



**NOTICE OF A REGULAR MEETING
THE BRENHAM CITY COUNCIL
THURSDAY, DECEMBER 19, 2019 AT 1:00 P.M.
SECOND FLOOR CITY HALL
COUNCIL CHAMBERS
200 W. VULCAN ST.
BRENHAM, TEXAS**

- 1. Call Meeting to Order**
- 2. Invocation and Pledges to the US and Texas Flags – Councilmember Saunders**
- 3. Special Presentation**
 - **Economic Development Promotional Video**
- 4. Citizens Comments**

CONSENT AGENDA

5. Statutory Consent Agenda

The Statutory Consent Agenda includes non-controversial and routine items that Council may act on with one single vote. A councilmember may pull any item from the Consent Agenda in order that the Council discuss and act upon it individually as part of the Regular Agenda.

5-a. Minutes from the November 14, 2019 Special City Council Meeting and November 21, 2019 Regular City Council Meeting

5-b. Ordinance No. O-19-043 on Its Second Reading Amending the FY2018-19 Adopted Budget

5-c. Ordinance No. O-19-044 on Its Second Reading Annexing the Hereinafter Described Territory into the City of Brenham and Adopting a Service Plan:

Section 2019-1: Approximately 44.068 Acres of Land Situated in Washington County, Texas, Out of the Phillip Coe Survey, A-31, Consisting of a Single Tract of Land with Frontage Along Industrial Blvd., FM 332 and FM 389

Section 2019-2: Approximately 0.643 Acres of Land Situated in Washington County, Texas, Part of the A. Harrington Survey, A-55, Consisting of Portions of Multiple Tracts of Land with Frontage Along the West Side of Old Masonic Road

- 5-d. Ordinance No. O-19-045 on Its Second Reading to Amend Appendix A – “Zoning” of the Code of Ordinances to Assign Zoning District Classifications to the Properties Being Considered for Annexation into the City Limits of the City of Brenham, Texas, and Being More Specifically Described Below (Case Number P-19-042):**

Section 2019-1: Approximately 44.068 Acres of Land Situated in Washington County, Texas, Out of the Phillip Coe Survey, A-31, Consisting of a Single Tract of Land with Frontage Along Industrial Blvd., FM 332 and FM 389

Section 2019-2: Approximately 0.643 Acres of Land Situated in Washington County, Texas, Part of the A. Harrington Survey, A-55, Consisting of Portions of Multiple Tracts of Land with Frontage Along the West Side of Old Masonic Road

- 5.e Ordinance No. O-19-046 on Its Second Reading Amending the Official Zoning Map of the City of Brenham, to Change the Zoning District from Mixed Residential Use District (R-2) to Commercial, Research and Technology Use District (B-2) on a 0.186 Acre Tract of Land Located at 406 Church Street and Further Described as Lot 4A, Block 93, of the Original Town Addition, Brenham, Washington County, Texas (Case Number P-19-041)**
- 5-f. Ordinance No. O-19-047 on Its Second Reading Establishing the Drainage Utility Rate Tariff Schedules for the City of Brenham’s Municipal Drainage Utility System**
- 5-g. Ordinance No. O-19-048 on Its Second Reading Amending the Boundaries of Tax Increment Reinvestment Zone Number One, City of Brenham, Texas to Include Additional Property Containing Approximately 199 Acres Generally Located Along the US Highway 290, South Market Street and West Main Street Corridors and Being Wholly Located Within the Corporate Limits of the City of Brenham, Texas**
- 5-h. Ordinance No. O-19-049 on Its Second Reading Approving the Tax Increment Reinvestment Zone Number One, City of Brenham, Texas Final Project and Finance Plan**
- 5-i. Ordinance No. O-19-050 on Its Second Reading Amending Ordinance No. O-18-019, Subsections, 3.1 and 3.2, Related to the Board of Directors of the Tax Increment Reinvestment Zone No. 1, City of Brenham, Texas**
- 5-j. Ordinance No. O-19-051 on Its Second Reading Amending Chapter 8, Fire Prevention and Protection, of the Code of Ordinances, City of Brenham, Texas**
- 5-k. Change Order Related to the Purchase of a Truck for the City of Brenham Water Treatment and Wastewater Treatment Departments from Hermann International, Through Sourcewell Contract No. 081716-NVS, in the Amount of \$5,150.00 and Authorize the Mayor to Execute Any Necessary Documentation**

5-l. Ordinance No. O-19-052 on Its Second Reading to:

- a. Amend Chapter 2, Administration, Article III, Municipal Court, of the Code of Ordinances of the City of Brenham for the Purpose of Repealing Section 2-20(d) Related to the Fees and Court Costs Associated with the Municipal Court Security Fund;**
- b. Amend Chapter 2, Administration, Article III, Municipal Court, of the Code of Ordinances of the City of Brenham for the Purpose of Repealing Section 2-21, Municipal Court Technology Fund, and Providing for a New Section, Reserved, for Future Amendments to Chapter 2; and**
- c. Amend Chapter 2, Administration, Article III, Municipal Court, of the Code of Ordinances of the City of Brenham for the Purpose of Repealing Section 2-23, Municipal Court Juvenile Case Manager Fund, and Providing for a New Section, Reserved, for Future Amendments to Chapter 2**

5-m. Acceptance of the 2019 Audit of the Washington County Appraisal District by Seidel, Schroeder & Company

5-n. Purchase of Public Safety Equipment for Six (6) Recently Purchased Police Department Patrol Vehicles from Dana Safety Supply, Inc., Through Buyboard Contract No. 524-17 in the Amount of \$91,101.08 and Authorize the Mayor to Execute Any Necessary Documentation

Pages 1-267

REGULAR SESSION

- 6. Discuss and Possibly Act Upon Resolution No. R-19-037 In Support of the Establishment of a Commercial Property Assessed Clean Energy (C-PACE) Program in Washington County, Texas**
Pages 268-270
- 7. Discuss and Possibly Act Upon Resolution No. R-19-038 Re-Adopting the Guidelines and Criteria for Granting Tax Phase-In in a Reinvestment Zone Created in the City of Brenham**
Pages 271-286
- 8. Discuss and Possibly Act Upon Contract No. 2017-03 Related to the Jackson Street Storm Damage Repairs and Authorize the Mayor to Execute Any Necessary Documentation**
Pages 287-312
- 9. Discuss and Possibly Act Upon Contract No. 2019-02 Related to Hohlt Park Stream Restoration and Authorize the Mayor to Execute Any Necessary Documentation**
Pages 313-333
- 10. Discuss and Possibly Act Upon a Professional Services Agreement with Strand Associates, Inc. Related to Salem Road Improvements and Authorize the Mayor to Execute Any Necessary Documentation**
Pages 334-349
- 11. Discuss and Possibly Act Upon an Ordinance on Its First Reading Authorizing the Placement of Stop Signs on Cantey Street at Its Intersection with Gun and Rod Road**
Pages 350-355

12. **Discuss and Possibly Act Upon Bid No. 19-009 Related to the Resurface of the Leisure Deck at the Blue Bell Aquatic Center and Authorize the Mayor to Execute Any Necessary Documentation** **Pages 356-358**
13. **Discuss and Possibly Act Upon an Amendment to the City of Brenham Non-Consent Tow Contract for Participation in the City's Rotation Log for Non-Consent Tows and Authorize the Mayor to Execute Any Necessary Documentation** **Pages 359-360**
14. **Discuss and Possibly Act Upon Authorizing City of Brenham Staff to Engage in Contract Negotiations with the Brannon Industrial Group Regarding RFP No. 19-003 for the Provision of Municipal Solid Waste Collection, Transfer, Removal, Disposal and Recycling Services to the City of Brenham and, Subject to the Progress of said Contract Negotiations, the City Council Anticipates Awarding and Approving a Contract for RFP No. 19-003 at the January 16, 2020 City Council Meeting** **Pages 361-362**
15. **Discuss and Possibly Act Upon a Lease Agreement Between the City of Brenham and Brenham Heritage Museum, Inc. for the Lease of Real Property Being Located at 105 South Market Street, Brenham, Texas and Authorize the Mayor to Execute Any Necessary Documentation** **Pages 363-371**
16. **Administrative/Elected Officials Report**
 - **Notice of Intent Received from the Brenham Housing Authority of Its Intent to Apply for Federal Tax Credits**

Administrative/Elected Officials Reports: Reports from City Officials or City staff regarding items of community interest, including expression of thanks, congratulations or condolences; information regarding holiday schedules; honorary or salutary recognitions of public officials, public employees or other citizens; reminders about upcoming events organized or sponsored by the City; information regarding social, ceremonial, or community events organized or sponsored by a non-City entity that is scheduled to be attended by City officials or employees; and announcements involving imminent threats to the public health and safety of people in the City that have arisen after the posting of the agenda.

EXECUTIVE SESSION

17. **Section 551.074 – Texas Government Code – Personnel Matters – Discussion and Deliberation Regarding the Appointment, Employment, Evaluation and/or Duties of the City of Brenham Chief of Police** **Page 372**

Executive Sessions: The City Council for the City of Brenham reserves the right to convene into executive session at any time during the course of this meeting to discuss any of the matters listed, as authorized by Texas Government Code, Chapter 551, including but not limited to §551.071 – Consultation with Attorney, §551.072 – Real Property, §551.073 – Prospective Gifts, §551.074 - Personnel Matters, §551.076 – Security Devices, §551.086 - Utility Competitive Matters, and §551.087 – Economic Development Negotiation

Adjourn

CERTIFICATION

I certify that a copy of the December 19, 2019 agenda of items to be considered by the City of Brenham City Council was posted to the City Hall bulletin board at 200 W. Vulcan, Brenham, Texas on December 16, 2019 at **10:15 AM**.

Kacey A. Weiss, TRMC

Deputy City Secretary I

Disability Access Statement: This meeting is wheelchair accessible. The accessible entrance is located at the Vulcan Street entrance to the City Administration Building. Accessible parking spaces are located adjoining the entrance. Auxiliary aids and services are available upon request (interpreters for the deaf must be requested twenty-four (24) hours before the meeting) by calling (979) 337-7567 for assistance.
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I certify that the attached notice and agenda of items to be considered by the City Council was removed by me from the City Hall bulletin board on the _____ day of _____, 2019 at _____ AM PM.

Signature

Title

Brenham City Council Minutes

A special meeting of the Brenham City Council was held on November 14, 2019 beginning at 1:00 p.m. in the Brenham City Hall, City Council Chambers, at 200 W. Vulcan Street, Brenham, Texas.

Members present:

Mayor Pro Tem Andrew Ebel
Councilmember Susan Cantey
Councilmember Adonna Saunders
Councilmember Keith Herring
Councilmember Albert Wright
Councilmember Clint Kolby

Members absent:

Mayor Milton Tate, Jr.

Others present:

City Manager James Fisher, City Attorney Cary Bovey, City Secretary - Director of Administrative Services Jeana Bellinger, Deputy City Secretary II Karen Stack, Assistant City Manager - Chief Financial Officer Carolyn Miller, Sargent Todd Ashorn, Public Works Director Dane Rau, Development Services Director Stephanie Doland, and Kaci Konieczny

Citizens present:

Jerry Schwake, David Brittain, Carole Brittain, Bonnie Pilchick, Robert Wright, Suzanne Bockhorn, Don Holley, Lois Holley, Ron Coder, and Robert Weiss

Media Present:

Alyssa Faykus, Brenham Banner Press; and Josh Blaschke, KWHI

- 1. Call Meeting to Order**
- 2. Invocation and Pledges to the US and Texas Flags – City Manager James Fisher**

PUBLIC HEARING

3. Proposed Annexation of Three Areas of Land into the City Limits and Explanation of Service Plan for Each Area Proposed for Annexation

Section 2019-1: Approximately 44.068 Acres of Land Situated in Washington County, Texas, Out of the Phillip Coe Survey, A-31, Consisting of a Single Tract of Land with Frontage Along Industrial Blvd., FM 332 and FM 389.

Section 2019-2: Approximately 0.643 Acres of Land Situated in Washington County, Texas, Part of the A. Harrington Survey, A-55, Consisting of Portions of Multiple Tracts of Land with Frontage Along the West Side of Old Masonic Road.

Section 2019-3: Approximately 194.762 Acres of Land Situated in Washington County, Texas, Part of the A. Harrington Survey, A-55, Consisting of Multiple Tracts of Land with Frontage Along the East Side of Farmers Road Between FM 389 and Old Mill Creek Road, and the North Side of Old Mill Creek Road Between the Current City Limit Line and Jackson Creek.

Mayor Pro Tem Ebel opened the Public Hearing.

Mayor Pro Tem Ebel acknowledged the receipt of a petition signed by homeowners living in Section 2019-3.

City Manager James Fisher presented this item. Fisher explained that this is the second required Public Hearing for the possible annexation relating to Resolution No. R-19-013. Fisher explained that Resolution No. R-19-013 authorized the City Manager to identify areas for possible annexation. Fisher stated that during numerous meetings with staff, the following areas were identified as possible areas for annexation:

- North Area: 132.005 acres
- Northwest Area: 748.357 acres
- Northeast Area: 138.676 acres
- Southeast Area: 1,050.958 acres
- Southwest Area: 194.762 acres

The staff also reviewed:

- 0.633 acres in the Scenic Estates Subdivision that was surveyed incorrectly years ago when the subdivision was constructed and annexed into the City limits; and
- Three (3) requests from property owners for voluntary annexation.

Fisher advised that because there are so many different areas for consideration by the City Council, staff broke out the areas into three (3) separate possible annexations over the next 12 months. The areas were divided as follows:

December 29, 2019	June 18, 2020	December 17, 2020
Southwest Area Scenic Estates Voluntary Tract No. 1	North Area Northwest Area Voluntary Tract Nos. 2 & 3	Southeast Area Northeast Area
239.463 Acres 75 Parcels	897.333 Acres 91 Parcels	1,189.634 Acres 62 Parcels

Fisher stated that during the month of October, staff held two (2) Town Hall meetings (October 15th and October 29th); both meetings were well attended, and staff heard from many concerned citizens. Fisher noted that the consensus of the Town Hall meetings was that the citizens living in the Southwest Area (Section 2019-3) do not wish to be annexed by the City.

Fisher advised that at the First Public Hearing on November 7, staff's recommendation was to move forward with the annexation of Section 2019-1 (Voluntary) and 2019-2 (Scenic Estates) but that Section 2019-3 (Southwest Area) be postponed until 2020 so that staff will have sufficient time to prepare cost estimates and a service plan.

Citizen Don Holley of Country Place West stated that on behalf of himself and his neighbors, he is requesting that Council abandon annexation of Section 2019-3.

Citizen Robert Weiss stated he agreed with Don Holley and would like Council to take annexation of Section 2019-3 completely off the table, and not even consider it again in 2020. Weiss also asked why City staff recommended annexation of this area. Weiss noted that there are other more densely populated areas that would bring more property tax, but which are not being considered for annexation. Mayor Pro Tem Ebel replied that when this issue is discussed in 2020, that question would be answered.

Citizen Ron Coder stated he is opposed to the annexation. Coder noted that residents on one side of Farmers Road would share the benefits of annexation but not share the costs. Coder stated that there is no benefit of annexation to him as a homeowner, but he will lose current rights such as being able to burn brush and shoot a firearm. Coder stated that while he knows Brenham will grow, there are areas more appropriate for this growth than the agricultural land currently being considered for annexation.

Mayor Pro Tem Ebel closed the Public Hearing.

The meeting was adjourned.

Andrew Ebel
Mayor Pro Tem

Jeana Bellinger, TRMC, CMC
City Secretary

DRAFT

Brenham City Council Minutes

A regular meeting of the Brenham City Council was held on November 21, 2019 beginning at 1:00 p.m. in the Brenham City Hall, City Council Chambers, at 200 W. Vulcan Street, Brenham, Texas.

Members present:

Mayor Milton Y. Tate, Jr.
Mayor Pro Tem Andrew Ebel
Councilmember Susan Cantey
Councilmember Adonna Saunders
Councilmember Keith Herring
Councilmember Albert Wright
Councilmember Clint Kolby

Members absent:

None

Others present:

City Manager James Fisher, City Attorney Cary Bovey, City Secretary – Director of Administrative Services Jeana Bellinger, Deputy City Secretary I Kacey Weiss, Deputy City Secretary II Karen Stack, Assistant City Manager – Chief Financial Officer Carolyn Miller, Comptroller Stacy Hardy, Human Resources Director Susan Nienstedt, Kaci Konieczny, Cynthia Longhofer, Crystal Locke, Melinda Gordon, Tammy Jaster, Fire Chief Ricky Boeker, Dant Lange, Kelvin Raven, Public Works Director Dane Rau, Casey Redman, Economic Development Director Susan Cates, Kevin Boggus, Nancy Stafford, Kelsey Toy, Stephen Draehn and Mason Patranella

Citizens present:

J.A. Weatherly, Charlie Pyle and Jacob Pyle

Media Present:

Alyssa Faykus, Brenham Banner Press; and Josh Blaschke, KWHI

- 1. Call Meeting to Order**
- 2. Invocation and Pledges to the US and Texas Flags – Mayor Milton Tate**

3. Special Recognitions

- **GFOA Certificate of Achievement for Excellence in Financial Reporting**
 - *Eleventh Consecutive Year*
- **Crystal Locke – Young Professional Award from Texas Recreation and Park Society (TRAPS)**

4. Citizens Comments

Citizen J.A. Weatherly addressed Council. Mr. Weatherly stated that he has lived on Spinn Street for 27 years. Weatherly explained that for the past 11 months he has been dealing with loud noises coming from the home of his backyard neighbor. Weatherly advised that he has contacted the police department regarding the noise and they have patrolled in the front of the home, but have not heard the noise. Weatherly suggested that the police department should place a recorder in his backyard to capture the noise. Weatherly offered to cover half the cost of the recording device. Mayor Tate stated that Sargent Raven would contact him regarding his complaint.

CONSENT AGENDA

5. Statutory Consent Agenda

- 5-a. Minutes from the October 17, 2019 Special City Council Meeting and October 17, 2019 Regular City Council Meeting**
- 5-b. Ordinance No. O-19-041 on Its Second Reading Providing for Increased Prior and Current Service Annuities in the Texas Municipal Retirement System (“TMRS”) for Retirees and Beneficiaries of Deceased Retirees of the City of Brenham and Electing to Make Current Service and Prior Service Contributions to the City’s TMRS Benefit Accumulation Fund at the Actuarially Determined Rate of Total Employee Compensation**
- 5-c. Rescind the Purchase of Six (6) Vehicles for the City of Brenham Police Department from LaRoche Chevrolet in the Amount of \$196,800.00 Due to Unavailability of Vehicles from General Motors Corporation and Authorize the Purchase of Seven (7) Vehicles for the City of Brenham Police Department from Caldwell Country Through Buy Board Local Government Purchasing Cooperative Contract No. 521-16 in the Amount of \$223,630.00 and Authorize the Mayor to Execute Any Necessary Documentation**

5-d. Purchase of a Truck for the City of Brenham Water Treatment and Wastewater Treatment Departments from Hermann International, Through Sourcewell Contract No. 081716-NVS, in the Amount of \$147,700.00 and Authorize the Mayor to Execute Any Necessary Documentation

5-e. Purchase of a Dump Truck for the City of Brenham Sewer Construction Department from Hermann International, Through Sourcewell Contract No. 081716-NVS, in the Amount of \$87,700 and Authorize the Mayor to Execute Any Necessary Documentation

A motion was made by Councilmember Cantey and seconded by Councilmember Wright to approve the Statutory Consent Agenda Items 5-a. through 5-e. as presented.

Mayor Tate called for a vote. The motion passed with Council voting as follows:

Mayor Milton Y. Tate, Jr.	Yes
Mayor Pro Tem Andrew Ebel	Yes
Councilmember Susan Cantey	Yes
Councilmember Adonna Saunders	Yes
Councilmember Keith Herring	Yes
Councilmember Albert Wright	Yes
Councilmember Clint Kolby	Yes

PUBLIC HEARING

6. Public Hearing to Consider the Establishment of a Municipal Drainage Utility System, Providing for the Establishment and Calculation of Municipal Drainage Utility Charges and Credits, and Providing Penalties and Remedies for Nonpayment of Charges

Mayor Tate opened the Public Hearing.

Public Works Director Dane Rau presented this item. Rau explained that during the FY19-20 Budget Workshops, the Council received briefings from City staff and had numerous discussions concerning the January 1, 2020 implementation of a drainage utility system for addressing storm water issues. Rau stated that Council chose to include the drainage utility system in the 2019-20 adopted budget.

Rau presented information regarding what drainage is, how the drainage problem is impacting citizens, why the drainage utility system is needed, how the drainage utility system will generate revenues, and why citizens must pay the drainage utility charge.

Rau also discussed how the drainage utility charge revenues will be spent. Rau explained that revenues would be used for drainage system maintenance which includes street sweeping, mosquito spraying, storm sewer cleanout, ditch clearing/mowing, culvert/pipe cleaning and replacement of drainage equipment. Rau stated that in addition to drainage system maintenance, revenues would be used for drainage system capital improvement projects. Rau advised that revenue generated from the drainage utility charge would enable the City to address the areas prone to flooding.

Rau noted that drainage utility charges would go into effect with the first billing cycle on/or after January 1, 2020.

7. Public Hearing, Discussion and Receipt of Input Related to a Possible Submission of a Grant Application to Texas Parks and Wildlife for the Local Parks Non-Urban Outdoor Recreation Grant Program for (Phase 1(a)) of the Brenham Family Park as Outlined in the City of Brenham's 2015-2025 Parks, Recreation and Open Spaces Master Plan

Public Works Director Dane Rau presented this item. Rau explained that the Texas Parks and Wildlife Department (TPWD) offers the Local Park Grant Program that consists of five individual programs that assist local government with the acquisition and/or development of public recreation areas and facilities throughout the State of Texas. Rau advised that this grant, if awarded, would align with the City's goals and objectives outlined in our 2015-2025 Parks, Recreation, and Open Spaces Master Plan for the construction of the initial phase of the Brenham Family Park.

Rau noted that in accordance with Executive Order 11988 (Floodplain Management) and Executive Order 11990 (Protection of Wetlands), this Public Hearing is to receive citizen input regarding the possible environmental impact of building within the floodplain and is required since a portion of the proposed Brenham Family Park is located within the 100-year floodplain.

There were no citizen comments.

Mayor Tate closed the Public Hearing.

REGULAR SESSION

8. Discuss and Possibly Act Upon an Ordinance on its First Reading Amending Chapter 26, Utilities, of the Code of Ordinances of the City of Brenham Establishing a Municipal Drainage Utility System, Providing for the Establishment and Calculation of Municipal Drainage Utility Charges and Credits, and Providing Penalties and Remedies for Nonpayment of Charges

A motion was made by Councilmember Cantey and seconded by Mayor Pro Tem Ebel to

approve an Ordinance on its first reading amending Chapter 26, Utilities, of the Code of Ordinances of the City of Brenham Establishing a Municipal Drainage Utility System, Providing for the Establishment and Calculation of Municipal Drainage Utility Charges and Credits, and Providing Penalties and Remedies for Nonpayment of Charges.

Mayor Tate called for a vote. The motion passed with Council voting as follows:

Mayor Milton Y. Tate, Jr.	Yes
Mayor Pro Tem Andrew Ebel	Yes
Councilmember Susan Cantey	Yes
Councilmember Adonna Saunders	Yes
Councilmember Keith Herring	Yes
Councilmember Albert Wright	Yes
Councilmember Clint Kolby	Yes

9. Discuss and Possibly Act Upon Resolution No. R-19-034 Authorizing the Submission of a Grant Application to Texas Parks and Wildlife for the Local Parks Non-Urban Outdoor Recreation Grant Program for Phase 1(a) of the Brenham Family Park as Outlined in the City of Brenham's 2015-2025 Parks, Recreation and Open Spaces Master Plan

Public Works Director Dane Rau presented this item. Rau stated that the Local Parks Non-Urban Outdoor Recreation Grant program provides fifty (50) percent matching grants on a reimbursement basis to eligible applicants. Rau noted that the grant ceiling is \$750,000.

Rau explained that Jones Carter has provided staff with preliminary construction cost estimates of \$1.7M for Phase I (a) in project costs and engineering services. Rau advised that Brenham Community Development Corporation (BCDC) allocated \$500,000 to Brenham Family Park in their FY19-20 budget. Rau noted in addition, BCDC has \$403,500 remaining from funds set aside in previous years for items included in Phase I (a). Rau stated that if the City is awarded the TPWD grant, additional funding to complete Phase I (a) would be requested in the FY20-21 BCDC budget process.

A motion was made by Councilmember Cantey and seconded by Councilmember Saunders to approve Resolution No. R-19-034 authorizing the submission of a grant application to Texas Parks and Wildlife for the Local Parks Non-Urban Outdoor Recreation Grant Program for Phase 1(a) of the Brenham Family Park as Outlined in the City of Brenham's 2015-2025 Parks, Recreation and Open Spaces Master Plan.

Mayor Tate called for a vote. The motion passed with Council voting as follows:

Mayor Milton Y. Tate, Jr.	Yes
Mayor Pro Tem Andrew Ebel	Yes
Councilmember Susan Cantey	Yes
Councilmember Adonna Saunders	Yes
Councilmember Keith Herring	Yes
Councilmember Albert Wright	Yes
Councilmember Clint Kolby	Yes

11. Discuss and Possibly Act Upon Resolution No. R-19-036 Authorizing the Giving of Notice of Intention to Issue City of Brenham, Texas, Combination Tax and Revenue Certificates of Obligation, Series 2020; and Declaring an Effective Date

Assistant City Manager – Chief Financial Officer Carolyn Miller presented this item. Miller explained that during Council budget workshops related to the FY19-20 Budget, staff discussed issuing certificates of obligation (COs) for general government, wastewater and water system utility projects. Miller stated that the general government projects total \$3.505 million and include \$625,000 for street reconstruction/rebuild and \$2.880 million for streets and drainage improvements (i.e. Old Chappell Hill Road, Salem Road and other improvements). Miller advised that the wastewater utility improvements of \$1.425 million include a new regional lift station to support the Baker Katz retail development project. And lastly, Miller noted that the majority of the water utility improvements of \$765,000 are for the Atlow Storage Tower Rehab project and the City's portion of the 2016 May flooding event. Miller stated that this agenda item is giving notice of the City's intent to issue Certificates of Obligation, Series 2020 not to exceed \$5.695 million for these purposes including bond issuance costs.

Miller explained that the initial step in the financing process is to give notice of the City's intent to issue the certificates of obligation, and upon Council's approval, the notice itself would be published in the Brenham Banner Press. Miller stated that Garry Kimball, the City's financial adviser, would handle securing the pricing and bring it back to Council for action at the January 16, 2020 meeting.

A motion was made by Councilmember Herring and seconded by Councilmember Kolby to approve Resolution No. R-19-036 authorizing the giving of notice of intention to issue City of Brenham, Texas, Combination Tax and Revenue Certificates of Obligation, Series 2020.

Mayor Tate called for a vote. The motion passed with Council voting as follows:

Mayor Milton Y. Tate, Jr.	Yes
Mayor Pro Tem Andrew Ebel	Yes
Councilmember Susan Cantey	Yes
Councilmember Adonna Saunders	Yes
Councilmember Keith Herring	Yes
Councilmember Albert Wright	Yes
Councilmember Clint Kolby	Yes

10. Discuss and Possibly Act Upon Resolution No. R-19-035 Authorizing the Submission of a Grant Application to Texas Parks and Wildlife Through the Community Outdoor Outreach Program (CO-OP) Grant for Angler Education Week at the Blue Bell Aquatic Center

Aquatic Center Supervisor Tammy Jaster presented this item. Jaster explained that the Community Outdoor Outreach Program (CO-OP) grant provides funding to local governments and non-profit organizations for programming that introduces under-served populations to environmental and conservation programs as well as Texas Parks and Wildlife Department's mission oriented outdoor activities.

Jaster stated that staff would like to apply for the Community Outdoor Outreach Program grant in order to be able to offer Angler Education Week. Jaster advised that staff would be asking TPWD for funds in the amount of \$10,599.00 to cover costs for basic supplies, refreshments, banners, promotional items, and activity supplies.

Jaster noted that for the last twelve years, the Blue Bell Aquatic Center has hosted an annual KidFish event that is free to the community. Jaster stated that staff's goal is to have the Angler Education Week October 19th – 25th including KidFish on October 24th.

A motion was made by Councilmember Kolby and seconded by Councilmember Saunders to approve Resolution No. R-19-035 authorizing the submission of a grant application to Texas Parks and Wildlife through the Community Outdoor Outreach Program (CO-OP) Grant for Angler Education Week at the Blue Bell Aquatic Center.

Mayor Tate called for a vote. The motion passed with Council voting as follows:

Mayor Milton Y. Tate, Jr.	Yes
Mayor Pro Tem Andrew Ebel	Yes
Councilmember Susan Cantey	Yes
Councilmember Adonna Saunders	Yes
Councilmember Keith Herring	Yes
Councilmember Albert Wright	Yes
Councilmember Clint Kolby	Yes

12. Administrative/Elected Officials Report

City Manager James Fisher reported on the following:

- The City will be closed next week Thursday and Friday for Thanksgiving
- The police department participates in No Shave November which supports Adams Angels Ministry. That fundraiser will end next week.
- The Christmas Stroll and Lighted Parade will be December 6th and 7th

The meeting was adjourned.

Milton Y. Tate, Jr.
Mayor

Jeana Bellinger, TRMC, CMC
City Secretary

ORDINANCE NO. O-19-043

AN ORDINANCE OF THE CITY OF BRENHAM, TEXAS AMENDING THE FY2018-19 ADOPTED BUDGET; AND DECLARING AN EFFECTIVE DATE.

WHEREAS, the City Council of the City of Brenham, Texas has previously approved a budget for the fiscal year ending September 30, 2019, after having filed the same with the City Secretary and after holding public hearings on same, all after due notice as required by statute; and

WHEREAS, due to unforeseen circumstances and/or conditions, the City Council finds it is necessary to amend the FY2018-19 Budget for municipal purposes;

NOW THEREFORE, BE IT ORDAINED by the City Council of the City of Brenham, Texas:

SECTION 1.

That the City Council of the City of Brenham, Texas, does hereby amend the budget for the City of Brenham, Texas for the fiscal year ending September 30, 2019, as shown on Exhibit A.

SECTION II.

This Ordinance shall take effect as provided by State Law and the Charter of the City of Brenham, Texas.

PASSED and APPROVED on its first reading the 5th day of December 2019.

PASSED and APPROVED on its second reading the 19th day of December 2019.

Milton Y. Tate, Jr.
Mayor

ATTEST:

Jeana Bellinger, TRMC, CMC
City Secretary

CITY OF BRENHAM
FY19 BUDGET AMENDMENT #2 SUMMARY

REVENUES (INC)/DEC	101 GENERAL FUND	225 PD EQUIP	227 FEMA	232 DONA- TIONS	235 FIRE GRANTS	249 MKTING & TOURISM	118 DEBT SVC	290 HWY 290	109 HOTEL/ MOTEL	214 CAPITAL LEASES	234 PARKS CAPITAL	237 STREETS/ DRAIN CAP	102 ELECTRIC	123 GAS WPC	105 WASTE- WATER	106 SANITA- TION	TOTAL
4-518.10 RENTAL INCOME-THEATER						(437)											(437)
4-519.00 CULTURAL ARTS REVENUE						(57,300)											(57,300)
4-521.00 GRANT REVENUES		(22,573)			(1,025)												(23,598)
4-522.00 ADV REVENUE-VISITORS GUIDE						(47,875)											(47,875)
4-522.10 ADV REVENUE-CO-OP ADS						(1,200)											(1,200)
4-529.20 DONATIONS						(1,313)											(1,313)
4-531.00 VISITOR CENTER ITEM SALES						(916)											(916)
4-720.00 INSURANCE PROCEEDS																(34,115)	(34,115)
4-740.10 CONCESSION REVENUE						(7,665)											(7,665)
TOTAL BUDGETED REVENUES (INC)/DEC	-	(22,573)	-	-	(1,025)	(116,706)	-	-	-	-	-	-	-	-	-	(34,115)	(174,419)
EXPENDITURES (INC)/DEC																	
5-100-101.00 SALARIES & WAGES						(39,300)											(39,300)
5-100-103.00 OASD/MEDICARE						(3,089)											(3,089)
5-100-106.00 MEDICAL INSURANCE						(25,848)											(25,848)
5-100-204.00 POSTAGE						2,450											2,450
5-100-207.00 CLOTHING/PERS PROTECTIVE						4,310											4,310
5-100-208.00 CLOTHING/PERS PROTECTIVE																	
5-100-209.00 EDUCATIONAL																	
5-100-216.00 RESALE ITEMS-CONCESSIONS					1,025	6,582											1,025
5-100-216.20 RESALE ITEMS-VISITORS CENT						1,595											1,595
5-100-250.00 OTHER SUPPLIES						1,011											1,011
5-100-312.00 BUILDINGS/APPLIANCES						19,162											19,162
5-100-402.00 AUDITS/CONSULTANTS FEES						42,534											42,534
5-100-402.40 PAYMENT TO WASH CO		22,573						546,991									546,991
5-100-403.00 TELEPHONE						3,619											3,619
5-100-408.00 RENTALS & LEASES						36,587										15,300	51,887
5-100-409.00 ADVERTISING & PROMOTION						32,216											32,216
5-100-409.50 VISITORS GUIDE EXPENSE						29,486						50,498					29,486
5-100-421.20 BOND ISSUE COSTS																	50,498
5-100-424.00 SERVICE CONTRACTS						(12,287)											(12,287)
5-100-450.00 OTHER SERVICES						17,869											17,869
5-100-702.54 BUILDINGS/BLDG IMPROVE				3,736										128			3,736
5-100-705.00 GAS PURCHASE COSTS				1,359													1,359
5-100-715.46 OTHER CAPITAL-LIBRARY																	
5-100-803.00 STREETS/INLETS/CURBS																	
5-100-803.50 STREETS/INLETS/CURBS-REHAB																	
5-100-813.00 VEHICLES/LARGE EQUIPMENT																102,500	59,653
5-100-814.00 RADIOS/RADAR/CAMERAS																	
5-100-814.54 OTHER CAPITAL-ANIMAL				53,650													
5-100-618.35 AQUATIC CENTER IMPROVEMENTS										573,123							573,123
5-100-816.42 PARK IMPROV-FIREMAN'S																	
5-100-816.44 PARK IMPROV-HOHLT PARK																	
5-100-816.47 PARK IMPROV-HATTIE MAE FLOWERS																	
5-100-816.48 PARK IMPROV-HENDERSON PK																	
5-100-816.62 PARK IMPROV-LINDA ANDERSON																	
5-100-860.49 2015 NOTE PAY PRIN-LIB FU							257,143										257,143
5-100-860.55 2019 NOTE PAY-PS RADIOS							55,587										55,587
5-100-860.87 2015 GO REF D/S INTEREST							(35,000)										(35,000)
5-100-860.94 2019 COB D/S PRINCIPAL							(95,000)										(95,000)
5-100-860.95 2019 COB D/S INTEREST							13,809										13,809
5-100-908.00 SEMINARS/MEMBERSHIP .TRAVEL																	
5-100-924.00 CONTINGENCY						(50,271)											(50,271)
5-100-945.10 CULTURAL ARTS EXPENSE						(20,203)											(20,203)
5-100-959.10 DOWNTOWN IMPROVEMENTS						82,563											82,563
5-124-920.00 WASH CO CC CVB-ADMIN				44,126													44,126
TOTAL BUDGETED EXPENDITURES (INC)/DEC	-	22,573	-	102,870	1,025	128,986	196,539	546,991	6,750	573,123	115,040	(259,652)	-	128	-	117,800	1,552,173

CITY OF BRENHAM
FY19 BUDGET AMENDMENT #2 SUMMARY

	101	225	227	232	235	249	118	290	109	214	234	237	102	123	105	106	TOTAL
	GENERAL FUND	PD EQUIP	FEMA	DONATIONS	FIRE GRANTS	MARKETING & TOURISM	DEBT SVC	HWY 290	HOTEL/MOTEL	CAPITAL LEASES	PARKS CAPITAL	STREETS/ DRAIN CAP	ELECTRIC	GAS WPC	WASTE- WATER	SANITATION	
NET OTHER (RESOURCES)/USES																	
6-000-601.00 TRF-OUT TO GENERAL FUND													19,139				19,139
6-000-602.00 TRF-IN FROM ELECTRIC FUND	(19,139)																(19,139)
6-000-601.18 TRF-OUT TO DEBT SVC FUND										3,500							552,782
6-000-602.14 TRF-IN FROM CAPITAL LEASE FUND																	(3,500)
6-000-602.27 TRF-OUT TO FEMA FUND												1,115,678					1,115,678
6-000-602.90 TRF-IN FROM HWY 290 FUND																	(549,282)
6-000-602.37 TRF-IN FROM STREETS/DRAINAGE FUND			(1,115,678)														(1,115,678)
6-000-605.00 TRF-IN FROM WASTEWATER FUND															93,316	(93,316)	
6-000-606.00 TRF-OUT TO SANITATION FUND																	93,316
6-000-683.00 2019 BOND PROCEEDS (INC)/DEC			1,500,000														(50,498)
6-000-685.00 OTHER FINANCING SOURCES (INC)/DEC										(576,623)		(1,550,498)					(576,623)
TOTAL BUDGETED OTHER NET (RESOURCES)																	
INC)/RESOURCE USES	(19,139)	-	384,322	-	-	-	(552,782)	549,282	-	(573,123)	-	(434,820)	19,139	-	93,316	(93,316)	(627,121)
CHANGES IN BUDGTD FUND BALANCE (INC)/DI	(19,139)	-	384,322	102,870	-	12,280	(356,243)	1,096,273	6,750	0	115,040	(694,472)		128	93,316	(9,631)	750,634

FUND 101 - GENERAL FUND

ACCOUNT TYPE	AMENDMENT ACTION	CURRENT BUDGET	AMENDMENT	AMENDED BUDGET	REASON
6-000-602.00	INTERFUND TRNF-ELECTRIC FUN TRANSFER-IN	(1,993,573)	(19,139)	(2,012,712)	Budget amendment is to account for higher than budget transfers from the Electric Fund due to higher costs from shared service departments.

