the City shall, at its discretion and in accordance with the applicable Indenture, reduce Assessments and Annual Installments for each applicable Assessed Property on a pro rata basis to reflect only the amounts required to repay the PID Bonds, including interest on the Bonds, Additional Interest, Administrative Expenses, and such excess PID Bond proceeds shall be applied to redeem PID Bonds as set forth in the applicable Indenture. The assessments shall not, however, be reduced to an amount less than the amount due on the related outstanding PID Bonds.

The City Council may reduce the Assessments and the Annual Installments for Assessed Property (i) in an amount that represents the Authorized Improvements provided for each property; (ii) by an equal percentage calculated based on Lot Type and Lot size; or (iii) in any other manner determined by the City Council to be the most fair and practical means of reducing the Assessments for Assessed Property, such that the sum of the resulting reduced Assessments equals the amount required to repay the PID Bonds, including interest on the Bonds, Additional Interest, the Administrative Expenses portion of the Assessment.

F. Payment of Assessments

1. *Payment in Full*

The Assessment for any Assessed Property may be paid in full at any time. Such payment shall include all Prepayment Costs. If prepayment in full will result in redemption of PID Bonds, the payment amount shall be reduced by the amount, if any, of reserve funds applied to the redemption under the Indenture, net of any other costs applicable to the redemption of Bonds as set forth in the applicable Indenture.

If an Annual Installment has been billed prior to payment in full of an Assessment, the Annual Installment shall be due and payable and shall be credited against the payment-in-full amount.

If an Assessment is paid in full: (i) the Administrator shall cause the Assessment to be reduced to zero and the Assessment Roll to be revised accordingly; (ii) the Administrator shall cause the revised Assessment Roll to be approved by the City Council as part of the next

Annual Service Plan Update; (iii) the obligation to pay the Assessment and corresponding Annual Installments shall terminate; and (iv) the City shall provide the Owner with a recordable notice that the lien on such Assessed Property has been released by the City. If an Annual Installment has been billed prior to payment in full of an Assessment, the Annual Installment shall be due and payable and shall be credited against the payment-in-full amount.

If an Assessment is prepaid in part: (i) the Administrator shall cause the Assessment to be reduced by the amount of such partial prepayment in a manner conforming to the provisions of the Indenture and the Assessment Roll revised accordingly; (ii) the Administrator shall cause the revised Assessment Roll reflecting such partial prepayment to be approved by the City Council as part of the next Annual Service Plan Update; and (iii) the obligation to pay the Assessment and corresponding Annual Installments shall be reduced to the extent the partial payment is made.

2. Payment in Annual Installments

The PID Act provides that an Assessment for any Assessed Property may be paid in full at any time. If not paid in full, the PID Act authorizes the Assessment to be paid in installments and additionally allows the City to collect principal, interest, Additional Interest, and Administrative Expenses in installments. An Assessment for Assessed Property that is not paid in full will be collected in Annual Installments each year in the amounts shown on the Assessment Roll, as updated and provided for herein. Payment of the Annual Installments shall commence with tax bills mailed in 2019 and shall be delinquent February 1, 2020.

The Assessment Roll sets forth for each year the Annual Installment for each Assessed Property consisting of the (i) annual principal amount due on the Assessments, (ii) annual interest amount due on the Assessments including the Additional Interest with respect to the Phase #1 Bonds and Phases #2–6 Major Improvement Bonds, and (iii) Administrative Expense portion of the Assessments. The Annual Installments may not exceed the amounts shown on the Assessment Roll in Appendix A.

The Annual Installments shown on the Assessment Roll shall be adjusted to equal the Actual Costs of repaying the Phase #1 Bonds and the Phases #2–6 Major Improvement Bonds including Additional Interest and Administrative Expenses. In addition, the City may adopt additional Assessment Roll(s) relating to the Authorized Improvements within the PID and the issuance of future PID Bonds.

The City reserves and shall have the right and option to refund Bonds including the Phase #1 Bonds and Phases #2–6 Major Improvement Bonds in accordance with the PID Act and/or Chapter 1207, Texas Government Code, as amended, or the Indenture related to such Bonds. In the event of issuance of refunding bonds, the Administrator shall recalculate the Annual Installments, and if necessary, may adjust, or decrease, the amount of the Annual Installment so that total Annual Installments of Assessments will be produced in

annual amounts that are required to pay the debt service on the refunding bonds when due and payable as required by and established in the ordinance and/or the Indenture authorizing and securing the refunding bonds plus interest generated from the Additional Interest rate, and such refunding bonds shall constitute "PID Bonds" for purposes of the SAP.

G. Collection of Annual Installments

The Administrator shall, no less frequently than annually, prepare and submit to the City Council for its approval an Annual Service Plan Update to allow for the billing and collection of Annual Installments. Each Annual Service Plan Update shall include an updated Assessment Roll and a calculation of the Annual Installment for each Assessed Property. Administrative Expenses shall be allocated among Assessed Properties in proportion to the amount of the Annual Installments for the Assessed Property. Each Annual Installment shall be reduced by any credits applied under the Indenture, such as capitalized interest, interest earnings on any account balances, and any other funds available under the applicable Indenture for such purpose, including any existing deposits for a Delinquency and Prepayment Reserve. Annual Installments may be collected by the City (or such entity to whom the City directs) in the same manner and at the same time as ad valorem taxes. Annual Installments shall be subject to the same penalties, procedures, and foreclosure sale in case of delinquencies as set forth in the PID Act. The City Council may provide for other means of collecting the Annual Installments to the extent permitted under the PID Act. The Assessments shall have lien priority as specified in the PID Act.

Any sale of Assessed Property for nonpayment of the delinquent Annual Installments shall be subject to the lien established for the remaining unpaid Annual Installments against such Assessed Property and such Assessed Property may again be sold at a judicial foreclosure sale if the purchaser thereof fails to make timely payment of the non-delinquent Annual Installments against such Assessed Property as they become due and payable.

Each Annual Installment, including the interest on the unpaid amount of an Assessment, shall be updated annually and each Annual Installment shall be delinquent if not paid prior to February 1 of the following year. The initial Annual Installments relating to the Phase #1 Bonds and the Phases #2–6 Major Improvement Bonds shall be due when billed and will be delinquent if not paid prior to February 1, 2020.