FUND 225 - MOTORCYCLE/PD EQUIPMENT

	ACCOUNT TYPE	AMENDMENT ACTION	CURRENT BUDGET	AMENDMENT	AMENDED BUDGET	REASON
4-521.00	GRANT REVENUES	(INC)/DEC	(2,600)	(22,573)	(25,173)	Police received 3 grants in FY19. This amends revenues and expenditures primarily for receipt of Senate Bill 12 - Rifle Resistant Body Armor Grant in the amount of \$21,984. The other 2 grants were Bulletproof Vest Partnership (BVP) grants.
	TOTAL FUND REVENUES	(INC)/DEC	(2,600)	(22,573)	(25,173)	
5-100-208.00	CLOTHING/PERS PROTECTIVE EXPENDITURE	INC/(DEC)	2,600	22,573	25,173	
	TOTAL FUND EXPENDITURES	INC/(DEC)	2,600	22,573	25,173	

FUND 227 - FEMA FUND

	ACCOUNT TYPE	AMENDMENT ACTION	CURRENT BUDGET		AMENDED BUDGET		REASON
6-000-602.37	INTERFUND TRNSF-STTS/DRAINAGE TRANSFER-IN	(INC)/DEC	-	(1,115,678)	(1,115,678)	1.	Budget amendments are for the following items 1. Recognize transfer-in from Fund 237 Streets and Drainage Fund of \$1,115,678 of the 2019 bond proceeds to reimburse the FEMA Fund for expenses incurred for emergency drainage projects; and 2. To reverse the receipt for 2019 bond proceeds budgeted because the proceeds were received in Fund 237 Streets and Drainage Fund instead of Fund 227 FEMA Fund, with the reimbursement portion transferred.
6-000-683.00	OTHER SOURCES-BOND PROC BOND PROCEEDS	(INC)/DEC	(1,500,000)	1,500,000	-	2.	
	TOTAL FUND TRANS-OUT/BD PROCEEDS	(INC)/DEC	(1,500,000)	384,322	(1,115,678)		

FUND 232 - DONATIONS FUND

		ACCOUNT TYPE	AMENDMENT ACTION	CURRENT BUDGET	AMENDMENT	AMENDED BUDGET	REASON
5-100-702.54	BUILDINGS/BLDG IMPROVE	EXPENDITURE	INC/(DEC)	-	3,736	3,736	Budget amendments are for the following items: 702.54 - Grates and lockings at the Animal Shelter 715.46 - Umbrella with pole and base at the Library 814.54 - Construction of Pet Adoption Center cover and fencing 959.10 - Downtown Swirl, Autumn Evening, sign grant
5-100-715.46	OTHER CAPITAL-LIBRARY	EXPENDITURE	INC/(DEC)	-	1,359	1,359	
5-100-814.54	OTHER CAPITAL-ANIMAL	EXPENDITURE	INC/(DEC)	-	53,650	53,650	
5-100-959.10	DOWNTOWN IMPROVEMENTS	EXPENDITURE	INC/(DEC)	5,000	44,126	49,126	
	SUBTOTAL AMENDED ACCTS		INC/(DEC)	5,000	102,870	107,870	
	TOTAL FUND EXPENDITURES		INC/(DEC)	31,000	102,870	133,870	

FUND 235 - FIRE DEPT GRANTS

	ACCOUNT TYPE	AMENDMENT ACTION	CURRENT BUDGET	AMENDMENT	AMENDED BUDGET	REASON
4-521.00	GRANT REVENUES	(INC)/DEC	(1,800)	(1,025)	(2,825)	Fire received 3 educational grants in FY19. This amends revenues and expenditures for receipt and use of these additional grant proceeds.
	TOTAL FUND REVENUES	(INC)/DEC	(1,800)	(1,025)	(2,825)	
5-100-209.00	EXPENDITURE	INC/(DEC)	1,800	1,025	2,825	
	TOTAL FUND EXPENDITURES	INC/(DEC)	1,800	1,025	2,825	

FUND 249 - TOURISM & MARKETING FUND

	ACCOUNT TYPE	AMENDMENT ACTION	CURRENT BUDGET	AMENDMENT	AMENDED BUDGET	REASON
4-518.10	RENTAL INCOME-THEATER	(INC)/DEC	(5,000)	(437)	(5,437)	Revenue results were better than budget projections. Revenue are being amended to recognize favorable results.
4-519.00	CULTURAL ARTS REVENUE	(INC)/DEC	(15,000)	(57,300)	(72,300)	
4-522.00	ADV REVENUE-VISITORS GUIDE	(INC)/DEC	-	(47,875)	(47,875)	
4-522.10	ADV REVENUE-CO-OP ADS	(INC)/DEC	-	(1,200)	(1,200)	
4-529.20	DONATIONS	(INC)/DEC	-	(1,313)	(1,313)	
4-531.00	VISITOR CENTER ITEM SALES	(INC)/DEC	-	(916)	(916)	
4-740.10	CONCESSION REVENUE	(INC)/DEC	(1,200)	(7,665)	(8,865)	
	SUBTOTAL AMENDED ACCTS	(INC)/DEC	(21,200)	(116,706)	(137,906)	
	TOTAL FUND REVENUES	(INC)/DEC	(41,200)	(116,706)	(157,906)	
5-100-101.00	SALARIES & WAGES	INC/(DEC)	135,520	(39,300)	96,220	Expenditures need to be amended to recognize use of excess revenues realized and to recognize a reallocation of some line item budgets to other uses/programs.
5-100-103.00	OASDI/MEDICARE	INC/(DEC)	10,373	(3,089)	7,284	
5-100-106.00	MEDICAL INSURANCE	INC/(DEC)	40,386	(25,848)	14,538	
5-100-204.00	POSTAGE	INC/(DEC)	200	2,450	2,650	
5-100-207.00	REPRODUCTION & PRINTING	INC/(DEC)	-	4,310	4,310	
5-100-216.00	RESALE ITEMS-CONCESSIONS	INC/(DEC)	300	6,582	6,882	
5-100-216.20	RESALE ITEMS-VISITORS CENT	INC/(DEC)	-	1,595	1,595	
5-100-250.00	OTHER SUPPLIES	INC/(DEC)	800	1,011	1,811	
5-100-312.00	BUILDINGS/APPLIANCES	INC/(DEC)	3,500	19,162	22,662	
5-100-402.00	AUDITS/CONSULTANT FEES	INC/(DEC)	-	42,534	42,534	
5-100-403.00	TELEPHONE	INC/(DEC)	-	3,619	3,619	
5-100-408.00	RENTALS & LEASES	INC/(DEC)	42,607	36,587	79,194	
5-100-409.00	ADVERTISING & PROMOTION	INC/(DEC)	190,000	32,216	222,216	
5-100-409.50	VISITORS GUIDE EXPENSE	INC/(DEC)	-	29,486	29,486	
5-100-424.00	SERVICE CONTRACTS	INC/(DEC)	38,000	(12,287)	25,713	
5-100-450.00	OTHER SERVICES	INC/(DEC)	710	17,869	18,579	
5-100-908.00	SEMINARS/MEMBERSHIP/TRAVE	INC/(DEC)	58,400	(50,271)	8,129	
5-100-924.00	CONTINGENCY	INC/(DEC)	20,203	(20,203)	-	
5-100-949.10	CULTURAL ARTS EXPENSE	INC/(DEC)	15,000	82,563	97,563	
	SUBTOTAL AMENDED ACCTS	INC/(DEC)	555,999	128,986	684,985	
	TOTAL FUND EXPENDITURES	INC/(DEC)	601,400	128,986	730,386	

FUND 118 - DEBT SERVICE FUND

		ACCOUNT TYPE	AMENDMENT ACTION	CURRENT BUDGET	AMENDMENT	AMENDED BUDGET	REASON
5-100-860.49	2016 NOTE PAY PRIN-LIB FU	EXPENDITURE	INC/(DEC)	64,286	257,143	321,429	Budget amendments are for the following items: 1. Paid off library furniture loan instead of refinancing for another 3 yrs, using Debt Service Fund reserves; 2. Actual payment on radios was higher than original estimate budgeted; 3. Adjustment for pay-off of Washington County reimbursement of 1/2 interest on Hwy 290 debt which is offset in revenues; 4 & 5. Actual payments came in lower than budget estimate; 6. Transfer of excess PS Radio loan proceeds to Debt Service Fund balance; and 7. Close-out of Hwy 290 Fund and transfer of City's portion to Debt Service Fund to reimburse for prior years interest payments.
5-100-860.55	2019 NOTE PAY-PS RADIOS	EXPENDITURE	INC/(DEC)	142,768	55,587	198,355	
5-100-860.87	2015 GO REF D/S INTEREST	EXPENDITURE	INC/(DEC)	70,000	(35,000)	35,000	
5-100-860.94	2019 COB D/S PRINCIPAL	EXPENDITURE	INC/(DEC)	150,000	(95,000)	55,000	
5-100-860.95	2019 COB D/S INTEREST	EXPENDITURE	INC/(DEC)	-	13,809	13,809	
	SUBTOTAL EXPENDITURE AMENDED ACCTS		INC/(DEC)	427,054	196,539	623,593	
6-000-602.14	INTERFUND TRNSF-CAP LEASE	TRANSFER-IN	(INC)/DEC	-	(3,500)	(3,500)	
6-000-602.90	INTERFUND TRNSF-HWY 290	TRANSFER-IN	(INC)/DEC	(1,750,000)	(549,282)	(2,299,282)	
	TOTAL FUND EXPENDITURES NET TRANS-IN		INC/(DEC)	2,691,572	(352,743)	2,338,829	

FUND 290 - HWY 290 FUND

ACCOUNT TYPE	AMENDMENT ACTION	CURRENT BUDGET	AMENDMENT	AMENDED BUDGET	REASON
5-100-402.40	PAYMENT TO WASH CO		546,991	546,991	Budget amendment is needed to close-out Hwy 290 project. Residual proceeds of \$1,096,273 were split 50/50 City and Washington County. The City's share was transferred to the Debt Service Fund to reimburse for prior years interest payments.
6-000-601.18	EXPENDITURE	-	549,282	2,299,282	
	TRANSFER-OUT	1,750,000			
			1,096,273	2,846,273	
			1,096,273	2,846,273	
	SUBTOTAL AMENDED ACCTS	1,750,000			
	TOTAL FUND EXPEND/TRF-OUT	1,750,000			

FUND 109 - HOTEL/MOTEL FUND

ACCOUNT TYPE	AMENDMENT ACTION	CURRENT BUDGET	AMENDMENT	AMENDED BUDGET	REASON
5-124-920.00 WASH CO CC CVB-ADMIN	INC/(DEC)	-	6,750	6,750	Budget amendment is for the Hotel/Motel Fund's portion of receptionist wages at the Washington County Chamber of Commerce.
SUBTOTAL AMENDED ACCTS	INC/(DEC)	-	6,750	6,750	
TOTAL FUND EXPENDITURES	INC/(DEC)	10,000	6,750	16,750	

FUND 214 - CAPITAL LEASES FUND

	AMENDMENT		CURRENT BUDGET	AMENDMENT	AMENDED BUDGET		REASON
	ACCOUNT TYPE	ACTION					
5-100-814.00	RADIOS/RADAR/CAMERAS	EXPENDITURE	INC/(DEC)	573,123	573,123		Budget amendment is for the use of capital lease loan proceeds for the purchase of new Public Safety radios in the amount of \$573,123 and the transfer-out to the Debt Service Fund on the residual (excess) loan amount of \$3,500.
6-000-601.18	TRANS-OUT TO DEBT SVC FD	TRANSFER-OUT	INC/(DEC)	3,500	3,500		
6-100-685.00	OTHER FINANCING SOURCES	LOAN PROCEEDS	INC/(DEC)	(576,623)	(576,623)		
	TOTAL FUND EXPEND/TRF-OUT			0	0		

FUND 234 - PARKS CAPITAL IMPROVEMENTS FUND

	ACCOUNT TYPE	AMENDMENT ACTION	CURRENT BUDGET	AMENDMENT	AMENDED BUDGET		REASON
5-100-816.35	AQUATIC CENTER IMPROVEMENTS	INC/(DEC)	85,000	29,592	114,592	1.	Budget amendments are for the following items:
5-100-816.42	PARK IMPROV-FIREMAN'S	INC/(DEC)	136,000	188,287	324,287	2.	1. Reallocation of BCDC funds for replacement of BBAC playground surface
5-100-816.44	PARK IMPROV-HOHLT PARK	INC/(DEC)	108,000	39,548	147,548	3.	using budget savings from tower structure repair;
5-100-816.47	PARK IMPROV-HATTIE MAE FL	INC/(DEC)	15,000	(15,000)	-	4.	2. Completion of Firemans Park Restroom Project originally budgeted in
5-100-816.48	PARK IMPROV-HENDERSON PK	INC/(DEC)	300,000	(147,795)	152,205	5.	FY18;
5-100-816.62	PARK IMPROV-LINDA ANDERSON	INC/(DEC)	30,000	20,408	50,408	6.	3. Deferred and rebudgeted Hohlt Park Nature Trail (\$40,000) but All Sports
	SUBTOTAL AMENDED ACCTS	INC/(DEC)	674,000	115,040	789,040		Building Parking Lot Project carried over from FY18 at \$73,275;
	TOTAL FUND EXPENDITURES	INC/(DEC)	874,500	115,040	989,540		4. Basketball court lights were under the \$15,000 budgeted, so moved to a non-capital 700 account;
							5. Henderson Park Phase I Improvements still in progress and re-budgeted in FY20; and
							6. Reallocation of BCDC funds for Linda Anderson Park batting cage cover using savings from Firemans Park bleacher painting.

FUND 237 - STREETS AND DRAINAGE FUND

	ACCOUNT TYPE	AMENDMENT ACTION	CURRENT BUDGET	AMENDMENT	AMENDED BUDGET	REASON
5-100-421.20	BOND ISSUE COSTS	INC/(DEC)	-	50,498	50,498	Budget amendments are for the following items: • Recognize receipt of 2019 bond proceeds of \$1,550,498 and issuance costs of \$50,498 • Recognize deferral of 2012 Residual Bond Proceeds of \$369,803 which will be used in FY20 for Southside Retail Project-Chappell Hill Widening • Recognize the use of 2019 bond proceeds to reimburse FEMA Fund for expenses of \$1,115,678 for emergency drainage projects.
5-100-803.00	STREETS/INLETS/CURBS	INC/(DEC)	369,803	(369,803)	-	
5-100-803.50	STREETS/INLETS/CURBS-REHAB	INC/(DEC)	304,000	59,653	363,653	
	TOTAL FUND EXPENDITURES		673,803	(259,652)	414,151	
6-000-602.27	INTERFUND TRNSF-FEMA	INC/(DEC)	-	1,115,678	1,115,678	
6-000-683.00	OTHER SOURCES-BOND PROC	INC/(DEC)	-	(1,550,498)	(1,550,498)	
	TOTAL FUND TRANS-OUT/BD PROCEEDS	(INC)/DEC	-	(434,820)	(434,820)	
	TOTAL FUND EXP/TRANS/BD PROCEEDS	INC/(DEC)	673,803	(694,472)	(20,669)	

FUND 102 - ELECTRIC FUND

ACCOUNT TYPE	AMENDMENT ACTION	CURRENT BUDGET	AMENDMENT	AMENDED BUDGET	REASON
6-000-601.00	INTERFUND TRNF-GENERAL FUN TRANSFER-OUT	INC/(DEC)	1,993,573	19,139	2,012,712
					Budget amendment is to account for higher than budget transfers-out to the General Fund due to higher costs from shared service departments.

FUND 123 - GAS WPC FUND

ACCOUNT TYPE	AMENDMENT ACTION	CURRENT BUDGET	AMENDMENT	AMENDED BUDGET	REASON
5-100-705.00 GAS PURCHASE COSTS	INC/(DEC)	1,694,878	128	1,695,006	Budget amendment is for a small unfavorable variance to budget for gas purchase costs.
SUBTOTAL AMENDED ACCTS	INC/(DEC)	1,694,878	128	1,695,006	
TOTAL FUND EXPENDITURES	INC/(DEC)	1,694,878	128	1,695,006	

FUND 105 - WASTEWATER FUND

ACCOUNT TYPE	AMENDMENT		CURRENT	AMENDED		REASON
	ACTION	BUDGET	BUDGET	AMENDMENT	BUDGET	
6-000-606.00	INTERFUND TRNF-SANITATION	TRANSFER-OUT	INC/(DEC)	-	93,316	Budget amendment is to account for replacement of a destroyed excavator with grapple used at the Collection Station. The equipment (except grapple) was originally owned by the Wastewater Fund but at the time of Wastewater Fund replacement, was moved to the Sanitation Fund for use in the mulch pile. The transfer-out of \$93,316 is insurance proceeds booked in the Wastewater Fund and helps offset the cost of \$102,500 for the new unit booked in the Sanitation Fund.

FUND 106 - SANITATION FUND

	ACCOUNT TYPE	AMENDMENT ACTION	CURRENT BUDGET	AMENDMENT	AMENDED BUDGET	REASON
4-720.00	INSURANCE PROCEEDS	(INC)/DEC	-	(34,115)	(34,115)	Budget amendment is to account for replacement of a destroyed excavator with grapple used at the Collection Station. The equipment (except grapple) was originally owned by the Wastewater Fund but at the time of Wastewater Fund replacement, was moved to the Sanitation Fund for use in the mulch pile. The transfer-in of \$93,316 is insurance proceeds booked in the Wastewater Fund and helps offset the cost of \$102,500 for the new unit. In addition, insurance proceeds of \$34,115 were received for the grapple and rental costs incurred of \$15,300.
	TOTAL FUND REVENUES	(INC)/DEC	(3,996,400)	(34,115)	(4,030,515)	
5-043-408.00	RENTAL INCOME	INC/(DEC)	-	15,300	15,300	
5-043-813.00	VEHICLES/LARGE EQUIPMENT	INC/(DEC)	-	102,500	102,500	
	SUBTOTAL EXP AMENDED ACCTS	INC/(DEC)	-	117,800	117,800	
	TOTAL FUND EXPENDITURES	INC/(DEC)	3,398,970	117,800	3,516,770	
6-000-605.00	INTERFUND TRNF-SEWER	(INC)/DEC	-	(93,316)	(93,316)	
	TRANSFER-IN	(INC)/DEC	-	(93,316)	(93,316)	

ORDINANCE NO. O-19-044

AN ORDINANCE OF THE CITY OF BRENHAM, TEXAS FOR THE PURPOSE OF EXTENDING THE CORPORATE LIMITS OF THE CITY OF BRENHAM, TEXAS; PROVIDING FOR THE ANNEXATION OF APPROXIMATELY 44.711 ACRES OF LAND, COMPRISED OF TWO (2) SEPARATE TRACTS HEREINAFTER MORE SPECIFICALLY DESCRIBED, TO THE CITY OF BRENHAM, TEXAS FOR ALL MUNICIPAL PURPOSES; FINDING THAT ALL NECESSARY AND REQUIRED LEGAL CONDITIONS HAVE BEEN SATISFIED; PROVIDING THAT SUCH AREAS SHALL BECOME A PART OF THE CITY AND THAT THE INHABITANTS THEREOF SHALL BE ENTITLED TO THE RIGHTS AND PRIVILEGES OF OTHER CITIZENS AND BE BOUND BY THE ACTS AND ORDINANCES NOW IN EFFECT AND TO BE HEREINAFTER ADOPTED; PROVIDING FOR A SERVICE PLAN FOR THE ANNEXED AREAS; PROVIDING FOR THE AMENDMENT OF THE OFFICIAL MAP OF THE BOUNDARIES OF THE CITY; PROVIDING FOR A SEVERABILITY CLAUSE; PROVIDING FOR AN EFFECTIVE DATE; AND PROVIDING FOR PROPER NOTICE AND MEETING.

WHEREAS, the City of Brenham, Texas is a Texas home-rule municipality; and

WHEREAS, Chapter 43 of the Texas Local Government Code, V.T.C.A., authorizes municipalities to annex territory in accordance with the procedures provided for therein; and

WHEREAS, Article I, Section 3 of the Charter of the City of Brenham authorizes annexation of territory to the City, in accordance with the laws of this State; and

WHEREAS, the hereinafter described property lies within the extraterritorial jurisdiction of the City of Brenham; and

WHEREAS, the areas hereinafter described contains fewer than 100 separate tracts of land on which one or more residential dwellings are located on each tract, in accordance with Subsection 43.052(h)(1), Texas Local Government Code; and

WHEREAS, notice of the appropriate public hearings was published in a newspaper having general circulation in the City of Brenham, Texas and the public hearings were conducted and held in accordance with applicable law; and

WHEREAS, the City of Brenham, Texas prepared a service plan for the extension of municipal services into the areas to be annexed, said service plan being attached hereto as Exhibit "B" and incorporated herein for all purposes; and

WHEREAS, all notices, publication and hearings have been duly given and held as required by law; and

WHEREAS, institution of annexation proceedings and the presentation and introduction of this Ordinance in such form as it may be finally passed occurred within the periods of time as prescribed by law; Now Therefore,

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

Section 1. That the hereinafter described tracts of land are within the extraterritorial jurisdiction of, and are adjacent to and are contiguous to the present corporate limits of the City of Brenham, Texas, be, the same are hereby, annexed to the City of Brenham, Texas for all municipal purposes and the corporate boundaries and limits of the City of Brenham, Texas are hereby extended to embrace the said tracts of land, which are more particularly described and attached hereto as Exhibits “A – Metes and Bounds Description,” and “C – Map” and incorporated herein for all purposes.

Section 2. That the inhabitants, if any, of the property hereby annexed to the City of Brenham, Texas shall be entitled to all the rights and privileges of said citizens of the City of Brenham, Texas, and shall be bound by the acts, ordinances, codes, resolutions and regulations of the City of Brenham, Texas.

Section 3. That the Service Plan which is attached hereto as Exhibit “B” is hereby approved and incorporated herein as part of this Ordinance for all purposes and is applicable to the areas annexed to the City as described herein.

Section 4. That the official map and boundaries of the City of Brenham, Texas, heretofore adopted and amended be and is hereby amended so as to include the aforementioned areas as part of the City of Brenham, Texas.

Section 5. That the City Secretary is hereby directed and authorized to perform or cause to be performed all acts necessary to amend the official map of the City of Brenham, Texas to add the territory hereby annexed as required by law.

Section 6. If any section, subsection, sentence, phrase, word, paragraph or provision of this Ordinance be found to be illegal, invalid or unconstitutional or if any portion of said property is incapable of being annexed by the City of Brenham, Texas, for any reason whatsoever, the adjudication shall not affect any other section, subsection, sentence, phrase, word, paragraph or provision of this Ordinance or the application of any other section, subsection, sentence, phrase, word, paragraph or provision of any other Ordinance of the City. The City Council declares that it would have adopted the valid portions and applications of this Ordinance and would have annexed the valid property without the invalid part, and as to this end the provisions of this Ordinance are declared to be severable.

Section 7. That this Ordinance shall become effective upon its passage.

Section 8. That the meetings at which this Ordinance was enacted were open to the public as required by the Texas Open Meetings Act, and that notice of the time, place, and subject matter of said meetings was given as required by the Texas Open Meetings Act.

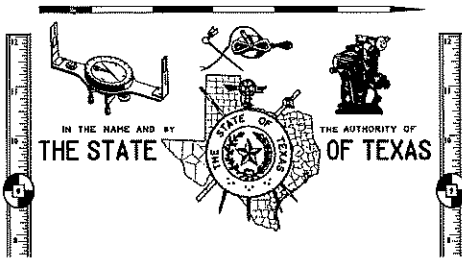
PASSED and APPROVED on its first reading this the 5th day of December, 2019.

PASSED and APPROVED on its second reading this the 19th day of December, 2019.

Milton Y. Tate, Jr.
Mayor

ATTEST

Jeana Bellinger, TRMC, CMC
City Secretary



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TBPE FIRM REGISTRATION NO. F-18046

W. O. No. 7549

THE STATE OF TEXAS

Exhibit "A"

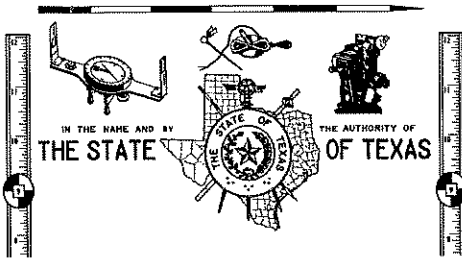
COUNTY OF WASHINGTON

SURVEYOR'S LEGAL DESCRIPTION

0.643 ACRE

All that certain tract or parcel of land, lying and being situated in Washington County, Texas, part of the A. Harrington Survey, A-55, being a resurvey of the same land described as 4,088 square feet in the deed from Billy F. Rains, et ux to David P. Armentrout, et ux, dated July 6, 2005, as recorded in Volume 1167, Page 655, in the Official Records of Washington County, Texas; being part of the same land described as 0.356 acre in the deed from Julian Marcus Clepper, II, et al to Lathel Norris, dated September 20, 2012, as recorded in Volume 1413, Page 876, in the Official Records of Washington County, Texas; being part of the same land described as 0.3625 acre in the deed from OCC Construction Corporation D/B/A Oakwood Custom Homes to James H. McCool, et ux, dated December 28, 1998, as recorded in Volume 915, Page 504, in the Official Records of Washington County, Texas; being part of the same land described as 0.3673 acre in the deed from OCC Construction Corporation D/B/A Oakwood Custom Homes to Alois Gurka, et ux, dated May 5, 1999, as recorded in Volume 926, Page 922, in the Official Records of Washington County, Texas; being a resurvey of the same land conveyed as 0.1137 acre in the deed from Christopher Kent Baker to Alexis Gail Baker, dated March 2, 2010, as recorded in Volume 1337, Page 637, in the Official Records of Washington County, Texas and being part of the original tract called 0.371 acre as described in Volume 1189, Page 778, in the Official Records of Washington County, Texas; being part of original tract called 0.65 acre conveyed in the deed from L. G. Schultz and Barbara Schultz to Glen D. Goodman and Jetta G. Goodman, dated March 26, 2007, as recorded in Volume 1239, Page 379, in the Official Records of Washington County, Texas and described in Volume 149, Page 150, in the Deed Records of Washington County, Texas; and being the residue of original tract called 0.685 acre in the deed from Myrtle Ehrig, individually and as agent and attorney in fact for Arthur H. Ehrig to Scenic Investments, dated December 12, 1996, as recorded in Volume 844, Page 332, in the Official Records of Washington County, Texas and described as 0.65 acre (2nd Tract) in Volume 149, Page 150, in the Deed Records of Washington County, Texas and being more fully described by metes and bounds as follows, To-Wit:

BEGINNING at a 1/2 inch iron rod found with Id. cap (RPLS 4052) 3.3 feet North of a board fence for the Northwest corner hereof and of said original tract called 4,088 square feet, being the Northeast corner of Lot 29, Block IV of Scenic Estates Subdivision, Section 1, a map or plat of said subdivision being of recorded in Plat Cabinet File Slide Numbers 226-A and 226-B, in the Plat Records of Washington County, Texas, being an interior angle point of Lot 28, Block IV of said Scenic Estates Subdivision, Section 1, and being an interior corner of the Brenham City Limits;



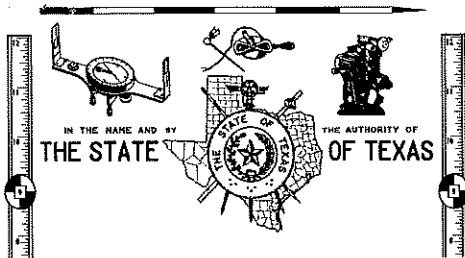
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TBPE FIRM REGISTRATION NO. F-18046

THENCE along a South line of said Lot 28, Block IV of said Scenic Estates Subdivision, Section 1 for the North line hereof and of said original tract called 4,088 square feet, and being along a South line of said Brenham City Limits, being North of a board fence, S 89°28'42" E 39.74 feet to the Northeast corner hereof and of said original tract called 4,088 square feet, being on a West margin of Old Masonic Road, being on or near an East line of said A. Harrington Survey, A-55, common with a West line of the P. & A. Hope Survey, A-62, being the Southeast corner of said Lot 28, Block IV of said Scenic Estates Subdivision, Section 1, and being a Southeast corner of said Brenham City Limits, a 3/8 inch iron rod found 1.6 feet North of a board fence corner post bears N 89°28'42" W 0.27 feet;

THENCE along West margins of said Old Masonic Road for East lines hereof and of said original tracts, being along or near the common division line of said Harrington Survey and said Hope Survey, in part, being partly along or near and East of fence lines, S 2°49'08" E at 98.06 feet pass a 1/2 inch iron rod found at a board fence corner post for the Southeast corner of said original tract called 4,088 square feet, common with the Northeast corner of said original tract called 0.356 acre, a chainlink fence post bears S 82°25'08" W 2.87 feet, at 192.78 feet pass a 1/2 inch iron rod found at a fence corner post 0.24 feet East of this line for the Southeast corner of said original tract called 0.356 acre, common with the Northeast corner of said original tract called 0.3625 acre, a chainlink fence post bears N 89°42'51" W 4.37 feet, at 287.84 feet pass a 1/2 inch iron rod found at a chainlink fence corner post for the Southeast corner of said original tract called 0.3625 acre, common with the Northeast corner of said original tract called 0.3673 acre, at 383.04 feet pass a 1/2 inch iron rod found at a board fence corner post 0.26 feet West of this line for the Southeast corner of said original tract called 0.3673 acre, common with the Northeast corner of said original tract called 0.1137 acre, and at a total distance of 459.39 feet to corner in concrete drive at an interior angle point of said Old Masonic Road, common with an exterior angle point of said original tract called 0.1137 acre, being on the common division line of said surveys and S 11°22'55" W at 111.70 feet pass a 1/2 inch iron rod found for the Southeast corner of said part of original tract called 0.65 acre, being the Northeast corner of said residue of original tract called 0.685 acre and at a total distance of 233.13 feet to a 5/8 inch iron rod set with Id. cap (Hodde & Hodde Land Surveying) at an exterior angle point of said Old Masonic Road for the South corner hereof and of said residue of original tract called 0.685 acre, being an exterior angle point of Reserve B1b right-of-way parcel called 0.2187 acre, Block IV of Replat of Reserve B1 & Lot 10 of Scenic Estates Subdivision, Section 1, a map or plat of said replat being of record in Plat Cabinet File Slide Number 501-A, in said Plat Records of Washington County, Texas, and being on an East line of said Brenham City Limits;

THENCE along an East line of said Reserve B1b right-of-way parcel called 0.2187 acre, being along the East lines of Lots 34, 33 and 32, Block IV of said Scenic Estates Subdivision, Section 1, being along East lines of Lot 31, Block IV of said Scenic Estates Subdivision, Section 1, being along the East line of Lot 30 and of said Lot 29, Block IV of said Scenic Estates Subdivision, Section 1 for West lines hereof and of said original tracts, and being along East lines of said Brenham City Limits, N 1°51'09" W at 113.90 feet pass a 5/8 inch iron rod found in chainlink fence line for the Northeast corner of said Reserve B1b right-of-way parcel called 0.2187 acre, being the Northwest corner of said residue of original tract called 0.685 acre, common with the Southeast corner of said Lot 34, Block IV of said subdivision, being the Southwest corner of part



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TBPE FIRM REGISTRATION NO. F-18046

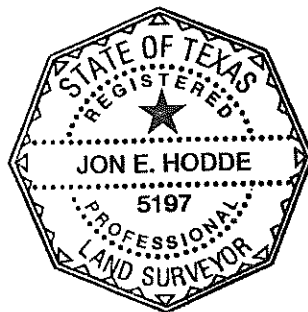
of original tract called 0.65 acre, and at a total distance of 416.47 feet to a 5/8 inch iron rod found for an interior angle point of said Lot 31, Block IV of said subdivision, common with an exterior angle point of said original tract called 0.3625 acre and N 0°36'13" W 271.50 feet to the Place of Beginning and containing 0.643 acre of land.

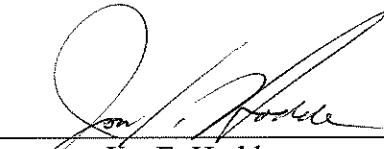
The bearings stated herein are relative to True North as obtained by GPS Observations, observed at Latitude: 30°11'23.79" N – Longitude: 96°24'23.31" W (WGS-84).

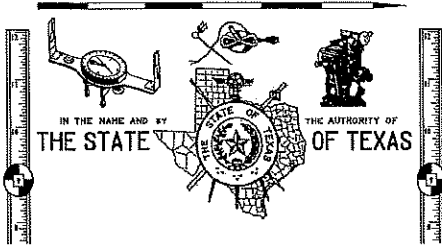
There was a separate survey map prepared in conjunction with this metes and bounds description.

I, Jon E. Hodde, Registered Professional Land Surveyor No. 5197 of the State of Texas, do hereby certify that the foregoing legal description describing 0.643 acre of land is true and correct in accordance with an actual survey made on the ground under my personal direction and supervision.

Dated this the 16th day of May, 2019, A. D.




Jon E. Hodde
Registered Professional
Land Surveyor No. 5197



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W. O. No. 7218

THE STATE OF TEXAS

COUNTY OF WASHINGTON

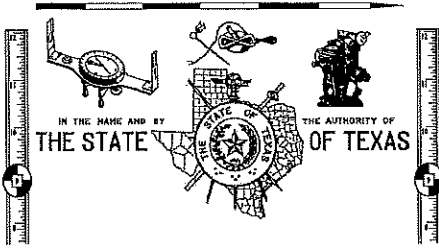
SURVEYOR'S LEGAL DESCRIPTION

44.068 ACRES

All that certain tract or parcel of land, lying and being situated in Washington County, Texas, part of the Phillip Coe Survey, A-31, being part of the same land described as 8.835 acres in the deed from W. C. Beerwinkel to Ethel Witte Gurrech, dated October 13, 1976, as recorded in Volume 349, Page 183, in the Deed Records of Washington County, Texas, and being the residue of the same land described as 45.21 acres, less 8.835 acres, in the deed from Harry K. Lesser, et al, Independent Executors of the Estate of W. C. Beerwinkel, Deceased, to Ethel Witte Gurrech, dated July 30, 1980, as recorded in Volume 398, Page 560, in the Deed Records of Washington County, Texas, and being more fully described by metes and bounds as follows, To-Wit:

BEGINNING at a 5/8 inch iron rod set with Id. cap (Hodde & Hodde Land Surveying) on a South right-of-way line of F. M. Highway No. 389 for the Northeast corner hereof and of said original tract called 45.21 acres, a 1/2 inch iron rod found for the Northwest corner of the Adolph C. Wehmeyer tract called 1.000 acre, as recorded in Volume 303, Page 305, in said Deed Records of Washington County, Texas bears N 17°35'05" W 1.11 feet;

THENCE along the East line hereof, being along a portion of the East line of said original tract called 45.21 acres and along a portion of the East line of said original tract called 8.835 acres, common with a West line of the Country Side Manufactured Home Community (Subdivision), Section 1, Lot 1 called 8.848 acres, a map or plat of said Subdivision being of record in Plat Cabinet File Slide No. 634-B, in the Plat Records of Washington County, Texas, and common with a portion of the West line of the Country Side Manufactured Home Community (Subdivision), Section 2, Lot 1 called 7.000 acres, a map or plat of said Subdivision being of record in Plat Cabinet File Slide No. 657-A, in the Plat Records of Washington County, Texas, being partly along or near an existing fence, S 17°35'05" E, at 206.94 feet pass a 1/2 inch iron rod found for the Southwest corner of said Wehmeyer tract called 1.000 acre, common with a Northwest corner of said Country Side Manufactured Home Community (Subdivision), Section 1, Lot 1, at 1458.24 feet pass a 5/8 inch iron rod found with Id. cap (Jones & Carter) for the Southwest corner of said Country Side Manufactured Home Community, Section 1, Lot 1 called 8.848 acres, common with the Northwest corner of said Country Side Manufactured Home Community, Section 2, Lot 1 called 7.000 acres, and at a total distance of 2505.58 feet to a 1/2 inch iron rod found with Id. cap (RPLS 2835) at an 8 inch treated fence corner post on a North margin of Industrial Boulevard for



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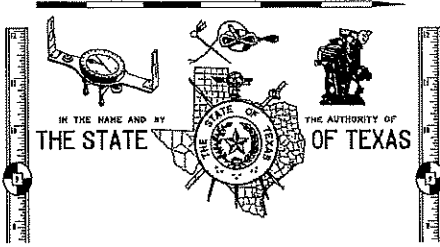
the Southeast corner hereof, being on the West line of said Country Side Manufactured Home Community, Section 2, Lot 1 called 7.000 acres, and being the Northeast corner of the Washington County tract called 0.2951 acre, as recorded in Volume 1408, Page 356, in the Official Records of Washington County, Texas;

THENCE along North margins of said Industrial Boulevard, common with North lines of said Washington County tract called 0.2951 acre, for South lines hereof, being along or near an existing fence, S 72°36'17" W 498.14 feet to a 5/8 inch iron rod found with Id. cap (RPLS 2835) at a 7 inch treated fence post for an exterior angle point of said Washington County tract called 0.2951 acre, being an interior angle point hereof, and S 71°05'19" W 248.56 feet to a 5/8 inch iron rod found with Id. cap (RPLS 2835) near a 7 inch treated fence corner post on a North margin of said Industrial Boulevard at its intersection with a curved portion of an East right-of-way line of F. M. Highway No. 332 for the Northwest corner of said Washington County tract called 0.2951 acre, being the Southwest corner hereof;

THENCE along a curved portion of an East right-of-way line of said F. M. Highway No. 332 for a West line hereof, being partly along or near an existing fence, being a curve to the left, through a central angle of 16°43'14", having a radius of 358.37 feet, an arc length of 104.58 feet and a chord of N 11°26'44" W 104.21 feet to a broken off concrete monument (highway right-of-way marker) found at the end of said curved portion of an East right-of-way line of said F. M. Highway No. 332;

THENCE along East right-of-way lines of said F. M. Highway No. 332 for West lines hereof, being partly along or near an existing fence, N 19°48'21" W, at 347.8 feet pass a 1/2 inch iron rod found and a 3/8 inch iron rod found 0.4 feet West of this line for the Northwest corner of said original tract called 8.835 acres, and at a total distance of 753.26 feet to a broken off concrete monument (highway right-of-way marker) found, N 18°35'21" W 715.10 feet to a 5/8 inch iron rod set with Id. cap (Hodde & Hodde Land Surveying), a 3/8 inch iron rod found (disturbed) bears N 17°20'30" W 2.57 feet, N 16°42'21" W 893.80 feet to an "X" marked in concrete on a telecom equipment slab at a flare in the East right-of-way line of said F. M. Highway No. 332 for and exterior angle point hereof, being the South corner of the State of Texas tract called 0.043 acre, as recorded in Volume 201, Page 561, in said Deed Records of Washington County, Texas, the Southwest corner of said slab bears S 18°37' W 2.8 feet, and N 18°23'24" E 87.31 feet to a broken off concrete monument (highway right-of-way marker) found on an East right-of-way line of said F. M. Highway No. 332 at the end of said flare, at its intersection with a South right-of-way line of said F. M. Highway No. 389 for an exterior corner hereof, being the Northeast corner of said State of Texas tract called 0.043 acre;

THENCE along South right-of-way lines of said F. M. Highway No. 389 for North lines hereof, N 74°43'37" E 644.36 feet to a broken off concrete monument (highway right-of-way marker) found and N 72°23'22" E 68.39 feet to the Place of Beginning and containing 44.068 acres of land.



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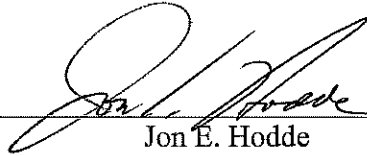
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The bearings stated herein are relative to the Texas State Plane Grid System, NAD-83, Central Zone 4203, based on the Lower Colorado River Authority (LCRA) Monument A-424, having published grid coordinates of N: 10,039,046.481 - E: 3,532,398.742. Distances stated herein are ground distances. Convergence angle at N: 10,039,046.481 - E: 3,532,398.742 is 2°00'51.03", combined scale factor is 0.99999195.

There was a separate survey map prepared in conjunction with this metes and bounds description. This description is based on the Land Title Survey and plat made by Jon E. Hodde, Registered Professional Land Surveyor No. 5197 on April 3, 2017, and revised on April 19, 2017.

I, Jon E. Hodde, Registered Professional Land Surveyor No. 5197 of the State of Texas, do hereby certify that the foregoing legal description describing 44.068 acres of land is true and correct in accordance with an actual survey made on the ground under my personal direction and supervision.

Dated this the 3rd day of April, 2017, A. D.
Revised April 19, 2017, A. D.


Jon E. Hodde

Registered Professional
Land Surveyor No. 5197

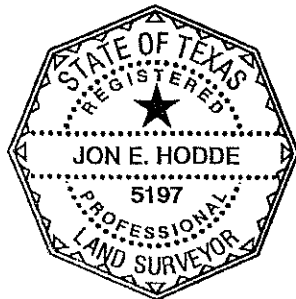


EXHIBIT “B”

2019 ANNEXATION SERVICE PLAN

Upon annexation of the area identified in Exhibits “A” and “C”, the City of Brenham will provide City services utilizing methods by which it extends services to any other equivalent area of the City.

SERVICES PROVIDED BY THE EFFECTIVE DATE OF ANNEXATION

Police Protection

The City of Brenham and its Police Department will provide police protection to the newly annexed area at the same or similar level of service now being provided to other areas of the City with like topography, land use and population density as those found within the newly annexed area. The Police Department will have the responsibility to respond to all dispatched calls for service or assistance within the newly annexed area.

Fire Protection

The City of Brenham and its Fire Department will provide fire protection to the newly annexed area at the same or similar level of service now being provided to other areas of the City with like topography, land use and population density as those found within the newly annexed area. The Fire Department will have the responsibility to respond to all dispatched calls for service or assistance within the newly annexed area.

Maintenance of Water and Wastewater Facilities

Any and all water and wastewater facilities owned, operated or maintained by the City of Brenham Public Utilities Department at the time of annexation shall continue to be maintained by Public Utilities. Any and all water and wastewater facilities which may be acquired subsequent to the annexation of the proposed area shall be operated and maintained by the City’s Public Utilities Department to the extent of the City’s ownership. The now existing City water and wastewater mains at existing locations shall be available for the point of use extension based upon the City’s standard extension policy now existing or as may be amended. On-site sewage systems may be maintained in accordance with the City’s Code of Ordinances and other applicable regulations.

Solid Waste Collection

The City of Brenham, or its authorized franchisees, collect solid waste and refuse within the corporate limits of the City. Solid waste collection will be provided to citizens in the newly annexed area at the same or similar level of service now being provided to other areas of the City with like topography, land use and density as those found within the newly annexed area. The City may negotiate with the annexed area to allow continued services with an existing solid waste provider. After the second anniversary of the annexation date, the City will impose solid waste collection fees and provide the service.

If areas with private roads and/or gates are arranged so that solid waste may be collected without creating a safety hazard, the City, at its discretion, may collect the solid waste provided proper indemnification is received from the community association or individual property owner(s). The City will then impose solid waste collection fees and provide the service. Solid waste collection locations shall be subject to the approval of the Sanitation Superintendent or other authorized City personnel. In the event the City does not collect solid waste within the areas with private roads and/or gates, residents of these areas will not be billed for service after the two-year date.

Maintenance of Roads and Streets

Any and all public roads, streets, or alleyways shall be maintained to the same degree and extent that other public roads, streets, and alleyways are maintained in areas of the City with like topography, land use and density as those found within the newly annexed area. Private roads will remain under private ownership until dedicated to and accepted by the City, and as such shall be maintained by the property owner(s).

Maintenance of Parks, Playgrounds and Swimming Pools

The City of Brenham is not aware of the existence of any publicly owned parks, playgrounds or swimming pools now located in the proposed area of annexation. In the event any such parks, playgrounds or swimming pools do exist and are public facilities, the City will maintain such areas and facilities to the extent and degree and to the same or similar level of service now being provided to other such areas and facilities within the corporate limits of the City with like topography, land use and density as those found within the newly annexed area. Private facilities will remain under private ownership and as such, shall be maintained by the owner.

Maintenance of any Publicly Owned Facility, Building or Municipal Service

The City of Brenham is not aware of the existence of any publicly owned facility, building, or other municipal service now located in the annexed area. In the event any publicly owned facility, building, or other municipal service does exist and are public facilities, the City will maintain such areas and facilities to the extent and degree and to the same or similar level of service now being provided to other such areas and facilities within the corporate limits of the City with like topography, land use and density as those found within the newly annexed area. Private facilities will remain under private ownership and as such, shall be maintained by the owner.

Other Services

The City of Brenham finds and determines that such services as planning, code enforcement, animal control, library, parks and recreation, municipal court and general administration will be made available after the effective date of the annexation as the same or similar level of service now being provided to other areas of the City with similar topography, land use and density as those found within the newly annexed area.

CONSTRUCTION OF ANY CAPITAL IMPROVEMENTS TO BE SUBSTANTIALLY COMPLETE WITHIN TWO AND ONE-HALF (2½) YEARS

The City of Brenham will provide full municipal services in the annexed area no later than 2 ½ years after the effective date of the annexation unless certain services cannot reasonably be provided within that period. In the event the services cannot be provided within two and one-half (2½) years, the City will propose a schedule for providing those services and will include a list of all services to be provided under the plan and a schedule to extend the period of providing certain services. The schedule will provide for the provision of full municipal services no later than four and one-half (4½) years after the effective date of the annexation.

Police Protection, Fire Protection, and Solid Waste Collection

The City of Brenham finds and determines it is not necessary to acquire or construct any capital improvements within two and one-half (2½) years of the effective date of the annexation of the annexed area for the purpose of providing police protection, fire protection, or solid waste collection. The City finds and determines that it has at the present time adequate facilities and other resources to provide same type, kind and level of service and protection which is presently being administered to other areas already incorporated in the City of Brenham with like topography, land use and population density as those found within the newly annexed area.

Water and Wastewater Facilities

The City of Brenham finds and determines that there is sufficient capacity for water and wastewater to provide services to the annexed area pursuant to Public Utilities extension policies. The construction of any capital improvements necessary to extend water and wastewater services to an annexed area will be substantially complete with within two and one-half (2½) years after the effective date of the annexation unless said time period is extended pursuant to Chapter 43 of the Texas Local Government Code.

Roads and Streets

The City of Brenham finds and determines it is not necessary to acquire or construct any capital improvements within two and one-half (2½) years of the effective date of the annexed area.

Maintenance of Parks, Playgrounds, Swimming Pools, and Other Publicly Owned Facility, Building or Service

The City of Brenham finds and determines it is not necessary to acquire or construct any capital improvements within two and one-half (2½) years of the effective date of the annexed area for the purpose of parks maintenance, playgrounds, swimming pools and other publicly owned facility, building or service.

SPECIFIC FINDINGS

The City of Brenham find and determines that this service plan will not provide any fewer services and will not provide a lower level of service in the area being considered for annexation that were in existence in the proposed area at the time immediately preceding the annexation process. Given the annexed area's topography, land utilization and population density, the service levels to be provided in the newly annexed area will be equivalent to those provided to other areas of the City with similar characteristics.

TERMS

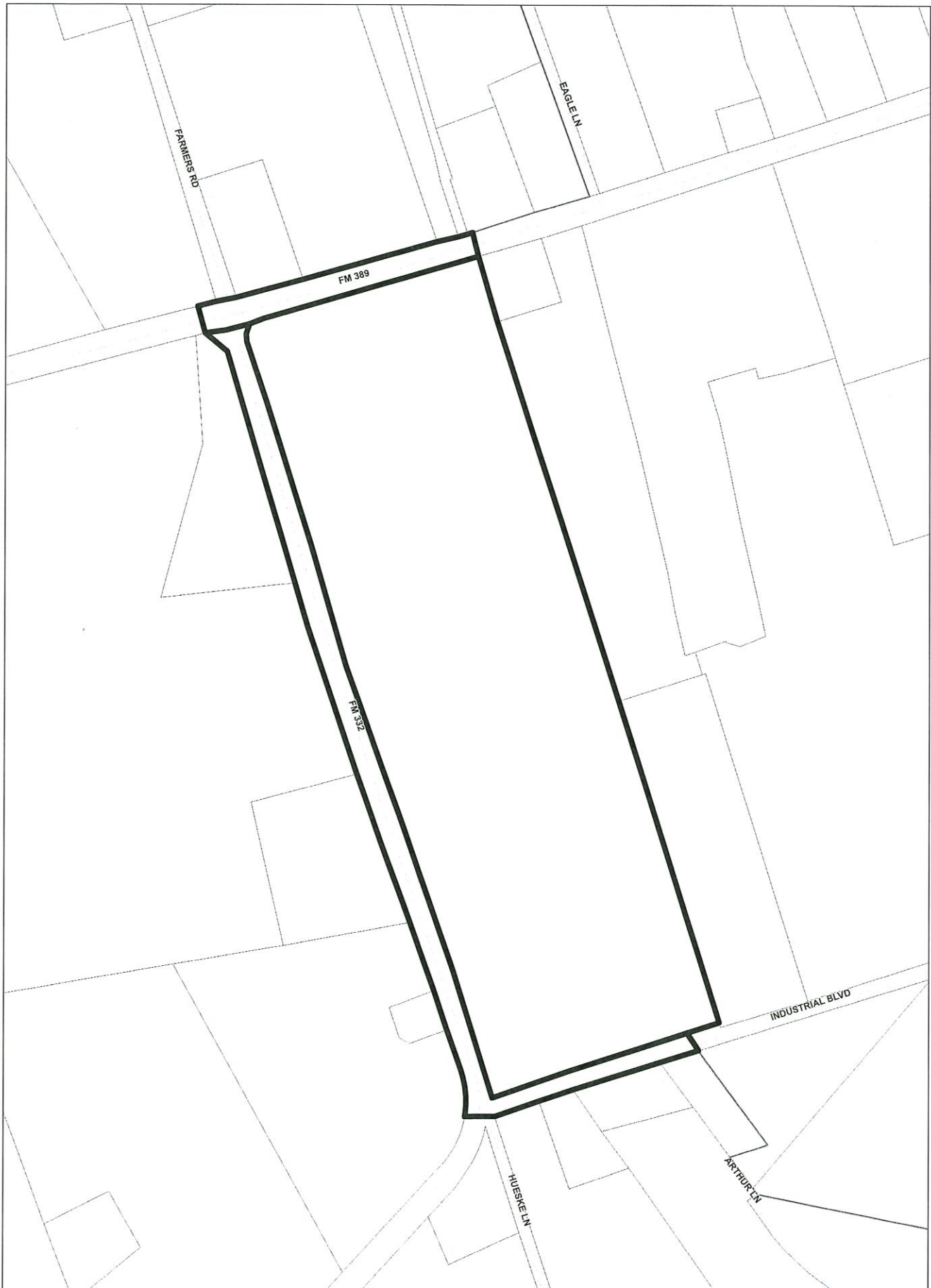
This Plan shall be valid for a term of ten (10) years. Renewal of this Plan is at the discretion of the City of Brenham

LEVEL OF SERVICE

Nothing in this Plan shall require the City to provide a uniform level of full municipal services to each area of the City, including the annexed area, if different characteristics of topography, land use, and population density are considered a sufficient basis for providing different levels of service.

AMENDMENTS

This Plan shall not be amended except in accordance with Chapter 43 of the Texas Local Government Code.



1 inch = 150 feet



Section 2019-1



1 inch = 29 feet



Section 2019-2

ORDINANCE NO. O-19-045

AN ORDINANCE AMENDING APPENDIX A - "ZONING" OF THE CODE OF ORDINANCES OF THE CITY OF BRENHAM, TEXAS, AMENDING THE OFFICIAL ZONING MAP TO ASSIGN PERMANT ZONING CLASSIFICATIONS FOR TWO TRACTS OF LAND, SECTION 2019-1, BEING APPROXIMATELY 44.068 ACRES OF LAND SITUATED IN WASHINGTON COUNTY TEXAS, OUT OF THE PHILLIP COE SURVEY, A-31 AND SECTION 2019-2, BEING APPROXIMATELY 0.643 ACRES OF LAND SITUATED IN WASHINGTON COUNTY, TEXAS BEING PART OF THE A HARRINGTON SURVEY, A-55 TO BE ANNEXED INTO THE CITY OF BRENHAM, WASHINGTON COUNTY, TEXAS.

WHEREAS, the City of Brenham has adopted Appendix A – “Zoning” of the City of Brenham Code of Ordinances, as amended, which divides the City of Brenham into various zoning districts;

WHEREAS, Appendix A – “Zoning” of the City of Brenham Code of Ordinance authorizes the City Council to assign a permanent zoning classification to tracts of land within the various zoning districts; and

WHEREAS, this amendment was recommended for approval by the Brenham Planning and Zoning Commission during a joint public hearing and meeting with the Brenham City Council on November 25, 2019;

NOW, THEREFORE, BE IT ORDAINED BY THE CITY OF BRENHAM, TEXAS, THAT APPENDIX A - "ZONING" OF THE CODE OF ORDINANCES OF THE CITY OF BRENHAM, TEXAS, AND THE OFFICIAL ZONING MAP BE AMENDED IN THE FOLLOWING MANNER:

SECTION 1. That Appendix A - "Zoning" of the Code of Ordinances of the City of Brenham, Texas, and the Official Zoning Map of the City of Brenham is hereby amended by assigning the following zoning districts to the following tracts of land, said tracts being more fully depicted on Exhibit “A” and Exhibit “C” and more fully described in Exhibit “B” and “D”:

Legal Description:	Zoning Classification:
Approximately 44.068 Acres of Land Situated in Washington County, Texas, Out of the Phillip Coe Survey, A-31, Consisting of a Single Tract of Land with Frontage Along Industrial Blvd., FM 332 and FM 389 (Exhibit A and B)	Industrial District (I)
Approximately 0.643 Acres of Land Situated in Washington County, Texas, Part of the A. Harrington Survey, A-55, Consisting of Portions of Multiple Tracts of Land with Frontage Along the West Side of Old Masonic Road (Exhibit C and D)	Residential Single-Family District (R-1)

SECTION 2. That the Official Zoning Map of the City of Brenham is hereby amended with the above described assignments of permanent zoning classifications and all rights-of-ways shall be including within the zoning district that abuts it. When two zoning districts abut a right-of-way, the centerline of said right-of-way shall serve as the boundary line for the zoning districts.

SECTION 3. This Ordinance shall take effect as provided by the Charter of the City of Brenham, Texas.

PASSED and APPROVED on its first reading this the 5th day of December 2019.

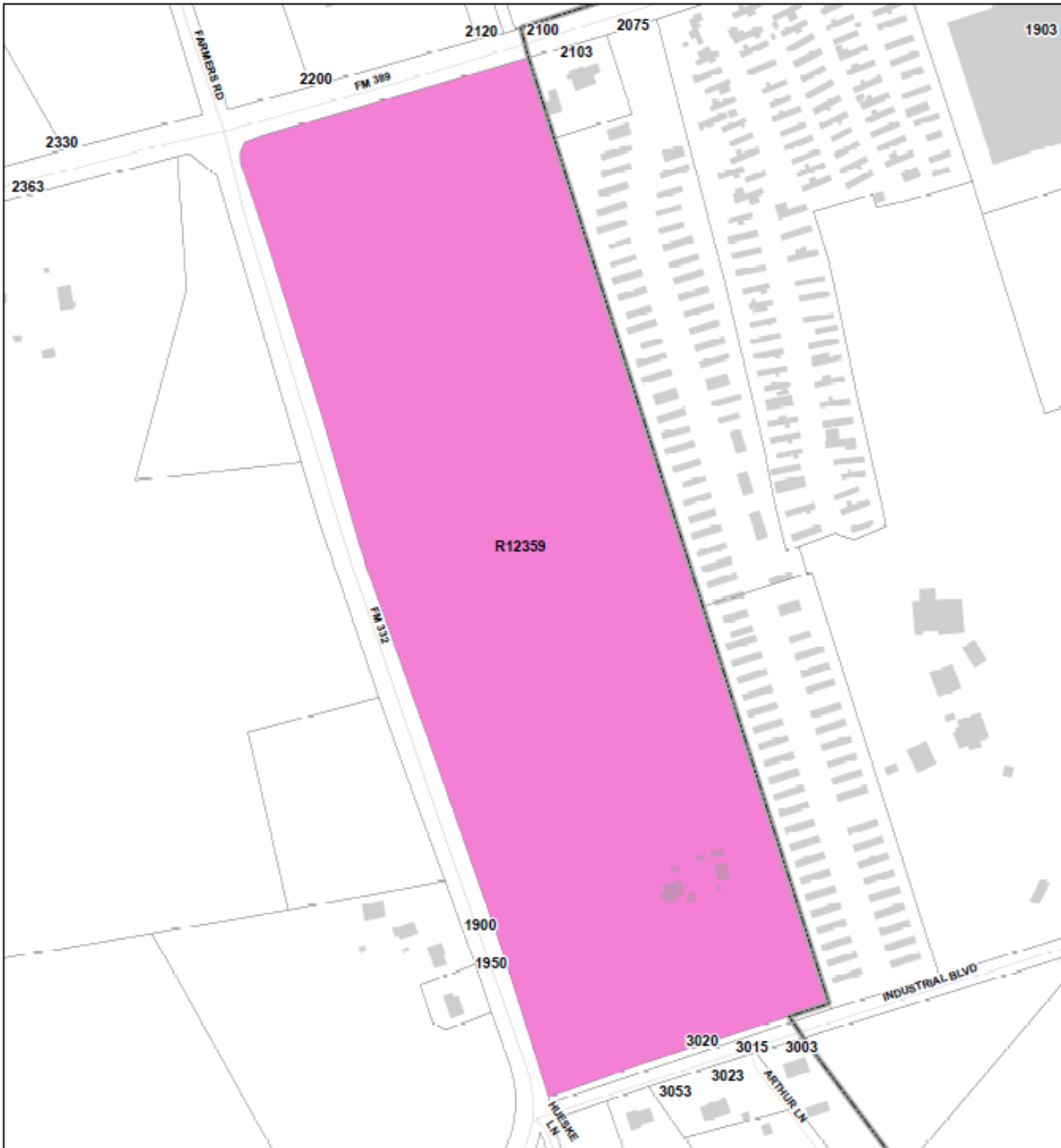
PASSED and APPROVED on its second reading this the 19th day of December 2019.

Milton Y. Tate, Jr.
Mayor

ATTEST:

Jeana Bellinger, TRMC
City Secretary

Exhibit "A"



R12359 BCDC Volunteer

1 Inch = 332 feet



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Exhibit "B"



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www.hoddesurveying.com
TEXAS FIRM REGISTRATION NO. 10018800

W. O. No. 7218

THE STATE OF TEXAS

COUNTY OF WASHINGTON

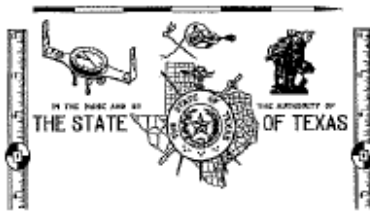
SURVEYOR'S LEGAL DESCRIPTION

44.068 ACRES

All that certain tract or parcel of land, lying and being situated in Washington County, Texas, part of the Phillip Coe Survey, A-31, being part of the same land described as 8.835 acres in the deed from W. C. Beerwinkel to Ethel Witte Gurrech, dated October 13, 1976, as recorded in Volume 349, Page 183, in the Deed Records of Washington County, Texas, and being the residue of the same land described as 45.21 acres, less 8.835 acres, in the deed from Harry K. Lesser, et al, Independent Executors of the Estate of W. C. Beerwinkel, Deceased, to Ethel Witte Gurrech, dated July 30, 1980, as recorded in Volume 398, Page 560, in the Deed Records of Washington County, Texas, and being more fully described by metes and bounds as follows, To-Wit:

BEGINNING at a 5/8 inch iron rod set with Id. cap (Hodde & Hodde Land Surveying) on a South right-of-way line of F. M. Highway No. 389 for the Northeast corner hereof and of said original tract called 45.21 acres, a 1/2 inch iron rod found for the Northwest corner of the Adolph C. Wehmeyer tract called 1.000 acre, as recorded in Volume 303, Page 305, in said Deed Records of Washington County, Texas bears N 17°35'05" W 1.11 feet;

THENCE along the East line hereof, being along a portion of the East line of said original tract called 45.21 acres and along a portion of the East line of said original tract called 8.835 acres, common with a West line of the Country Side Manufactured Home Community (Subdivision), Section 1, Lot 1 called 8.848 acres, a map or plat of said Subdivision being of record in Plat Cabinet File Slide No. 634-B, in the Plat Records of Washington County, Texas, and common with a portion of the West line of the Country Side Manufactured Home Community (Subdivision), Section 2, Lot 1 called 7.000 acres, a map or plat of said Subdivision being of record in Plat Cabinet File Slide No. 657-A, in the Plat Records of Washington County, Texas, being partly along or near an existing fence, S 17°35'05" E, at 206.94 feet pass a 1/2 inch iron rod found for the Southwest corner of said Wehmeyer tract called 1.000 acre, common with a Northwest corner of said Country Side Manufactured Home Community (Subdivision), Section 1, Lot 1, at 1458.24 feet pass a 5/8 inch iron rod found with Id. cap (Jones & Carter) for the Southwest corner of said Country Side Manufactured Home Community, Section 1, Lot 1 called 8.848 acres, common with the Northwest corner of said Country Side Manufactured Home Community, Section 2, Lot 1 called 7.000 acres, and at a total distance of 2505.58 feet to a 1/2 inch iron rod found with Id. cap (RPLS 2835) at an 8 inch treated fence corner post on a North margin of Industrial Boulevard for



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www.hoddesurveying.com
TEXAS FIRM REGISTRATION NO. 10018920

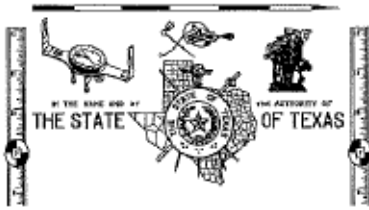
the Southeast corner hereof, being on the West line of said Country Side Manufactured Home Community, Section 2, Lot 1 called 7.000 acres, and being the Northeast corner of the Washington County tract called 0.2951 acre, as recorded in Volume 1408, Page 356, in the Official Records of Washington County, Texas;

THENCE along North margins of said Industrial Boulevard, common with North lines of said Washington County tract called 0.2951 acre, for South lines hereof, being along or near an existing fence, S 72°36'17" W 498.14 feet to a 5/8 inch iron rod found with Id. cap (RPLS 2835) at a 7 inch treated fence post for an exterior angle point of said Washington County tract called 0.2951 acre, being an interior angle point hereof, and S 71°05'19" W 248.56 feet to a 5/8 inch iron rod found with Id. cap (RPLS 2835) near a 7 inch treated fence corner post on a North margin of said Industrial Boulevard at its intersection with a curved portion of an East right-of-way line of F. M. Highway No. 332 for the Northwest corner of said Washington County tract called 0.2951 acre, being the Southwest corner hereof;

THENCE along a curved portion of an East right-of-way line of said F. M. Highway No. 332 for a West line hereof, being partly along or near an existing fence, being a curve to the left, through a central angle of 16°43'14", having a radius of 358.37 feet, an arc length of 104.58 feet and a chord of N 11°26'44" W 104.21 feet to a broken off concrete monument (highway right-of-way marker) found at the end of said curved portion of an East right-of-way line of said F. M. Highway No. 332;

THENCE along East right-of-way lines of said F. M. Highway No. 332 for West lines hereof, being partly along or near an existing fence, N 19°48'21" W, at 347.8 feet pass a 1/2 inch iron rod found and a 3/8 inch iron rod found 0.4 feet West of this line for the Northwest corner of said original tract called 8.835 acres, and at a total distance of 753.26 feet to a broken off concrete monument (highway right-of-way marker) found, N 18°35'21" W 715.10 feet to a 5/8 inch iron rod set with Id. cap (Hodde & Hodde Land Surveying), a 3/8 inch iron rod found (disturbed) bears N 17°20'30" W 2.57 feet, N 16°42'21" W 893.80 feet to an "X" marked in concrete on a telecom equipment slab at a flare in the East right-of-way line of said F. M. Highway No. 332 for and exterior angle point hereof, being the South corner of the State of Texas tract called 0.043 acre, as recorded in Volume 201, Page 561, in said Deed Records of Washington County, Texas, the Southwest corner of said slab bears S 18°37' W 2.8 feet, and N 18°23'24" E 87.31 feet to a broken off concrete monument (highway right-of-way marker) found on an East right-of-way line of said F. M. Highway No. 332 at the end of said flare, at its intersection with a South right-of-way line of said F. M. Highway No. 389 for an exterior corner hereof, being the Northeast corner of said State of Texas tract called 0.043 acre;

THENCE along South right-of-way lines of said F. M. Highway No. 389 for North lines hereof, N 74°43'37" E 644.36 feet to a broken off concrete monument (highway right-of-way marker) found and N 72°23'22" E 68.39 feet to the Place of Beginning and containing 44.068 acres of land.



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TEXAS FIRM REGISTRATION NO. 10018800

The bearings stated herein are relative to the Texas State Plane Grid System, NAD-83, Central Zone 4203, based on the Lower Colorado River Authority (LCRA) Monument A-424, having published grid coordinates of N: 10,039,046.481 - E: 3,532,398.742. Distances stated herein are ground distances. Convergence angle at N: 10,039,046.481 - E: 3,532,398.742 is 2°00'51.03", combined scale factor is 0.99999195.

There was a separate survey map prepared in conjunction with this metes and bounds description. This description is based on the Land Title Survey and plat made by Jon E. Hodde, Registered Professional Land Surveyor No. 5197 on April 3, 2017, and revised on April 19, 2017.

I, Jon E. Hodde, Registered Professional Land Surveyor No. 5197 of the State of Texas, do hereby certify that the foregoing legal description describing 44.068 acres of land is true and correct in accordance with an actual survey made on the ground under my personal direction and supervision.

Dated this the 3rd day of April, 2017, A. D.
Revised April 19, 2017, A. D.




Jon E. Hodde
Registered Professional
Land Surveyor No. 5197

Exhibit "C"



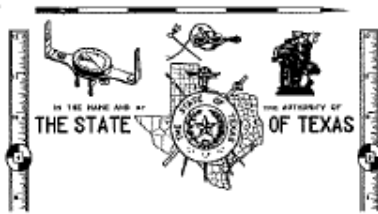
Scenic Estates

1 inch = 88 feet



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Exhibit "D"



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TEXAS FIRM REGISTRATION NO. 10918800
TBPE FIRM REGISTRATION NO. F-18046

W. O. No. 7549

THE STATE OF TEXAS

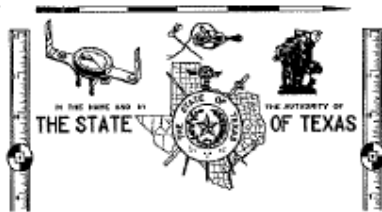
COUNTY OF WASHINGTON

SURVEYOR'S LEGAL DESCRIPTION

0.643 ACRE

All that certain tract or parcel of land, lying and being situated in Washington County, Texas, part of the A. Harrington Survey, A-55, being a resurvey of the same land described as 4,088 square feet in the deed from Billy F. Rains, et ux to David P. Armentrout, et ux, dated July 6, 2005, as recorded in Volume 1167, Page 655, in the Official Records of Washington County, Texas; being part of the same land described as 0.356 acre in the deed from Julian Marcus Clepper, II, et al to Lathel Norris, dated September 20, 2012, as recorded in Volume 1413, Page 876, in the Official Records of Washington County, Texas; being part of the same land described as 0.3625 acre in the deed from OCC Construction Corporation D/B/A Oakwood Custom Homes to James H. McCool, et ux, dated December 28, 1998, as recorded in Volume 915, Page 504, in the Official Records of Washington County, Texas; being part of the same land described as 0.3673 acre in the deed from OCC Construction Corporation D/B/A Oakwood Custom Homes to Alois Gurka, et ux, dated May 5, 1999, as recorded in Volume 926, Page 922, in the Official Records of Washington County, Texas; being a resurvey of the same land conveyed as 0.1137 acre in the deed from Christopher Kent Baker to Alexis Gail Baker, dated March 2, 2010, as recorded in Volume 1337, Page 637, in the Official Records of Washington County, Texas and being part of the original tract called 0.371 acre as described in Volume 1189, Page 778, in the Official Records of Washington County, Texas; being part of original tract called 0.65 acre conveyed in the deed from L. G. Schultz and Barbara Schultz to Glen D. Goodman and Jetta G. Goodman, dated March 26, 2007, as recorded in Volume 1239, Page 379, in the Official Records of Washington County, Texas and described in Volume 149, Page 150, in the Deed Records of Washington County, Texas; and being the residue of original tract called 0.685 acre in the deed from Myrtle Ehrig, individually and as agent and attorney in fact for Arthur H. Ehrig to Scenic Investments, dated December 12, 1996, as recorded in Volume 844, Page 332, in the Official Records of Washington County, Texas and described as 0.65 acre (2nd Tract) in Volume 149, Page 150, in the Deed Records of Washington County, Texas and being more fully described by metes and bounds as follows, To-Wit:

BEGINNING at a 1/2 inch iron rod found with Id. cap (RPLS 4052) 3.3 feet North of a board fence for the Northwest corner hereof and of said original tract called 4,088 square feet, being the Northeast corner of Lot 29, Block IV of Scenic Estates Subdivision, Section 1, a map or plat of said subdivision being of recorded in Plat Cabinet File Slide Numbers 226-A and 226-B, in the Plat Records of Washington County, Texas, being an interior angle point of Lot 28, Block IV of said Scenic Estates Subdivision, Section 1, and being an interior corner of the Brenham City Limits;



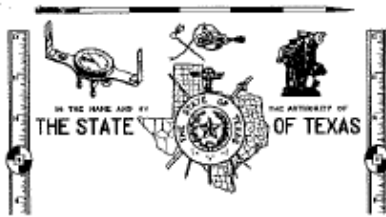
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TBPB FIRM REGISTRATION NO. F-18046

THENCE along a South line of said Lot 28, Block IV of said Scenic Estates Subdivision, Section 1 for the North line hereof and of said original tract called 4,088 square feet, and being along a South line of said Brenham City Limits, being North of a board fence, S 89°28'42" E 39.74 feet to the Northeast corner hereof and of said original tract called 4,088 square feet, being on a West margin of Old Masonic Road, being on or near an East line of said A. Harrington Survey, A-55, common with a West line of the P. & A. Hope Survey, A-62, being the Southeast corner of said Lot 28, Block IV of said Scenic Estates Subdivision, Section 1, and being a Southeast corner of said Brenham City Limits, a 3/8 inch iron rod found 1.6 feet North of a board fence corner post bears N 89°28'42" W 0.27 feet;

THENCE along West margins of said Old Masonic Road for East lines hereof and of said original tracts, being along or near the common division line of said Harrington Survey and said Hope Survey, in part, being partly along or near and East of fence lines, S 2°49'08" E at 98.06 feet pass a 1/2 inch iron rod found at a board fence corner post for the Southeast corner of said original tract called 4,088 square feet, common with the Northeast corner of said original tract called 0.356 acre, a chainlink fence post bears S 82°25'08" W 2.87 feet, at 192.78 feet pass a 1/2 inch iron rod found at a fence corner post 0.24 feet East of this line for the Southeast corner of said original tract called 0.356 acre, common with the Northeast corner of said original tract called 0.3625 acre, a chainlink fence post bears N 89°42'51" W 4.37 feet, at 287.84 feet pass a 1/2 inch iron rod found at a chainlink fence corner post for the Southeast corner of said original tract called 0.3625 acre, common with the Northeast corner of said original tract called 0.3673 acre, at 383.04 feet pass a 1/2 inch iron rod found at a board fence corner post 0.26 feet West of this line for the Southeast corner of said original tract called 0.3673 acre, common with the Northeast corner of said original tract called 0.1137 acre, and at a total distance of 459.39 feet to corner in concrete drive at an interior angle point of said Old Masonic Road, common with an exterior angle point of said original tract called 0.1137 acre, being on the common division line of said surveys and S 11°22'55" W at 111.70 feet pass a 1/2 inch iron rod found for the Southeast corner of said part of original tract called 0.65 acre, being the Northeast corner of said residue of original tract called 0.685 acre and at a total distance of 233.13 feet to a 5/8 inch iron rod set with Id. cap (Hodde & Hodde Land Surveying) at an exterior angle point of said Old Masonic Road for the South corner hereof and of said residue of original tract called 0.685 acre, being an exterior angle point of Reserve B1b right-of-way parcel called 0.2187 acre, Block IV of Replat of Reserve B1 & Lot 10 of Scenic Estates Subdivision, Section 1, a map or plat of said replat being of record in Plat Cabinet File Slide Number 501-A, in said Plat Records of Washington County, Texas, and being on an East line of said Brenham City Limits;

THENCE along an East line of said Reserve B1b right-of-way parcel called 0.2187 acre, being along the East lines of Lots 34, 33 and 32, Block IV of said Scenic Estates Subdivision, Section 1, being along East lines of Lot 31, Block IV of said Scenic Estates Subdivision, Section 1, being along the East line of Lot 30 and of said Lot 29, Block IV of said Scenic Estates Subdivision, Section 1 for West lines hereof and of said original tracts, and being along East lines of said Brenham City Limits, N 1°51'09" W at 113.90 feet pass a 5/8 inch iron rod found in chainlink fence line for the Northeast corner of said Reserve B1b right-of-way parcel called 0.2187 acre, being the Northwest corner of said residue of original tract called 0.685 acre, common with the Southeast corner of said Lot 34, Block IV of said subdivision, being the Southwest corner of part



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TBPE FIRM REGISTRATION NO. F-18046

of original tract called 0.65 acre, and at a total distance of 416.47 feet to a 5/8 inch iron rod found for an interior angle point of said Lot 31, Block IV of said subdivision, common with an exterior angle point of said original tract called 0.3625 acre and N 0°36'13" W 271.50 feet to the Place of Beginning and containing 0.643 acre of land.

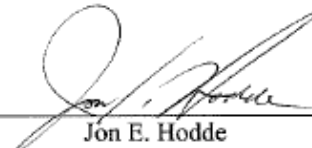
The bearings stated herein are relative to True North as obtained by GPS Observations, observed at Latitude: 30°11'23.79" N – Longitude: 96°24'23.31" W (WGS-84).

There was a separate survey map prepared in conjunction with this metes and bounds description.

I, Jon E. Hodde, Registered Professional Land Surveyor No. 5197 of the State of Texas, do hereby certify that the foregoing legal description describing 0.643 acre of land is true and correct in accordance with an actual survey made on the ground under my personal direction and supervision.

Dated this the 16th day of May, 2019, A. D.




Jon E. Hodde
Registered Professional
Land Surveyor No. 5197

ORDINANCE NO. O-19-046

AN ORDINANCE OF THE CITY OF BRENHAM, TEXAS, AMENDING APPENDIX A - "ZONING" OF THE CODE OF ORDINANCES, AND THE OFFICIAL ZONING MAP OF THE CITY OF BRENHAM, BY CHANGING THE ZONING DISTRICT CLASSIFICATION FROM MIXED RESIDENTIAL DISTRICT (R-2) TO A COMMERCIAL, RESEARCH AND TECHNOLOGY DISTRICT (B-2) ON AN APPROXIMATELY 0.186 ACRE TRACT OF LAND DESCRIBED AS LOT 4A IN BLOCK 93 OF ORIGINAL TOWN ADDITION, IN BRENHAM, WASHINGTON COUNTY, TEXAS.

WHEREAS, the owner(s) of the 0.186 acres of land generally located midblock on the west side of Church Street between West First Street and West Second Street, addressed as 406 Church Street, and being further described as Lot 4A in Block 93 of the Original Town Addition, in Brenham, Washington County, Texas, (the "Property"), have requested that the Property be rezoned; and

WHEREAS, the City of Brenham has adopted Appendix A – "Zoning" of the City of Brenham Code of Ordinances, as amended, which divides the City of Brenham into various zoning districts; and

WHEREAS, Appendix A – "Zoning" of the City of Brenham Code of Ordinance authorizes the City Council to grant zoning changes by adopting ordinances amending Appendix A for each individual permanent zoning change; and

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

WHEREAS, this amendment was recommended for approval by the City of Brenham Planning and Zoning Commission in its final report during its regular meeting on November 25, 2019; and

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

WHEREAS, the City Council deems it appropriate to grant such proposed change in the zoning district classification of the Property.

NOW, THEREFORE, BE IT ORDAINED BY THE CITY COUNCIL OF THE CITY OF BRENHAM, TEXAS, THAT APPENDIX A - "ZONING" OF THE CODE OF ORDINANCES OF THE CITY OF BRENHAM, TEXAS, AND THE OFFICIAL ZONING MAP BE AMENDED IN THE FOLLOWING MANNER:

SECTION 1. That Appendix A - "Zoning" of the Code of Ordinances of the City of Brenham, Texas, and the Official Zoning Map of the City of Brenham are hereby amended by changing the zoning district classification from a Mixed Residential District (R-2) to a Commercial, Research and Technology District (B-2) on approximately 0.186 acres of land addressed as 406 Church Street, and further described as Lot 4A in Block 93 of the Original Town Addition, in Brenham, Washington County, Texas, said area of land being further described and depicted in Exhibit "A" attached hereto and incorporated herein for all purposes.

SECTION 2. This Ordinance shall take effect as provided by the Charter of the City of Brenham, Texas.

PASSED and APPROVED on its first reading this the 5th day of December 2019.

PASSED and APPROVED on its second reading this the 19th day of December 2019.

Milton Y. Tate, Jr.
Mayor

ATTEST:

Jeana Bellinger, TRMC, CMC
City Secretary

Exhibit "A"

VOL. 1695 PAGE 782

EXHIBIT "A"

BEING A 0.186 ACRE TRACT OF LAND SITUATED IN THE A. HARRINGTON LEAGUE, ABSTRACT 55, AND BEING ALL THAT CERTAIN CALLED 0.180 ACRE TRACT OF LAND AS RECORDED IN VOLUME 673, PAGE 795, DEED RECORDS OF WASHINGTON COUNTY, TEXAS, SAID 0.186 ACRE TRACT BEING MORE PARTICULARLY DESCRIBED BY METES AND BOUNDS AS FOLLOWS:

BEGINNING at a 1 inch iron pipe found marking the southeast corner of the herein described tract, being also the northeast corner of a 0.5816 acre tract recorded in Volume 1021, Page 281, Official Records of Washington County, Texas, and lying in the West right-of-way (ROW) line of Church Street;

THENCE S75°15'08" W with the North boundary line of the said 0.5816 acre tract a distance of 138.44 feet to a 1/2 inch iron pipe found for the southwest corner of the herein described tract, being also the northwest corner of the said 0.5816 acre tract, being also the southeast corner of a 0.470 acre tract recorded in Volume 1013, Page 842, Official Records of Washington County, Texas;

THENCE N08°15'50" W with the East boundary line of the said 0.470 acre tract a distance of 62.05 feet to a 1/2 inch iron rod found for the northwest corner of the herein described tract, being also the southwest corner of a 0.1901 acre tract recorded in Volume 1282, Page 1044, Official Records of Washington County, Texas;

THENCE N77°25'45" E with the South boundary line of the said 0.1901 acre tract a distance of 135.56 feet to a fence post found for the northeast corner of the herein described tract, being also the southeast corner of the said 0.1901 acre tract, and lying in the West ROW line of Church Street;

THENCE 10°39'58" E with the West ROW line of Church Street a distance of 56.65 feet to the **PLACE OF BEGINNING** and containing 0.186 acre of land.

STATE OF TEXAS
COUNTY OF WASHINGTON

I hereby certify that this instrument was FILED on the date and at the time affixed hereon by me and was duly RECORDED in the volume and page of the OFFICIAL RECORDS of Washington County, Texas, as stamped hereon by me on



Beth A. Rothamel
Beth Rothamel, County Clerk
Washington County, Texas

OCT 11 2019

Beth A. Rothamel
WASHINGTON COUNTY CLERK

BATCO of 2019
\$ 342.00

FILED FOR RECORD
WASHINGTON COUNTY TEXAS
2019 OCT 10 PM 4:26

ORDINANCE NO O-19-047

AN ORDINANCE ESTABLISHING THE DRAINAGE UTILITY CHARGE RATE TARIFF SCHEDULES FOR DRAINAGE SERVICES FOR THE CITY OF BRENHAM, TEXAS; AND PROVIDING FOR AN EFFECTIVE DATE OF THIS ORDINANCE.

WHEREAS, the City Council of the City of Brenham, Texas deems it necessary to establish rates charged for drainage services to its customers in order to provide for conditions of utility service which promote the health, safety and welfare of the citizens of Brenham, Texas.

NOW, THEREFORE BE IT ORDAINED by the City Council of the City of Brenham, Texas:

SECTION 1.

The City Council of the City of Brenham, Texas, does hereby adopt the Drainage Utility Charge Rate Tariff Schedules for drainage services as set forth in the attached Exhibit "A", which is made a part hereof for all purposes pertinent, to be effective with utility billing occurring on or after January 1, 2020.

SECTION II.

This Ordinance shall take effect as provided by the Charter of the City of Brenham, Texas. The implementation of rates as set forth herein and on the attached Exhibit "A" shall be effective with utility billing occurring on and after January 1, 2020.

PASSED AND APPROVED on its first reading this the 5th day of December 2019.

PASSED AND APPROVED on its second reading this the 19th day of December 2019.

Milton Y. Tate, Jr., Mayor

ATTEST:

Jeana Bellinger, TRMC, CMC
City Secretary

CITY OF BRENHAM
200 WEST VULCAN STREET P.O. BOX 1059
BRENHAM, WASHINGTON COUNTY, TEXAS 77834-1059

EXHIBIT "A"

ALL SERVICES	1100	1101
TARIFF	SECTION NO.	SHEET NO.
DRAINAGE CHARGE RATE SCHEDULE	JANUARY 1, 2020	
SECTION TITLE	EFFECTIVE DATE	

RESIDENTIAL RATE DA

This rate is applicable to any residential improved lot or tract within the City limits, including single-family home, condominium, manufactured/mobile home, or duplex. The equivalent residential unit (ERU) is determined through an inventory of all improved single-family residential parcels in the City and determination of Impervious Area for each parcel. Impervious Area means a surface which is highly resistant to infiltration by water, including but not limited to, buildings, driveways, walkways, and parking lots. The sum of single-family Impervious Area, divided by the number of single-family units, equates to 1 ERU or 2,685 square feet. The monthly charge for each residential unit is based on 1.0 ERU.