The City or County Tax Assessor/Collector or another collection entity engaged by the City will invoice each owner of property for the Annual Installment payment at approximately the same time as the County's annual property tax bill, and the Annual Installments shall be due and payable, and incur penalty and interest for unpaid Annual Installments in the same manner as provided for property taxes. Thereafter, subsequent Annual Installments shall be due in the same manner in each succeeding calendar year until the Assessment, together with interest, Additional Interest, and Administrative Expenses as provided in this SAP, has been paid in full.

Failure of an owner to receive an invoice for an Annual Installment on the property tax bill shall not relieve the owner of the responsibility for payment of the Assessment, Assessments, or Annual Installments thereof, that are delinquent shall incur Delinquent Collection Costs. The City may provide for other means of collecting the Annual Installments to the extent permitted by the Act.

The Assessments are personal obligations of the person owning the Assessed Property in the year an Annual Installment payment becomes due, and only to the extent of such Annual Installment. Any sale of property for nonpayment of the Annual Installments shall be subject to the lien established for the remaining unpaid Annual Installments against such property and such property may again be sold at a judicial foreclosure sale if the purchaser thereof fails to make timely payment of the non-delinquent Annual Installments against such property as they become due and payable.

VII. THE ASSESSMENTS

A. Phase #1 Assessment

As described by this SAP, Assessed Property within Phase #1 will be assessed for the special benefits conferred upon the property as a result the Phase #1 Improvements, which include the Phase #1 Specific Improvements and the Phase #1 Major Improvements. Table VII-A summarizes the \$8,019,836 in special benefit received by Phase #1. Assessed Property within Phase #1 includes the Phase #1 Specific Improvements, the Phase #1 Major Improvements, and the PID formation and Bond issuance costs allocable to Phase #1.

Table VII-A Phase #1 Special Benefit Summary	
Public Improvement	Phase #1 Improvement Costs
Major Improvements	\$1,472,163
Specific Improvements	\$4,878,683
PID Formation/Bond Issuance Costs	
Capitalized Interest	\$407,775
Bond Reserves	\$486,125
Underwriter's Discount	\$211,200
Costs of Issuance	\$436,541
Total PID Formation/Bond Issuance Costs	\$1,541,641
Total Special Benefit	\$7,892,487
Total Assessment	\$7,040,000
Excess Benefit	\$852,487

B. Phases #2–6 Major Improvements Assessment

At this time, Assessed Property within Phases #2–6 will only be assessed for the special benefits conferred upon the property as a result of the Phases #2–6 Major Improvements. Table VII-B summarizes the \$7,610,360 in special benefit received by Phases #2–6 as a result of the Phases #2–6 Major Improvements and the PID formation and Bond issuance costs allocable to Phases #2–6. Additional tables may be added to identify the special benefits conferred upon the property within each Phase as Phases #2-6 are developed.

Table VII-B Phases #2-6 Major Improvements Special Benefit Summary	
Public Improvement	Phases #2-6 Major Improvement Costs
Major Improvements	\$5,740,949
PID Formation/Bond Issuance Costs	
Capitalized Interest	\$513,966
Bond Reserves	\$573,075
Underwriter's Discount	\$225,000
Costs of Issuance	\$452,431
Total PID Formation/Bond Issuance Costs	\$1,764,472
Total Special Benefit	\$7,505,421
Total Assessment	\$7,500,000
Excess Benefit	\$5,421

As Phases #2-6 are developed in connection with the issuance of PID Bonds for the Phases #2-6 Specific Improvements, this Service and Assessment Plan will be updated.

C. Annual Assessment Roll Updates

The Administrator shall prepare, and shall submit to the City Council for approval, annual updates to the Assessment Roll in conjunction with the Annual Service Plan Update to reflect the following matters, together with any other changes helpful to the Administrator or the City and permitted by the PID Act: (i) the identification of each Parcel and Lot; (ii) the Assessment for each Lot of Assessed Property, including any adjustments authorized by this Service and Assessment Plan and the PID Act; (iii) the Annual Installment for the Assessed Property for the year (if the Assessment is payable in installments); and (iv) payments of the Assessment, if any, as provided in Section V of this Service and Assessment Plan. The Service and Assessment Plan Update shall reflect the actual interest on the PID Bonds on which the Annual Installments shall be paid plus Additional Interest, any reduction in the Assessments, and any revisions in the Actual Costs to be funded by the PID Bonds and Owner funds.

VIII. MISCELLANEOUS PROVISIONS

A. Administrative Review

To the extent consistent with the PID Act, an owner of Assessed Property claiming that a calculation error has been made in the Assessment Roll, including the calculation of the Annual Installment, shall send a written notice describing the error to the City not later than thirty (30) days after the date the invoice or other bill for the Annual Installment is received. If the Owner fails to give such notice, such Owners shall be deemed to have accepted the calculation of the Assessment Roll (including the Annual Installments) and to have waived any objection to the calculation. The Administrator shall promptly review the notice, and if necessary, meet with the Assessed Parcel owner, consider written and oral evidence regarding the alleged error and decide whether, in fact, such a calculation error occurred. The City may elect to designate a third party who is not an officer or employee of the City to serve as administrator of the PID.

If the Administrator determines that a calculation error has been made and the Assessment Roll should be modified or changed in favor of the Assessed Property owner, such change or modification shall be presented to the City Council for approval to the extent permitted by the PID Act. A cash refund may not be made for any amount previously paid by the Assessed Property owner (except for the final year during which the Annual Installment shall be collected or if it is determined there are sufficient funds to meet the expenses of the PID for the current year), but an adjustment may be made in the amount of the Annual Installment to be paid in the following year. The decision of the Administrator regarding a calculation error relating to the Assessment Roll may be appealed to the City Council. Any amendments made to the Assessment Roll pursuant to calculation errors shall be made pursuant to the PID Act.

The decision of the Administrator, or if such decision is appealed to the City Council, the decision of the City Council shall be conclusive as long as there is a reasonable basis for such determination. This procedure shall be exclusive and its exhaustion by any property owner shall be a condition precedent to any other appeal or legal action by such owner.

B. Termination of Assessments

Each Assessment shall be extinguished on the date the Assessment is paid in full, including unpaid Annual Installments and Delinquent Collection Costs, if any. After the extinguishment of an Assessment and the collection of any delinquent Annual Installments and Delinquent Collection Costs, the City shall provide the owner of the affected Parcel a recordable "Notice of the PID Assessment Termination."