The monthly charge shall be as follows:

Residential	ERU	MONTHLY FEE
	1.0	\$3.75

TERMS OF PAYMENT

All rates specified herein are net, and the gross rates for delinquent payments are ten percent (10%) higher. Each bill for service is due within fifteen (15) days after issuance unless such day falls on a holiday or weekend, in which case payment is due on the next workday. If full payment is not received at the City's offices or other approved payment location on or before the due date, all of the customer's utility services will be considered delinquent and subject to disconnection.

APPEALS

The appeals process is as follows;

1. Submit a written adjustment request to Utility Customer Service. The form can be found on the City website or picked up at Utility Customer Service in City Hall. Supplemental information and documentation may be required.
2. The City has fifteen (15) business days to review the appeal and respond to the requester. Adjustments are prospective and may be retroactive for no greater than three (3) billings prior to the adjustment request. If the City denies the appeal, the customer has fifteen (15) business days from date of notification to appeal the decision to the City Manager. The Burden of Proof is the responsibility of the requester.

CITY OF BRENHAM
200 WEST VULCAN STREET P.O. BOX 1059
BRENHAM, WASHINGTON COUNTY, TEXAS 77834-1059

EXHIBIT "A"

ALL SERVICES	1100	1102
TARIFF	SECTION NO.	SHEET NO.
DRAINAGE CHARGE RATE SCHEDULE	JANUARY 1, 2020	
SECTION TITLE	EFFECTIVE DATE	

EXEMPTIONS

In accordance with the Texas Local Government Code, Section 552.053 and Section 580.003, the following are exempt:

1. Property with proper construction and maintenance of a wholly sufficient and privately-owned drainage system;
2. Property held and maintained in its natural state, until such time that the property is developed, and all public infrastructure constructed has been accepted by the municipality where the property is located for maintenance;
3. A subdivided lot, until a structure is built on the lot and a Certificate of Occupancy is issued by the City;
4. State agencies; and
5. Public or private institutions of higher education.

CITY OF BRENHAM
200 WEST VULCAN STREET P.O. BOX 1059
BRENHAM, WASHINGTON COUNTY, TEXAS 77834-1059

EXHIBIT "A"

ALL SERVICES	1100	1103
TARIFF	SECTION NO.	SHEET NO.
DRAINAGE CHARGE RATE SCHEDULE	JANUARY 1, 2020	
SECTION TITLE	EFFECTIVE DATE	

NON-RESIDENTIAL RATES D1, D10, D30, D50

The rates are applicable to all improved properties within the City limits other than residential property, including but not limited to, commercial, industrial, institutional, government, multi-family, triplex, quadplex, non-profit and religious organization land uses. Non-Residential Rates are based on Impervious Area determined for each parcel. Impervious Area means a surface which is highly resistant to infiltration by water, including but not limited to, buildings, driveways, walkways, and parking lots. Non-Residential ERUs = Impervious Area/2,685 square feet (Residential 1 ERU), with a minimum of 1 ERU and a maximum ERU dependent upon ERU tier placement.

The monthly charge shall be as follows:

	ERU TIERS BASED ON ACTUAL IMPERVIOUS SF	MINIMUM MONTHLY FEE	MAXIMUM MONTHLY FEE
Non-Residential	Less Than 1.0 to 10.0	\$3.75	\$37.50
	Greater Than 10.0 to 30.0		\$90.00
	Greater Than 30.0 to 50.0		\$150.00
	Greater Than 50.0		\$300.00

TERMS OF PAYMENT

All rates specified herein are net, and the gross rates for delinquent payments are ten percent (10%) higher. Each bill for service is due within fifteen (15) days after issuance unless such day falls on a holiday or weekend, in which case payment is due on the next workday. If full payment is not received at the City's offices or other approved payment location on or before the due date, all of the customer's utility services will be considered delinquent and subject to disconnection.

APPEALS

The appeals process is as follows;

1. Submit a written adjustment request to Utility Customer Service. The form can be found on the City website or picked up at Utility Customer Service in City Hall. Supplemental information and documentation may be required.
2. The City has fifteen (15) business days to review the appeal and respond to the requester. Adjustments are prospective and may be retroactive for no greater than three (3) billings prior to the adjustment request. If the City denies the appeal, the customer has fifteen (15) business days from date of notification to appeal the decision to the City Manager. The Burden of Proof is the responsibility of the requester.

CITY OF BRENHAM
200 WEST VULCAN STREET P.O. BOX 1059
BRENHAM, WASHINGTON COUNTY, TEXAS 77834-1059

EXHIBIT "A"

ALL SERVICES	1100	1104
TARIFF	SECTION NO.	SHEET NO.
DRAINAGE CHARGE RATE SCHEDULE	JANUARY 1, 2020	
SECTION TITLE	EFFECTIVE DATE	

EXEMPTIONS

In accordance with the Texas Local Government Code, Section 552.053 and Section 580.003, the following are exempt:

1. Property with proper construction and maintenance of a wholly sufficient and privately-owned drainage system;
2. Property held and maintained in its natural state, until such time that the property is developed, and all public infrastructure constructed has been accepted by the municipality where the property is located for maintenance;
3. A subdivided lot, until a structure is built on the lot and a Certificate of Occupancy is issued by the City;
4. State agencies; and
5. Public or private institutions of higher education.

ORDINANCE NO. O-19-048

AN ORDINANCE OF THE CITY COUNCIL OF THE CITY OF BRENHAM, TEXAS, AMENDING TAX INCREMENT REINVESTMENT ZONE NUMBER ONE, CITY OF BRENHAM, TEXAS TO INCLUDE ADDITIONAL PROPERTY CONTAINING APPROXIMATELY 199 ACRES, PURSUANT TO CHAPTER 311 OF THE TEXAS TAX CODE, DESCRIBING THE BOUNDARIES OF THE ZONE, AND PROVIDING FOR AN IMMEDIATE EFFECTIVE DATE.

WHEREAS, the City of Brenham, Texas (the "City"), pursuant to Chapter 311 of the Texas Tax Code, as amended (the "Act"), may designate a geographic area within the City as a tax increment reinvestment zone if the area satisfies the requirements of the Act; and

WHEREAS, pursuant to and as required by the Act, the City Council of the City (the "City Council") prepared a *Tax Increment Reinvestment Zone Number One, City of Brenham, Texas Preliminary Project and Finance Plan* (the "Preliminary Project and Finance Plan") for Tax Increment Reinvestment Zone Number One, City of Brenham, Texas (the "Zone") containing the approximate 2,201 acres described and depicted in **Exhibit A**, attached hereto, and incorporated herein for all purposes (the "Property"); and

WHEREAS, on December 20, 2018 the City Council approved Ordinance No. O-18-019, approving the Preliminary Project and Finance Plan and creating the Zone; and

WHEREAS, the City Council, pursuant to the Act, may amend the boundary of the Zone if the area satisfies the requirements of the Act; and

WHEREAS, a notice of public hearing on amending the Zone to include approximately 199 acres, as described and depicted in **Exhibit B** attached hereto (the "Additional Property"), was published in the Brenham Banner-Press, a newspaper of general circulation within the City on November 22, 2019, which date is not later than the seventh (7th) day prior to the public hearing held on December 5, 2019; and

WHEREAS, on December 5, 2019, the City Council held a public hearing to consider an amendment to the Zone to include the Additional Property; and

WHEREAS, at the public hearing on Thursday, December 5, 2019, interested persons were allowed to speak for or against including the Additional Property in the Zone, the proposed amended boundaries of the Zone, and the concept of tax increment financing, and owners of property in the Additional Property were given a reasonable opportunity to protest the inclusion of their property in the Zone; and

WHEREAS, the City has taken all actions required to amend the Zone including, but not limited to, all actions required by the Act, the Texas Open Meetings Act, and all other laws applicable to the amendment of the Zone.

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

SECTION 1. DESIGNATION OF THE AMENDED ZONE. Pursuant to the authority of, and in accordance with the requirements of the Act, the City Council hereby amends the Zone to include the Additional Property, as described and depicted in **Exhibit B** attached hereto.

SECTION 2. 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 invalid, the validity of the remaining provisions of this Ordinance or their application to other persons or sets of circumstances shall not be affected thereby, it being the intent of the City Council in adopting this Ordinance that no provision of this Ordinance shall become inoperative because of the invalidity of another provision; and, therefore, all provisions of this Ordinance are declared severable for that purpose.

SECTION 3. OPEN MEETINGS. It is hereby found, determined, and declared that sufficient written notice of the date, hour, place and subject of the meeting of the City Council at which this Ordinance was adopted was posted at a place convenient and readily accessible at all times to the general public at the City Hall of the City for the time required by law preceding its meeting, as required by the Texas Open Meetings Act, Chapter 551 of the 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. The City Council further ratifies, approves and confirms such written notice and the contents and posting thereof.

SECTION 4. EFFECTIVE DATE. This Ordinance shall take effect immediately upon its passage as provided by law.

PASSED and APPROVED on its first reading the 5th day of December 2019

PASSED and APPROVED on its second reading the 19th day of December 2019.

Milton Y. Tate, Jr.
Mayor

ATTEST:

Jeana Bellinger, TRMC, CMC
City Secretary

Effective: _____

APPROVED AS TO FORM:

Cary Bovey, City Attorney

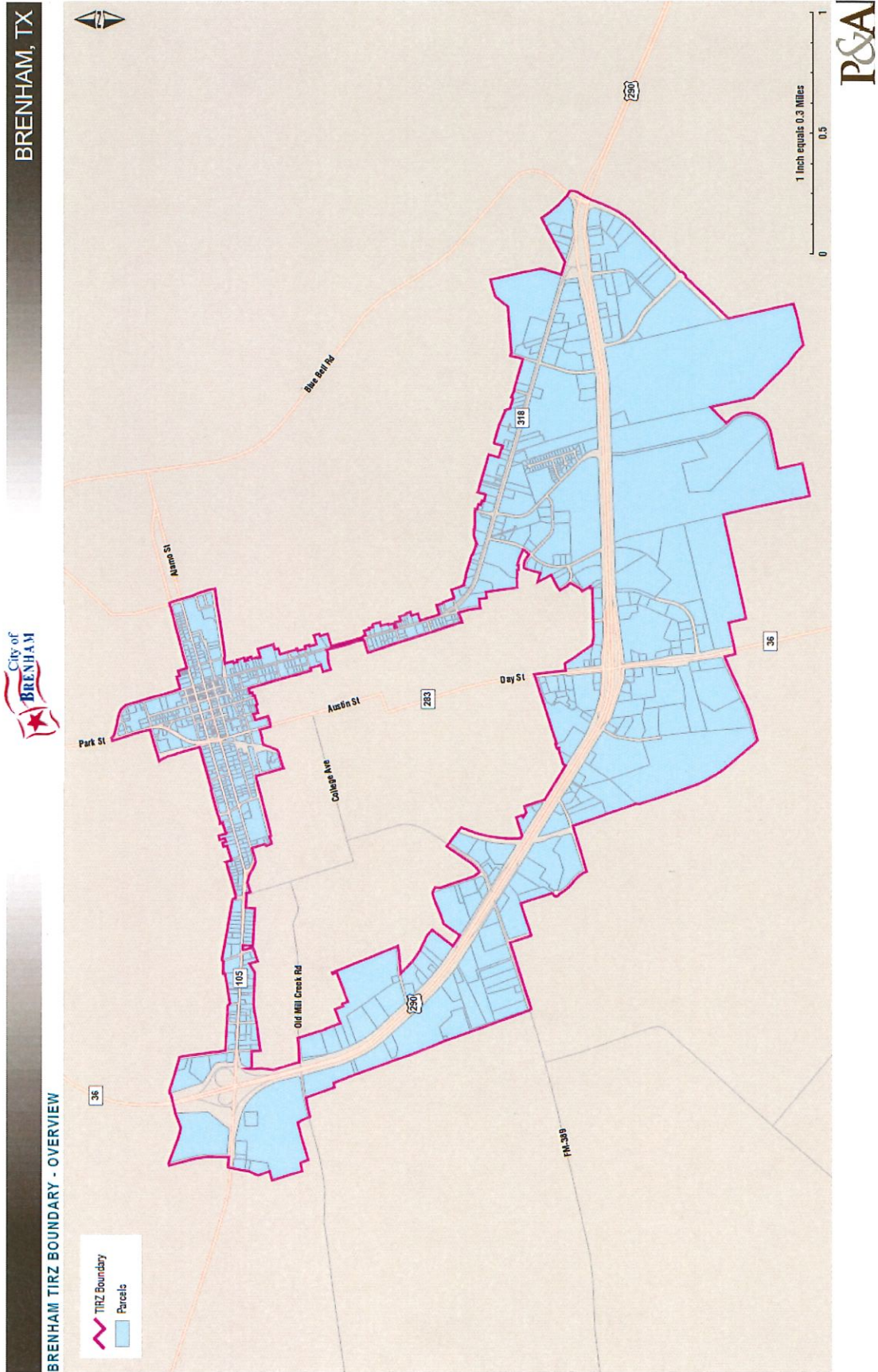
Exhibit A

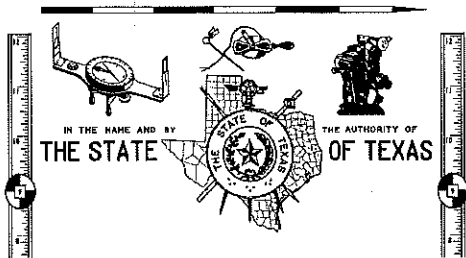
Legal Description and Depiction of the Original Zone Boundary

Exhibit B

Legal Description and Depiction of the Additional Property Boundary

Exhibit A - Depiction of the Zone





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TEXAS FIRM REGISTRATION NO. 10018800

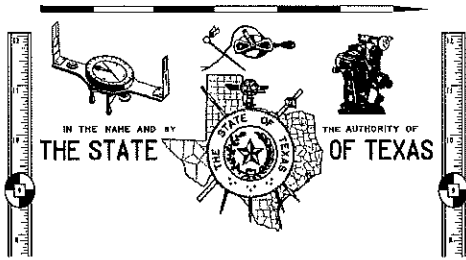
City of Brenham – 2019 TIRZ Description

All that certain tract or parcel of land, lying and being situated in the City of Brenham, Washington County, Texas, part of the Philip Coe Survey, A-31, the A. Harrington Survey, A-55, the M. N. Combs Survey, A-124, the John Long Survey, A-156, the Isaac Lee Survey, A-77, the Hiram Lee Survey, A-76 and the John Carrington Survey, A-120, and being described as follows:

BEGINNING at a 1/2 inch iron rod found with Id. cap (RPLS 5650) on an East margin of N. Dixie Street for the Southwest corner of the Clayton M. Collier, et ux tract called 35.31 acres, as recorded in Volume 1601, Page 386, in the Official Records of Washington County, Texas, being the Northwest corner of Lot 1 of Little Sandy Subdivision, a map or plat recorded in Plat Cabinet File Slide Numbers 521B and 522A, in the Plat Records of Washington County, Texas, being a Northeast corner hereof;

THENCE in a Southerly direction, along East margins of said N. Dixie Street, being along the West line of said Lot 1 of said Little Sandy Subdivision, being along West lines of Lots 2, 3 and 4 of said Little Sandy Subdivision, crossing Westbrooke Cove with an East margin of said N. Dixie Street, being along the West line of Lot 10 of said Little Sandy Subdivision, being along the West line of the Norris Rohde tract called 17,500.0 square feet, as recorded in Volume 774, Page 39, in said Official Records, being along the West line of the Bernice Rohde tract, as conveyed in Volume 225, Page 279, in the Deed Records of Washington County, Texas and described in Volume 188, Page 278, in said Deed Records for an East line hereof to the Southwest corner of said Bernice Rohde tract, common with the Northwest corner of Lot One (called 1.360 acres) of the Boundary Line Adjustment Plat of Munz Addition, a map or plat recorded in Plat Cabinet File Slide Number 372A, in said Plat Records, being on an East margin of said N. Dixie Street for an interior corner hereon;

THENCE in an Easterly direction, being along the South line of said Bernice Rohde tract, being along the South line of the Norris Rohde tract called 0.54 acre, as recorded in Volume 321, Page 369, in said Deed Records, being along the North line of said Lot One (called 1.360 acres) and Lot Two (called 0.904 acre) of said Boundary Line Adjustment Plat, also crossing N. Drumm Street, and being along the South line of Lot 27 of Meadow Park Subdivision, Section 2, a map or plat recorded in Plat Cabinet File Slide Numbers 114A, 114B and 115A, in said Plat Records, being along the South line of the James Hanath and Debra L. Hanath tract called 0.294 acre, as recorded in Volume 1137, Page 779, in said Official Records, being along the North line of the Marvin G. Green and Nina McAllister tract called 0.1976 acre, as recorded in Volume 637, Page 416, in said Official Records, being along the North line of the Robert Frederick Weiss tract called 0.6962 acre (Tract 3), as conveyed in Volume 1113, Page 532, in said Official Records and described in Volume 568, Page 210, in said Official Records for a North line hereof to the Southeast corner of said Hanath tract called 0.294 acre, being the Northeast corner of said Weiss tract called 0.6962 acre, being on a West margin of Munz Street for an exterior corner hereof;



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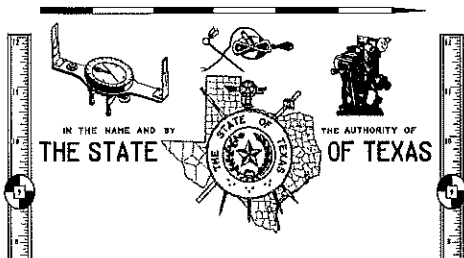
THENCE in a Southeasterly direction, crossing said Munz Street for a Northeast line hereof to the Southwest corner of Lot 10 of the Woodson's Meadow Park Subdivision, Section No. 1, a map or plat recorded in Plat Cabinet File Slide Numbers 74A and 74B, in said Plat Records, being the Northwest corner of the Robert Frederick Weiss tract called 0.887 acre (Tract 2), as conveyed in Volume 1113, Page 532, in said Official Records and described in Volume 763, Page 87, in said Official Records, being on an East margin of said Munz Street for an interior corner hereof;

THENCE in an Easterly direction, along the South lines of Lots 10, 9, 8, 7, 6 and 5 of said Woodson's Meadow Park Subdivision, Section No. 1, being along the North line of said Weiss tract called 0.887 acre, being along the North line of the Four Seasons HVAC, Inc. tract called 0.407 acre, as recorded in Volume 1622, Page 327, in said Official Records, being along the North line of Reserve "A" (called 0.1225 acre), Tract 1 (called 0.6763 acre) and Tract 2 (called 0.7988 acre) of Pecht's Subdivision, a map or plat recorded in Plat Cabinet File Slide Number 328B, in said Plat Records, being along the North line of the Allan D. Stelter and 3 CS Investments, LLC tract called 27,356.5 square feet, as recorded in Volume 1519, Page 238, in said Official Records for a North line hereof to the Southeast corner of said Lot 5 of said Woodson's Meadow Park Subdivision, Section No. 1, being the Northeast corner of said Allan D. Stelter and 3 CS Investments, LLC tract called 27,356.5 square feet, being on the West line of the GGS Holdings, LTD. residue of original tract called 4.745 acres, as recorded in Volume 1314, Page 158, in said Official Records for an interior corner hereof;

THENCE in a Northerly direction, being along a portion of the West line of said GGS Holdings, LTD. residue of original tract called 4.745 acres, being along the East line of said Lot 5 of Woodson's Meadow Park Subdivision, Section No. 1 for a West line hereof to the Northeast corner of said Lot 5 of said Woodson's Meadow Park Subdivision, being the Southwest corner of Lot 6 (called 0.3666 acre) of Valley Meadow Subdivision, a map or plat recorded in Plat Cabinet File Slide Number 371B, in said Plat Records, being the Northwest corner of said GGS Holdings, LTD. residue of original tract called 4.745 acres for an exterior corner hereof;

THENCE in an Easterly direction, being along the South line of Lot 6 of said Valley Meadow Subdivision, being along the North line of said GGS Holdings, LTD. residue of original tract called 4.745 acres, severing the City of Brenham, Texas tract called 0.6266 acre (additional right of way for Saeger Street), as recorded in Volume 859, Page 769, in said Official Records, for a North line hereof to the intersection of the projection of the South line of said Lot 6 of said Valley Meadow Subdivision with the East line of said City of Brenham, Texas tract called 0.6266 acre for an interior corner hereof, being on the occupied West margin of N. Saeger Street;

THENCE in a Northeasterly direction, crossing said N. Saeger Street for a Northwest line hereof to the Southwest corner of Lot 1 of West Park Subdivision, a map or plat recorded in Plat Cabinet File Slide Numbers 120B and 121A, in said Plat Records, being the Northwest corner of the Brandon Lockett Special Needs Trust, William J. Rankin, Trustee tract called 1.264 acres, as recorded in Volume 1010, Page 454, in said Official Records, being on an East margin of said N. Saeger Street for an exterior corner hereof;



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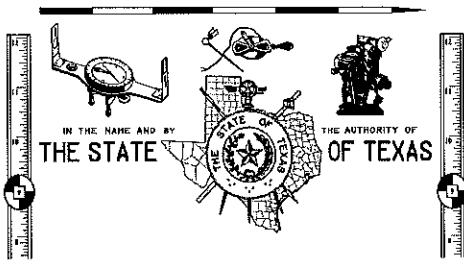
THENCE in an Easterly direction, being along the South line of said Lot 1 of said West Park Subdivision, being along the South lines of Lots 7, 8, 9 and 10 of said West Park Subdivision, being along the South line of the T.S.C.P., LLC tract called 0.2604 acre, as conveyed in Volume 1347, Page 306, in said Official Records and described in Volume 1263, Page 699, in said Official Records, being along the South lines of Lots 8, 9, 10, 11, 12, 13, 14 and 15 of Schumacher 2nd Addition, a map or plat recorded in Plat Cabinet File Slide Number 11B, in said Plat Records, being along the North line of said Brandon Lockett Special Needs Trust, William J. Rankin, Trustee tract called 1.264 acres, being along the North line of the Ryan J. Ogrodowicz, et ux tract called 1.089 acres, as recorded in Volume 1616, Page 462, in said Official Records, being along the North line of Lot 1 (called 0.266 acre) of the Replat of the Ed. Roessler Tract of Ellwood Estates Addition, a map or plat recorded in Plat Cabinet File Slide Number 677A, in said Plat Records, being along the North line of a 20 feet wide private roadway of Ellwood Estates Addition, a map or plat recorded in Plat Cabinet File Slide Number 27A, in said Plat Records, being along the North lines of Lots 1, 2, 3, 4, 5, 6 and 7, Block B of said Ellwood Estates Addition, and crossing Schumacher Street also known as League Street (unopened) for a North line hereof to the intersection of the projection of last said line with the East margin of said Schumacher Street for an exterior corner hereof, being on a West line of a City of Brenham tract (deed not found);

THENCE in a Southerly direction, being along the East margin of said Schumacher Street, being along a West line, in part, of said City of Brenham tract for an East line hereof to an interior corner hereof, being situated in Martin Luther King Jr. Parkway and being at the intersection of the projection of the East margin of said Schumacher Street with the projection of the South line of Hudson Addition, a map or plat recorded in Plat Cabinet File Slide Number 249A, in said Plat Records;

THENCE in a Northeasterly direction, crossing said Martin Luther King Jr. Parkway, being along the South lines of Lots 15, 13, 12, 11, 10, 9, 8, 7, 6, 5 and 1, Block No. 2 of said Hudson Addition, being along the North margin of Hudson Street for a Northwest line hereof to the Southeast corner of said Lot 1, Block No. 2 of said Hudson Addition, being on a North margin of said Hudson Street at its intersection with a West margin of Lockett Street for a Northeast corner hereof;

THENCE in a Southerly direction, crossing said Hudson Street with a West margin of said Lockett Street, being along the East line of Lot 18, Block 1 of Boundary Line Adjustment Plat of a portion of Hudson Addition, a map or plat recorded in Plat Cabinet File Slide Number 299A, in said Plat Records, being along a portion of the East line of Lot 17, Block No. 1 of said Hudson Addition for an East line hereof to an interior corner hereof, being on an East line of said Lot 17, Block No. 1 of said Hudson Addition, and being at the intersection of the projection of the South line of Lot 9 of Autumn Run Subdivision, a map or plat recorded in Plat Cabinet File Slide Numbers 218A and 218B, in said Plat Records with a West margin of said Lockett Street;

THENCE in an Easterly direction, crossing said Lockett Street, being along the South line of said Lot 9 of said Autumn Run Subdivision, being along a South line of the Jefferson Square Housing, Ltd. tract called 3.974 acres, as recorded in Volume 1553, Page 789, in said Official Records, being along North lines of Reserve A (called 1.354 acres) of said Autumn Run Subdivision for North lines hereof



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to a Southeast corner of said Jefferson Square Housing, Ltd. tract called 3.974 acres, being the Northeast corner of said Reserve A of said Autumn Run Subdivision, being on the West line of the Edward A. Hillery, et ux tract called 0.489 acre, as recorded in Volume 1230, Page 85, of said Official Records for an interior corner hereof;

THENCE in a Northerly direction, being along a portion of the West line of said Hillery tract called 0.489 acre, being along an East line of said Jefferson Square Housing, Ltd. tract called 3.974 acres for a West line hereof to an interior corner of said Jefferson Square Housing, Ltd. tract called 3.974 acres, being a Northwest corner of said Hillery tract called 0.489 acres for an exterior corner hereof;

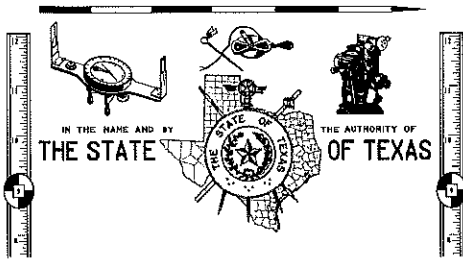
THENCE in an Easterly direction, being along a South line of said Jefferson Square Housing, Ltd. tract called 3.974 acres, being along the North line of said Hillery tract called 0.489 acre for a North line hereof to an interior corner of said Jefferson Square Housing, Ltd. tract called 3.974 acres, being the Northeast corner of said Hillery tract called 0.489 acre for an exterior corner hereof;

THENCE in a Southerly direction, being along a West line of said Jefferson Square Housing Ltd. tract called 3.974 acres, being along a portion of the East line of said Hillery tract called 0.489 acre for an East line hereof to a Southwest corner of said Jefferson Square Housing, Ltd. tract called 3.974 acres, being the Northwest corner of the Steven Chovanec, et ux tract called 0.353 acre, as recorded in Volume 1599, Page 398, in said Official Records, being on the East line of said Hillery tract called 0.489 acre for an interior corner hereof;

THENCE in an Easterly direction, being along a South line of said Jefferson Square Housing, Ltd. tract called 3.974 acres, being along the North line of said Chovanec tract called 0.353 acre for a North line hereof to a Southeast corner of said Jefferson Square Housing, Ltd., tract called 3.974 acres, being the Northeast corner of said Chovanec tract called 0.353 acre, being on the West line of the Zachary Dean Murphrey and Linsey Dean-Murphrey tract called 0.691 acre, as recorded in Volume 1431, Page 63, in said Official Records for an interior corner hereof;

THENCE in a Northerly direction, being along an East line of said Jefferson Square Housing, Ltd. tract called 3.974 acres, being along a portion of the West line of said Murphrey tract called 0.691 acre for a West line hereof to an interior corner of said Jefferson Square Housing, Ltd. tract called 3.974 acres, being the Northwest corner of said Murphrey tract called 0.691 acre for an exterior corner hereof;

THENCE in an Easterly direction, being along a South line of said Jefferson Square Housing, Ltd. tract called 3.974 acres, being along the North line of said Murphrey tract called 0.691 acre for a North line hereof to a Southeast corner of said Jefferson Square Housing, Ltd. tract called 3.974 acres, being the Northeast corner of said Murphrey tract called 0.691 acre, being on a West line of a 12 feet wide alley as mentioned in said Volume 1431, Page 63, in said Official Records for a Northeast corner hereof;



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THENCE in a Southerly direction, being along a portion of the East line of said Murphrey tract called 0.691 acre, being along a portion of a West line of said 12 feet wide alley for an East line hereof to an interior corner hereof, being on the East line of said Murphrey tract called 0.691 acre, being on a West line of said 12 feet wide alley at its intersection with the projection of the South line of the Randy W. Dean, et ux tract called 0.834 acre (Tract 2), as recorded in Volume 1218, Page 375, in said Official Records;

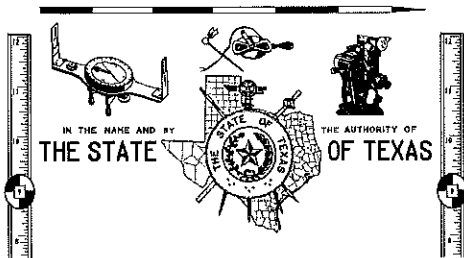
THENCE in an Easterly direction, crossing said 12 feet wide alley, being along the South line of said Dean tract called 0.834 acre, being along the North line of the Ronald Castro, et ux tract called 8,098.4 square feet, as recorded in Volume 1511, Page 27, in said Official Records, being along the North line of the Benjamin J. Menjares, et ux tract called 0.1944 acre, as recorded in Volume 1495, Page 467, in said Official Records, being along the North line of The Baroque Trust tract called 16,827 square feet, as recorded in Volume 1468, Page 111, in said Official Records for a North line hereof to the Southeast corner of said Dean tract called 0.834 acre, being the Northeast corner of said The Baroque Trust tract called 16,827 square feet, being on a West line of Mulberry Street for an interior corner hereof;

THENCE in a Northerly direction, being along a portion of a West margin of said Mulberry Street, being along a portion of the East line of said Dean tract called 0.834 acre for a West line hereof to an exterior corner hereof, being on a West margin of said Mulberry Street at its intersection with the projection of the South line of the Alfonso Rogelio Soto tract called 0.304 acre, as recorded in Volume 1420, Page 233, in said Official Records, being on an East line of said Dean tract called 0.834 acre;

THENCE in an Easterly direction, crossing said Mulberry Street, being along the South line of said Soto tract called 0.304 acre, being along the North line of the Akbarali Mohammad tract called 23,883 square feet, as recorded in Volume 1489, Page 541, in said Official Records and described in Volume 1472, Page 878, in said Official Records for a North line hereof to the Southeast corner of said Soto tract called 0.304 acre, being the Northeast corner of said Mohammad tract called 23,883 square feet, being on a West margin of Burleson Street for an interior corner hereof;

THENCE in a Northeasterly direction, crossing said Burleson Street for a Northwest line hereof to the Southwest corner of Lot 10 of Willow Place Subdivision, a map or plat recorded in Plat Cabinet File Slide Number 116A, in said Plat Records, being at the intersection of an East margin of said Burleson Street with a North margin of Vulcan Street for an exterior corner hereof;

THENCE in an Easterly direction, being along a North margin of said Vulcan Street, being along the South line of Lot 10 of said Willow Place Subdivision, being along the South lines of Lots 9 and 8 of said Willow Place Subdivision, being along the South line of Michelle L. Leakes tract called 0.2586 acre, as recorded in Volume 966, Page 220, in said Official Records for a North line hereof to the Southeast corner of said Leakes tract called 0.2586 acre, being at the intersection of a North margin of said Vulcan Street with a West margin of Rippetoe Street for an exterior corner hereof;



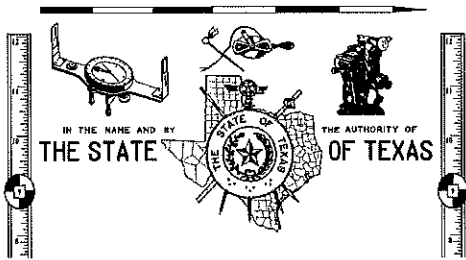
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THENCE in an Easterly direction, crossing said Rippetoe Street with a North margin of said Vulcan Street for a North line hereof to the Southwest corner of Lot 11 of Mrs. Imogene Chappel's Subdivision of the O.A. Seward Homestead, a map or plat recorded in Plat Cabinet File Slide Number 34B, in said Plat Records, being at the intersection of a North margin of said Vulcan Street with an East margin of said Rippetoe Street for an interior corner hereof;

THENCE in an Easterly direction, being along a North margin of said Vulcan Street, being along the South line of said Lot 11 of said Mrs. Imogene Chappel's Subdivision of the O.A. Seward Homestead, crossing Schuerenberg Street, being along the South line of Lot 12 of said Mrs. Imogene Chappel's Subdivision of the O.A. Seward Homestead, being along the South line of the Raina M. Arreola, et al tract called 0.310 acre, as recorded in Volume 1636, Page 518, in said Official Records, crossing Baber Street with a North margin of said Vulcan Street, being along the South lines of Lot No. 5, Lot No. 6 and Lot No. 7 of Schramm-Grabow Subdivision, a map or plat recorded in Volume 65, Page 103, in said Deed Records, being along the South line of Patricia Elledge tract called 0.218 acre, as recorded in Volume 1518, Page 530, in said Official Records, being along the South line of the Donald L. Boecker tract called 0.218 acre, as recorded in Volume 1088, Page 267, in said Official Records, being along the South line of the Bennie Lee Graves tract, as conveyed in Volume 1492, Page 935, in said Official Records and described as 10,447.50 square feet in Volume 784, Page 256, in said Official Records, being along the South line of the Russell W. Kuecker, et ux tract called 0.150 acre, as recorded in Volume 1194, Page 885, in said Official Records for a North line hereof to the Southeast corner of said Kuecker tract called 0.150 acre, being at the intersection of a North margin of said Vulcan Street with a West margin of N. Austin Street for an interior corner;

THENCE in a Northerly direction, being along West margins of said N. Austin Street, being along the East line of said Kuecker tract called 0.150 acre, being along the East line of the Kristopher T. Gore tract called 0.09 acre, as recorded in Volume 1428, Page 966, in said Official Records, being along the East line of the John J. Baird, et ux tract, as recorded in Volume 1006, Page 941, in said Official Records, being along the East line of the John L. McCorkle, et ux tract called 0.37 acre, as recorded in Volume 1585, Page 251, in said Official Records, being along the East line of the Alejandra Saldierna, et vir tract called 0.39 acre, as recorded in Volume 1591, Page 820, in said Official Records, being along the East line of the Marcupial Development, LLC tract called 0.163 acre, as recorded in Volume 1590, Page 711, in said Official Records, being along the East line of the Richard Eugene Laskoskie tract called 3,720 square feet, as recorded in Volume 1386, Page 110, in said Official Records, being along the East line of the Atlow Investments, LLC tract called 0.088 acre, as recorded in Vol. 1557, Page 160, in said Official Records, crossing W. Jefferson Street with a West margin of said N. Austin Street, being along the East line of the Tayler Williams tract called 0.146 acre, as recorded in Volume 1493, Page 793, in said Official Records, being along the East line of the Sergio Pinon Arellano tract, as conveyed in Volume 1304, Page 860, in said Official Records and described as 10,521 square feet, as recorded in Volume 999, Page 964, in said Official Records, being along East lines of the Iglesia Bautista Fuente de Vida tract called 1.462 acres, as recorded in Volume 1485, Page 450, in said Official Records, and crossing Martin Luther King Jr. Parkway for West lines hereof to a Northwest corner hereof, being on a North margin of said Martin Luther King Jr. Parkway at its intersection with the projection of an East line of said Iglesia Bautista Fuente de



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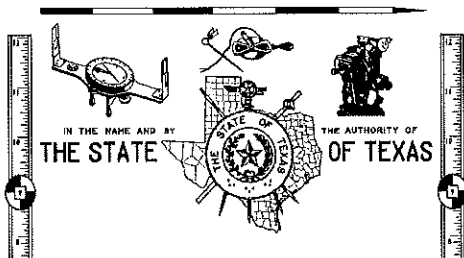
Vida tract called 1.462 acres, being on a South line of a tract or parcel of land apparently owned by Burlington Northern and Santa Fe Railroad (BNSF);

THENCE in an Easterly direction, being along the North margin of said Martin Luther King Jr. Parkway, being along a portion of the South line of said tract apparently owned by BNSF, and crossing the BNSF Railroad right of way, being along the South line of the Data Commercial Realty, LLC tract called 1.433 acres, as recorded in Volume 1480, Page 430, in said Official Records, being along the South line of the City of Brenham, Texas tract called 5.07 acres, as recorded in Volume 119, Page 384, in said Deed Records for a North line hereof to the Southeast corner of said City of Brenham, Texas tract called 5.07 acres, being at the intersection of a North margin of said Martin Luther King, Jr. Parkway with a West margin of N. Park Street for an interior corner hereof;

THENCE in a Northerly direction, being along West margins of said N. Park Street, being along East lines of said City of Brenham, Texas tract called 5.07 acres, being along an East line of the City of Brenham, Fireman's Park tract, being part of a tract called 14-1/2 acres, transferred at a Regular Meeting dated March 14, 1917 and described in Volume 16, Page 385, in said Deed Records for a West line hereof to a Northwest corner hereof, being on a West margin of said N. Park Street, and being at the Northwest corner of the Bridge on said N. Park Street;

THENCE in an Easterly direction, crossing said N. Park Street for a North line hereof to the most Northern Northeast corner hereof, being on an East margin of said N. Park Street at its intersection with a Northeast margin of N. Market Street, being at the Southeast corner of said Bridge, being on a Southwest line of the City of Brenham, Henderson Park tract, being part of a called 4.67 acres (Tract No. 2), as recorded in Volume 167, Page 1, in said Deed Records;

THENCE in a Southeasterly and Southerly direction, being along Northeast and East margins of said N. Market Street, being along Southwest and South lines of said City of Brenham, Henderson Park tract, crossing N. Valley Street with a Northeast margin of said N. Market Street, being along the South line of the Laura-Ann Bazan, et vir tract called 0.2297 acre, as recorded in Volume 1394, Page 437, in said Official Records, being along the Southwest line of the Brazos Valley Vending, Inc. tract called 11,281.1 square feet (Tract 1), as recorded in Volume 1574, Page 125, in said Official Records and described in Volume 324, Page 840, in said Deed Records, being along the South line of the Brazos Valley Vending, Inc. tract called 1,046 square feet (Tract 2), as recorded in Volume 1574, Page 125, of said Official Records and described in Volume 486, Page 320, in said Official Records, crossing the Old Market Street with a Northeast margin of said N. Market Street, being along West lines of the Towers of Belle, LP tract called 2.478 acres, as recorded in Volume 1499, Page 702, in said Official Records, being along the West line of the John Jarred Patout tract called 9,251 square feet, as recorded in Volume 955, Page 300, in said Official Records, crossing E. Academy Street with an East margin of said N. Market Street, being along the West line of The First Baptist Church of Brenham tract, as recorded in Volume 857, Page 278, in said Official Records, being along the West line of the First Baptist Church of Brenham tract called 0.647 acre (Fifth Tract), as recorded in Volume 691, Page 160, in said Official Records, crossing Pahl Street with an East margin of said N. Market Street, being along West lines of The First Baptist Church of Brenham, Texas tract called



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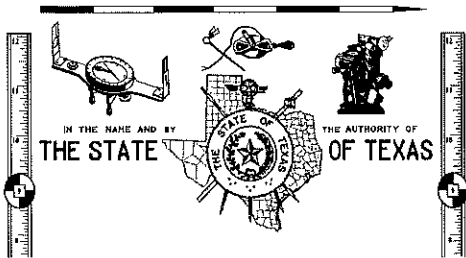
2.932 acres, as recorded in Volume 807, Page 334, in said Official Records, crossing Sycamore Street with an East margin of said N. Market Street, being along the West line of The First Baptist Church of Brenham, Texas tract called 0.631 acre, as recorded in Volume 879, Page 744, in said Official Records for Northeast and East lines hereof to the Southwest corner of said The First Baptist Church of Brenham, Texas tract called 0.631 acre, being the Northwest corner of the Coastal Banc Savings Association tract called 0.380 acre (Tract Two), as recorded in Volume 701, Page 117, in said Official Records, being on an East margin of said N. Market Street for an interior corner hereof;