C. Amendments

Amendments to the Service and Assessment Plan can be made as permitted or required by the PID Act and under Texas law.

The City Council reserves the right to the extent permitted by the PID Act to amend this Service and Assessment Plan without notice under the PID Act and without notice to property owners of Parcels: (i) to correct mistakes and clerical errors; (ii) to clarify ambiguities; and (iii) to provide procedures for the collection and enforcement of Assessments, Prepayment Costs, Delinquent Collection Costs, and other charges imposed by the Service and Assessment Plan.

D. Administration and Interpretation of Provisions

The City Council shall administer the PID, this Service and Assessment Plan, and all Annual Service Plan Updates consistent with the PID Act and shall make all interpretations and determinations related to the application of this Service and Assessment Plan unless stated otherwise herein or in the Indenture. Such determinations shall be final, binding, and conclusive.

E. Severability

If any provision, section, subsection, sentence, clause or phrase of this Service and Assessment Plan or the application of same to Assessed Property or any person or set of circumstances is for any reason held to be unconstitutional, void or invalid, the validity of the remaining portions of this Service and Assessment Plan or the application to other persons or sets of circumstances shall not be affected thereby, it being the intent of the City Council in adopting this Service and Assessment Plan that no part hereof or provision or regulation contained herein shall become inoperative or fail by reason of any unconstitutionality, voidness, or invalidity of any other part hereof, and all provisions of this Service and Assessment Plan are declared to be severable for that purpose.

If any provision of this Service and Assessment Plan is determined by a court to be unenforceable, the unenforceable provision shall be deleted from this Service and Assessment Plan and the unenforceable provision shall, to the extent possible, be rewritten to be enforceable and to give effect to the intent of the City.

APPENDIX A



ASSESSMENT ROLL

**Appendix A
Polo Ridge Public Improvement District No. 2
Assessment Roll**

Assessment by Parcel ID and Phase

Phase #1 Assessment

<u>Parcel ID</u>	<u>Owner</u>	<u>Total One-Acre Lots</u>	<u>Total 125' Lots</u>	<u>Total 100' Lots</u>	<u>Total 80' Lots</u>	<u>Total 60' Lots</u>	<u>Total Lots</u>	<u>PID Assessment Principal</u>
187225	BDMR DEVELOPMENT LLC	44	0	40	43	69	196	\$7,040,000.00
Totals		44	0	40	43	69	196	\$7,040,000.00

Phases #2-6 Assessment

<u>Parcel ID</u>	<u>Owner</u>	<u>Total One-Acre Lots</u>	<u>Total 125' Lots</u>	<u>Total 100' Lots</u>	<u>Total 80' Lots</u>	<u>Total 60' Lots</u>	<u>Total Lots</u>	<u>PID Assessment Principal</u>
187225	BDMR DEVELOPMENT LLC	42	55	102	293	319	811	\$7,500,000.00
Total		42	55	102	293	319	811	\$7,500,000.00

Phase #1 Assessment

Parcel ID:	Assessment Principal Amount:	Number of Lots:	1A Lots:	44
			125' Lots:	0
187225	\$7,040,000.00	196	100' Lots:	40
			80' Lots:	43
			60' Lots:	69

Fiscal Year End (a)	Principal	Interest	Capitalized Interest	Delinquency and Prepayment Reserve	Administrative Expenses (b)	Annual Installment (c)	Assessment Balance [d]
2019	\$0.00	\$56,581.22	(\$56,581.22)	\$0.00	\$30,000.00	\$30,000.00	\$7,040,000.00
2020	\$0.00	\$351,193.76	(\$351,193.76)	\$35,200.00	\$30,600.00	\$65,800.00	\$7,040,000.00
2021	\$125,000.00	\$351,193.76	\$0.00	\$35,200.00	\$31,212.00	\$542,605.76	\$7,040,000.00
2022	\$130,000.00	\$345,881.26	\$0.00	\$34,575.00	\$31,836.24	\$542,292.50	\$6,915,000.00
2023	\$135,000.00	\$340,356.26	\$0.00	\$33,925.00	\$32,472.96	\$541,754.22	\$6,785,000.00
2024	\$140,000.00	\$334,618.76	\$0.00	\$33,250.00	\$33,122.42	\$540,991.18	\$6,650,000.00
2025	\$145,000.00	\$328,668.76	\$0.00	\$32,550.00	\$33,784.87	\$540,003.63	\$6,510,000.00
2026	\$150,000.00	\$322,143.76	\$0.00	\$31,825.00	\$34,460.57	\$538,429.33	\$6,365,000.00
2027	\$160,000.00	\$315,393.76	\$0.00	\$31,075.00	\$35,149.78	\$541,618.54	\$6,215,000.00
2028	\$165,000.00	\$308,193.76	\$0.00	\$30,275.00	\$35,852.78	\$539,321.54	\$6,055,000.00
2029	\$175,000.00	\$300,768.76	\$0.00	\$29,450.00	\$36,569.83	\$541,788.59	\$5,890,000.00
2030	\$180,000.00	\$292,893.76	\$0.00	\$28,575.00	\$37,301.23	\$538,769.99	\$5,715,000.00
2031	\$190,000.00	\$283,668.76	\$0.00	\$27,675.00	\$38,047.25	\$539,391.01	\$5,535,000.00
2032	\$200,000.00	\$273,931.26	\$0.00	\$26,725.00	\$38,808.20	\$539,464.46	\$5,345,000.00
2033	\$210,000.00	\$263,681.26	\$0.00	\$25,725.00	\$39,584.36	\$538,990.62	\$5,145,000.00
2034	\$225,000.00	\$252,918.76	\$0.00	\$24,675.00	\$40,376.05	\$542,969.81	\$4,935,000.00
2035	\$235,000.00	\$241,387.50	\$0.00	\$23,550.00	\$41,183.57	\$541,121.07	\$4,710,000.00
2036	\$245,000.00	\$229,343.76	\$0.00	\$22,375.00	\$42,007.24	\$538,726.00	\$4,475,000.00
2037	\$260,000.00	\$216,787.50	\$0.00	\$21,150.00	\$42,847.39	\$540,784.89	\$4,230,000.00
2038	\$275,000.00	\$203,462.50	\$0.00	\$19,850.00	\$43,704.34	\$542,016.84	\$3,970,000.00
2039	\$290,000.00	\$189,368.76	\$0.00	\$18,475.00	\$44,578.42	\$542,422.18	\$3,695,000.00
2040	\$305,000.00	\$174,506.26	\$0.00	\$17,025.00	\$45,469.99	\$542,001.25	\$3,405,000.00
2041	\$320,000.00	\$158,875.00	\$0.00	\$15,500.00	\$46,379.39	\$540,754.39	\$3,100,000.00
2042	\$340,000.00	\$142,475.00	\$0.00	\$13,900.00	\$47,306.98	\$543,681.98	\$2,780,000.00
2043	\$355,000.00	\$125,050.00	\$0.00	\$12,200.00	\$48,253.12	\$540,503.12	\$2,440,000.00
2044	\$375,000.00	\$106,856.26	\$0.00	\$10,425.00	\$49,218.18	\$541,499.44	\$2,085,000.00
2045	\$395,000.00	\$87,637.50	\$0.00	\$8,550.00	\$50,202.54	\$541,390.04	\$1,710,000.00
2046	\$415,000.00	\$67,393.76	\$0.00	\$6,575.00	\$51,206.59	\$540,175.35	\$1,315,000.00
2047	\$440,000.00	\$46,125.00	\$0.00	\$4,500.00	\$52,230.73	\$542,855.73	\$900,000.00
2048	\$460,000.00	\$23,575.00	\$0.00	\$2,300.00	\$53,275.34	\$539,150.34	\$460,000.00
2049	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Total	\$7,040,000	\$6,734,931	(\$407,775)	\$657,075	\$1,217,042	\$15,241,274	

- (a) Fiscal Year 2019-2020 Administrative Expenses and a portion of the Delinquency and Prepayment Reserve have been prefunded at Bond closing. Annual Installments will be due by January 31.
- (b) Assumes a 2% annual increase. The administrative charges will be revised in Annual Service Plan Updates based on Actual Costs up to the amounts shown in each year but may not be increased from the amounts shown without compliance with the provisions of Section 372.016 and 372.017 of the PID Act.
- (c) Annual Installments are calculated based on the true interest rate on the Phase #1 Bonds plus an additional 0.50% for purposes of the Delinquency and Prepayment Reserve with respect to the Phase #1 Bonds, plus Administrative Expenses.
- (d) Assumes Annual Installment has not been paid for such Fiscal Year.

Phases #2-6 Assessment

Parcel ID:	Assessment Principal Amount:	Number of Lots:	1A Lots:	42
187225	\$7,500,000.00	811	125' Lots:	55
			100' Lots:	102
			80' Lots:	293
			60' Lots:	319

Fiscal Year End (a)	Principal	Interest	Capitalized Interest	Delinquency and Prepayment Reserve	Administrative Expenses (b)	Annual Installment (c)	Assessment Balance (d)
2019	\$0.00	\$71,315.83	(\$71,315.83)	\$0.00	\$25,000.00	\$25,000.00	\$7,500,000.00
2020	\$0.00	\$442,650.00	(\$442,650.00)	\$37,500.00	\$25,500.00	\$63,000.00	\$7,500,000.00
2021	\$115,000.00	\$442,650.00	\$0.00	\$37,500.00	\$26,010.00	\$621,160.00	\$7,500,000.00
2022	\$120,000.00	\$436,756.26	\$0.00	\$36,925.00	\$26,530.20	\$620,211.46	\$7,385,000.00
2023	\$125,000.00	\$430,606.26	\$0.00	\$36,325.00	\$27,060.80	\$618,992.06	\$7,265,000.00
2024	\$130,000.00	\$424,200.00	\$0.00	\$35,700.00	\$27,602.02	\$617,502.02	\$7,140,000.00
2025	\$140,000.00	\$417,537.50	\$0.00	\$35,050.00	\$28,154.06	\$620,741.56	\$7,010,000.00
2026	\$145,000.00	\$410,012.50	\$0.00	\$34,350.00	\$28,717.14	\$618,079.64	\$6,870,000.00
2027	\$155,000.00	\$402,218.76	\$0.00	\$33,625.00	\$29,291.48	\$620,135.24	\$6,725,000.00
2028	\$165,000.00	\$393,887.50	\$0.00	\$32,850.00	\$29,877.31	\$621,614.81	\$6,570,000.00
2029	\$170,000.00	\$385,018.76	\$0.00	\$32,025.00	\$30,474.86	\$617,518.62	\$6,405,000.00
2030	\$180,000.00	\$375,881.26	\$0.00	\$31,175.00	\$31,084.36	\$618,140.62	\$6,235,000.00
2031	\$195,000.00	\$365,306.26	\$0.00	\$30,275.00	\$31,706.04	\$622,287.30	\$6,055,000.00
2032	\$205,000.00	\$353,850.00	\$0.00	\$29,300.00	\$32,340.17	\$620,490.17	\$5,860,000.00
2033	\$215,000.00	\$341,806.26	\$0.00	\$28,275.00	\$32,986.97	\$618,068.23	\$5,655,000.00
2034	\$230,000.00	\$329,175.00	\$0.00	\$27,200.00	\$33,646.71	\$620,021.71	\$5,440,000.00
2035	\$245,000.00	\$315,662.50	\$0.00	\$26,050.00	\$34,319.64	\$621,032.14	\$5,210,000.00
2036	\$260,000.00	\$301,268.76	\$0.00	\$24,825.00	\$35,006.04	\$621,099.80	\$4,965,000.00
2037	\$275,000.00	\$285,993.76	\$0.00	\$23,525.00	\$35,706.16	\$620,224.92	\$4,705,000.00
2038	\$290,000.00	\$269,837.50	\$0.00	\$22,150.00	\$36,420.28	\$618,407.78	\$4,430,000.00
2039	\$310,000.00	\$252,800.00	\$0.00	\$20,700.00	\$37,148.68	\$620,648.68	\$4,140,000.00
2040	\$330,000.00	\$234,587.50	\$0.00	\$19,150.00	\$37,891.66	\$621,629.16	\$3,830,000.00
2041	\$350,000.00	\$214,375.00	\$0.00	\$17,500.00	\$38,649.49	\$620,524.49	\$3,500,000.00
2042	\$370,000.00	\$192,937.50	\$0.00	\$15,750.00	\$39,422.48	\$618,109.98	\$3,150,000.00
2043	\$395,000.00	\$170,275.00	\$0.00	\$13,900.00	\$40,210.93	\$619,385.93	\$2,780,000.00
2044	\$420,000.00	\$146,081.26	\$0.00	\$11,925.00	\$41,015.15	\$619,021.41	\$2,385,000.00
2045	\$445,000.00	\$120,356.26	\$0.00	\$9,825.00	\$41,835.45	\$617,016.71	\$1,965,000.00
2046	\$475,000.00	\$93,100.00	\$0.00	\$7,600.00	\$42,672.16	\$618,372.16	\$1,520,000.00
2047	\$505,000.00	\$64,006.26	\$0.00	\$5,225.00	\$43,525.61	\$617,756.87	\$1,045,000.00
2048	\$540,000.00	\$33,075.00	\$0.00	\$2,700.00	\$44,396.12	\$620,171.12	\$540,000.00
2049	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Total	\$7,500,000	\$8,717,228	(\$513,966)	\$718,900	\$1,014,202	\$17,436,365	