THENCE in an Easterly direction, being along the South line of said The First Baptist Church of Brenham, Texas tract called 0.631 acre, being along the North line of said Coastal Banc Savings Association tract called 0.380 acre, being along the North line of the Coastal Banc Savings Association tract called 7,879.9 square feet (Tract One), as recorded in Volume 701, Page 117, in said Official Records, being along the North line of the William M. Witte, et ux tract called 0.6448 acre, as recorded in Volume 628, Page 746, in said Official Records, being along the North line of the Mary Louise Thornhill tract called 0.444 acre, as recorded in Volume 1503, Page 115, in said Official Records for a North line hereof to the Southeast corner of said The First Baptist Church of Brenham, Texas tract called 0.631 acres, being the Northeast corner of said Thornhill tract called 0.444 acre, being on the West line of the Marjorie Routt Young tract (Tract 3), as recorded in Volume 1299, Page 626, in said Official Records for an exterior corner hereof;

THENCE in a Southerly direction, being along a portion of the West line of said Young tract (Tract 3), being along a portion of the East line of said Thornhill tract called 0.444 acre for an East line hereof to the Southwest corner of said Young tract (Tract 3), being the Northwest corner of the Regal Villa Town Houses Subdivision, a map or plat recorded in the Plat Cabinet File Slide Numbers 164B through 167B, in said Plat Records, being on the East line of said Thornhill tract called 0.444 acre for an interior corner hereof;

THENCE in an Easterly direction, being along the South line of said Young tract (Tract 3), being along the South line of the Marjorie Routt Young tract called 9,030 square feet (Tract 4), as recorded in Volume 1299, Page 626, in said Official Records, being along the North line of said Regal Villa Town Houses Subdivision for a North line hereof to the Southeast corner of said Young tract called 9,030 square feet (Tract 4), being the Northeast corner of said Regal Villa Town Houses Subdivision, being on the West line of the Colonial Oaks Apartments, LLC tract called 0.562 acre, as recorded in Volume 1504, Page 242, in said Official Records for an exterior corner hereof;

THENCE in a Southerly direction, being along a portion of the West line of said Colonial Oaks Apartments, LLC tract called 0.562 acre, being along the East line of said Regal Villa Town Houses Subdivision for an East line hereof to the Southwest corner of said Colonial Oaks Apartments, LLC tract called 0.562 acres, being the Southeast corner of said Regal Villa Town Houses Subdivision, being on the North margin of E. Main Street for an interior corner hereof;

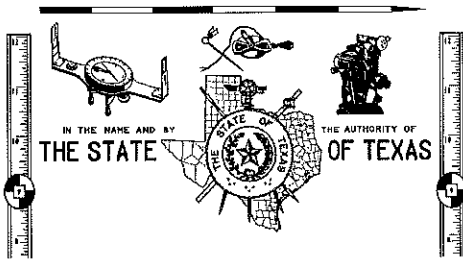


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THENCE in an Easterly direction, being along North margins of said E. Main Street, being along the South line of said Colonial Oaks Apartments, LLC tract called 0.562 acre, being along the South line of the 409 East Main, LLC tract called 0.588 acre, as recorded in Volume 1550, Page 311, in said Official Records, being along the South line of the Cindy Sue Clay-Schumpert tract, as recorded in Volume 1125, Page 795, in said Official Records, being along the South line of the William D. Gilbert, et ux tract called 0.479 acre, as recorded in Volume 1636, Page 693, in said Official Records, being along the South line of the Rodney Lacina tract, as recorded in Volume 1156, Page 289, in said Official Records, being along the South line of The Heritage Society of Washington County tract called 0.30445 acre, as recorded in Volume 1417, Page 1, in said Official Records, crossing Ross Street with a North margin of said E. Main Street, being along the South line of the CGR, L.L.C. tract called 1.265 acres, as conveyed in Volume 1195, Page 77, in said Official Records and described in Volume 271, Page 155, in said Deed Records, being along the South line of the Rodolfo Vazquez-Alvarez and Edith Gutierrez-Gutierrez tract called 0.283 acre, as recorded in Volume 1376, Page 617, in said Official Records, being along the South line of the Mary Sealy tract called 0.286 acre, as recorded in Volume 1541, Page 479, in said Official Records, being along the South line of the Donald Dickerson and Mark Dickerson tract, as conveyed in Volume 1574, Page 99, in said Official Records and described in Volume 293, Page 499, in said Deed Records, being along the South line of the Tracy Rene Haack and Sheila Marie Webb tract (Tract Three), as conveyed in Volume 1646, Page 558, in said Official Records and described in Volume 1420, Page 707, in said Official Records, being along the South line of the Abel A. Espinoza, et ux tract called 0.344 acre, as recorded in Volume 776, Page 631, in said Official Records, being along the South line of The City of Brenham, Texas tract, as recorded in Volume 355, Page 317, in said Official Records, being along the South line of The City of Brenham, Texas tract called 0.581 acre, as recorded in Volume 353, Page 777, in said Official Records, being along the South line of The City of Brenham, Texas tract called 0.521 acre, as recorded in Volume 333, Page 648, in said Official Records, crossing N. Chappell Hill Street with a North margin of said E. Main Street for a North line hereof to an "X" found cut in concrete on a North margin of said E. Main Street at its intersection with an East margin of N. Chappell Hill Street for the Southwest corner of Reserve #3 (called 0.912 acre) of L.D. Brown Subdivision, a map or plat recorded in Plat Cabinet File Slide Number 182A, in said Plat Records, being a Northeast corner hereof;

THENCE in a Southerly direction, being along East margins of said N. Chappell Hill Street and along East margins of S. Chappell Hill Street, crossing said E. Main Street with an East margin of said S. Chappell Hill Street, being along the West line of the StanPac USA, LLC tract, as recorded in Volume 1445, Page 563, in said Official Records, crossing E. Alamo Street with an East margin of said S. Chappell Hill Street, being along the West line of The City of Brenham, Texas tract called 1.851 acres, as recorded in Volume 334, Page 12, in said Official Records, crossing Mangrum Street with an East margin of said S. Chappell Hill Street, being along the West line of the Brenham Independent School District tract called 1.72 acres, as recorded in Volume 321, Page 60, in said Official Records, crossing Burlington Northern & Santa Fe Railroad (BNSF) and Seelhorst Street with an East margin of said S. Chappell Hill Street for East lines hereof to the Northwest corner of the Blue Bell Creameries, L.P. tract called 2.779 acres (Tract 8), as recorded in Volume 1324, Page 838, in said



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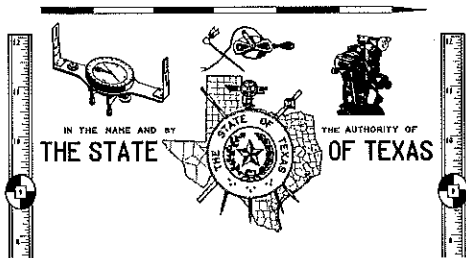
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Official Records, being on an East margin of said S. Chappell Hill Street at its intersection with a South margin of said Seelhorst Street for a Southeast corner hereof;

THENCE in a Westerly direction, crossing said S. Chappell Hill Street with a South margin of said Seelhorst Street, being along the North line of the Blue Bell Creameries, L.P. tract, as conveyed in Volume 1020, Page 280, in said Official Records and described as 2.496 acres (Tract 9) in Volume 981, Page 146, in said Official Records, being along the North line of the Blue Bell Creameries, L.P. tract called 0.175 acre (Tract 6), as recorded in Volume 1324, Page 838, in said Official Records, being along the North line of the Naylor's Wood Floors, LLC tract called 5.649 acres, as recorded in Volume 1371, Page 322, in said Official Records, being along the North line of Tract 2 (called 0.205 acre) of Scheel Subdivision, a map or plat recorded in Plat Cabinet File Slide Number 408A, in said Plat Records, being along the North line of the M&T Gonzales Corporation tract called 4,578 square feet (Tract Two), as recorded in Volume 1571, Page 599, in said Official Records, being along North lines of the residue of Tract 1 (called 2.543 acres) of said Scheel Subdivision, being along the North line of the Burleson Holdings, LTD. tract called 0.8285 acre (Sixth Tract), as recorded in Volume 762, Page 474, in said Official Records, crossing Dark Street with a South margin of said Seelhorst Street, being along the North line of the Ewald Investments LLC tract, as recorded in Volume 1626, Page 625, in said Official Records, being along the North line of the Wilbert Adler and Rosemary Adler tract called 8,825.0 square feet, as recorded in Volume 268, Page 69, in said Deed Records, being along the North line of the Tommie Wellmann tract called 0.276 acre, as recorded in Volume 1204, Page 726, in said Official Records, crossing Mills Street with a South margin of said Seelhorst Street, being along the North line of the Big Investment Group, LLC tract called 0.197 acre (Tract Three), as recorded in Volume 1384, Page 401, in said Official Records, being along the North line of the Big Investment Group, LLC tract called 0.184 acre (Tract One), as recorded in Volume 1384, Page 401, in said Official Records for South lines hereof to the Northwest corner of said Big Investment Group, LLC tract called 0.184 acre, being at the intersection of a South margin of said Seelhorst Street with an East margin of Clinton Street for an exterior corner hereof;

THENCE in a Northwesterly direction, being along a Southwest line hereof, crossing said Clinton Street to the Northeast corner of the City of Brenham tract called 0.658 acre, as recorded in Volume 1427, Page 875, in said Official Records, being on a South right of way line of said Burlington Northern & Santa Fe Railroad (BNSF) at its intersection with a West margin of said Clinton Street for an interior corner hereof;

THENCE in a Westerly direction, being along a South right of way line of said Burlington Northern & Santa Fe Railroad (BNSF), being along a North line of said City of Brenham tract called 0.658 acre for a South line hereof to the most Northern Northwest corner of said City of Brenham tract called 0.658 acre, being the Northeast corner of the City of Brenham, Texas tract called Regulator Station Site sometimes referred to as Lot 6 of Noel's Addition, as recorded in Volume 224, Page 602, in said Deed Records, being on a South right of way line of said BNSF Railroad for an interior corner hereof;



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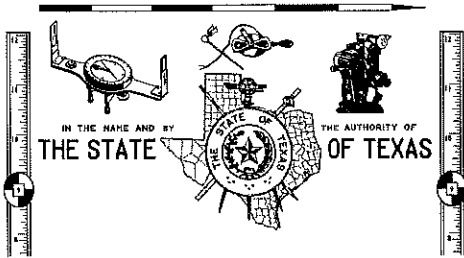
THENCE in a Southerly direction, being along West lines of said City of Brenham tract called 0.658 acre, being along the East line of said City of Brenham, Texas tract called Regulator Station Site, being along the East line of The City of Brenham, Texas tract called 4,947 square feet, as recorded in Volume 349, Page 412, in said Deed Records for an East line hereof to an interior corner of said City of Brenham tract called 0.658 acre, being the Southeast corner of said The City of Brenham, Texas tract called 4,947 square feet for an exterior corner hereof;

THENCE in a Westerly direction, being along a North line of said City of Brenham tract called 0.658 acre, being along the South line of said The City of Brenham, Texas tract called 4,947 square feet for a South line hereof to a Northwest corner of said City of Brenham tract called 0.658 acre, being the Southwest corner of said The City of Brenham, Texas tract called 4,947 square feet, being the Northeast corner of the Carterbug Holdings, LLC tract called 0.428 acre, as recorded in Volume 1507, Page 312, in said Official Records for an interior corner hereof;

THENCE in a Southerly direction, being along a West line of said City of Brenham tract called 0.658 acre, being along the East line of said Carterbug Holdings, LLC tract called 0.428 acre, being along an East line of the Allan Ray Michalak, et ux tract, as conveyed in Volume 724, Page 564, in said Official Records and described in Volume 82, Page 335, in said Deed Records for an East line hereof to the Southwest corner of said City of Brenham tract called 0.658 acre, being an interior corner of said Michalak tract for an interior corner hereof;

THENCE in an Easterly direction, being along a South line of said City of Brenham tract called 0.658 acre, being along a North line of said Michalak tract for a North line hereof to a Southeast corner of said City of Brenham tract called 0.658 acre, being a Northeast corner of said Michalak tract, being on a West line of the Allen T. Fabisack, et ux tract called 0.278 acre, as recorded in Volume 931, Page 787, in said Official Records for an exterior corner hereof;

THENCE in a Southerly direction, being along a portion of the West line of said Fabisack tract called 0.278 acre, being along the West line of the Mark S. Pieratt, et al Last Will of Marie L. Pieratt tract, as conveyed in Volume 1339, Page 132, in said Official Records and described as 0.1156 acre (Tract Two) in Volume 1169, Page 620, in said Official Records, being along the West line of the Mark S. Pieratt, et al Last Will of Marie L. Pieratt tract, as conveyed in Volume 1339, Page 132, in said Official Records and described as 0.1005 acre (Tract One) in Volume 1169, Page 620, in said Official Records, being along an East line of said Michalak tract, being along the East line of the Dorothy Lee Michalak tract called 23,249 square feet, as recorded in Volume 1042, Page 35, in said Official Records and described in Volume 204, Page 131, in said Deed Records for an East line hereof to the Southwest corner of said Pieratt tract called 0.1005 acre, being the Southeast corner of said Dorothy Lee Michalak tract called 23,249 square feet, being on the North line of the Kevin Wayne Lampe, et al tract called 0.258 acre, as recorded in Volume 1436, Page 928, in said Official Records for an exterior corner hereof;



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THENCE in a Westerly direction, being along a portion of the North line of said Lampe tract called 0.258 acre, being along a South line of said Dorothy Lee Michalak tract called 23,249 square feet for a South line hereof to the Northwest corner of said Lampe tract called 0.258 acre, being an exterior angle point of said Dorothy Lee Michalak tract called 23,249 square feet, being a Northeast corner of the Raymond P. Bass, et ux tract called 0.725 acre, as recorded in Volume 1519, Page 375, in said Official Records for an interior corner hereof;

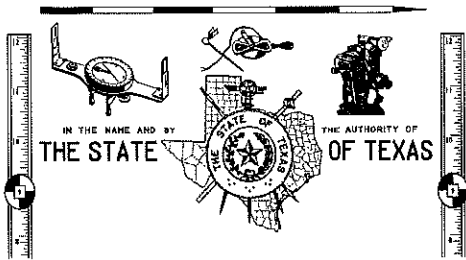
THENCE in a Southerly direction, being along the West line of said Lampe tract called 0.258 acre, being along an East line of said Bass tract called 0.725 acre for an East line hereof to the Southwest corner of said Lampe tract called 0.258 acre, being an interior corner of said Bass tract called 0.725 acre for an interior corner hereof;

THENCE in an Easterly direction, being along a portion of the South line of said Lampe tract called 0.258 acre, being along a North line of said Bass tract called 0.725 acre for a North line hereof to a Northeast corner of said Bass tract called 0.725 acre, being the Northwest corner of Lot 16A-2 (called 0.245 acre) of Boundary Line Adjustment of Clinton Street Addition, a map or plat recorded in Plat Cabinet File Slide Number 314A, in said Plat Records, being on the South line of said Lampe tract called 0.258 acre for an exterior corner hereof;

THENCE in a Southerly direction, being along the West line of said Lot 16A-2 of said Boundary Line Adjustment of Clinton Street Addition, being along an East line of said Bass tract called 0.725 acre for an East line hereof to the Southwest corner of said Lot 16A-2 of said Boundary Line Adjustment of Clinton Street Addition, being the Southeast corner of said Bass tract called 0.725 acre, being on the North line of the Kay Briscoe tract called 21,060 square feet, as recorded in Volume 1444, Page 383, in said Official Records for an exterior corner hereof;

THENCE in a Westerly direction, being along a portion of the North line of said Briscoe tract called 21,060 square feet, being along a portion of the South line of said Bass tract called 0.725 acre for a South line hereof to the Northwest corner of said Briscoe tract called 21,060 square feet, being the Northeast corner of the Kay Briscoe tract called 0.283 acre, as recorded in Volume 1394, Page 523, in said Official Records, being on the South line of said Bass tract called 0.725 acre for an interior corner hereof;

THENCE in a Southerly direction, being along the West line of said Briscoe tract called 21,060 square feet, being along the East line of said Briscoe tract called 0.283 acre, being along the East line of the Kay Briscoe tract called 0.279 acre, as recorded in Volume 1394, Page 513, in said Official Records for an East line hereof to the Southwest corner of said Briscoe tract called 21,060 square feet, being the Southeast corner of said Briscoe tract called 0.279 acre, being on the North line of the Isaac Bowie Jones, et ux tract, as recorded in Volume 640, Page 485, in said Official Records for an exterior corner hereof;



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THENCE in a Westerly direction, being along a portion of the North line of said Jones tract, being along a portion of the South line of said Briscoe tract called 0.279 acre for a South line hereof to the Northwest corner of said Jones tract, being the Northeast corner of the Paul W. Briscoe, et al tract called 12,782 square feet, as recorded in Volume 1452, Page 757, in said Official Records, being on the South line of said Briscoe tract called 0.279 acre for an interior corner hereof;

THENCE in a Southerly direction, being along the West line of said Jones tract, being along the East line of said Briscoe tract called 12,782 square feet for an East line hereof to the Southwest corner of said Jones tract, being the Southeast corner of said Briscoe tract called 12,782 square feet, being on the North line of the Todd Routh, et al tract called 2.872 acres, as recorded in Volume 964, Page 508, in said Official Records for an interior corner hereof;

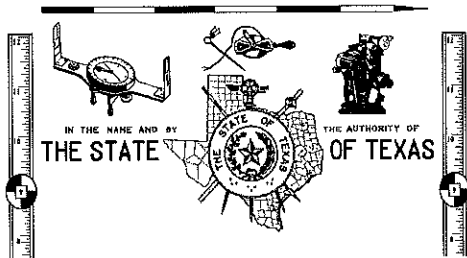
THENCE in an Easterly direction, being along a portion of the North line of said Routh tract called 2.872 acres, being along the South line of said Jones tract for a North line hereof to the Northeast corner of said Routh tract called 2.872 acres, being the Southeast corner of said Jones tract, being on a West margin of said Clinton Street for a Northeast corner hereof;

THENCE in a Southerly direction, being along a West margin of said Clinton Street, being along the East line of said Routh tract called 2.872 acres for an East line hereof to the Southeast corner of said Routh tract called 2.872 acres, being the Northeast corner of the Mary Evelyn Wilder Lot 3B as shown on a map recorded in Volume 1080, Page 6, in said Official Records, being on a West margin of said Clinton Street for an exterior corner hereof;

THENCE in a Westerly direction, being along a portion of the South line of said Routh tract called 2.872 acres, being along the North line of said Wilder Lot 3B for a South line hereof to the Northwest corner of said Wilder Lot 3B, being the Northeast corner of the Mary Evelyn Wilder Lot 2B as shown on a map recorded in Volume 1049, Page 251, in said Official Records, being on the South line of said Routh tract called 2.872 acres for an interior corner hereof;

THENCE in a Southerly direction, being along the West line of said Wilder Lot 3B, being along the East line of said Wilder Lot 2B for an East line hereof to the Southwest corner of said Wilder Lot 3B, being the Southeast corner of said Wilder Lot 2B, being the Northwest corner of the Mary Evelyn Wilder Lot 3C as shown on a map recorded in Volume 1080, Page 3, in said Official Records, being the Northeast corner of the Mary Evelyn Wilder Lot 2C as shown on a map recorded in Volume 1049, Page 251, in said Official Records for an exterior corner hereof;

THENCE in a Westerly direction, being along the South line of said Wilder Lot 2B, being along the North line of said Wilder Lot 2C for a South line hereof to the Southwest corner of said Wilder Lot 2B, being the Northwest corner of said Wilder Lot 2C, being the Southeast corner of the Mary E. Wilder Lot 1B, as recorded in Volume 1022, Page 52, in said Official Records and as shown on a map recorded in Volume 1049, Page 251, in said Official Records, being the Northeast corner of the Mary E. Wilder Lot 1C, as recorded in Volume 1022, Page 52, in said Official Records and as shown on a map recorded in Volume 1049, Page 251, in said Official Records for an interior corner hereof;



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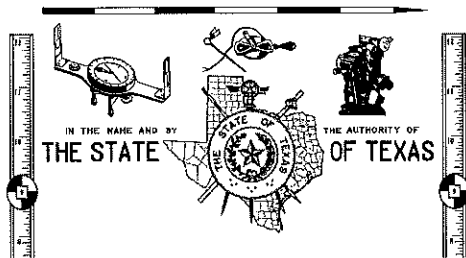
THENCE in a Southerly direction, being along the West line of said Wilder Lot 2C, being along the East line of said Wilder Lot 1C, crossing Pecan Street, being along the West line of the Barbara Ann B. Abshier tract called 10,951 square feet, as recorded in Volume 933, Page 251, in said Official Records, being along an East line of the Dippel and Alfred Interests residue of original tract called 29,762 square feet (First Tract), as recorded in Volume 376, Page 598, in said Deed Records for an East line hereof to the Southwest corner of said Abshier tract called 10,951 square feet, being an interior corner of said Dippel and Alfred Interests residue of original tract called 29,762 square feet for an interior corner hereof;

THENCE in an Easterly direction, being along a portion of the South line of said Abshier tract called 10,951 square feet, being along a North line of said Dippel and Alfred Interest residue of original tract called 29,762 square feet for a North line hereof to a Northeast corner of said Dippel and Alfred Interests residue of original tract called 29,762 square feet, being the Northwest corner of the Virgil Stiewert, et ux tract, as conveyed in Volume 999, Page 178, in said Official Records and described as 9,020 square feet in Volume 910, Page 310, in said Official Records, being on the South line of said Abshier tract called 10,951 square feet for an exterior corner hereof;

THENCE in a Southerly direction, being along a portion of the West line of said Stiewert tract called 9,020 square feet, being along an East line of said Dippel and Alfred Interests residue of original tract called 29,762 square feet for an East line hereof to the Southeast corner of said Dippel and Alfred Interests residue of original tract called 29,762 square feet, being the Northeast corner of the Dippel and Alfred Interests residue of original tract called 5,544 square feet (Second Tract), as recorded in Volume 376, Page 598, in said Deed Records, being on the West line of said Stiewert tract called 9,020 square feet for an exterior corner hereof;

THENCE in a Westerly direction, being along a South line of the Dippel and Alfred Interests residue of original tract called 29,762 square feet, being along the North line of said Dippel and Alfred Interests residue of original tract called 5,544 square feet for a South line hereof to the Southeast corner of the Pak Tex Group, Inc. tract called 4,771 square feet, as recorded in Volume 999, Page 848, in said Official Records, being a Southwest corner of said Dippel and Alfred Interests residue of original tract called 29,762 square feet, being the Northwest corner of said Dippel and Alfred Interest residue of original tract called 5,544 square feet, being the Northeast corner of the Pak Tex Group, Inc. residue of original tract called 15,028 square feet, as recorded in Volume 999, Page 851, in said Official Records for an interior corner hereof;

THENCE in a Southerly direction, being along the West line of said Dippel and Alfred Interests residue of original tract called 5,544 square feet, being along the East line of said Pak Tex Group, Inc. residue of original tract called 15,028 square feet, crossing E. Germania Street for an East line hereof to an interior corner hereof, being on a South margin of said E. Germania Street at its intersection with the projection of the East line of said Pak Tex Group, Inc. residue of original tract called 15,028 square feet, being on the North line of the Larry Wahrmond, et ux tract called 12,500 square feet (Tract One), as recorded in Volume 1089, Page 661, in said Official Records;



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THENCE in an Easterly direction, being along a portion of a South margin of said E. Germania Street, being along a portion of the North line of said Wahrmond tract called 12,500 square feet, being along the North line of the Larry Wahrmond, et ux tract called 2,900 square feet (Tract Two), as recorded in Volume 1089, Page 661, in said Official Records for a North line hereof to the Northeast corner of said Wahrmond tract called 2,900 square feet, being the most Northern Northwest corner of the Brenham Lodge No. 6, O.D.H.S. residue of original tract called 1.064 acres, as recorded in Volume 245, Page 237, in said Deed Records, being on a South margin of said E. Germania Street for an exterior corner hereof;

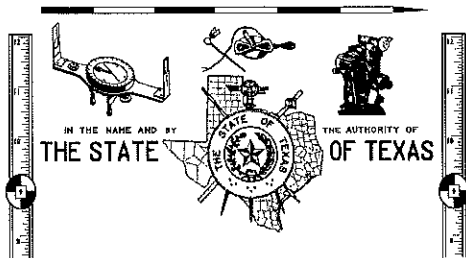
THENCE in a Southerly direction, being along the East line of said Wahrmond tract called 2,900 square feet, being along a West line of said Brenham Lodge No. 6 residue of original tract called 1.064 acres for an East line hereof to the Southeast corner of said Wahrmond tract called 2,900 square feet, being an interior corner of said Brenham Lodge No. 6 residue of original tract called 1.064 acres for an exterior corner hereof;

THENCE in a Westerly direction, being along the South line of said Wahrmond tract called 2,900 square feet, being along a North line of said Brenham Lodge No. 6 residue of original tract called 1.064 acres for a South line hereof to the Southwest corner of said Wahrmond tract called 2,900 square feet, being the Southeast corner of said Wahrmond tract called 12,500 square feet, being the Northeast corner of the Brenham Produce Co. tract, as recorded in Volume 897, Page 157, in said Official Records, being a Northwest corner of said Brenham Lodge No. 6 residue of original tract called 1.064 acres for an interior corner hereof;

THENCE in a Southerly direction, being along a West line of said Brenham Lodge No. 6 residue of original tract called 1.064 acres, being along the East line of said Brenham Produce Co. tract, Volume 897, Page 157 for an East line hereof to the Southwest corner of said Brenham Lodge No. 6 residue of original tract called 1.064 acres, being the Southeast corner of said Brenham Produce Co. tract, Volume 897, Page 157, being on a North line of the Brenham Produce Co. tract called 54,595 square feet, as recorded in Volume 299, Page 254, in said Deed Records for an interior corner hereof;

THENCE in an Easterly direction, being along the South line of said Brenham Lodge No. 6 residue of original tract called 1.064 acres, being along a portion of the South line of the Brenham Lodge No. 979 Benevolent & Protective Order of Elks tract, as recorded in Volume 98, Page 187, in said Deed Records for a North line hereof to a Northwest corner of the Brenham Independent School District tract called 1.68 acres, as recorded in Volume 139, Page 247, in said Deed Records, being the Northeast corner of said Brenham Produce Co. tract called 54,595 square feet, being on a South line of said Brenham Lodge No. 979 for an exterior corner hereof;

THENCE in a Southerly direction, being along a West line of said Brenham Independent School District tract called 1.68 acres, being along the East line of said Brenham Produce Co. tract called 54,595 square feet for an East line hereof to an interior corner of said Brenham Independent School District tract called 1.68 acres, being the Southeast corner of said Brenham Produce Co. tract called 54,595 square feet for an exterior corner hereof;



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THENCE in a Westerly direction, being along a North line of said Brenham Independent School District tract called 1.68 acres, being along a South line of said Brenham Produce Co. tract called 54,595 square feet for a South line hereof to a Northwest corner of said Brenham Independent School District tract called 1.68 acres, being the Northeast corner of the John T. Young tract called 0.777 acre, as recorded in Volume 1404, Page 746, in said Official Records, being on a South line of said Brenham Produce Co. tract called 54,595 square feet for an interior corner hereof;

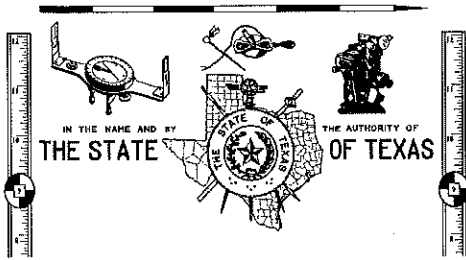
THENCE in a Southerly direction, being along a West line of said Brenham Independent School District tract called 1.68 acres, being along the East line of said Young tract called 0.777 acre for an East line hereof to the Southwest corner of said Brenham Independent School District tract called 1.68 acres, being the Southeast corner of said Young tract called 0.777 acre, being on a North margin of E. Sixth Street for a Southeast corner hereof;

THENCE in a Westerly direction, being along a North margin of said E. Sixth Street, being along the South line of said Young tract called 0.777 acre for a South line hereof to the Southwest corner of said Young tract called 0.777 acre, being on a North margin of said E. Sixth Street at its intersection with an East margin of said S. Market Street for an interior corner hereof;

THENCE in a Southerly direction, crossing said E. Sixth Street with an East margin of said S. Market Street, being along East margins of said S. Market Street, being along West lines of the Brenham Independent School District tract, as conveyed in Volume 86, Page 365, in said Deed Records, being along the West end of Seventh Street, being along the West line of the Brenham Independent School District tract, as recorded in Volume 188, Page 417, in said Deed Records, being along West lines of Donald Kasprowicz and Johnelle Kasprowicz residue of original tract, as recorded in Volume 1353, Page 317, in said Official Records, being along East lines of the City of Brenham tract called 0.021 acre, as recorded in Volume 671, Page 682, in said Official Records for East lines hereof to the Northeast corner of said City of Brenham tract called 0.021 acre, being the Southwest corner of said Kasprowicz residue of original tract, being on a North margin of E. Tom Green Street for an exterior corner hereof;

THENCE in a Southerly direction, crossing said E. Tom Green Street for an East line hereof to the Northeast corner of the City of Brenham tract called 0.005 acre, as recorded in Volume 672, Page 293, in said Official Records, being the Northwest corner of the S & B Food Service, L.L.C. residue of original tract called 0.3380 acre, as recorded in Volume 1019, Page 288, in said Official Records, being on a South margin of said E. Tom Green Street for an interior corner hereof;

THENCE in an Easterly direction, being along a portion of a South margin of said E. Tom Green Street, being along the North line of said S & B Food Service, L.L.C. residue of original tract called 0.3380 acre for a North line hereof to the Northeast corner of said S & B Food Service, L.L.C. residue of original tract called 0.3380 acre, being the Northwest corner of the David W. Januszewski tract called 9,947.5 square feet (Tract A), as recorded in Volume 1066, Page 569, in said Official Records, being on a South margin of said E. Tom Green Street for a Northeast corner hereof;



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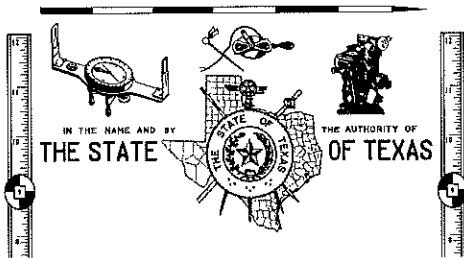
THENCE in a Southerly direction, being along the West line of said Januszewski tract called 9,947.5 square feet, being along the East line of said S & B Food Service, L.L.C. residue of original tract called 0.3380 acre for an East line hereof to a Southwest corner of said Januszewski tract called 9,947.5 square feet, being the Southeast corner of said S & B Food Service, L.L.C. residue of original tract called 0.3380 acre, being on the North line of the Gina Carol Draehn tract called 0.333 acre (Second Tract), as recorded in Volume 1637, Page 852, in said Official Records for an interior corner hereof;

THENCE in an Easterly direction, being along a portion of the South line of said Januszewski tract called 9,947.5 square feet, being along a portion of the North line of said Draehn tract called 0.333 acre for a North line hereof to the Northeast corner of said Draehn tract called 0.333 acre, being the Northwest corner of the David W. Januszewski tract called 5,177.5 square feet (Tract B), as recorded in Volume 1066, Page 569, in said Official Records, being on the South line of said Januszewski tract called 9,947.5 square feet for an exterior corner hereof;

THENCE in a Southerly direction, being along the West line of said Januszewski tract called 5,177.5 square feet, being along the East line of said Draehn tract called 0.333 acre, being along the East line of the Gina Carol Draehn tract called 0.049150 acre (Third Tract), as recorded in Volume 1637, Page 852, in said Official Records for an East line hereof to the Southwest corner of said Januszewski tract called 5,177.5 square feet, being the Southeast corner of said Draehn tract called 0.049150 acre, being on the North line of the Rogaciano Rodriguez and Marcela Castaneda tract called 0.8399 acre, as recorded in Volume 1367, Page 449, in said Official Records for an interior corner hereof;

THENCE in an Easterly direction, being along a portion of the North line of said Rodriguez and Castaneda tract called 0.8399 acre, being along the South line of said Januszewski tract called 5,177.5 square feet for a North line hereof to the Southeast corner of said Januszewski tract called 5,177.5 square feet, being the Southwest corner of the Ronnie L. Zientek tract called 0.452 acre, as recorded in Volume 1578, Page 563, in said Official Records, being the Northeast corner of said Rodriguez and Castaneda tract called 0.8399 acre, being the Northwest corner of Lot 6, Block 5 of the M.H. Schomburg Addition, Section 2, map or plat recorded in Plat Cabinet File Slide Numbers 44B and 45A, in said Plat Records for a Northeast corner hereof;

THENCE in a Southerly direction, being along the East line of said Rodriguez and Castaneda tract called 0.8399 acre, being along the West line of said Lot 6, Block 5 of said M.H. Schomburg Addition, Section 2, being along the West line of Lot 5, Block 5 of said M.H. Schomburg Addition, Section 2, being along a portion of the West line of Lot 4, Block 5 of said M.H. Schomburg Addition, Section 2 for an East line hereof to the Southeast corner of said Rodriguez and Castaneda tract called 0.8399 acre, being the Northeast corner of the Max Mini Storage, LLC tract called 0.593 acre, as recorded in Volume 1391, Page 710, in said Official Records, being on the West line of said Lot 4, Block 5 of said M.H. Schomburg Addition, Section 2 for an exterior corner hereof;



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THENCE in a Westerly direction, being along a portion of the South line of said Rodriguez and Castaneda tract called 0.8399 acre, being along a North line of said Max Mini Storage, LLC tract called 0.593 acre for a South line hereof to the Northwest corner of said Max Mini Storage, LLC tract called 0.593 acre, being the Northeast corner of the John T. Young tract called 0.5181 acre, as recorded in Volume 1097, Page 767, in said Official Records, being on the South line of said Rodriguez and Castaneda tract called 0.8399 acre for an interior corner hereof;

THENCE in a Southerly direction, being along a West line of said Max Mini Storage, LLC tract called 0.593 acre, being along the East line of said Young tract called 0.5181 acre for an East line hereof to an interior corner of said Max Mini Storage, LLC tract called 0.593 acre, being the Southeast corner of said Young tract called 0.5181 acre for an exterior corner hereof;

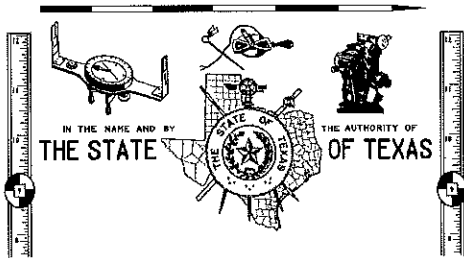
THENCE in a Westerly direction, being along a portion of the South line of said Young tract called 0.5181 acre, being along a North line of said Max Mini Storage, LLC tract called 0.593 acre for a South line hereof to a Northwest corner of said Max Mini Storage, LLC tract called 0.593 acre, being the Northeast corner of the Paul J. Lemm tract called 0.2280 acre, as recorded in Volume 367, Page 214, in said Deed Records, being on the South line of said Young tract called 0.5181 acre for an interior corner hereof;

THENCE in a Southerly direction, being along a West line of said Max Mini Storage, LLC tract called 0.593 acre, being along the East line of said Lemm tract called 0.2280 acre for an East line hereof to the Southwest corner of said Max Mini Storage, LLC tract called 0.593 acre, being the Southeast corner of said Lemm tract called 0.2280 acre, being on a North margin of E. Mansfield Street for an exterior corner hereof;

THENCE in a Westerly direction, being along a portion of a North margin of said E. Mansfield Street, being along the South line of said Lemm tract called 0.2280 acre for a South line hereof to the Southwest corner of said Lemm tract called 0.2280 acre, being on a North margin of said E. Mansfield Street at its intersection with an East margin of said S. Market Street for an interior corner hereof;

THENCE in a Southerly direction, crossing said E. Mansfield Street with an East margin of said S. Market Street for an East line hereof to the Northwest corner of the Joe Dale Robinson tract called 9,305 square feet, as recorded in Volume 1569, Page 161, in said Official Records, being on a South margin of said E. Mansfield Street at its intersection with an East margin of said S. Market Street for an interior corner hereof;

THENCE in an Easterly direction, being along a South margin of said E. Mansfield Street, being along the North line of said Robinson tract called 9,305 square feet for a North line hereof to the Northeast corner of said Robinson tract called 9,305 square feet, being the Northwest corner of the Herman Brending tract called 10,742 square feet, as recorded in Volume 1288, Page 183, in said Official Records, being on a South margin of said E. Mansfield Street for an exterior corner hereof;



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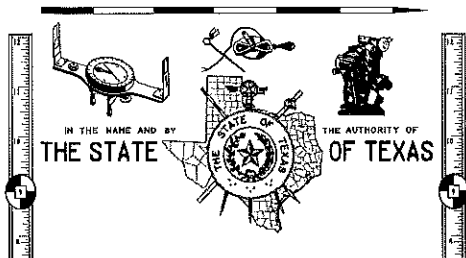
THENCE in a Southerly direction, being along the West line of said Brending tract called 10,742 square feet, being along the East line of said Robinson tract called 9,305 square feet for an East line hereof to the Southwest corner of said Brending tract called 10,742 square feet, being the Southeast corner of said Robinson tract called 9,305 square feet, being on a North line of the Ira L. Hughes and Lillian E. Hughes as Trustees of the Ira L. Hughes and Lillian E. Hughes Revocable Living Trust tract called 0.1483 acre, as recorded in Volume 1286, Page 297, in said Official Records and described in Volume 872, Page 635, in said Official Records for an interior corner hereof;

THENCE in an Easterly direction, being along the South line of said Brending tract called 10,742 square feet, being along a portion of the North line of said Hughes Revocable Living Trust tract called 0.1483 acre, being along the North line of the Wayne C. Wright, et ux residue of original tract called 24/100 acre (Tract Two), as recorded in Volume 884, Page 559, in said Official Records for a North line hereof to the Southeast corner of said Brending tract called 10,742 square feet, being the Northeast corner of said Wright residue of original tract called 24/100 acre, being on the West line of the Alan D. Lehmann, et ux tract called 13,526 square feet, as recorded in Volume 964, Page 632, in said Official Records for a Northeast corner hereof;

THENCE in a Southerly direction, being along a portion of the West line of said Lehmann tract called 13,526 square feet, being along a West line of Lot 3B (called 0.8403 acre) of a Subdivision of Tract 3 of a Boundary Line Adjustment, a map or plat recorded in Plat Cabinet File Slide Number 421A, in said Plat Records, being along the East line of said Wright residue of original tract called 24/100 acre, being along the East line of the Wayne C. Wright, et ux tract called 0.239 acre (Tract One), as recorded in Volume 884, Page 559, in said Official Records, being along the East line of the Wayne C. Wright, et ux tract called 1/4 acre (Tract Three), as recorded in Volume 884, Page 559, in said Official Records for an East line hereof to the Southeast corner of said Wright tract called 1/4 acre, being a Southwest corner of said Lot 3B (called 0.8403 acre) of said Subdivision of Tract 3 of a Boundary Line Adjustment, being on the North line of the Puro County Living, LLC tract called 0.576 acre, as recorded in Volume 1477, Page 584, in said Official Records for an interior corner hereof;

THENCE in an Easterly direction, being along a portion of the North line of said Puro County Living, LLC tract called 0.576 acre, being along a South line of said Lot 3B (called 0.8403 acre) of said Subdivision of Tract 3 of a Boundary Line Adjustment for a North line hereof to an interior corner of said Lot 3B (called 0.8403 acre) of said Subdivision of Tract 3 of a Boundary Line Adjustment, being the Northeast corner of said Puro County Living, LLC tract called 0.576 acre for an exterior corner hereof;