- (a) Fiscal Year 2019-2020 Administrative Expenses and a portion of the Delinquency and Prepayment Reserve have been prefunded at Bond closing. Annual Installments will be due by January 31.
- (b) Assumes a 2% annual increase. The administrative charges will be revised in Annual Service Plan Updates based on Actual Costs up to the amounts shown in each year but may not be increased from the amounts shown without compliance with the provisions of Section 372.016 and 372.017 of the PID Act.
- (c) Annual Installments are calculated based on the true interest rate on the Phase #1 Bonds plus an additional 0.50% for purposes of the Delinquency and Prepayment Reserve with respect to the Phase #1 Bonds, plus Administrative Expenses.
- (d) Assumes Annual Installment has not been paid for such Fiscal Year.

APPENDIX B

Annual Installments – All Parcels, All Phases (only as Assessed)



AGGREGATE ASSESSMENT BY PHASE

Appendix B-1

Annual Installments - Phase #1 Assessment - All Parcels

Fiscal Year End (a)	Phase #1 Bonds						Delinquency and Prepayment Reserve	Administrative Expenses (b)	Annual Installment (c)	Assessment Balance (d)
	Gross Debt Service		Capitalized Interest	Total	Delinquency and Prepayment Reserve	Administrative Expenses (b)				
	Principal	Interest								
2019	\$0.00	\$56,581.22	(\$56,581.22)	\$56,581.22	\$0.00	\$30,000.00	\$30,000.00	\$30,000.00	\$7,040,000.00	
2020	\$0.00	\$351,193.76	(\$351,193.76)	\$351,193.76	\$35,200.00	\$30,600.00	\$30,600.00	\$65,800.00	\$7,040,000.00	
2021	\$125,000.00	\$351,193.76	\$0.00	\$476,193.76	\$35,200.00	\$31,212.00	\$31,212.00	\$542,605.76	\$7,040,000.00	
2022	\$130,000.00	\$345,881.26	\$0.00	\$475,881.26	\$34,575.00	\$31,836.24	\$31,836.24	\$542,292.50	\$6,915,000.00	
2023	\$135,000.00	\$340,356.26	\$0.00	\$475,356.26	\$33,925.00	\$32,472.96	\$32,472.96	\$541,754.22	\$6,785,000.00	
2024	\$140,000.00	\$334,618.76	\$0.00	\$474,618.76	\$33,250.00	\$33,122.42	\$33,122.42	\$540,991.18	\$6,650,000.00	
2025	\$145,000.00	\$328,668.76	\$0.00	\$473,668.76	\$32,550.00	\$33,784.87	\$33,784.87	\$540,003.63	\$6,510,000.00	
2026	\$150,000.00	\$322,143.76	\$0.00	\$472,143.76	\$31,825.00	\$34,460.57	\$34,460.57	\$538,429.33	\$6,365,000.00	
2027	\$160,000.00	\$315,393.76	\$0.00	\$475,393.76	\$31,075.00	\$35,149.78	\$35,149.78	\$541,618.54	\$6,215,000.00	
2028	\$165,000.00	\$308,193.76	\$0.00	\$473,193.76	\$30,275.00	\$35,852.78	\$35,852.78	\$539,321.54	\$6,055,000.00	
2029	\$175,000.00	\$300,768.76	\$0.00	\$475,768.76	\$29,450.00	\$36,569.83	\$36,569.83	\$541,788.59	\$5,890,000.00	
2030	\$180,000.00	\$292,893.76	\$0.00	\$472,893.76	\$28,575.00	\$37,301.23	\$37,301.23	\$538,769.99	\$5,715,000.00	
2031	\$190,000.00	\$283,668.76	\$0.00	\$473,668.76	\$27,675.00	\$38,047.25	\$38,047.25	\$539,391.01	\$5,535,000.00	
2032	\$200,000.00	\$273,931.26	\$0.00	\$473,931.26	\$26,725.00	\$38,808.20	\$38,808.20	\$539,464.46	\$5,345,000.00	
2033	\$210,000.00	\$263,681.26	\$0.00	\$473,681.26	\$25,725.00	\$39,584.36	\$39,584.36	\$538,990.62	\$5,145,000.00	
2034	\$225,000.00	\$252,918.76	\$0.00	\$477,918.76	\$24,675.00	\$40,376.05	\$40,376.05	\$542,969.81	\$4,935,000.00	
2035	\$235,000.00	\$241,387.50	\$0.00	\$476,387.50	\$23,550.00	\$41,183.57	\$41,183.57	\$541,121.07	\$4,710,000.00	
2036	\$245,000.00	\$229,343.76	\$0.00	\$474,343.76	\$22,375.00	\$42,007.24	\$42,007.24	\$538,726.00	\$4,475,000.00	
2037	\$260,000.00	\$216,787.50	\$0.00	\$476,787.50	\$21,150.00	\$42,847.39	\$42,847.39	\$540,784.89	\$4,230,000.00	
2038	\$275,000.00	\$203,462.50	\$0.00	\$478,462.50	\$19,850.00	\$43,704.34	\$43,704.34	\$542,016.84	\$3,970,000.00	
2039	\$290,000.00	\$189,368.76	\$0.00	\$479,368.76	\$18,475.00	\$44,578.42	\$44,578.42	\$542,422.18	\$3,695,000.00	
2040	\$305,000.00	\$174,506.26	\$0.00	\$479,506.26	\$17,025.00	\$45,469.99	\$45,469.99	\$542,001.25	\$3,405,000.00	
2041	\$320,000.00	\$158,875.00	\$0.00	\$478,875.00	\$15,500.00	\$46,379.39	\$46,379.39	\$540,754.39	\$3,100,000.00	
2042	\$340,000.00	\$142,475.00	\$0.00	\$482,475.00	\$13,900.00	\$47,306.98	\$47,306.98	\$543,681.98	\$2,780,000.00	
2043	\$355,000.00	\$125,050.00	\$0.00	\$480,050.00	\$12,200.00	\$48,253.12	\$48,253.12	\$540,503.12	\$2,440,000.00	
2044	\$375,000.00	\$106,856.26	\$0.00	\$481,856.26	\$10,425.00	\$49,218.18	\$49,218.18	\$541,499.44	\$2,085,000.00	
2045	\$395,000.00	\$87,637.50	\$0.00	\$482,637.50	\$8,550.00	\$50,202.54	\$50,202.54	\$541,390.04	\$1,710,000.00	
2046	\$415,000.00	\$67,393.76	\$0.00	\$482,393.76	\$6,575.00	\$51,206.59	\$51,206.59	\$540,175.35	\$1,315,000.00	
2047	\$440,000.00	\$46,125.00	\$0.00	\$486,125.00	\$4,500.00	\$52,230.73	\$52,230.73	\$542,855.73	\$900,000.00	
2048	\$460,000.00	\$23,575.00	\$0.00	\$483,575.00	\$2,300.00	\$53,275.34	\$53,275.34	\$539,150.34	\$460,000.00	
2049	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	
Total	\$7,040,000.00	\$6,734,931.42	(\$407,774.98)	\$13,774,931.42	\$657,075.00	\$1,217,042.38	\$1,217,042.38	\$15,241,273.82	\$0.00	