THENCE in a Southerly direction, being along a West line of said Lot 3B (called 0.8403 acre) of said Subdivision of Tract 3 of a Boundary Line Adjustment, being along the East line of said Puro County Living, LLC tract called 0.576 acre for an East line hereof to a Southwest corner of said Lot 3B (called 0.8403 acre) of said Subdivision of Tract 3 of a Boundary Line Adjustment, being the Southeast corner of said Puro County Living, LLC tract called 0.576 acre, being on the North line of Lot 3A (called 0.5066 acre) of said Subdivision of Tract 3 of a Boundary Line Adjustment for a Southeast corner hereof;



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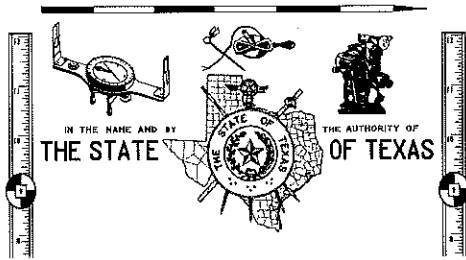
THENCE in a Westerly direction, being along a portion of the South line of said Puro County Living, LLC tract called 0.576 acre, being along a portion of the North line of said Lot 3A (called 0.5066 acre) of said Subdivision of Tract 3 of a Boundary Line Adjustment for a South line hereof to the Northwest corner of said Lot 3A (called 0.5066 acre) of said Subdivision of Tract 3 of a Boundary Line Adjustment, being the Northeast corner of the Schlottmann Properties, LLC tract (Tract 1), as conveyed in Volume 1391, Page 234, in said Official Records and described as 0.592 acre in Volume 310, Page 845, in said Deed Records, being on the South line of said Puro County Living, LLC tract called 0.576 acre for an interior corner hereof;

THENCE in a Southerly direction, being along the West line of said Lot 3A (called 0.5066 acre) of said Subdivision of Tract 3 of a Boundary Line Adjustment, being along the East line of said Schlottmann Properties, LLC tract called 0.592 acre for an East line hereof to the Southwest corner of said Lot 3A (called 0.5066 acre) of said Subdivision of Tract 3 of a Boundary Line Adjustment, being the Southeast corner of said Schlottmann Properties, LLC tract called 0.592 acre, being on a North margin of E. Lubbock Street for a Southeast corner hereof;

THENCE in a Westerly direction, being along a North margin of said E. Lubbock Street, being along the South line of said Schlottmann Properties, LLC tract called 0.592 acre for a South line hereof to the Southwest corner of said Schlottmann Properties, LLC tract called 0.592 acre, being on a North margin of said E. Lubbock Street at its intersection with an East margin of said S. Market Street for an interior corner hereof;

THENCE in a Southerly direction, crossing said E. Lubbock Street with East margins of said S. Market Street, being along West lines of Lot 1 (called 2.342 acres) of Lincoln Place Replat Two, a map or plat recorded in Plat Cabinet File Slide Number 465A, in said Plat Records, being along the West line of the Mark Nelson tract called 0.0386 acre (Tract Two), as recorded in Volume 1274, Page 450, in said Official Records, being along the West line of the Mark Nelson tract (Tract One), as recorded in Volume 1274, Page 450, in said Official Records, being along East margins of said S. Market Street for East lines hereof to the Southwest corner of said Nelson tract (Tract One), being the Northwest corner of the R. B. Schawe commercial lot containing 9,188 square feet, as conveyed in Volume 572, Page 455, in said Official Records and being part of a 0.183 acre described in Volume 341, Page 410, in said Deed Records, being on an East margin of said S. Market Street for an interior corner hereof;

THENCE in an Easterly direction, being along the South line of said Nelson tract (Tract One), being along a portion of a South line of said Lot 1 (called 2.342 acres) of said Lincoln Place Replat Two, being along the North line of said Schawe original tract called 0.183 acre, being along the North line of the R. B. Schawe commercial lot containing 9,188 square feet, as conveyed in Volume 572, Page 455, in said Official Records and being part of a 0.137 acre described in Volume 341, Page 407, in said Deed Records for a North line hereof to an interior corner of said Lot 1 (called 2.342 acres) of said Lincoln Place Replat Two, being the Northeast corner of said Schawe original tract called 0.137 acre for a Northeast corner hereof;



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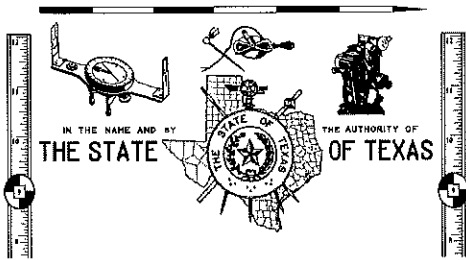
THENCE in a Southerly direction, being along a West line of said Lot 1 (called 2.342 acres) of said Lincoln Place Replat Two, being along the West line of the Steven D. Wilson, et ux tract called 0.229 acre, as recorded in Volume 1335, Page 718, in said Official Records, being along the East line of said Schawe residue of original tract called 0.137 acre, being along the East line of the Bobby Finke, et ux tract called 4,750 square feet (First Tract), as recorded in Volume 432, Page 32, in said Deed Records, being along the East line of the Rosenbaum-Schoenvogel Investments, LP tract called 0.31 acre (Tract Five), as conveyed in Volume 1348, Page 842, in said Official Records and being part of a 0.628 acre described in Volume 248, Page 9, in said Deed Records for an East line hereof to the Southwest corner of said Wilson tract called 0.229 acre, being the Southeast corner of said Rosenbaum-Schoenvogel Investments, LP residue of original tract called 0.628 acre, being on a North margin of Giddings Lane for an interior angle point hereof;

THENCE in a Southeasterly direction, being along a Northeast line hereof, crossing said Giddings Lane to the Northwest corner of the Thomas L. Nugent, et ux tract called 0.416 acre, as recorded in Volume 1536, Page 688, in said Official Records, being the Northeast corner of the Michael R. Brannon, et ux tract called 0.862 acre, as recorded in Volume 947, Page 31, in said Official Records, being on a South margin of said Giddings Lane for an exterior angle point hereof;

THENCE in a Southerly direction, being along the West line of said Nugent tract called 0.416 acre, being along the East line of said Brannon tract called 0.862 acre, crossing E. Stone Street for an East line hereof to an interior corner hereof, being on a South margin of said E. Stone Street at its intersection with the projection of the West line of said Nugent tract called 0.416 acre, being on the North line of the John T. Young tract called 1.035 acres, as recorded in Volume 1410, Page 329, in said Official Records;

THENCE in an Easterly direction, being along a portion of a South margin of said E. Stone Street, being along a portion of the North line of said Young tract called 1.035 acres for a North line hereof to the Northeast corner of said Young tract called 1.035 acres, being the Northwest corner of Lot 1 of Sunset Meadow, Unit I Subdivision, a map or plat recorded in Plat Cabinet File Slide Numbers 128B, 129A and 129B, in said Plat Records, being on a South margin of said E. Stone Street for a Northeast corner hereof;

THENCE in a Southerly direction, being along the East line of said Young tract called 1.035 acres, being along the West line of said Lot 1 of said Sunset Meadow, Unit I Subdivision, being along the West lines of Lots 3 and 4 of said Sunset Meadow, Unit I Subdivision, being along an East line of Lot 16 (called 0.628 acre) of said Sunset Meadow, Unit I Subdivision for an East line hereof to the Southwest corner of said Lot 4 of said Sunset Meadow, Unit I Subdivision, being the Southeast corner of said Lot 16 (called 0.628 acre) of said Sunset Meadow, Unit I Subdivision, being on the North line of the Sandra Krueger, et vir tract called 0.8648 acre, as recorded in Volume 1378, Page 989, in said Official Records for an interior corner hereof;



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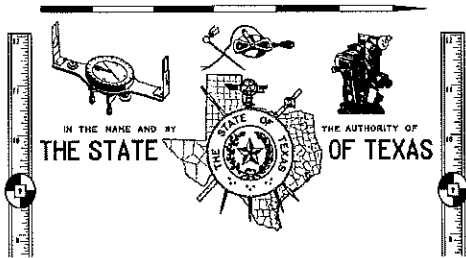
THENCE in an Easterly direction, being along a portion of the South line of said Lot 4 of said Sunset Meadow, Unit I Subdivision, being along a portion of the North line of said Krueger tract called 0.8648 acre for a North line hereof to the Northern exterior corner of said Krueger tract called 0.8648 acre, being the West corner of the Jennie Meier tract called 0.086 acre, as recorded in Volume 1552, Page 563, in said Official Records, being on the South line of said Lot 4 of said Sunset Meadow, Unit I Subdivision for an exterior angle point hereof;

THENCE in a Southeasterly direction, being along the South line of said Meier tract called 0.086 acre, being along the South lines of Lots 5, 7, 8 and 9 of said Sunset Meadow, Unit I Subdivision, being along the North line of said Krueger tract called 0.8648 acre, being along the North line of the T-N-T Car Wash, LLC tract called 0.7050 acre (First Tract), as recorded in Volume 1226, Page 730, in said Official Records, being along the North line of the 3TF Enterprises, LLC tract called 0.578 acre, as recorded in Volume 1548, Page 314, in said Official Records, being along the North line of the Ben B. Rice, II tract, as conveyed in Volume 1515, Page 323, in said Official Records and described as 0.322 acre in Volume 820, Page 546, in said Official Records, being along the North line of the Cody Melcher tract called 0.5700 acre, as recorded in Volume 1423, Page 164, in said Official Records for a North line hereof to the Southeast corner of said Lot 9 of said Sunset Meadow, Unit I Subdivision, being the Northeast corner of said Melcher tract called 0.5700 acre, being on the West line of Lot Two (called 2.500 acres) of the Appel-Market Street Subdivision, a map or plat recorded in Plat Cabinet File Slide Number 260A, in said Plat Records for an exterior corner hereof;

THENCE in a Southerly direction, being along a portion of the West line of said Lot Two (called 2.500 acres) of said Appel-Market Street Subdivision, being along a portion of the East line of said Melcher tract called 0.5700 acre for an East line hereof to the Southwest corner of said Lot Two (called 2.500 acres) of said Appel-Market Street Subdivision, being the Northwest corner of Lot One (called 0.730 acre) of said Appel-Market Street Subdivision, being on the East line of said Melcher tract called 0.5700 acre for an interior angle hereof;

THENCE in an Easterly direction, being along South lines of said Lot Two (called 2.500 acres) of said Appel-Market Street Subdivision, being along North lines of said Lot One (called 0.730 acre) of said Appel-Market Street Subdivision for North lines hereof to the Southeast corner of said Lot Two (called 2.500 acres) of said Appel-Market Street Subdivision, being the Northeast corner of said Lot One (called 0.730 acre) of said Appel-Market Street Subdivision, being on a West line of the South Zacks, LLC tract called 0.778 acre, as recorded in Volume 1513, Page 276, in said Official Records for an exterior angle hereof;

THENCE in a Southerly direction, being along a portion of a West line of said South Zacks, LLC tract called 0.778 acre, being along an East line of said Lot One (called 0.730 acre) of said Appel-Market Street Subdivision for an East line hereof to the Southwest corner of said South Zacks, LLC tract called 0.778 acre, being a Southeast corner of said Lot One (called 0.730 acre) of said Appel-Market Street Subdivision, being an interior angle point of the Danica Key tract called 1.578 acres, as recorded in Volume 1470, Page 3, in said Official Records for an interior corner hereof;



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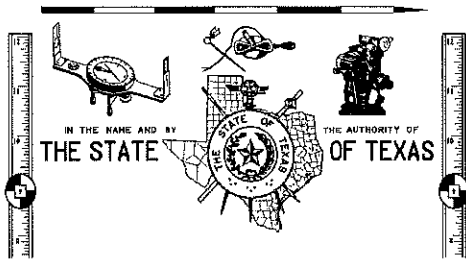
THENCE in an Easterly direction, being along South lines of said South Zacks, LLC tract called 0.778 acre, being along North lines of said Key tract called 1.578 acres for North lines hereof to a Southeast corner of said South Zacks, LLC tract called 0.778 acre, being on the West line of the Kiran and Geeta LLC tract called 3.1535 acres, as recorded in Volume 1447, Page 680, in said Official Records for an interior corner hereof;

THENCE in a Northerly direction, being along a portion of a West line of said Kiran and Geeta LLC tract called 3.1535 acres, being along an East line of said South Zacks, LLC tract called 0.778 acre for a West line hereof to an interior corner of said South Zacks, LLC tract called 0.778 acre, being the Northwest corner of said Kiran and Geeta LLC tract called 3.1535 acres for a Northwest corner hereof;

THENCE in an Easterly direction, being along a South line of South Zacks, LLC tract called 0.778 acre, being along the South line of the South Zacks Investments, LLC tract called 0.4477 acre, as recorded in Volume 1616, Page 487, in said Official Records, being along the North line of said Kiran and Geeta LLC tract called 3.1535 acres, crossing said S. Chappell Hill Street for a North line hereof to an exterior corner hereof, being on an East margin of said S. Chappell Hill Street at its intersection with the projection of the North line of said Kiran and Geeta LLC tract called 3.1535 acres, being on an East line of the City of Brenham tract called 0.0208 acre, as recorded in Volume 1490, Page 829, in said Official Records, being on a West line of the residue of Lot 1 of Lawndale South Subdivision, a map or plat recorded in Plat Cabinet File Slide Number 334A, in said Plat Records;

THENCE in a Southerly direction, being along East margins of said S. Chappell Hill Street, being along a portion of a West line of said residue of Lot 1 of said Lawndale South Subdivision, being along a West line of the residue of Reserve B of the Highland Meadows Subdivision, Section III, a map or plat recorded in Plat Cabinet File Slide Numbers 212A, 212B and 213A, in said Plat Records, being along East lines of said City of Brenham tract called 0.0208 acre, being along an East line of the City of Brenham tract called 0.0392 acre, as recorded in Volume 1490, Page 829, in said Official Records for an East line hereof to the Southeast corner of said City of Brenham tract called 0.0392 acre, being a Southwest corner of said residue of Reserve B of said Highland Meadows Subdivision, Section III, being the Northwest corner of the Brenham Heating and Air Conditioning Company tract called 0.3726 acre, as recorded in Volume 1467, Page 265, in said Official Records, being on an East margin of said S. Chappell Hill Street for an interior corner hereof;

THENCE in an Easterly and Southerly direction, being along South and West lines of the residue of said Reserve B of said Highland Meadows Subdivision, Section III, being along North and East lines of said Brenham Heating & Air Conditioning Company tract called 0.3726 acre, being along the North line of the Thielemann Development Company L.P. tract called 1.0142 acres (Tenth Tract), as recorded in Volume 847, Page 19, in said Official Records for North and East lines hereof to the Southeast corner of said Reserve B of said Highland Meadows Subdivision, Section III, being the Northeast corner of said Thielemann Development Company L.P. tract called 1.0142 acres, being on a West line of The Sandra Corporation tract, as recorded in Volume 1286, Page 605, in said Official Records for an interior corner hereof;



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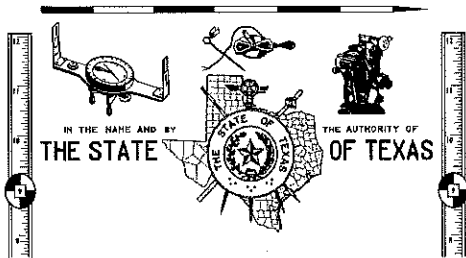
THENCE in a Northerly direction, being along an East line of said residue of Reserve B of said Highland Meadows Subdivision, Section III, being along a portion of the West line of said The Sandra Corporation tract for a West line hereof to an exterior angle point of said residue of Reserve B of said Highland Meadows Subdivision, Section III, being the Northwest corner of said The Sandra Corporation tract, being the Southwest corner of Lot 25 of said Highland Meadows Subdivision, Section III for an exterior corner hereof;

THENCE in an Easterly direction, being along the South line of said Lot 25 of said Highland Meadows Subdivision, Section III, being along the South lines of Lots 24, 23, 22, 21, 20, 19, 18 and 17 and along a portion of the South line of Lot 16 of said Highland Meadows Subdivision, Section III, being along the North of said The Sandra Corporation tract, being along the North line of the John Young tract called 0.6333 acre (Tract Two), as recorded in Volume 1577, Page 601, in said Official Records, being along North lines of Lot 1 (called 0.3738 acre) and Lot 3 (called 0.9496 acre) of Lots 1-3 of the Roger Chambers residue of 1.638 acres tract, a map or plat recorded in Plat Cabinet File Slide Number 394A, in said Plat Records, being along North lines of the John T. Young, et ux residue of original tract called 4.487 acres, as recorded in Volume 1537, Page 851, in said Official Records for North lines hereof to an interior angle point of said Lot 16 of said Highland Meadows Subdivision, Section III, being the Northeast corner of said Young residue of original tract called 4.487 acres, being the Northwest corner of Lot 4 of Highland Meadows Subdivision, Section IX, a map or plat recorded in Plat Cabinet File Slide Number 512A, in said Plat Records for an exterior corner hereof;

THENCE in a Southerly direction, being along the West line of said Lot 4 of said Highland Meadows Subdivision, Section IX, and being along the West line of Lot 3 of said Highland Meadows Subdivision, Section IX, being along a portion of the East line of said Young residue of original tract called 4.487 acres for an East line hereof to the Southwest corner of said Lot 3 of said Highland Meadows Subdivision, Section IX, being the Northwest corner of the Herbert L. T. Miles tract called 0.50 acre, as recorded in Volume 1260, Page 285, in said Official Records, being on the East line of said Young residue of original tract called 4.487 acres for an interior corner hereof;

THENCE in an Easterly direction, being along the South line of said Lot 3 of said Highland Meadows Subdivision, Section IX, being along a South line of Lot 2 of said Highland Meadows Subdivision, Section IX, being along the North line of said Miles tract called 0.50 acre, being along the North line of the Nader Kouhestani tract called 21,726 square feet, as recorded in Volume 944, Page 501, in said Official Records for a North line hereof to an interior corner of said Lot 2 of said Highland Meadows Subdivision, Section IX, being the Northeast corner of said Kouhestani tract called 21,726 square feet for an exterior corner hereof;

THENCE in a Southerly direction, being along a West line of said Lot 2 of said Highland Meadows Subdivision, Section IX, being along a portion of the East line of said Kouhestani tract called 21,726 square feet for an East line hereof to a Southwest corner of said Lot 2 of said Highland Meadows Subdivision, Section III, being the Northwest corner of the Guadalupe Cienega tract called 0.476 acre, as recorded in Volume 1127, Page 1, in said Official Records, being on the East line of said Kouhestani tract called 21,726 square feet for an interior corner hereof;



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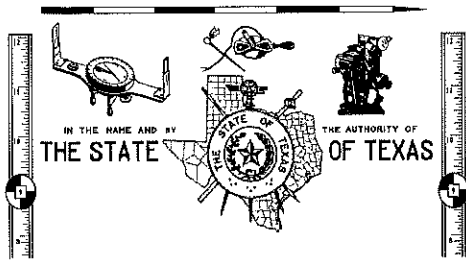
THENCE in an Easterly direction, being along a South line of said Lot 2 of said Highland Meadows Subdivision, Section IX, being along a portion of the North line of said Cienega tract called 0.476 acre for a North line hereof to the Southeast corner of said Lot 2 of said Highland Meadows Subdivision, Section IX, being a Southwest corner of the Jacky S. Hill and Claudia J. Hill tract called 2.795 acres, as recorded in Volume 1482, Page 761, in said Official Records, being on the North line of said Cienega tract called 0.476 acre for an interior corner hereof;

THENCE in a Northerly direction, being along the East line of said Lot 2 and along an East line of Lot 1 of said Highland Meadows Subdivision, Section IX, being along a West line of said Hill tract called 2.795 acres for a West line hereof to an interior angle point of said Lot 1 of said Highland Meadows Subdivision, Section IX, being the Northwest corner of said Hill tract called 2.795 acres, being the Southwest corner of Lot 13 of said Highland Meadows Subdivision, Section III for an exterior corner hereof;

THENCE in an Easterly direction, being along the South lines of Lots 13, 12, 11, 10 and 9 of said Highland Meadows Subdivision, Section III, being along a portion of a South line of Lot 8 of said Highland Meadows Subdivision, Section III, being along the North line of said Hill tract called 2.795 acres for a North line hereof to an interior angle point of said Lot 8 of said Highland Meadows Subdivision, Section III, being the Northeast corner of said Hill tract called 2.795 acres, being the Northwest corner of the Jane F. Herzog tract called 3.780 acres, as recorded in Volume 1324, Page 8, in said Official Records for an exterior angle point hereof;

THENCE in a Southeasterly direction, being along a Southwest line of said Lot 8 of said Highland Meadows Subdivision, Section III, being along Southwest lines of Lots 7, 6 and 5 of said Highland Meadows Subdivision, Section III, being along South and West lines of Lot 4 of said Highland Meadows Subdivision, Section III, being along Northeast, North and East lines of said Herzog tract called 3.780 acres for Northeast, North and East lines hereof to the South corner of said Lot 4 of said Highland Meadows Subdivision, Section III, being a Southern exterior corner of Lot 3 of said Highland Meadows Subdivision, Section III, being the Northwest corner of the Arlen Thielemann, et ux tract called 0.68 acre, as recorded in Volume 867, Page 468, in said Official Records, being on the East line of said Herzog tract called 3.780 acres for an interior corner hereof;

THENCE in an Easterly direction, being along the South line of said Lot 3 of said Highland Meadows Subdivision, Section III, being along the South line of Lot 2 of said Highland Meadows Subdivision, Section III, being along a South line of Lot 1 of said Highland Meadows Subdivision, Section III, being along the North line of said Thielemann tract called 0.68 acre, being along the North line of the Arlen Thielemann, et ux tract called 0.68 acre (Tract 1), as recorded in Volume 1481, Page 319, in said Official Records for a North line hereof to an exterior angle point of said Lot 1 of said Highland Meadows Subdivision, Section III, being the Northeast corner of said Thielemann tract called 0.68 acre (Tract 1), being the Western Northwest corner of the residue of Reserve A of said Highland Meadows Subdivision, Section III for an interior angle point hereof;



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THENCE in an Easterly and Northeasterly direction, being along North and Northwest lines of said residue of Reserve A of said Highland Meadows Subdivision, Section III, being along South and Southeast lines of said Lot 1 of said Highland Meadows Subdivision, Section III for North and Northwest lines hereof to the West corner of Lot 8 of the Highland Meadows Subdivision, Section V, a map or plat recorded in Plat Cabinet File Slide Number 356A, in said Plat Records, being on the Southeast line of said Lot 1 of said Highland Meadows Subdivision, Section III, being the North corner of said residue of Reserve A of said Highland Meadows Subdivision, Section III for an exterior corner hereof;

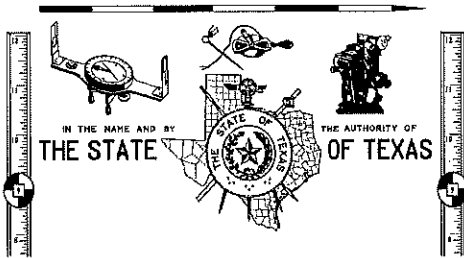
THENCE in a Southeasterly direction, being along the Southwest line of said Lot 8 of said Highland Meadows Subdivision, Section V, being along the Northeast line of said residue of Reserve A of said Highland Meadows Subdivision, Section III for a Northeast line hereof to the South corner of said Lot 8 of said Highland Meadows Subdivision, Section V, being the East corner of said residue of Reserve A of said Highland Meadows Subdivision, Section III, being on a West margin of Ryan Street for an interior angle point hereof;

THENCE in a Southeasterly direction, crossing said Ryan Street with a Northeast line hereof to the Southwest corner of Lot 14 of Highland Meadows Subdivision, Section VI, a map or plat recorded in Plat Cabinet File Slide Number 386A, in said Plat Records, being the Northwest corner of the NeSa Properties LLC tract called 1.033 acres, as recorded in Volume 1451, Page 136, in said Official Records, being on an East margin of said Ryan Street for an exterior angle point hereof;

THENCE in a Southeasterly direction, being along the Southwest lines of Lots 14, 13, 12, 11, 10, 9 and 8, of said Highland Meadow Subdivision, Section VI, being along the Northeast line of said NeSa Properties LLC tract called 1.033 acres, being along Northeast lines of a 3.5784 acres - Reserve of said Highland Meadows Subdivision, Section VI for Northeast lines hereof to the Southeast corner of said Lot 8 of said Highland Meadows Subdivision, Section VI, being the Northeast corner of said 3.5784 acres - Reserve of said Highland Meadows Subdivision, Section VI, being on a West margin of Cantey Street for an interior corner hereof;

THENCE in a Northerly direction, being along West margins of said Cantey Street, being along the East line of said Lot 8 of said Highland Meadows Subdivision, Section VI, crossing Allison Street with an West margin of said Cantey Street, being along the East line of Lot 7 of said Highland Meadows Subdivision, Section VI for a West line hereof to the Northeast corner of said Lot 7 of said Highland Meadows Subdivision, Section VI, being the Southeast corner of Lot 16 of Highland Gardens Subdivision, Section 1, in map or plat recorded in Plat Cabinet File Slide Numbers 512B and 513A, in said Plat Records, being on a West margin of said Cantey Street for an exterior corner hereof;

THENCE in a Southeasterly direction, crossing said Cantey Street with a Northeast line hereof to the Southwest corner of Lot 1, Block 1 of Heritage Oaks Subdivision, Section 1, a map or plat recorded in Plat Cabinet File Slide Numbers 684B and 685A, in said Plat Records, being the Northwest corner of Lot 1 (called 33.337 acres) of FBC Brenham Subdivision, a map or plat recorded in Plat Cabinet



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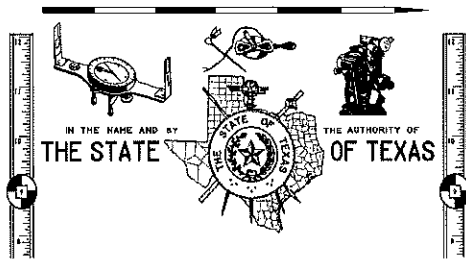
File Slide Numbers 687A and 687B, in said Plat Records, being on an East margin of said Cantey Street for an interior angle point hereof;

THENCE in an Easterly and Northeasterly direction, being along North and Northwest lines of said Lot 1 (called 33.337 acres) of said FBC Brenham Subdivision, being along the South line of said Lot 1, Block 1 of said Heritage Oaks Subdivision, being along the South lines of Lots 2, 3, 4, 5, 6, 7, 8, 9, 10 and 11, Block 1 of said Heritage Oaks Subdivision, being along the Southeast lines of Lots 11, 12 and 13, Block 1 of said Heritage Oaks Subdivision for North and Northwest lines hereof to an exterior corner of said Lot 1 (called 33.337 acres) of said FBC Brenham Subdivision, being the East corner of said Lot 13, Block 1 of said Heritage Oaks Subdivision, being the Southwest corner of Lot 8 (called 0.603 acre) of Gun & Rod Circle Subdivision, a map or plat recorded in Plat Cabinet File Slide Number 329B, in said Plat Records for an exterior corner hereof;

THENCE in an Easterly direction, being along a North line of said Lot 1 (called 33.337 acres) of said FBC Brenham Subdivision, being along the South line of said Lot 8 (called 0.603 acre) of said Gun & Rod Circle Subdivision, being along the South line of Lot 9 (called 0.531 acre) of said Gun & Rod Circle Subdivision for a North line hereof to the Northeast corner of said Lot 1 (called 33.337 acres) of said FBC Brenham Subdivision, being the Southeast corner of said Lot 9 (called 0.531 acre) of said Gun & Run Circle Subdivision, being on the West line of Lot 1 (called 0.552 acre) of Rosedale Subdivision, Section Two, a map or plat recorded in Plat Cabinet File Slide Number 606A, in said Plat Records for a Northeast corner hereof;

THENCE in a Southerly direction, being along East lines of said Lot 1 (called 33.337 acres) of said FBC Brenham Subdivision, being along a portion of the West line of said Lot 1 (called 0.552 acre) of said Rosedale Subdivision, Section Two, being along the West line of Lot 6 (called 0.829 acre) of Rosedale Subdivision, Section One, a map or plat recorded in Plat Cabinet File Slide Number 334B, in said Plat Records, being along the West line of the Dorothy Lee Dierking tract called 0.880 acre, as recorded in Volume 381, Page 325, in said Deed Records, being along the West lines of Lot 5 (called 0.645 acre) and Lot 4 (called 0.745 acre) of said Rosedale Subdivision, Section One, being along the West lines of Lots 16A, 15A, 14A, 13A, 12A, 11A, 7A, 6A, 5A, 4A, 3, 2 and 1 of the Replat of a portion of Springcreek Village Subdivision, a map or plat recorded in Plat Cabinet File Slide Number 542A, in said Plat Records for East lines hereof to the Southeast corner of said Lot 1 (called 33.337 acres) of said FBC Brenham Subdivision, being the Southwest corner of said Lot 1 of said Replat of a portion of Springcreek Village Subdivision, being on a North right of way line of S. Market Street (U.S. Highway 290 - Business) for an interior corner hereof;

THENCE in an Easterly direction, being along a North right of way line of said S. Market Street (U.S. Highway 290 - Business), being along the South line of said Lot 1 of said Replat of a portion of Springcreek Village Subdivision, being along the South line of Lot 52 of said Replat of a portion of Springcreek Village Subdivision, crossing the South end of Springwood Drive with a North right of way line of said S. Market Street (U.S. Highway 290 - Business) for a North line hereof to the South corner of said Lot 52 of said Replat of a portion of Springcreek Village Subdivision, being the West



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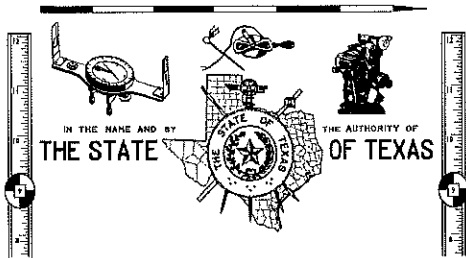
corner of the Maria Wong Guerrero tract called 0.383 acre, as recorded in Volume 1592, Page 937, in said Official Records for an interior corner hereof

THENCE in a Northeasterly direction, being along the Southeast line of said Lot 52 of said Replat of a portion of Springcreek Village Subdivision, being along the Southeast lines of Lots 48, 47, 46, 35 and 34 of said Replat of a portion of Springcreek Village Subdivision, being along the Southeast lines of Lots 16, 17, 18 and 27 of Springwood Subdivision, Section I, a map or plat recorded in Plat Cabinet File Slide Number 356B, in said Plat Records, being along the Northwest line of said Guerrero tract called 0.383 acre, being along the Northwest line of Tract 1 (called 1.314 acres) and the Northwest line of Tract 2 (called 1.316 acres) of Hinze Subdivision, a map or plat recorded in Plat Cabinet File Slide Number 526B, in said Plat Records, being along the Northwest line of the Judy Jurnell Rudloff tract called 1.625 acres, as conveyed in Volume 877, Page 322, in said Official Records and being part of a 2.175 acres described in Volume 621, Page 399, in said Official Records, being along the Northwest line of the Brenham Church of Christ tract called 6.706 acres, as recorded in Volume 699, Page 608, in said Official Records, being along the Northwest line of the Brenham Church of Christ tract called 0.1225 acre, as conveyed in Volume 948, Page 706, in said Official Records being the residue of original tract called 14.842 acres, as recorded in Volume 498, Page 148, in said Official Records for a Northwest line hereof to the East corner of said Lot 27 of said Springwood Subdivision, Section I, being the North corner of said Brenham Church of Christ tract called 0.1225 acre, being on a Southwest margin of Victory Lane for a North corner hereof;

THENCE in a Southeasterly direction, being along Southwest margins of said Victory Lane, being along the Northeast line of said Brenham Church of Christ tract called 0.1225 acre, being along Northeast lines of said Brenham Church of Christ tract called 6.706 acres for Northeast lines hereof to the Southeast corner of said Brenham Church of Christ tract called 6.706 acres, being on a Southwest margin of said Victory Lane at its intersection with a Northwest right of way line of S. Blue Bell Road (F.M. Highway No. 577) for an interior angle point hereof;

THENCE in a Southeasterly direction, crossing said S. Blue Bell Road (F.M. Highway No. 577) with a Northeast line hereof to a concrete monument (highway r/w marker) found at a flare of a Southeast right of way line of said S. Blue Bell Road (F.M. Highway No. 577), being at an exterior angle point of the Blue Bell Creameries, L.P. tract, as conveyed in Volume 1020, Page 280, in said Official Records and described as 44.332 acres (Tract 7) in Volume 981, Page 146, in said Official Records for an exterior corner hereof;

THENCE in a Southerly direction, crossing U.S. Highway No. 290 E. with an East line hereof to the Northwest corner of Reserve "A" (called 0.794 acre) of Brenham Business Center, Phase I, a map or plat recorded in Plat Cabinet File Slide Number 403A, in said Plat Records, being on an East margin of said S. Blue Bell Road at its intersection with a South right of way line of said U.S. Highway No. 290 E. for an interior angle point hereof;



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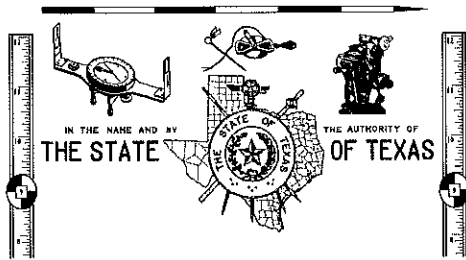
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THENCE in a Southerly and Southwesterly direction, being along East and Southeast margins of said S. Blue Bell Road, being along West lines of said Reserve "A" (called 0.794 acre) of said Brenham Business Center, Phase I, being along the Northwest line of Lot One (called 2.000 acres) of a Replat of Brenham Business Center, Phase I, a map or plat recorded in Plat Cabinet File Slide Number 480A, in said Plat Records, being along Northwest lines of Lot Two (called 10.560 acres) of a Replat of Brenham Business Center, Phase I, a map or plat recorded in Plat Cabinet File Slide Number 518A, in said Plat Records, being along a Northwest line of residue of Reserve "B" (called 27.996 acres) of a Replat of Brenham Business Center, Phase I, a map or plat recorded in Plat Cabinet File Slide Number 442B, in said Plat Records, being along the Northwest line of Lot 3 (called 9.3353 acres) of a Replat of Brenham Business Center, Phase I, a map or plat recorded in Plat Cabinet File Slide Number 592A, in said Plat Records, being along Northwest and West lines of Lot 4, Reserve "B" (called 4.929 acres) of a Replat of Brenham Business Center, Phase I, a map or plat recorded in Plat Cabinet File Slide Number 631A, in said Plat Records, being along a Northwest line of part of Reserve "B" (called 1.028 acres) of said Replat of Brenham Business Center, Phase I, a map or plat recorded in Plat Cabinet File Slide Number 442B, in said Plat Records for East and Southeast lines hereof to the West corner of said part of Reserve "B" (called 1.028 acres) of said Replat of Brenham Business Center, Phase I, a map or plat recorded in Plat Cabinet File Slide Number 442B, in said Plat Records, being a Northern exterior corner of the Brenham Community Development Corporation residue of original tract called 100.000 acres, as recorded in Volume 817, Page 705, in said Official Records for an exterior corner hereof;

THENCE in a Westerly and Southwesterly direction, being along South and Southeast margins of said S. Blue Bell Road, being along North and Northwest lines of said Brenham Community Development Corporation residue of original tract called 100.000 acres for South and Southeast lines hereof to a 1/2 inch iron rod found on an East line of Kolwes Land Ltd. tract called 139.86 acres (First Tract), as recorded in Volume 807, Page 231, in said Official Records for the South corner of said S. Blue Bell Road, being the West or Northwest corner of said Brenham Community Development Corporation residue of original tract called 100.000 acres for an interior corner hereof;

THENCE in a Southerly direction, being along a portion of an East line of said Kolwes Land Ltd. tract called 139.86 acres, being along the West line of said Brenham Community Development Corporation residue of original tract called 100.000 acres for an East line hereof to the Southwest corner of said Brenham Community Development Corporation residue of original tract called 100.000 acres, being the Southeast corner of said Kolwes Land Ltd. tract called 139.86 acres, being on the North line of the Rebecca Lynn Gaudet-Berkstresser tract called 9.999 acres, as conveyed in Volume 1013, Page 413, in said Official Records and described in Volume 863, Page 162, in said Official Records for a Southeast corner hereof;

THENCE in a Westerly direction, being along a portion of the North line of said Berkstresser tract called 9.999 acres, being along the North line of the Thomas C. Pellerin, et ux tract called 10.000 acres, as recorded in Volume 707, Page 832, in said Official Records, being along the North line of the Fred A. Porter, et ux tract called 9.983 acres, as recorded in Volume 976, Page 30, in said Official Records, being along a portion of the North line of the Daniel E. Everly, et ux tract called 2.500 acres,



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as recorded in Volume 1012, Page 866, in said Official Records, being along the South line of said Kolwes Land Ltd. tract called 139.86 acres for a South line hereof to the Southwest corner of said Kolwes Land Ltd. tract called 139.86 acres, being the Southeast corner of The City of Brenham, Texas tract called 74.30 acres (Tract 2), as recorded in Volume 1457, Page 6, in said Official Records, being on the North line of said Everly tract called 2.500 acres for a South corner hereof;

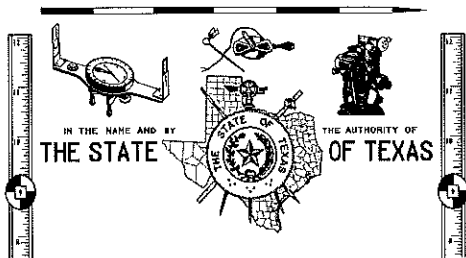
THENCE in a Northwesterly and Northerly direction, being along Southwest and West lines of said Kolwes Land Ltd. tract called 139.86 acres, being along Northeast and East lines of said The City of Brenham, Texas tract called 74.30 acres for Southwest and West lines hereof to a 5/8 inch iron rod found with Id. cap (Jones Carter) for the North or Northeast corner of said The City of Brenham, Texas tract called 74.30 acres, being on a West line of said Kolwes Land Ltd. tract called 139.86 acres, being a Southeast corner of the Evelyn D. Kruse as Trustee of the Kruse Marital Trust tract called 158.376 acres (Tract Two), as recorded in Volume 1561, Page 670, in said Official Records, being a residue of part of the 271.590 acres as described in Volume 1436, Page 21, in said Official Records for an interior corner hereof;

THENCE in a Southwesterly direction, being along the Northwest line of said The City of Brenham, Texas tract called 74.30 acres, being along the Southeast line of said Kruse Marital Trust tract called 158.376 acres, being a residue of part of the 271.590 acres for a Southeast line hereof to an exterior corner of said The City of Brenham, Texas tract called 74.30 acres, , being a South corner of said Kruse Marital Trust tract called 158.376 acres being a residue of part of the 271.590 acres, being on a Northeast line of The City of Brenham, Texas tract called 6.424 acres (Proposed Right of Way), as recorded in Volume 1457, Page 17, in said Official Records for an interior corner hereof;

THENCE in a Southeasterly, Southerly, Southwesterly and Westerly direction, being along Northeast, East, Southeast and South lines of said The City of Brenham, Texas tract called 6.424 acres (Proposed Right of Way), being along Southwest, West, Northwest and North lines of said The City of Brenham, Texas tract called 74.30 acres for Northeast, East, Southeast and South lines hereof to the Southwest corner of said The City of Brenham, Texas tract called 6.424 acres (Proposed Right of Way), being a Northwest corner of said The City of Brenham, Texas tract called 74.30 acres, being on an East line of said Kruse Marital Trust tract called 158.376 acres, being a residue of part of the 271.590 acres for an interior corner hereof;

THENCE in a Southerly direction, being along an East line of said Kruse Marital Trust tract called 158.376 acres, being a residue of part of the 271.590 acres, being along a West line of said The City of Brenham, Texas tract called 74.30 acres for an East line hereof to a Southeast corner of said Kruse Marital Trust tract called 158.376 acres, being a residue of part of the 271.590 acres, being an interior corner of said The City of Brenham, Texas tract called 74.30 acres for a Southeast corner hereof;

THENCE in a Westerly direction, being along a South line of said Kruse Marital Trust tract called 158.376 acres, being a residue of part of the 271.590 acres, being along a North line of said The City of Brenham, Texas tract called 74.30 acres for a South line hereof to a 5/8 inch iron rod found with Id. cap (Cotton Surveying) on the East line of the John Stephen Gajeske and Thomas Lloyd Gajeske



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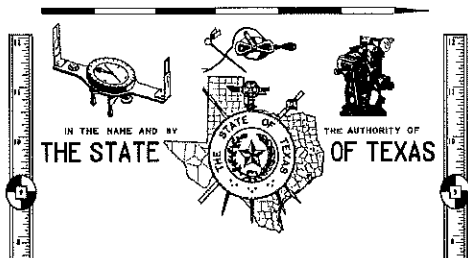
tract called 16.014 acres (Tract 1,{ii}), as recorded in Volume 1447, Page 373, in said Official Records and described in Volume 1371, Page 1001, in said Official Records, being the Southwest corner of said Kruse Marital Trust tract called 158.376 acres, being a residue of part of the 271.590 acres, being a Northwest corner of said The City of Brenham, Texas tract called 74.30 acres for a Southwest corner hereof;

THENCE in a Northerly direction, being along a portion of the West line of said Kruse Marital Trust tract called 158.376 acres, being a residue of part of the 271.590 acres, being along a portion of the East line of said Gajeske tract called 16.014 acres (Tract 1,{ii}), being along the East of the John Stephen Gajeske and Thomas Lloyd Gajeske tract called 16.014 acres (Tract 1,{i}), as recorded in Volume 1447, Page 373, in said Official Records and described in Volume 1166, Page 297, in said Official Records, being along the East line of the Charles Lane Gajeske and Allen Wayne Gajeske tract called 18.583 acres (Tract Three), as recorded in Volume 1629, Page 126, in said Official Records and described in Volume 1371, Page 997, in said Official Records, being along the East line of the Charles Lane Gajeske and Allen Wayne Gajeske tract called 18.583 acres (Tract Two), as recorded in Volume 1629, Page 126, in said Official Records and described in Volume 1166, Page 302, in said Official Records, being along the East line of the Reuben C. Feazle, et ux tract called 56.609 acres, as recorded in Volume 1552, Page 402, in said Official Records for a West line hereof to the Northeast corner of said Feazle tract called 56.609 acres, being the Southeast corner of the Carl A. Detering residue of original tract called 116.208 acres, as recorded in Volume 699, Page 794, in said Official Records, being on a West line of said Kruse Marital Trust tract called 158.376 acres, being a residue of part of the 271.590 acres for an interior corner hereof;

THENCE in a Westerly and Northerly direction, being along a portion of the North line of said Feazle tract called 56.609 acres, being along South and West lines of said Detering residue of original tract called 116.208 acres, being along East and North line of the Keilers Properties, Inc. tract called 4.743 acres, as recorded in Volume 1580, Page 363, in said Official Records for South and West lines hereof to a Southwest corner of said Detering residue of original tract called 116.208 acres, being the Northwest corner of said Keilers Properties, Inc. tract called 4.743 acres, being on an East right of way line of State Highway No. 36 S. for an exterior angle point hereof;

THENCE in a Westerly direction, crossing said State Highway No. 36 S. for a South line hereof to the Southeast corner of the Anish Investment, Inc. tract called 1.000 acre, as recorded in Volume 1485, Page 1002, in said Official Records, being a Northeast corner of the Alvin John Krennek and Joyce Marie Krennek Revocable Living Trust tract, as conveyed in Volume 1382, Page 368, in said Official Records and described as residue of original tract called 19.642 acres in Volume 792, Page 344, in said Official Records, being on a West right of way line of said State Highway No. 36 S. for a Southwest corner hereof;

THENCE in a Northerly direction, being along a West right of way line of said State Highway No. 36 S., being along the East line of said Anish Investment, Inc. tract called 1.000 acre for a West line hereof to the Northeast corner of said Anish Investment, Inc. tract called 1.000 acre, being on a West



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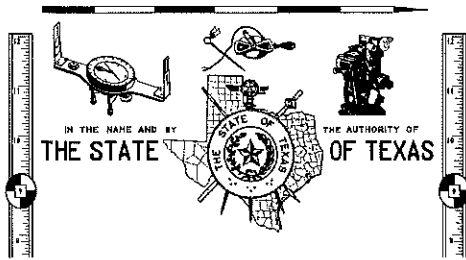
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right of way line of said State Highway No. 36 S. at its intersection with a South margin of Salem Road for an interior corner hereof;

THENCE in a Southwesterly and Westerly direction, being along Southeast and South margins of said Salem Road, being along the Northwest line of said Anish Investment, Inc. tract called 1.000 acre, being along the Northwest line of said Krenek Revocable Living Trust residue of original tract called 19.642 acres, being along the Northwest line of the Julie D. Shows tract called 1.000 acre, as recorded in Volume 1227, Page 473, in said Official Records, being along Northwest lines of the Perry L. Thomas, III, et ux tract called 19.687 acres, as recorded in Volume 792, Page 348, in said Official Records, being along North lines of Lot 1 (called 1.281 acres) of Salem V.F.D. Subdivision, a map or plat recorded in Plat Cabinet File Slide Number 675B, in said Plat Records, being along North lines of Lot 1 (called 3.783 acres) of Perry L. Thomas Division, a map or plat recorded in Plat Cabinet File Slide Number 627A, in said Plat Records for Southeast and South lines hereof to the Northwest corner of said Lot 1 (called 3.783 acres) of said Perry L. Thomas Division, being on a South margin of said Salem Road at its intersection with a Northeast right of way line of the Burlington Northern & Santa Fe Railroad (BNSF) for a Southwest corner hereof;

THENCE in a Northwesterly, Northerly and Northeasterly direction, being along Northeast, Southeast and East right of way lines of said BNSF Railroad, being along Southwest, Northwest and West lines of Valmont Subdivision, Section 2, a map or plat recorded in Plat Cabinet File Slide Numbers 688B and 689A, in said Plat Records, being along the West line of the Schulz Development, LLC tract called 4.897 acres, as recorded in Volume 1595, Page 767, in said Official Records, and crossing said Salem Road with a Northeast right of way line of said BNSF Railroad for Southwest, Northwest and West lines hereof to the Northwest corner of said Schulz Development, LLC tract called 4.897 acres, being on an East right of way line of said BNSF Railroad at an intersection with a South margin of Industrial Boulevard for an interior corner hereof;

THENCE in a Westerly direction, crossing said BNSF Railroad right of way with a South margin of said Industrial Boulevard, being along a North line of the Brenham Community Development Corporation tract called 119.149 acres, as recorded in Volume 1347, Page 469, in said Official Records, being along the North line of Lot 2 (called 3.197 acres) and the North line of Lot 1 (called 2.557 acres) of Industrial Boulevard Subdivision, a map or plat recorded in Plat Cabinet File Slide Number 500B, in said Plat Records, being along a North line of The Brenham Community Development Corporation tract called 2.099 acres, as recorded in Volume 1394, Page 673, in said Official Records, being along the North line of The Brenham Community Development Corporation tract called 0.7201 acre, as recorded in Volume 1357, Page 933, in said Official Records for South lines hereof to the Northwest corner of said The Brenham Community Development Corporation tract called 0.7201 acre, being the Northeast corner of the Ladja Properties, Ltd. tract called 2.389 acres, as recorded in Volume 1127, Page 283, in said Official Records, being on a South margin of said Industrial Boulevard for a Southwest corner hereof;



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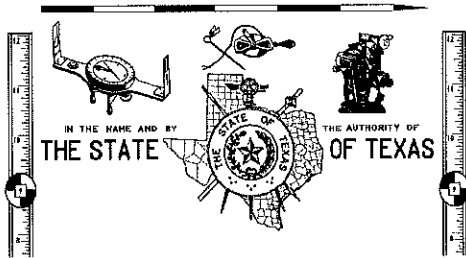
THENCE in a Northerly direction, crossing said Industrial Boulevard with a West line hereof to the Southeast corner of Reserve A (called 8.500 acres) of Longwood Elastomers, Inc. Subdivision, a map or plat recorded in Plat Cabinet File Slide Number 594B, in said Plat Records, being on a West margin of Pickle Circle at its intersection with a North margin of said Industrial Boulevard for an interior angle point hereof;

THENCE in a Northwesterly, Northerly and Northeasterly direction, being along Southwest, West and Northwest margins of said Pickle Circle, being along Northeast lines of said Reserve A (called 8.500 acres) of said Longwood Elastomers, Inc. Subdivision, being along Northeast, East and Southeast lines of the Longwood Elastomers, Inc. residue of original tract called 27.325 acres, as recorded in Volume 708, Page 282, in said Official Records for Southwest, West and Northwest lines hereof to an exterior corner of said Longwood Elastomers, Inc. residue of original tract called 27.325 acres, being the Southwest corner of the Texas Heritage Investments, Ltd. tract called 2.9445 acres (Tract Two), as recorded in Volume 1090, Page 5, in said Official Records, being in a cul-de-sac on the North margin of said Pickle Circle for an interior angle point hereof;

THENCE in a Northeasterly and Northerly direction, being along Southeast and East lines of said Longwood Elastomers, Inc. residue of original tract called 27.325 acres, being along Northwest and West lines of said Texas Heritage Investments, Ltd. tract called 2.9445 acres for Northwest and West lines hereof to a 3/8 inch iron rod found on a South line of the Alexander Oil Company residue of original tract called 10.419 acres, as recorded in Volume 897, Page 786, in said Official Records, being the Northeast corner of said Longwood Elastomers, Inc. residue of original tract called 27.325 acres, being the Northwest corner of said Texas Heritage Investments, Ltd. tract called 2.9445 acres for an interior corner hereof;

THENCE in a Westerly direction, being along a portion of a South line of said Alexander Oil Company residue of original tract called 10.419 acres, being along the North line of said Longwood Elastomers, Inc. residue of original tract called 27.325 acres, crossing Longwood Drive for a South line hereof to a Southwest corner hereof, being on a West margin of said Longwood Drive at its intersection with the projection of the South line of said Alexander Oil Company residue of original tract called 10.419 acres, being on an East line of Lot 2-A (called 5.030 acres) of Southwest Industrial Park Subdivision, Section II, Re-plat of Lots 2, 3 and a portion of Reserve "A", a map or plat recorded in Plat Cabinet File Slide Number 570A, in said Plat Records;

THENCE in a Northerly and Westerly direction, being along West and South margins of said Longwood Drive, being along East and North lines of said Lot 2-A of said Southwest Industrial Park Subdivision, Section II, Re-plat of Lots 2, 3 and a portion of Reserve "A" for West and South lines hereof to a 5/8 inch iron rod found with Id. cap (RPLS 5197) on a West margin of said Longwood Drive at its intersection with a South right of way line of F.M. Highway No. 389, being a Northeast corner of said Lot 2-A (called 5.030 acres) of said Southwest Industrial Park Subdivision, Section II, Re-plat of Lots 2, 3 and a portion of Reserve "A" for an interior corner hereof;

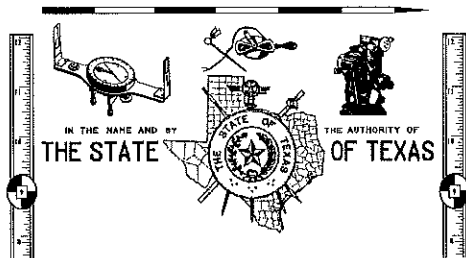


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THENCE in a Westerly direction, being along a South right of way line of said F.M. Highway No. 389, being along a North line of said Lot 2-A (called 5.030 acres) of said Southwest Industrial Park Subdivision, Section II, Re-plat of Lots 2, 3 and a portion of Reserve "A", being along the North line of Lot 1 (called 10.8106 acres) of Southwest Industrial Park Subdivision, Section II, a map or plat recorded in Plat Cabinet File Slide Numbers 298A and 298B, in said Plat Records, being along a portion of the North line of the Eight Star Corporation tract called 13.847 acres (Tract One), as recorded in Volume 1418, Page 539, in said Official Records for a South line hereof to a Southwest corner hereof, being on a South right of way line of said F.M. Highway No. 389 at its intersection with the projection of the East line of Lot 1 (called 1.818 acres) of Draehn 389 Subdivision, a map or plat recorded in Plat Cabinet File Slide Numbers 574A and 574B, in said Plat Records, being on the North line of said Eight Star Corporation tract called 13.847 acres;

THENCE in a Northerly direction, crossing said F.M. Highway No. 389, being along West lines of the River Eagle Real Estate, Ltd. residue of original tract called 29.738 acres (Tract 1), as recorded in Volume 1172, Page 220, in said Official Records, known as Eagle Lane, being along the East line of said Lot 1 (called 1.818 acres) of said Draehn 389 Subdivision, being along the East line of Michael Keith Draehn, et ux tract called 4.00 acres, as recorded in Volume 1476, Page 266, in said Official Records, being along the East line of the Michael Keith Draehn tract called 2.334 acres, as recorded in Volume 1421, Page 882, in said Official Records and described in Volume 698, Page 253, in said Official Records, being along East lines of the River Eagle Real Estate, Ltd. tract called 5.1545 acres (Tract 3) as recorded in Volume 1172, Page 220, in said Official Records, being along the East line of the Kenneth Teverbaugh, et ux tract called 6.130 acres, as recorded in Volume 1287, Page 824, in said Official Records, being along the East line of the Kenneth Teverbaugh, et ux tract called 6.130 acres, as recorded in Volume 1020, Page 226, in said Official Records, being along the East line of the Henry Zientek, et ux tract called 3.228 acres, as recorded in Volume 549, Page 886, in said Official Records, being along the East line of the Jerry Schwake, et ux tract called 4 acres, as recorded in Volume 315, Page 167, in said Deed Records, being along the East line of the Lisa K. Dreyer tract called 4.843 acres (Tract 2), as recorded in Volume 1198, Page 316, in said Official Records, being along the East line of the Lisa K. Dreyer tract called 2.388 acres (Tract 1), as recorded in Volume 1198, Page 316, in said Official Records, being along the East line of the Allan Herzog tract called 6.299 acres, as recorded in Volume 1523, Page 133, in said Official Records, being along the East line of the Melvin L. Meinecke, et ux tract called 4.892 acres, as recorded in Volume 298, Page 896, in said Deed Records, being along the East line of the Eddie E. Harrison, et ux tract called 3.683 acres, as recorded in Volume 584, Page 22, in said Official Records, being along the East line of the Gregory Charles Nienstedt tract called 3.0 acres, as recorded in Volume 726, Page 316, in said Official Records, being along an East line of the P I Components Corp. tract called 7.000 acres, as recorded in Volume 912, Page 77, in said Official Records, being along West lines of the River Eagle Real Estate, Ltd. residue of original tract called 6.535 acres (Tract 2), as recorded in Volume 1172, Page 220, in said Official Records, being along the West line of the Dix R. Turnbow, et al tract called 6.8365 acres (Tract One), as recorded in Volume 950, Page 81, in said Official Records, being along the West line of the Eddie E. Harrison, et ux tract called 0.268 acre, as recorded in Volume 584, Page 18, in said Official Records, being along a West line of the P I Components Corp. residue of original tract called 11.03 acres, as recorded in Volume 667, Page 758, in said Official Records for West lines



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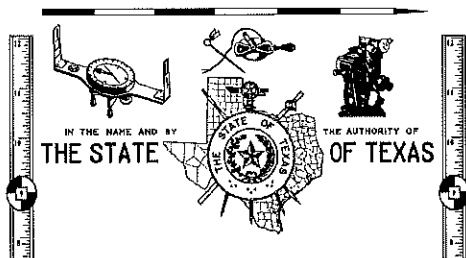
hereof to an interior corner of said P I Components Corp. residue of original tract called 11.03 acres, being a Northeast corner of said P I Components Corp. tract called 7.000 acres for an interior corner hereof;

THENCE in a Westerly and Northerly direction, being along South and West lines of said P I Components Corp. residue of original tract called 11.03 acres, being along North and East lines of said P I Components Corp. tract called 7.000 acres, being along the East line of the James Brending, Jr., et ux tract called 0.455 acre (Tract 1), as recorded in Volume 662, Page 787, in said Official Records, being along the East line of the James Brending, Jr., et ux tract called 0.656 acre, as recorded in Volume 362, Page 335, in said Deed Records for South and West lines hereof to the Northwest corner of said P I Components Corp residue of original tract called 11.03 acres, being the Northeast corner of said Brending tract called 0.656 acre, being on a South margin of Old Mill Creek Road for an interior corner hereof;

THENCE in a Westerly direction, being along South margins of said Old Mill Creek Road, being along the North line of said Brending tract called 0.656 acre, being along a North line of the James Brending, Jr. and Patricia Bednar Brending tract called 1.909 acres, as recorded in Volume 1360, Page 935, in said Official Records, being along a portion of the North line of the Raymond Bednar, Jr. tract called 1.00 acre, as recorded in Volume 1360, Page 928, in said Official Records for South lines hereof to a Southwest corner hereof, being on a South margin of said Old Mill Creek Road at its intersection with the projection of a West line of the Charlotte Beth Woods Smith residue of original tract called 55.181 acres (Tract I), as recorded in Volume 588, Page 862, in said Official Records, being on the North line of said Bednar tract called 1.00 acre;

THENCE in a Northerly direction, crossing said Old Mill Creek Road with a West line hereof to a Southwest corner of said Smith residue of original tract called 55.181 acres, being on a North margin of said Old Mill Creek Road, continuing in a Northerly direction, being along West lines of said Smith residue of original tract called 55.181 acres, crossing the Old Union Pacific Railroad Company right of way, being along the East line of the M.C. Williams tract called 0.292 acre, as recorded in Volume 457, Page 734, in said Deed Records for West lines hereof to the Northeast corner of said Williams tract called 0.292 acre, being an interior corner of said Smith residue of original tract called 55.181 acres for an interior corner hereof;

THENCE in a Westerly direction, being along a South line of said Smith residue of original tract called 55.181 acres, being along the North line of said Williams tract called 0.292 acre, being along the North line of the Hazel Annette Walcik tract called 0.736 acre, as recorded in Volume 1584, Page 211, in said Official Records, being along the North line of the Charles E. Green, Sr. tract called 0.431 acre, as recorded in Volume 1406, Page 824, in said Official Records, being along the North line of the Margie Lusk tract called 1.167 acres, as recorded in Volume 457, Page 737, in said Deed Records, being along a portion of the North line of the Josephine Webb tract called 1.66 acres, as recorded in Volume 196, Page 1, in said Deed Records for a South line hereof to a Southwest corner of said Smith residue of original tract called 55.181 acres, being the Southeast corner of the J. Robert Chappell tract



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called being about one acre, as recorded in Volume 951, Page 102, in said Official Records, being on a North line of said Webb tract called 1.66 acres for a Southwest corner hereof;

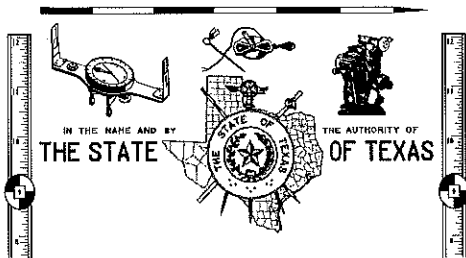
THENCE in a Northerly direction, being along a West line of said Smith residue of original tract called 55.181 acres, being along the East line of said Chappell tract for a West line hereof to an interior corner of said Smith residue of original tract called 55.181 acres, being the Northeast corner of said Chappell tract for an interior corner hereof;

THENCE in a Westerly direction, being along a South line of said Smith residue of original tract called 55.181 acres, being along the North line of said Chappell tract for a South line hereof to a Southwest corner of said Smith residue of original tract called 55.181 acres, being the Northwest corner of said Chappell tract, being on the East line of Tract 7 (called 1.755 acres) of Country Place West Subdivision, a map or plat recorded in Plat Cabinet File Slide Numbers 169B through 171B, in said Plat Records for a Southwest corner hereof;

THENCE in a Northerly direction, being along a West line of said Smith residue of original tract called 55.181 acres, being along a portion of the East line of said Tract 7 (called 1.755 acres) of said Country Place West Subdivision, being along the East line of Tract 6 (called 1.686 acres) and the East line of Tract 5 (called 2.043 acres) of said Country Place West Subdivision for a West line hereof to a Northwest corner of said Smith residue of original tract called 55.181 acres, being the Northeast corner of said Tract 5 (called 2.043 acres) of said Country Place West Subdivision, being on the South line of the Donald L. Meier, et ux tract called 2.567 acres (Tract I), as recorded in Volume 694, Page 381, in said Official Records for a Northwest corner hereof;

THENCE in an Easterly direction, being along a portion of the South line of said Meier tract called 2.567 acres, being along a portion of a North line of said Smith residue of original tract called 55.181 acres for a North line hereof to the Southeast corner of said Meier tract called 2.567 acres, being the Southwest corner of the Walter L. Schlabach, et ux tract called 2.419 acres, as recorded in Volume 694, Page 377, in said Official Records, being on a North line of said Smith residue of original tract called 55.181 acres for an interior corner hereof;

THENCE in a Northwesterly and Northerly direction, being along the Northeast line of said Meier tract called 2.567 acres, being along East margins of Miranda Lane, being along Southwest and West lines of said Schlabach tract called 2.419 acres, being along West lines of the Donald L. Meier, et ux tract called 0.500 acre (Tract II), as recorded in Volume 694, Page 381, in said Official Records, being along the West line of the Clay Corporation tract called 1.447 acres, as recorded in Volume 965, Page 730, in said Official Records, crossing U.S. Highway No. 290 W. for Southwest and West lines hereof to a Northwest corner hereof, being on a North right of way of said U.S. Highway No. 290 W. at its intersection with the projection of the West line of said Clay Corporation tract called 1.447 acres, being on a South line of Tract 2 (called 1.368 acres) of Brian O'Leary Division No. 1, a map or plat recorded in Plat Cabinet File Slide Number 548A, in said Plat Records;



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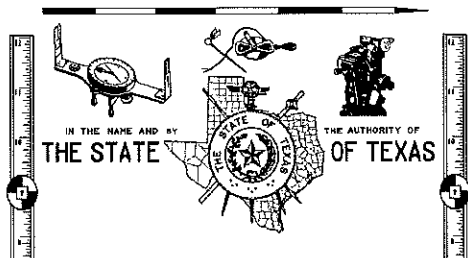
THENCE in an Easterly direction, being along a North right of way line of said U.S. Highway No. 290 W., being along a portion of a South line of said Tract 2 (called 1.368 acres) of said Brian O'Leary Division No. 1, being along a portion of the South line of the Omar Smith Enterprises, Inc. tract, as conveyed in Volume 747, Page 811, in said Official Records being the residue of the 1.000 acre in Volume 475, Page 216, in said Official Records for a North line hereof to the Southwest corner of the City of Brenham tract called 0.1087 acre, as recorded in Volume 1399, Page 382, in said Official Records, being on a South line of said Omar Smith tract, being on a South right of way line of said U.S. Highway No. 290 W. at its intersection with a West margin of Westwood Lane for an interior corner hereof;

THENCE in a Northerly direction, being along West margins of said Westwood Lane, being along the West line of said City of Brenham tract called 0.1087 acre, being along the West line of said City of Brenham tract called 0.1087 acre, being along West lines of the City of Brenham tract called 0.2158 acre, as recorded in Volume 1395, Page 947, in said Official Records, which serves said Omar Smith tract and Tract 1 (called 1.706 acres) of said Brian O'Leary Division No. 1 for West lines hereof to the West corner of said City of Brenham tract called 0.2158 acre, being on a Northwest line of said Tract 1 (called 1.706 acres) of said Brian O'Leary Division No. 1, being on the Southeast line of the Mathis Interests, LLC tract called 2.748 acres, as recorded in Volume 1482, Page 955, in said Official Records for an exterior corner hereof;

THENCE in a Northeasterly direction, being along a portion of the Southeast line of said Mathis Interests, LLC tract called 2.748 acres, being along the Northwest line of said City of Brenham tract called 0.2158 acre for a Northwest line hereof to the North corner of said City of Brenham tract called 0.2158 acre, being the East corner of said Mathis Interests, LLC tract called 2.748 acres, being on a West margin of said Westwood Lane for an interior corner hereof;

THENCE in a Northerly direction, being along West margins of said Westwood Lane, being along the East line of said Mathis Interests, LLC tract called 2.748 acres, being along a portion of an East line of the Vivian R. Mason, Trustee of the Mason Family Trust tract called 29.77 acres (Tract One), as recorded in Volume 1240, Page 125, in said Official Records and described in Volume 322, Page 212, in said Deed Records for West lines hereof to a Northwest corner hereof, being on an East line of said Mason Family Trust tract called 29.77 acres, being on a West margin of said Westwood Lane at its intersection with the projection of the Southwest line of the Lorea Myrick tract called 4.09 acres, as conveyed in Volume 1037, Page 335, in said Official Records and described in Volume 211, Page 230, in said Deed Records;

THENCE in a Southeasterly and Easterly direction, crossing said Westwood Lane, being along the Southwest line of said Myrick tract called 4.09 acres, being along South lines of "Reserve F" (called 29.797 acres) of Vintage Farms Subdivision, Phase I, a map or plat recorded in Plat Cabinet File Slide Numbers 694B through 696A, in said Plat Records, being along Northeast and North lines of Tract 9 (called 15.567 acres) of Westwood Division No. 1, a map or plat recorded in Plat Cabinet File Slide Numbers 700A, 700B, 704B and 705A, in said Plat Records for Northeast and North lines hereof, passing a 1/2 inch iron rod found on an East margin of said Westwood Lane for the Southwest corner



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of said Myrick tract called 4.09 acres, being the Northwest corner of said Tract 9 (called 15.567 acres) of said Westwood Division No. 1, continuing to the Northeast corner of said Tract 9 (called 15.567 acres) of said Westwood Division No. 1, being on a South line of said "Reserve F" (called 29.797 acres) of Vintage Farms Subdivision, Phase I, being an exterior corner of a West right of way line of State Highway No. 36 N.;

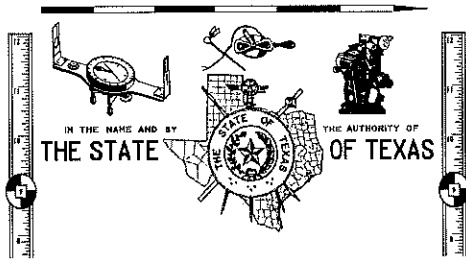
THENCE in an Easterly direction, being along a portion of a South line of said "Reserve F" (called 29.797 acres) of said Vintage Farms Subdivision, Phase I, being along North right of way lines of said State Highway No. 36 N., in part, and crossing said State Highway No. 36 N., being along a portion of a South line of the Shearn Smith, et ux tract called 18.602 acres, as recorded in Volume 312, Page 235, in said Deed Records for North lines hereof to the Northwest corner of the R. Shearn Smith tract called 5.377 acres, as recorded in Volume 865, Page 372, in said Official Records, being an interior angle point of said Smith tract called 18.602 acres for an exterior angle point hereof;

THENCE in an Easterly and Southeasterly direction, being along South and Southwest lines of said Smith tract called 18.602 acres, being along the Southwest line of the Pleasantry Storage, LLC tract called 5.003 acres, as recorded in Volume 1460, Page 101, in said Official Records, being along North and Northeast lines of said Smith tract called 5.377 acres, being along the Northeast line of the Brenham L-P Gas, Inc. tract called 1 acre, as recorded in Volume 348, Page 373, in said Deed Records, and crossing said N. Dixie Street for North and Northeast lines hereof to the PLACE OF BEGINNING and containing approximately 3,214 acres of land, more or less.

LESS AND EXCEPT the following described tract or parcel of land, lying and being situated in the City of Brenham, Washington County, Texas, part of the Philip Coe Survey, A-31, the A. Harrington Survey, A-55, the M. N. Combs Survey, A-124 and the John Carrington Survey, A-120:

BEGINNING at a 5/8 inch iron rod found with Id. cap (Hodde & Hodde Land Surveying) for the Southwest corner of Lot 1 (called 0.507 acre) of Old Mill Creek Subdivision, Section 1, a map or plat recorded in Plat Cabinet File Slide Numbers 646A and 646B, in the Plat Records of Washington County, Texas, being on a North margin of Old Mill Creek Road at its intersection with an East right of way line of U.S. Highway No. 290 W., being the most Western Southwest corner hereof;

THENCE in a Northerly direction, being along East right of way lines of said U.S. Highway No. 290 W., being along the West line of said Lot 1 (called 0.507 acre) of said Old Mill Creek Subdivision, Section 1, being along a West line of Lot 8 of Dixie Addition, a map or plat recorded in Plat Cabinet File Slide Number 16B, in said Plat Records, being along West lines of the Louis Hold, Jr., et ux tract called 0.82 acre, as recorded in Volume 576, Page 475, in the Official Records of Washington County, Texas for West lines hereof to the Northwest corner of said Hold tract called 0.82 acre, being the Southwest corner of the State Highway Commission tract called 0.10 acre, as recorded in Volume 243, Page 223, in the Deed Records of Washington County, Texas, being an interior angle point of the East right of way line of said U.S. Highway No. 290 W. for an exterior corner hereof;



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THENCE in a Northeasterly direction, being along a Southeast right of way line of said U.S. Highway No. 290 W., being along the Southeast line of said State Highway Commission tract called 0.10 acre, being along the Northwest line of said Hold tract called 0.82 acre for a Northwest line hereof to the Southeast corner of said State Highway Commission tract called 0.10 acre, being the Northeast corner of said Hold tract called 0.82 acre, being an exterior corner of Lot 1 (called 2.996 acres) of the Minor Plat of Whitmarsh Division, a map or plat recorded in Plat Cabinet File Slide Number 529B, in said Plat Records, being on a Southeast right of way line of said U.S Highway No. 290 W. for an exterior corner hereof;

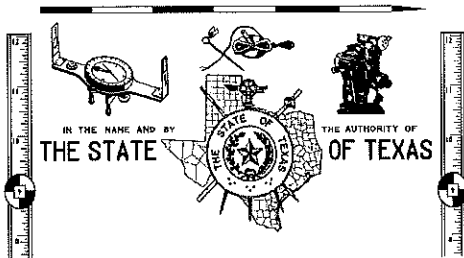
THENCE in a Southerly direction, being along a portion of the East line of said Hold tract called 0.82 acre, being along the West line of said Lot 1 (called 2.996 acres) of said Minor Plat of Whitmarsh Division for an East line hereof to the Southwest corner of said Lot 1 (called 2.996 acres) of said Minor Plat of Whitmarsh Division, being the Northwest corner of said Lot 14 of said Dixie Addition, being on the East line of said Hold tract called 0.82 acre for an interior corner hereof;

THENCE in an Easterly direction, being along a portion of the North line of said Lot 14 of said Dixie Addition, being along a South line of said Lot 1 (called 2.996 acres) of said Minor Plat of Whitmarsh Division for a North line hereof to a Southeast corner of said Lot 1 (called 2.996 acres) of said Minor Plat of Whitmarsh Division, being the Southwest corner of Lot 2 (called 0.7042 acre) of said Minor Plat of Whitmarsh Division, being on the North line of said Lot 14 of said Dixie Addition for an interior corner hereof;

THENCE in a Northerly direction, being along an East line of said Lot 1 (called 2.996 acres) of said Minor Plat of Whitmarsh Division, being along the West line of said Lot 2 (called 0.7042 acre) of said Minor Plat of Whitmarsh Division for a West line hereof to an interior corner of said Lot 1 (called 2.996 acres) of said Minor Plat of Whitmarsh Division, being the Northwest corner of said Lot 2 (called 0.7042 acre) of said Minor Plat of Whitmarsh Division for a Northwest corner hereof;

THENCE in an Easterly direction, being along a South line of said Lot 1 (called 2.996 acres) of said Minor Plat of Whitmarsh Division, being along the North line of said Lot 2 (called 0.7042 acre) of said Minor Plat of Whitmarsh Division for a North line hereof to a Southeast corner of said Lot 1 (called 2.996 acres) of said Minor Plat of Whitmarsh Division, being the Northeast corner of said Lot 2 (called 0.7042 acre) of said Minor Plat of Whitmarsh Division, being on a West margin of S. Dixie Street for a Northeast corner hereof;

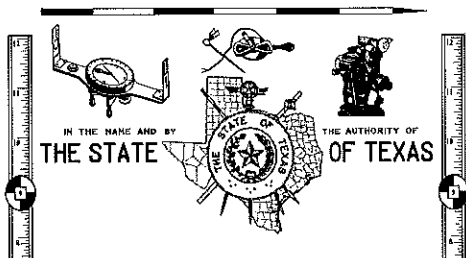
THENCE in a Southerly direction, being along a West margin of said S. Dixie Street, being along the East line of said Lot 2 (called 0.7042 acre) of said Minor Plat of Whitmarsh Division for an East line hereof to the Southeast corner of said Lot 2 (called 0.7042 acre) of said Minor Plat of Whitmarsh Division, being the Northeast corner of said Lot 14 of said Dixie Addition, being on a West margin of said S. Dixie Street at its intersection with the projection of the North line of Lot 1 of said Dixie Addition for an interior corner hereof;



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THENCE in an Easterly direction, crossing said S. Dixie Street, being along the North line of Lot 1 of said Dixie Addition, being the South line of the Gerardo Martin Zamarripa, et ux tract called 0.20 acre (Tract One), as recorded in Volume 1397, Page 455, in said Official Records, being along a South line of the Metropolitan Accommodations, Inc. tract called 1.192 acres (Tract One), as recorded in Volume 1543, Page 189, in said Official Records, being along the North line of Lot 1, Block A of H.H. Drumm's Dixie Addition, a map or plat recorded in Plat Cabinet File Slide Numbers 40A and 40B, in said Plat Records, being along the North line of Cornish Street, being along a North line of the Erwin Zibilski, et ux tract, as recorded in Volume 198, Page 523, in said Deed Records, being along the North line of Dale L. Thomas tract called 9,589 square feet, as recorded in Volume 910, Page 741, in said Official Records, being along the South line of the Robert E. Preuss and Jeanette Preuss tract called one acre, as recorded in Volume 1103, Page 641, in said Official Records, crossing S. Drumm Street, being along North lines of Lots 1, 2, 3, 4 and 5, Block C of said H.H. Drumm's Dixie Addition, being along the North line of the Trisha Morgan tract, as recorded in Volume 1329, Page 601, in said Official Records, being along the North line of the J & P Properties, LC tract called 0.34 acre, as recorded in Volume 1446, Page 627, in said Official Records and described in Volume 1239, Page 838, in said Official Records, being along the North line of the Thresia O. Schlabach, et vir tract called 0.424 acre, as recorded in Volume 1393, Page 269, in said Official Records, being along North lines of the Suzanne Poehlmann tract (Second Tract), as recorded in Volume 1137, Page 891, in said Official Records, being along the North line of the Suzanne Poehlmann tract (First Tract), as recorded in Volume 1137, Page 891, in said Official Records, being along the North line of the Jacquelynne Honora tract called 0.5998 acre, as recorded in Volume 1321, Page 348, in said Official Records, being along the North line of the Tyler Steenken tract called 0.3078 acre, as recorded in Volume 1521, Page 284, in said Official Records, being along the North line of the Leal & Assoc., LLC tract, as recorded in Volume 1634, Page 552, in said Official Records, being along the South line of the Jeanette June Wasko Preuss tract called 308/1000 acre, as recorded in Volume 278, Page 84, in said Deed Records, being along the South line of the Robert E. Preuss, et ux tract called 12,214 square feet, as recorded in Volume 321, Page 155, in said Deed Records, being along South lines of the Juan Martinez tract called 0.680 acre, as recorded in Volume 1077, Page 135, in said Official Records, being along the South line of the Billy W. Way, et ux tract called 1.03 acres, as recorded in Volume 493, Page 646, in said Official Records, being along the South line of the Jarrett Scott Davis tract called 7,508 square feet, as recorded in Volume 1354, Page 86, in said Official Records, being along the South line of the Valerie Stevenson, et al residue of original tract called 0.639 acre, as recorded in Volume 1525, Page 634, in said Official Records and described in Volume 270, Page 22, in said Deed Records, being along the North lines of Lots 1, 2, 3 and 4, Block 1 of Meadow Brook Subdivision, Section III, a map or plat recorded in Plat Cabinet File Slide Numbers 284B and 285A, in said Plat Records, being along the South line of the H2 Investments, LLC tract (Tract Four), as recorded in Volume 1649, Page 858, in said Official Records, being along the South line of the H2 Investments, LLC residue of original tract called 1 acre (Tract One), as recorded in Volume 1649, Page 858, in said Official Records, being along the South line of the H2 Investments, LLC tract called 34/100 acre (Tract Two), as recorded in Volume 1649, Page 858, in said Official Records, being along a South line of Lot 1 (called 1.480 acres), Block I of Meadow Brook Subdivision, Section V, a map or plat recorded in Plat Cabinet File Slide Number 391A, in said Plat Records, being along a North line of the L & E Boettcher Family Partnership, Ltd. tract called approximately 8.16 acres, as



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conveyed in Volume 1416, Page 525, in said Official Records and being the residue of original tract called 18.448 acres in Volume 357, Page 559, in said Deed Records for North lines hereof to an exterior corner of said Lot 1 (called 1.480 acres) of said Meadow Brook Subdivision, Section V, being an interior corner of said L & E Boettcher Family Partnership, Ltd. tract called approximately 8.16 acres for an interior corner hereof;

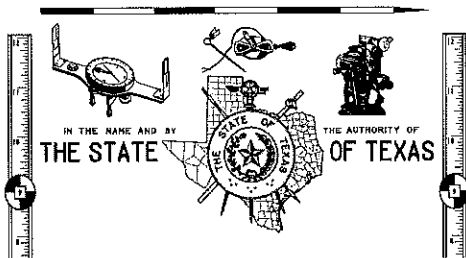
THENCE in a Northeasterly direction, being along the Southeast line of said Lot 1 (called 1.480 acres) of said Meadow Brook Subdivision, Section V, being along a Northwest line of said L & E Boettcher Family Partnership, Ltd. tract called approximately 8.16 acres for a Northwest line hereof to the Southeast corner of said Lot 1 (called 1.480 acres) of said Meadow Brook Subdivision, Section V, being the North corner of said L & E Boettcher Family Partnership, Ltd. tract called approximately 8.16 acres, being on a West line of Lot 1 (called 0.745 acre) of the Division of Mildred Ann Flisowski Property, a map or plat recorded in Plat Cabinet File Slide Number 436B, in said Plat Records for an exterior corner hereof;

THENCE in a Southerly direction, being along a portion of the West line of said Lot 1 (called 0.745 acre) of said Division of Mildred Ann Flisowski Property, being along an East line of said L & E Boettcher Family Partnership, Ltd. tract called approximately 8.16 acres for an East line hereof to the Southwest corner of said Lot 1 (called 0.745 acre) of said Division of Mildred Ann Flisowski Property, being an interior corner of said L & E Boettcher Family Partnership, Ltd. tract called approximately 8.16 acres for an interior corner hereof;

THENCE in an Easterly direction, being along the South line of said Lot 1 (called 0.745 acre) Division of Mildred Ann Flisowski Property, and being along the South line of Lot 2 (called 0.332 acre) of said Division of Mildred Ann Flisowski Property, being along a North line of said L & E Boettcher Family Partnership, Ltd. tract called approximately 8.16 acres, being along the North line of the Raymond K. Goodnight tract called 7,072 square feet, as recorded in Volume 1169, Page 147, in said Official Records for a North line hereof to the Northeast corner of said Goodnight tract called 7,072 square feet, being the Southeast corner of said Lot 2 (called 0.332 acre) of said Division of Mildred Ann Flisowski Property, being on a West margin of S. Saeger Street for an interior angle point hereof;

THENCE in an Easterly direction, crossing said S. Saeger Street with a North line hereof to the Southwest corner of Lot 1, Block C of Ellwood Estates Addition, a map or plat recorded in Plat Cabinet File Slide Number 27A, in said Plat Records which is included in the called 5.313 acres of the Grace Community Fellowship-Brenham tract, a map or plat recorded in Plat Cabinet File Slide Number 668B, in said Plat Records, being on an East margin of said S. Saeger Street for an interior corner hereof;