(a) Fiscal Year 2019-2020 Administrative Expenses and a portion of the Delinquency and Prepayment Reserve have been prefunded at Bond closing. Annual Installments become due by January 31.

(b) Assumes a 2% annual increase. The administrative charges will be revised in Annual Service Plan Updates based on Actual Costs up to the amounts shown in each year but may not be increased from the amounts shown without compliance with the provisions of Section 372.016 and 372.017 of the PID Act.

(c) Annual Installments are calculated based on the true interest rate on the Phases #2-6 Major Improvement Bonds, plus an additional 0.50% for purposes of the Delinquency and Prepayment Reserve with respect to the Phases #2-6 Major Improvement Bonds, plus Administrative Expenses.

(d) Assumes Annual Installment has not been paid for such Fiscal Year.

Appendix B-2

Annual Installments - Phases #2-6 Assessment - All Parcels

Fiscal Year End (a)	Phases #2-6 Major Improvement Bonds							Annual Installment (c)	Assessment Balance (d)
	Gross Debt Service		Total	Capitalized Interest	Delinquency and Prepayment Reserve	Administrative Expenses (b)	Annual Installment (c)		
	Principal	Interest							
2019	\$0.00	\$71,315.83	\$71,315.83	(\$71,315.83)	\$0.00	\$25,000.00	\$25,000.00	\$7,500,000.00	
2020	\$0.00	\$442,650.00	\$442,650.00	(\$442,650.00)	\$37,500.00	\$25,500.00	\$25,500.00	\$7,500,000.00	
2021	\$115,000.00	\$442,650.00	\$557,650.00	\$0.00	\$37,500.00	\$26,010.00	\$621,160.00	\$7,500,000.00	
2022	\$120,000.00	\$436,756.26	\$556,756.26	\$0.00	\$36,925.00	\$26,530.20	\$620,211.46	\$7,385,000.00	
2023	\$125,000.00	\$430,606.26	\$555,606.26	\$0.00	\$36,325.00	\$27,060.80	\$618,992.06	\$7,265,000.00	
2024	\$130,000.00	\$424,200.00	\$554,200.00	\$0.00	\$35,700.00	\$27,602.02	\$617,502.02	\$7,140,000.00	
2025	\$140,000.00	\$417,537.50	\$557,537.50	\$0.00	\$35,050.00	\$28,154.06	\$620,741.56	\$7,010,000.00	
2026	\$145,000.00	\$410,012.50	\$555,012.50	\$0.00	\$34,350.00	\$28,717.14	\$618,079.64	\$6,870,000.00	
2027	\$155,000.00	\$402,218.76	\$557,218.76	\$0.00	\$33,625.00	\$29,291.48	\$620,135.24	\$6,725,000.00	
2028	\$165,000.00	\$393,887.50	\$558,887.50	\$0.00	\$32,850.00	\$29,877.31	\$621,614.81	\$6,570,000.00	
2029	\$170,000.00	\$385,018.76	\$555,018.76	\$0.00	\$32,025.00	\$30,474.86	\$617,518.62	\$6,405,000.00	
2030	\$180,000.00	\$375,881.26	\$555,881.26	\$0.00	\$31,175.00	\$31,084.36	\$618,140.62	\$6,235,000.00	
2031	\$195,000.00	\$365,306.26	\$560,306.26	\$0.00	\$30,275.00	\$31,706.04	\$622,287.30	\$6,055,000.00	
2032	\$205,000.00	\$353,850.00	\$558,850.00	\$0.00	\$29,300.00	\$32,340.17	\$620,490.17	\$5,860,000.00	
2033	\$215,000.00	\$341,806.26	\$556,806.26	\$0.00	\$28,275.00	\$32,986.97	\$618,068.23	\$5,655,000.00	
2034	\$230,000.00	\$329,175.00	\$559,175.00	\$0.00	\$27,200.00	\$33,646.71	\$620,021.71	\$5,440,000.00	
2035	\$245,000.00	\$315,662.50	\$560,662.50	\$0.00	\$26,050.00	\$34,319.64	\$621,032.14	\$5,210,000.00	
2036	\$260,000.00	\$301,268.76	\$561,268.76	\$0.00	\$24,825.00	\$35,006.04	\$621,099.80	\$4,965,000.00	
2037	\$275,000.00	\$285,993.76	\$560,993.76	\$0.00	\$23,525.00	\$35,706.16	\$620,224.92	\$4,705,000.00	
2038	\$290,000.00	\$269,837.50	\$559,837.50	\$0.00	\$22,150.00	\$36,420.28	\$618,407.78	\$4,430,000.00	
2039	\$310,000.00	\$252,800.00	\$562,800.00	\$0.00	\$20,700.00	\$37,148.68	\$620,648.68	\$4,140,000.00	
2040	\$330,000.00	\$234,587.50	\$564,587.50	\$0.00	\$19,150.00	\$37,891.66	\$621,629.16	\$3,830,000.00	
2041	\$350,000.00	\$214,375.00	\$564,375.00	\$0.00	\$17,500.00	\$38,649.49	\$620,524.49	\$3,500,000.00	
2042	\$370,000.00	\$192,937.50	\$562,937.50	\$0.00	\$15,750.00	\$39,422.48	\$618,109.98	\$3,150,000.00	
2043	\$395,000.00	\$170,275.00	\$565,275.00	\$0.00	\$13,900.00	\$40,210.93	\$619,385.93	\$2,780,000.00	
2044	\$420,000.00	\$146,081.26	\$566,081.26	\$0.00	\$11,925.00	\$41,015.15	\$619,021.41	\$2,385,000.00	
2045	\$445,000.00	\$120,356.26	\$565,356.26	\$0.00	\$9,825.00	\$41,835.45	\$617,016.71	\$1,965,000.00	
2046	\$475,000.00	\$93,100.00	\$568,100.00	\$0.00	\$7,600.00	\$42,672.16	\$618,372.16	\$1,520,000.00	
2047	\$505,000.00	\$64,006.26	\$569,006.26	\$0.00	\$5,225.00	\$43,525.61	\$617,756.87	\$1,045,000.00	
2048	\$540,000.00	\$33,075.00	\$573,075.00	\$0.00	\$2,700.00	\$44,396.12	\$620,171.12	\$540,000.00	
2049	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	
Total	\$7,500,000.00	\$8,717,228.45	\$16,217,228.45	(\$513,965.83)	\$718,900.00	\$1,014,201.98	\$17,436,364.60	\$0.00	

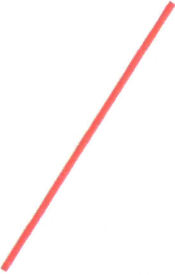
(a) Fiscal Year 2019-2020 Administrative Expenses and a portion of the Delinquency and Prepayment Reserve have been prefunded at Bond closing. Annual Installments become due by January 31.

(b) Assumes a 2% annual increase. The administrative charges will be revised in Annual Service Plan Updates based on Actual Costs up to the amounts shown in each year but may not be increased from the amounts shown without compliance with the provisions of Section 372.016 and 372.017 of the PID Act.

(c) Annual Installments are calculated based on the true interest rate on the Phases #2-6 Major Improvement Bonds, plus an additional 0.50% for purposes of the Delinquency and Prepayment Reserve with respect to the Phases #2-6 Major Improvement Bonds, plus Administrative Expenses.

(d) Assumes Annual Installment has not been paid for such Fiscal Year.

APPENDIX C



**TIRZ ANNUAL CREDIT
HISTORY**

**Appendix C
TIRZ Annual Credit History (a)**

All Parcels

Parcel ID	TIRZ Credits Applied (b)					TIRZ Credits Received to Date
	2020	2021	2022	2023	2024	
187225						
Total						

(a) The City Council has agreed to use a portion of TIRZ Revenues generated to reduce the Annual Installment for Assessed Property based on a desire to maintain a competitive, composite equivalent ad valorem tax rate.

(b) The maximum TIRZ Annual Credit Amount shall not exceed the amounts shown in Section V.H of the Service and Assessment Plan.

APPENDIX D



**LEGAL DESCRIPTION OF THE
PID BOUNDARIES**

**CITY OF MESQUITE
POLO RIDGE PUBLIC IMPROVEMENT DISTRICT NO. 2**

**LEGAL DESCRIPTION OF THE PID BOUNDARIES
(805.79 Acre Tract)**

BEING a tract or parcel of land situated in the Andrew Nail Survey, Abstract No. 355, Kaufman County, Texas, and being part of that tract of land described in a Deed to BDMR Development, LLC, as recorded in Volume 4174, Page 548 of the Official Public Records of Kaufman County, Texas, and being all of that tract of land described in a Deed to Alma Guerrero as recorded in Volume 5029, Page 84 of the Official Public Records of Kaufman County, Texas, and being more particularly described as follows:

BEGINNING at a point for corner in the Southwesterly line of F.M. Highway No. 2757 (a variable width right-of-way), said point being the most Northerly Northeast corner of a tract of land described in a Deed to Kathlena Kelly Sanders, per Deed recorded in Volume 1348, Page 252 of the Deed Records of Kaufman County, Texas;

THENCE in a Southeasterly direction, along the Southwesterly line of said F.M. Highway No. 2757, and along a non-tangent curve to the left having a central angle of 05 degrees 05 minutes 39 seconds, a radius of 5779.58 feet, a chord bearing of South 49 degrees 06 minutes 43 seconds East, a chord distance of 513.69 feet, and an arc length 513.86 feet to a concrete monument found for corner;

THENCE along the Southwesterly line of said F.M. Highway No. 2757 as follows:

South 51 degrees 25 minutes 16 seconds East for a distance of 215.11 feet to a concrete monument found for corner;

South 42 degrees 32 minutes 14 seconds East for a distance of 309.76 feet to a concrete monument found for corner;

South 50 degrees 16 minutes 50 seconds East for a distance of 254.13 feet to a concrete monument found for corner;

South 62 degrees 55 minutes 48 seconds East for a distance of 125.71 feet to a point for corner;

South 47 degrees 23 minutes 49 seconds East for a distance of 306.97 feet to a concrete monument found for corner;

South 53 degrees 46 minutes 08 seconds East for a distance of 101.75 feet to a concrete monument found for corner;

South 45 degrees 41 minutes 40 seconds East for a distance of 2153.23 feet to a concrete monument found for corner;

South 45 degrees 07 minutes 18 seconds East for a distance of 3376.01 feet to a concrete monument found for corner at the beginning of a curve to the right;

Southeasterly, along said curve having a central angle of 13 degrees 33 minutes 53 seconds, a radius of 1095.92 feet, a chord bearing of South 38 degrees 20 minutes 22 seconds East, a chord distance of 258.85 feet and an arc length of 259.46 feet to a point for corner in the center of Kelly Road, said point being the most Northerly East corner of the above cited BDMR Development, LLC tract;

THENCE South 44 degrees 15 minutes 13 seconds West departing the Southwesterly line of said F.M. Highway No. 2757, along the Southeasterly line of said BDMR Development, LLC tract, and along the center of said Kelly Road, for a distance of 2543.09 feet to a 5/8" iron rod found for corner at an angle point in said road;

THENCE South 12 degrees 26 minutes 22 seconds East along the center of said Kelly Road, and along the Southeasterly line of said BDMR Development, LLC tract, for a distance of 638.25 feet to a 1/4" iron rod found for corner at an angle point in said road;

THENCE South 18 degrees 10 minutes 39 seconds West along the center of said Kelly Road, and along the Southeasterly line of said BDMR Development, LLC tract, for a distance of 350.54 feet to a 1/4" iron rod found for corner at an angle point in said road;

THENCE South 25 degrees 07 minutes 52 seconds West along the center of said Kelly Road, and along the Southeasterly line of said BDMR Development, LLC tract, for a distance of 642.84 feet to a 1/2" iron rod found for corner at an angle point in said road, said point being the southwest corner of that tract of land described to Traci and Gwen Luce as recorded in Volume 1574, Page 145, Deed Records, Kaufman County, Texas, and said point being the northwest corner of a tract of land described to Joyce Sevcik Cawley Family Trust in a deed recorded in Volume 4632, Page 248, Official Public Records, Kaufman County, Texas;

THENCE South 31 degrees 18 minutes 55 seconds West along the center of said Kelly Road, and along the Southeasterly line of said BDMR Development, LLC tract, for a distance of 1148.50 feet to a 60d nail found for corner at an angle point in said road, said point being the north corner of that tract of land described as Tract 1 to Patrick C. Kelly in a deed as recorded in Volume 1348, Page 265 of the Deed Records of Kaufman County, Texas;

THENCE South 02 degrees 53 minutes 11 seconds West along said Kelly Road, and along the Southeasterly line of said BDMR Development, LLC tract, for a distance of 696.69 feet to a point for corner in the Northwesterly line of a tract of land described as the Second Tract in a Deed to Patrick C. Kelly, as recorded in Volume 1348, Page 265 of the Deed Records of Kaufman County, Texas;

THENCE South 43 degrees 34 minutes 26 seconds West along the Northwesterly line of said Patrick C. Kelly tract, for a distance of 610.80 feet to the northeast corner of a tract of land described as Tract 4 to Double R Land Company in a deed as recorded in Volume 4175, Page 570, Official Public Records, Kaufman County, Texas, and said point being at the beginning of a non-tangent curve to the left;

THENCE in a Northwesterly direction, along said non-tangent curve to the left having a central angle of 12 degrees 45 minutes 14 seconds, a radius of 5280.00 feet, a chord bearing of North 77 degrees 00 minutes 40 seconds West, a chord distance of 1172.90 feet and an arc length of 1175.33 feet to a point for corner at the northwest corner of said Double R Land Company Tract 4, said point being in the easterly line of a tract of land described as Tract 1 to Double R Land Company in a deed as recorded in Volume 4175, Page 570, Official Public Records, Kaufman County, Texas;

THENCE following the common line of said BDMR Development, LLC tract and said Double R Land Company Tract 1 the following courses and distances:

North 22 degrees 07 minutes 18 seconds West for a distance of 229.66 feet to a point for corner;

North 15 degrees 31 minutes 26 seconds East for a distance of 897.27 feet to a point for corner;

North 56 degrees 00 minutes 43 seconds West for a distance of 522.03 feet to a point for corner;

North 00 degrees 17 minutes 14 seconds West for a distance of 1020.90 feet to a point for corner;

North 50 degrees 02 minutes 20 seconds East for a distance of 580.28 feet to a point for corner;

North 00 degrees 40 minutes 22 seconds West for a distance of 734.00 feet to a point for corner;

North 43 degrees 59 minutes 00 seconds West for a distance of 733.19 feet to a point for corner;

North 46 degrees 57 minutes 11 seconds West for a distance of 1764.06 feet to a point for corner;

North 78 degrees 58 minutes 22 seconds West for a distance of 855.79 feet to a point for corner in the common Extraterritorial Jurisdiction Line of the Cities of Seagoville and Mesquite;

THENCE North 00 degrees 11 minutes 44 seconds West following said Extraterritorial Jurisdiction Line for a distance of 3671.19 feet to a point for corner in the Southerly line of a tract of land conveyed to George Brian Holy in a deed recorded in Volume 1131, Page 813, Deed Records, Kaufman County, Texas;

THENCE North 44 degrees 58 minutes 09 seconds East following the southwesterly line of said Holy tract for a distance of 265.55 feet to a point for corner;

THENCE North 40 degrees 51 minutes 02 seconds West following the northeasterly line of said Holy tract for a distance of 289.04 feet to a point for corner in said Extraterritorial Jurisdiction Line;

THENCE North 00 degrees 11 minutes 44 seconds West following along said Extraterritorial Jurisdiction Line for a distance of 286.79 feet to a point for corner in the Southwesterly line of a tract of land conveyed to D.P. Newton, et tux per Deed recorded in Volume 616, Page 566 of the Deed Records of Kaufman County, Texas;

THENCE South 73 degrees 11 minutes 17 seconds East along the Southwesterly line of said Newton tract, for a distance of 542.80 feet to a wooden monument found for corner;

THENCE South 43 degrees 23 minutes 12 seconds East along the Southwesterly line of said Newton tract, for a distance of 194.48 feet to a 3/8" inch iron rod found for corner at the most Southerly corner of same;

THENCE North 44 degrees 08 minutes 49 seconds East along the Southeasterly line of said Newton tract, passing a 3/8" iron rod found for the most Southerly Northeast corner of same and the most Southerly corner of the above cited Kathlena Kelly Sanders tract at a distance of 494.03 feet, and continuing along the Southeasterly line of said Sanders tract for a total distance of 683.75 feet to a 1/2" inch iron rod found for corner at the most Southerly Northeast corner of said Sanders tract;

THENCE North 45 degrees 18 minutes 32 seconds West along the Northeasterly line of said Sanders tract, for a distance of 297.17 feet to a point for corner;

THENCE North 44 degrees 09 minutes 32 seconds East along the Southeasterly line of said Sanders tract, for a distance of 464.46 feet to the POINT OF BEGINNING, and containing 805.79 acres of land.

The logo for DTA (Dallas Trade Association) features the lowercase letters 'dta' in a bold, black, sans-serif font. A white diagonal bar is positioned behind the 't', extending from the top left to the bottom right, passing through the letter.

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