THENCE in a Northerly direction, being along East margins of said S. Saeger Street, being along West lines of said Grace Community Fellowship-Brenham tract called 5.313 acres for West lines hereof to an exterior corner hereof, being a Northwest corner of said Grace Community Fellowship-Brenham tract called 5.313 acres, being on an East margin of said S. Saeger Street at its intersection with a South right of way line of W. Main Street (U.S. Highway 290 - Business);



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THENCE in an Easterly direction, being along a South right of way line of said W. Main Street (U.S. Highway 290 - Business), being along a North line of said Grace Community Fellowship-Brenham tract called 5.313 acres for a North line hereof to a Northeast corner of said Grace Community Fellowship-Brenham tract called 5.313 acres, being the Northwest corner of Lot 2, Block C of said Ellwood Estates Addition, being on a South right of way line of said W. Main Street (U.S. Highway 290 - Business) for a Northeast corner hereof;

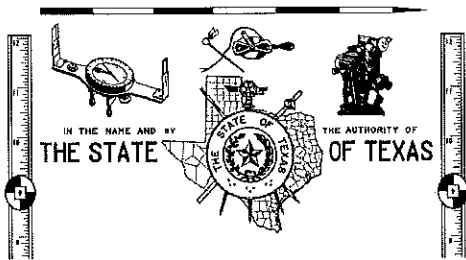
THENCE in a Southerly direction, being along an East line of said Grace Community Fellowship-Brenham tract called 5.313 acres, being along the West line of said Lot 2, Block C of said Ellwood Estates Addition for an East line hereof to an interior corner of said Grace Community Fellowship-Brenham tract called 5.313 acres, being the Southwest corner of said Lot 2, Block C of said Ellwood Estates Addition for an interior corner hereof;

THENCE in an Easterly direction, being along North lines of said Grace Community Fellowship-Brenham tract called 5.313 acres, being along the South line of said Lot 2, Block C of said Ellwood Estates Addition, being along the South lines of Lots 3, 4, 5, 6, 7, 8, 9 and 10, Block C of said Ellwood Estates Addition, being along a portion of the North line of the Blinn College, The Junior College District of Washington County, Texas tract called 1.975 acres, as recorded in Volume 980, Page 725, in said Official Records for a North line hereof to the Southeast corner of said Lot 10, Block C of said Ellwood Estates Addition, being the Southwest corner of Lot 11, Block C of said Ellwood Estates Addition, being on the North line of said Blinn College, The Junior College District of Washington County, Texas tract called 1.975 acres for an interior corner hereof;

THENCE in a Northerly direction, being along the East line of said Lot 10 of said Ellwood Estates Addition, being along the West line of said Lot 11, Block C of said Ellwood Estates Addition for a West line hereof to the Northeast corner of said Lot 10, Block C of said Ellwood Estates Addition, being the Northwest corner of said Lot 11 of said Ellwood Estates Addition, being on a South right of way line of said W. Main Street (U.S. Highway 290 - Business) for a Northwest corner hereof;

THENCE in an Easterly direction, being along a South right of way line of said W. Main Street (U.S. Highway 290 - Business), being along the North line of said Lot 11, Block C of said Ellwood Estates Addition, being along the North line of the Blinn College, The Junior College District of Washington County tract called 0.334 acre, as recorded in Volume 974, Page 310, in said Official Records, crossing Blinn Boulevard with a South right of way line of said W. Main Street (U.S. Highway 290 - Business) for a North line hereof to the Northwest corner of the Brenham Living Well, L.L.C. tract called 0.21 acre, as recorded in Volume 1206, Page 131, in said Official Records for an exterior corner hereof;

THENCE in a Southerly direction, being along an East margin of said Blinn Boulevard, being along the West line of said Brenham Living Well, L.L.C. tract called 0.21 acre for an East line hereof to the Southwest corner of said Brenham Living Well, L.L.C. tract called 0.21 acre, being on an East margin of said Blinn Boulevard at its intersection with the North margin of Main View Street for an interior corner hereof;



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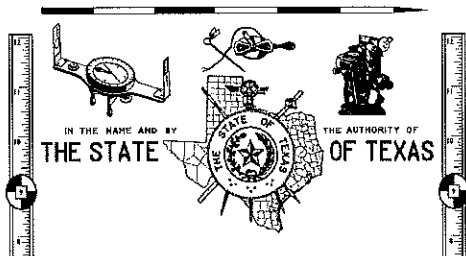
THENCE in an Easterly direction, being along the North margin of said Main View Street, being along the South line of said Brenham Living Well, L.L.C. tract called 0.21 acre, being along the South line of the Angela R. Denny, et vir tract, as conveyed in Volume 1079, Page 629, in said Official Records and described in Volume 236, Page 246, in said Deed Records for a North line hereof to the Southeast corner of said Denny tract, being on a North margin of said Main View Street for an exterior corner hereof;

THENCE in an Easterly and Southeasterly direction, crossing said Main View Street, being along apparent Northeast lines of the B.T. Hogan tract, as conveyed in Volume 309, Page 434, in said Deed Records, being part of Lot 6 of the C.C. Chandler Plat, a map or plat recorded in Volume 37, Page 146, in said Deed Records, being along apparent Northeast lines of the B.T. Hogan tract, as conveyed in Volume 134, Page 479, in said Deed Records, being part of Lots 7 and 8 of said Chandler Plat, being along the Northeast line of the Byron Hogan tract called 0.113 acre, as conveyed in Volume 1630, Page 170, in said Official Records and described in Volume 799, Page 54, in said Official Records, and being along a Southwest margin of a connector street between said W. Main Street (U.S. Highway 290- Business) and W. Alamo Street and crossing said W. Alamo Street for North and Northeast lines hereof to the Northwest corner of Lot 10 of Alamo Heights Addition, Section 2, a map or plat recorded in Plat Cabinet File Slide Number 82A, in said Plat Records, being on a South margin of said W. Alamo Street at its intersection with an East margin of Heights Circle for an interior corner hereof;

THENCE in an Easterly direction, being along a South margin of said W. Alamo Street, being along the North line of said Lot 10 of said Alamo Heights Addition, Section 2, being along the North line of Lot 1 of said Alamo Heights Addition, Section 2, crossing High Street with a South margin of said W. Alamo Street for a North line hereof to the Northwest corner of the Eugene Bothe, et ux tract, as recorded in Volume 216, Page 423, in said Deed Records, being on an East margin of said High Street at its intersection with a South margin of said W. Alamo Street for an exterior corner hereof;

THENCE in a Southerly direction, being along a portion of an East margin of said High Street, being along the West line of said Bothe tract, being along the West line of the Windy Spot Properties, LLC tract called 20,674 square feet, as recorded in Volume 1413, Page 561, in said Official Records for an East line hereof to the Southwest corner of said Windy Spot Properties, LLC tract called 20,674 square feet, being the Northwest corner of the Aaron Johnson, et ux tract called 6,012.0 square feet (Tract 2), as recorded in Volume 1234, Page 613, in said Official Records, being on an East margin of said High Street for an exterior corner hereof;

THENCE in a Westerly direction, crossing said High Street with a projection of the North line of said Johnson tract called 6,012.0 square feet for a South line hereof to an interior corner hereof, being on the East line of Lot 5 of said Alamo Heights Addition, Section 2, being on a West margin of said High Street;



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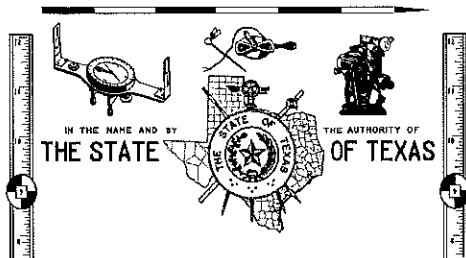
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THENCE in a Southerly direction, crossing Burlington Northern & Santa Fe Railroad (BNSF) right of way with a West margin of said High Street for an East line hereof to the Northeast corner of Lot 10 of Alamo Heights Addition, Section 3, a map or plat recorded in Plat Cabinet File Slide Number 82B, in said Plat Records, being on a South right of way line of said BNSF Railroad at its intersection with a West margin of said High Street for an interior corner hereof;

THENCE in an Easterly and Northerly direction, crossing said High Street, being along South and East right of way lines of said BNSF Railroad, being along the North line of Lot 1 of said Alamo Heights Addition, Section 3, being along the North line of the Brenham Wholesale Grocery Company, Inc. tract called 2.616 acres (Tract Two), as recorded in Volume 504, Page 160, in said Official Records, being along the North line of the Brenham Wholesale Grocery Company, Inc. tract called 0.477 acre (Tract Three), as recorded in Volume 504, Page 160, in said Official Records, being along West and North lines of the Brenham Wholesale Grocery Company, Inc. tract called 3.991 acres (Tract One), as recorded in Volume 504, Page 160, in said Official Records, crossing S. Jackson Street with a South right of way line of said BNSF Railroad, being along the North line of the Brenham Wholesale Grocery Company, Inc. tract called 3.288 acres (Tract Five), as recorded in Volume 504, Page 160, in said Official Records for North and West lines hereof to the Northeast corner of said Brenham Wholesale Grocery Company, Inc. tract called 3.288 acres, being the Northwest corner of the Karl E. Stopschinski, et ux tract called 0.319 acre, as recorded in Volume 1217, Page 192, in said Official Records, being on a South right of way line of said BNSF Railroad for an exterior corner hereof;

THENCE in a Southerly direction, being along the West line of said Stopschinski tract called 0.319 acre, being along a West margin of Key Street, being along the East line of said Brenham Wholesale Grocery Company, Inc. tract called 3.288 acres, crossing W. First Street with a West margin of said Key Street, being along the East line of the Brenham Wholesale Grocery Co., Inc. tract called 0.5055 acre, as recorded in Volume 847, Page 699, in said Official Records, being along the East line of the Southwestern Bell Telephone Company tract called 0.745 acre, as recorded in Volume 241, Page 331, in said Deed Records for an East line hereof to an interior corner hereof, being on the East line of said Southwestern Bell Telephone Company tract called 0.745 acre, being on a West margin of said Key Street at its intersection with the projection of the South margin of W. Second Street;

THENCE in an Easterly direction, crossing said Key Street, being along a South margin of said W. Second Street, being along the North line of the City of Brenham tract called 0.399 acre, as recorded in Volume 777, Page 783, in said Official Records, crossing the G.C. & S.F. Railway and H. & T.C. Railway, Co. 16 feet wide strip (previously used for compress spur tract), as recorded in Volume 30, Page 138, in said Deed Records, being along the North line of the City of Brenham tract called 0.059 acre (Tract Two), as recorded in Volume 930, Page 72, in said Official Records, and crossing the Burlington Northern & Santa Fe Railroad (BNSF) right of way with a South margin of said W. Second Street for a North line hereof to the Northwest corner of the Herbert S. Hughes, et ux tract called 0.1610 acre, as recorded in Volume 806, Page 862, in said Official Records, being on a South margin of said W. Second Street at its intersection with an East right of way line of said BNSF Railroad for an interior corner hereof;



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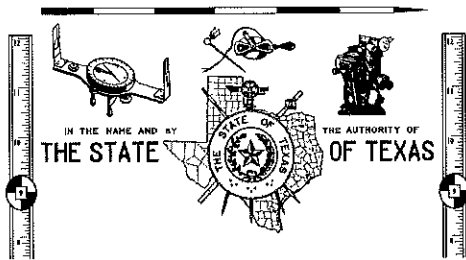
THENCE in a Northerly direction, being along East right of way lines of said BNSF Railroad, crossing said W. Second Street and S. Day Street, being along the West line of the Paul F. Lampe tract called 0.303 acre, as recorded in Volume 896, Page 47, in said Official Records, being along West lines of the Blue Bell Creameries, L.P. tract, as conveyed in Volume 1020, Page 280, in said Official Records and described as 30,019.894 square feet (Tract 5) in Volume 981, Page 146, in said Official Records for West lines hereof to the Northwest corner of said Blue Bell Creameries, L.P. tract called 30,019.894 square feet, being a Southwest corner of the OU Taing, et ux tract called 1.261 acres, as recorded in Volume 1330, Page 637, in said Official Records, being on an East right of way line of said BNSF Railroad for an exterior corner hereof;

THENCE in an Easterly direction, being along a South line of said Taing tract called 1.261 acres, being along the North line of said Blue Bell Creameries, L.P. tract called 30,019.894 square feet for a North line hereof to an interior corner of said Taing tract called 1.261 acres, being the Northeast corner of said Blue Bell Creameries, L.P. tract called 30,019.894 square feet for an exterior corner hereof;

THENCE in a Southerly direction, being along a portion of the East line of said Blue Bell Creameries, L.P. tract called 30,019.894 square feet, being along a West line of said Taing tract called 1.261 acres for an East line hereof to a Southwest corner of said Taing tract called 1.261 acres, being the Northwest corner of the City of Brenham tract called 1,664 square feet (Tract Two), as recorded in Volume 950, Page 847, in said Official Records, being on the East line of said Blue Bell Creameries, L.P. tract called 30,019.894 square feet for an interior corner hereof;

THENCE in an Easterly direction, being along a South line of said Taing tract called 1.261, acres, being along the North line of said City of Brenham tract called 1,664 square feet for a North line hereof to the Southeast corner of said Taing tract called 1.261 acres, being the Northeast corner of said City of Brenham tract called 1,664 square feet, being on a West margin of S. Austin Street for an exterior corner hereof;

THENCE in a Southerly direction, being along a West margin of said S. Austin Street, being along the East line of said City of Brenham tract called 1,664 square feet, being along the East line of the City of Brenham tract called 4,720 square feet (Tract One - Tract VI), as recorded in Volume 950, Page 847, in said Official Records and described in Volume 688, Page 498, in said Official Records, being along the East line of the City of Brenham tract called 12,272 square feet (Tract One - Tract I), as recorded in Volume 950, Page 847, in said Official Records and described in Volume 688, Page 498, in said Official Records, being along the East line of the City of Brenham tract called 7,552 square feet (Tract One - Tract II), as recorded in Volume 950, Page 847, in said Official Records and described in Volume 688, Page 498, in said Official Records, crossing said W. Second Street with a West margin of said S. Austin Street for an East line hereof to the Northeast corner of the Betsy Barnhill Newman and Ted C. Barnhill tract called 0.435 acre, as recorded in Volume 966, Page 38, in said Official Records, being on a South margin of said W. Second Street at its intersection with a West margin of said S. Austin Street for an interior corner hereof;



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THENCE in an Easterly direction, crossing said S. Austin Street with a South margin of said W. Second Street, being along the North line of Lot 1 (called 15,986 square feet) of Riley-Cole Subdivision, a map or plat recorded in Plat Cabinet File Slide Number 666B, in said Plat Records, being along a portion of the North line of the Christopher Kamprath, et ux tract called 7,886 square feet, as recorded in Volume 1520, Page 861, in said Official Records, being along a South margin of said W. Second Street for a North line hereof to an interior corner hereof, being on the North line of said Kamprath tract called 7,886 square feet, being on a South margin of said W. Second Street at its intersection with the projection of an East line of the Bank of Brenham, N.A. tract called 0.6766 acre, as recorded in Volume 1066, Page 565, in said Official Records;

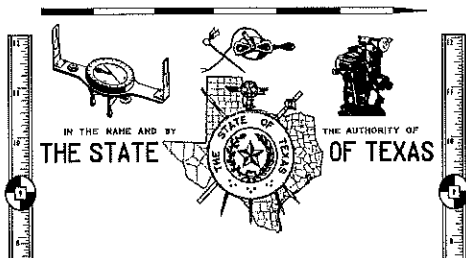
THENCE in a Northerly direction, crossing said W. Second Street, being along an East line of said Bank of Brenham, N.A. tract called 0.6766 acre, being along a West line of the Darryl W. Heine, Trustee tract called 0.5816 acre, as recorded in Volume 1021, Page 281, in said Official Records, for a West line hereof to an interior corner of said Bank of Brenham, N.A. tract called 0.6766 acre, being an exterior corner of said Heine tract called 0.5816 acre for an exterior corner hereof;

THENCE in an Easterly direction, being along a South line of said Bank of Brenham, N.A. tract called 0.6766 acre, being along a North line of said Heine tract called 0.5816 acre for a North line hereof to a Southeast corner of said Bank of Brenham, N.A. tract called 0.6766 acre, being an interior corner of said Heine tract called 0.5816 acre for an interior corner hereof;

THENCE in a Northerly direction, being along an East line of said Bank of Brenham, N.A. tract called 0.6766 acre, being along East lines of the Bank of Brenham, N.A. tract called 0.470 acre, as recorded in Volume 1013, Page 842, in said Official Records, being along a West line of said Heine tract called 0.5816 acre, being along the West line of the Vicki Goodrich tract called 0.186 acre, as recorded in Volume 1401, Page 970, in said Official Records for West lines hereof to the Northwest corner of said Goodrich tract called 0.186 acre, being the Southwest corner of The Bottling Works, LLC tract called 0.1901 acre (Tract One and Tract Two), as recorded in Volume 1565, Page 590, in said Official Records and described in Volume 1285, Page 806, in said Official Records, being on an East line of said Bank of Brenham, N.A. tract called 0.470 acre for an exterior corner hereof;

THENCE in an Easterly direction, being along the North line of said Goodrich tract called 0.186 acre, being along the South line of said The Bottling Works, LLC tract called 0.1901 acre for a North line hereof to the Northeast corner of said Goodrich tract called 0.186 acre, being the Southeast corner of said The Bottling Works, LLC tract called 0.1901 acre, being on a West margin of S. Church Street for an exterior corner hereof;

THENCE in a Southerly direction, being along a West margin of said S. Church Street, being along the East line of said Goodrich tract called 0.186 acre, being along a portion of the East line of said Heine tract called 0.5816 acre for an East line hereof to an interior corner hereof, being on a West margin of said S. Church Street at the intersection with the projection of the North line of Lot II of Original Town Lot (Block 93), a map or plat recorded in Plat Cabinet File Slide Number 255A, in



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said Plat Records, being on the East line of said Heine, Trustee tract called 0.5816 acre for an interior corner hereof;

THENCE in an Easterly direction, crossing said S. Church Street, being along the South line of Lot III of said Original Town Lot (Block 93), being along the North line of said Lot II of Original Town Lot (Block 93) for a North line hereof to the Southeast corner of said Lot III of Original Town Lot (Block 93), being the Northeast corner of said Lot II of Original Town Lot (Block 93), being on the West line of the Bettye P. Honerkamp tract, as conveyed in Volume 849, Page 453, in said Official Records and described as 11,210 square feet in Volume 511, Page 58, in said Official Records for an exterior corner hereof;

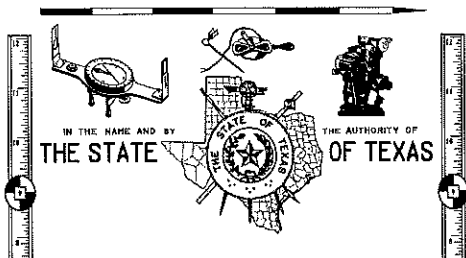
THENCE in a Southerly direction, being along a portion of the East line of said Lot II of Original Town Lot (Block 93), being along a portion of the West line of said Honerkamp tract for an East line hereof to the Southwest corner of said Honerkamp tract, being the Northwest corner of the Tamara Redshaw tract, as conveyed in Volume 1354, Page 94, in said Official Records and described as 0.403 acre in Volume 1164, Page 616, in said Official Records, being on the East line of said Lot II of Original Town Lot (Block 93) for an interior corner hereof;

THENCE in an Easterly direction, being along the South line of said Honerkamp tract, being along the North line of said Redshaw tract called 0.403 acre, crossing S. Park Street for a North line hereof to an interior corner hereof, being on an East margin of said S. Park Street at its intersection with the projection of the South line of said Honerkamp tract, being on the West line of Lot 10 of Lenert Subdivision of the Erwin Addition, a map or plat recorded in Plat Cabinet File Slide Number 26B, in said Plat Records;

THENCE in a Northerly direction, being along an East margin of said S. Park Street, being along a portion of the West line of said Lot 10 of said Lenert Subdivision of the Erwin Addition for a West line hereof to the Northwest corner of said Lot 10 of said Lenert Subdivision of the Erwin Addition, being the Southwest corner of Lot 9 (called 0.116 acre) of the Boundary Line Adjustment of Lenert Subdivision of the Erwin Addition, a map or plat recorded in Plat Cabinet File Slide Number 383A, in said Plat Records, being on an East margin of said S. Park Street for an exterior corner hereof;

THENCE in an Easterly direction, being along a portion of the North line of said Lot 10 of said Lenert Subdivision of the Erwin Addition, being along the South line of said Lot 9 (called 0.116 acre) of said Boundary Line Adjustment for a North line hereof to the Southeast corner of said Lot 9 (called 0.116 acre) of said Boundary Line Adjustment, being the Southwest corner of Lot 4 (called 0.133 acre) of said Boundary Line Adjustment, being on the North line of said Lot 10 of said Lenert Subdivision of the Erwin Addition for an interior corner hereof;

THENCE in a Northerly direction, being along the East line of said Lot 9 (called 0.116 acre) of said Boundary Line Adjustment, being along the West line of said Lot 4 (called 0.133 acre) of said Boundary Line Adjustment for a West line hereof to a 1/2 inch iron rod found with Id. cap (RPLS 5197) on the South line of Lot 3A (called 0.189 acre) of the Boundary Line Adjustment of Lenert



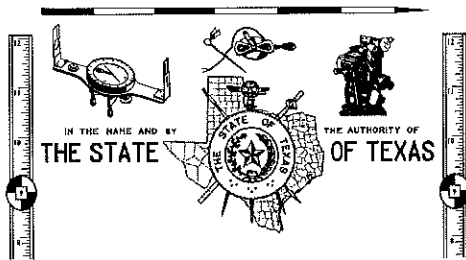
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Subdivision of the Erwin Addition, a map or plat recorded in Plat Cabinet File Slide Number 483A, in said Plat Records, being the Northeast corner of said Lot 9 (called 0.116 acre) of said Boundary Line Adjustment (383A), being the Northwest corner of said Lot 4 (called 0.133 acre) of said Boundary Line Adjustment (383A) for an exterior corner hereof;

THENCE in an Easterly direction, being along a portion of the South line of said Lot 3A (called 0.189 acre) of said Boundary Line Adjustment (483A), being along the North line of said Lot 4 (called 0.133 acre) of said Boundary Line Adjustment (383A) for a North line hereof to a 1/2 inch iron rod found with Id. cap (RPLS 5197) on a West margin of S. Baylor Street, being the Southeast corner of said Lot 3A (called 0.189 acre) of said Boundary Line Adjustment (483A), being the Northeast corner of said Lot 4 (called 0.133 acre) of said Boundary Line Adjustment (383A) for an exterior corner hereof;

THENCE in a Southerly direction, being along West margins of said S. Baylor Street, being along the East line of said Lot 4 (called 0.133 acre) of said Boundary Line Adjustment (383A), being along the East line of Lot 5 and the East line of Lot 13 of said Lenert Subdivision (26B), crossing E. Second Street with a West margin of said S. Baylor Street, being along the East line of the Jose Canales and Shannan Blanchard tract called 0.255 acre, as recorded in Volume 1462, Page 786, in said Official Records, being along the East line of the Brenda Lowery, et vir tract called 0.224 acre, as recorded in Volume 1603, Page 14, in said Official Records, being along the East line of the Christopher E. Marek and Deeanna O. Marek tract called 0.386 acre, as recorded in Volume 947, Page 54, in said Official Records, being along the East line of The Most Reverend Gregory M. Aymond, Bishop of the Roman Catholic Diocese of Austin and his Successors in Office tract called 0.32 acre, as recorded in Volume 1257, Page 227, in said Official Records, being along the East line of the James W. Ripple, et ux tract called 14,204 square feet, as recorded in Volume 1537, Page 477, in said Official Records, crossing Gilder Street with a West margin of said S. Baylor Street, being along the East line of the Catherine Mahlmann tract called 0.228 acre, as recorded in Volume 1445, Page 858, in said Official Records, being along the East line of the Edward Krenek tract, as recorded in Volume 1169, Page 737, in said Official Records, being along the East line of the Charles Sulak tract (Tract 1), as conveyed in Volume 1651, Page 436, in said Official Records and described as 0.119 acre in Volume 620, Page 891, in said Official Records, being along the East line of the Mary Ellen West tract called 0.161 acre, as recorded in Volume 888, Page 33, in said Official Records, being along the East of the Cynthia Ann McCourt tract called 7,238 square feet, as recorded in Volume 1531, Page 208, in said Official Records, being along the East line of the John L. Studer, et ux tract called 0.120 acre, as recorded in Volume 1572, Page 240, in said Official Records, being along the East line of the Susan Hare tract called 0.1156 acre, as recorded in Volume 1142, Page 275, in said Official Records, being along the East line of the Tom Feehery tract, as recorded in Volume 1054, Page 267, in said Official Records, being along the East line of the Gregory Charles Vann, et ux tract called 0.18 acre, as recorded in Volume 1630, Page 144, in said Official Records, crossing E. Germania Street with the projection of the West margin of said S. Baylor Street for an East line hereof to an interior corner hereof, being on a South margin of said E. Germania Street, being on the North line of the (Janet Carol Fisher) Joyce Caniel Fisher tract called 0.442 acre, as recorded in Volume 1124, Page 304, in said Official Records;



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THENCE in an Easterly direction, being along a South margin of said E. Germania Street, being along a portion of the North line of said Fisher tract called 0.442 acre for a North line hereof to the Northeast corner of said Fisher tract called 0.442 acre, being the Northwest corner of the CZED Investments Ltd. residue of original tract called 1.2154 acres, as recorded in Volume 1228, Page 22, in said Official Records, being on a South margin of said E. Germania Street for an exterior corner hereof;

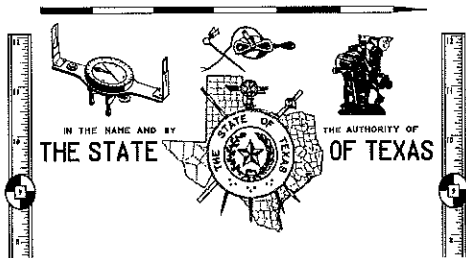
THENCE in a Southerly direction, being along the West line of said CZED Investments Ltd. residue of original tract called 1.2154 acres, being along the East line of said Fisher tract called 0.442 acre for an East line hereof to the Southwest corner of said CZED Investments Ltd. residue of original tract called 1.2154 acres, being the Southeast corner of said Fisher tract called 0.442 acre, being on a North line of the CZED Investments Ltd. tract called 2.165 acres, as recorded in Volume 1228, Page 32, in said Official Records for an exterior corner hereof;

THENCE in a Westerly direction, being along a portion of a North line of said CZED Investments Ltd. tract called 2.165 acres, being along the South line of said Fisher tract called 0.442 acre, being along the South line of the Rodney Lacina tract, as recorded in Volume 502, Page 102, in said Official Records for a South line hereof to a Northwest corner of said CZED Investments Ltd. tract called 2.165 acres, being the Southwest corner of said Lacina tract, Volume 502, Page 102, being the Southeast corner of the Rodney Joseph Lacina tract called 0.5784 acre, as recorded in Volume 1199, Page 796, in said Official Records, being the Northeast corner of The City of Brenham, Texas tract called 0.5069 acre, as recorded in Volume 370, Page 410, in said Deed Records for an interior corner hereof;

THENCE in a Southerly direction, being along a West line of said CZED Investments Ltd. tract called 2.165 acres, being along the East line of said The City of Brenham, Texas tract called 0.5069 acre for an East line hereof to the Southeast corner of said The City of Brenham, Texas tract called 0.5069 acre, being the Southwest corner of said CZED Investments Ltd. tract called 2.165 acres, being on a North line of the Brenham Independent School District tract called 8.14 acres, as recorded in Volume 195, Page 360, in said Deed Records for an interior corner hereof;

THENCE in an Easterly direction, being along South lines of said CZED Investments Ltd. tract called 2.165 acres, being along North lines of said Brenham Independent School District tract called 8.14 acres, being along North lines of the Roger Wayne Goerlitz tract called 0.354 acre (Tract 2), as recorded in Volume 1163, Page 595, in said Official Records for North lines hereof to the Southeast corner of said CZED Investments Ltd. tract called 2.165 acres, being the Northeast corner of said Goerlitz tract called 0.354 acre, being on a West margin of S. Market Street for an exterior corner hereof;

THENCE in a Southerly direction, being along West margins of said S. Market Street, being along the East line said Goerlitz tract called 0.354 acre, being along the East line of the Roger Wayne Goerlitz tract called 0.517 acre (Tract 1), as recorded in Volume 1163, Page 595, in said Official Records, being along the East line of Lot 1 (called 0.2095 acre) and Lot 2 (called 0.4574 acre) of the



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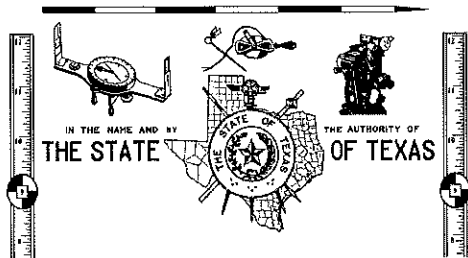
Boundary Adjustment 0.6672 acre, a map or plat recorded in Plat Cabinet File Slide Number 322B, in said Plat Records, being along an East line of the Brenham Independent School District tract called 2.02 acres, as recorded in Volume 206, Page 140, in said Deed Records, being along the East line of the Gregory Dubiel and Mary Kathryn Wurts tract called 0.896 acre, as recorded in Volume 1558, Page 279, in said Official Records, being along the East line of the Roger C. Winkelmann, et ux tract called 1.131 acres, as recorded in Volume 923, Page 808, in said Official Records for East lines hereof to the North corner of the City of Brenham tract called 0.009 acre, as recorded in Volume 672, Page 1, in said Official Records, being an exterior corner of said Winkelmann tract called 1.131 acres, being on a West margin of said S. Market Street for an exterior corner hereof;

THENCE in a Southwesterly direction, being along the Southeast line of said Winkelmann tract called 1.131 acres, being along the Northwest line of said City of Brenham tract called 0.009 acre for a Southeast line hereof to an exterior corner of said Winkelmann tract called 1.131 acres, being the West corner of said City of Brenham tract called 0.009 acre, being on a North margin of E. Tom Green Street for an exterior corner hereof;

THENCE in a Westerly direction, being along a North margin of said E. Tom Green Street, being along a South line of said Winkelmann tract called 1.131 acres, being along the South line of the Ihla G. Burgess tract called 0.209 acre, as recorded in Volume 1121, Page 861, in said Official Records for a South line hereof to the Southeast corner of the George Lee Kaldis tract called 0.431 acre, as recorded in Volume 1140, Page 316, in said Official Records, being the Southwest corner of said Burgess tract called 0.209 acre, being on a North margin of said E. Tom Green Street for an interior corner hereof;

THENCE in a Southerly direction, crossing said E. Tom Green Street with an East line hereof to the Northeast corner of the Rachel B. Cook and Jared G. Cook tract called 0.177 acre, as recorded in Volume 1505, Page 796, in said Official Records, being on a South margin of said E. Tom Green Street at its intersection with a West margin of said S. Baylor Street for an interior angle point hereof;

THENCE in a Southerly direction, being along West margins of said S. Baylor Street, being along the East line of said Cook tract called 0.177 acre, being along the East line of the Michelle S. Woodall tract called 8,187 square feet, as recorded in Volume 898, Page 933, in said Official Records, being along the East line of Lot 8 (called 0.1811 acre) and along the East line of Lot 10 (called 0.1790 acre) of the Replat of Lots 10 & 8, Block F of Washington Park Addition, a map or plat recorded in Plat Cabinet File Slide Number 367B, in said Plat Records, crossing E. Val Verde Street with a West margin of said S. Baylor Street, being along the East line of Lot 1 of Baylor Street Subdivision, a map or plat recorded in Plat Cabinet File Slide Number 247A, in said Plat Records, being along the East line of the James G. Boyd, IV tract called 0.5695 acre, as recorded in Volume 1315, Page 317, in said Official Records, crossing E. Mansfield Street with a West margin of said S. Baylor Street, being along the East line of the Stacey L. Chance tract called 5,510 square feet, as recorded in Volume 1249, Page 80, in said Official Records, being along the East line of the Martha Mojica tract called 0.095 acre, as recorded in Volume 1540, Page 807, in said Official Records and described in Volume 937, Page 81, in said Official Records, being along the East line of the MVP Mt. Vernon Property



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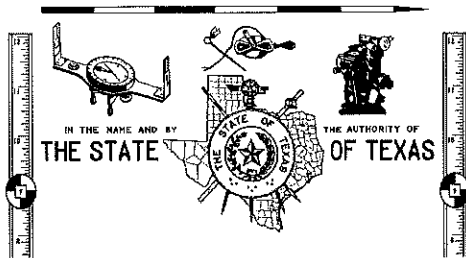
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Services, LLC tract called 0.085 acre, as recorded in Volume 1458, Page 407, in said Official Records, being along the East line of the MVP Mt. Vernon Property Services, LLC tract called 14,695 square feet, as recorded in Volume 1459, Page 782, in said Official Records, crossing E. Chauncy Street with a West margin of said S. Baylor Street, being along the East line of the Boettcher Lumber Company tract (Tract No. 2), as recorded in Volume 313, Page 103, in said Deed Records, being along the East line of the Michael A. Tolopka, et ux tract called 0.202 acre, as recorded in Volume 1031, Page 914, in said Official Records, crossing E. Lubbock Street with a West margin of said S. Baylor Street, being along the East line of Lots F, G and I, Block R of the Ed Lehman's Subdivision, a map or plat recorded in Plat Cabinet File Slide Number 36A, in said Plat Records, crossing E. Bryan Street with a West margin of said S. Baylor Street, being along the East line of the Barbara Louise LaRue tract called 7,362 square feet, as recorded in Volume 1486, Page 968, in said Official Records, being along the East line of the Deborah Peck Henry, et al tract called 11,755 square feet, as recorded in Volume 845, Page 642, in said Official Records, being along the East line of the remainder of Lot 6, Block U of Washington Park Addition, a map or plat recorded in Plat Cabinet File Slide Number 253A, in said Plat Records, being along the East line of Lot 8 and Lot 10, Block U of said Washington Park Addition for East lines hereof to the Southeast corner of said Lot 10, Block U of said Washington Park Addition, being on a West margin of said S. Baylor Street at its intersection with a North margin of E. Stone Street for an exterior angle point hereof;

THENCE in a Southerly direction, crossing said E. Stone Street with an East line hereof to the Northeast corner of the Donald Joe Hoffinan tract called 0.598 acre (Tract 1), as recorded in Volume 1548, Page 911, in said Official Records and described as Tract Two in Volume 357, Page 344, in said Deed Records, being the Northwest corner of Lot 2 (called 0.338 acre) of Heritage Hill Subdivision, Section One, a map or plat recorded in Plat Cabinet File Slide Numbers 123A and 123B, in said Plat Records, being on a South margin of said E. Stone Street for an interior corner hereof;

THENCE in an Easterly direction, being along a South margin of said E. Stone Street, being along the North line of said Lot 2 (called 0.338 acre) and along the North line of Lot 1 (called 0.359 acre) of said Heritage Hill Subdivision, Section One for a North line hereof to the Northeast corner of said Lot 1 (called 0.359 acre) of said Heritage Hill Subdivision, Section One, being on a South margin of said E. Stone Street at its intersection with a West margin of Heritage Drive for an exterior corner hereof;

THENCE in a Southerly direction, being along West margins of said Heritage Drive, being along the East line of said Lot 1 (called 0.359 acre) of said Heritage Hill Subdivision, Section One, being along the East line of Lot 3 (called 0.334 acre) of said Heritage Hill Subdivision, Section One, crossing Carriage Lane with a West margin of said Heritage Drive, being along the East line of Lot 13 (called 0.330 acre) of said Heritage Hill Subdivision, Section One, being along a portion of the East line of Lot 14 (called 0.268 acre) of said Heritage Hill Subdivision, Section One for East lines hereof to an interior corner hereof, being on a West margin of said Heritage Drive at its intersection with the projection of the North line of the Larry D. Thomas, et ux tract called 0.215 acre (Tract II), as recorded in Volume 746, Page 853, in said Official Records, being on the East line of said Lot 14 (called 0.268 acre) of said Heritage Hill Subdivision, Section One;



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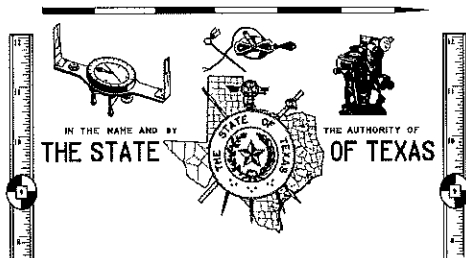
THENCE in an Easterly direction, crossing said Heritage Drive, being along a South line of the Compass Bank tract called 2.6479 acres, as recorded in Volume 1395, Page 731, in said Official Records, being along the North line of said Thomas tract called 0.215 acre for a North line hereof to an interior corner of said Compass Bank tract called 2.6479 acres, being the Northeast corner of said Thomas tract called 0.215 acre for an exterior corner hereof;

THENCE in a Southerly direction, being along a West line of said Compass Bank tract called 2.6479 acres, being along the East line of said Thomas tract called 0.215 acre for an East line hereof to a Southwest corner of said Compass Bank tract called 2.6479 acres, being the Southeast corner of said Thomas tract called 0.215 acre, being on the North line of Lot 29 (called 0.411 acre) of Heritage Hill Subdivision, Section Two, a map or plat recorded in Plat Cabinet File Slide Number 143B and 144A, in said Plat Records for an interior corner hereof;

THENCE in an Easterly direction, being along a South line of said Compass Bank tract called 2.6479 acres, being along a portion of the North line of said Lot 29 (called 0.411 acre) of said Heritage Hill Subdivision, Section Two, being along the North line of Lot 30 (called 0.691 acre) of said Heritage Hill Subdivision, Section Two for a North line hereof to the Northeast corner of said Lot 30 (called 0.691 acre) of said Heritage Hill Subdivision, Section Two, being on a West line of the Market Street Center, LLC tract called 2.2819 acres, as recorded in Volume 1341, Page 399, in said Official Records, being the Southeast corner of said Compass Bank tract called 2.6479 acres for a Northeast corner hereof;

THENCE in a Southerly direction, being along a portion of the West line of said Market Street Center, LLC tract called 2.2819 acres, being along the West line of the Sutherland Lumber-Southwest, Inc. tract called 6.778 acres, as recorded in Volume 928, Page 414, in said Official Records, being along the East line of said Lot 30 (called 0.691 acre) and along the East line of Lot 31 (called 0.471 acre) and along the East line of Lot 32 (called 0.370 acre) of said Heritage Hill Subdivision, Section Two, being along the East line of Lot 33 of Heritage Hill Subdivision, Section III, a map or plat recorded in Plat Cabinet File Slide Numbers 188A and 188B, in said Plat Records, being along a portion of the East line of Stoneybrook Resubdivision, a map or plat recorded in Plat Cabinet File Slide Numbers 295A and 295B, in said Plat Records for an East line hereof to the Southwest corner of said Sutherland Lumber-Southwest, Inc. tract called 6.778 acres, being the Northwest corner of the Reserve area (called 14,730 square feet), Block II of Stone Hill Center, a map or plat recorded in Plat Cabinet File Slide Number 338A, in said Plat Records, being on the East line of said Stoneybrook Resubdivision for an interior corner hereof;

THENCE in an Easterly direction, being along the South line of said Sutherland Lumber-Southwest, Inc. tract called 6.778 acres, being along a portion of a South line of the Faith Mission & Help Center, Inc. tract called 10.1307 acres, as recorded in Volume 1483, Page 65, in said Official Records, being along the North line of said Reserve area (called 14,730 square feet), Block II of said Stone Hill Center, being along the North line of Stone Hill Condominium tract called 0.535 acre, a map or plat recorded in Plat Cabinet File Slide Numbers 459B and 460A, in said Plat Records, being along the North lines of Lots 1 and 2, Block II of the Replat of Lot 6A of Stone Hill Center, a map or plat



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recorded in Plat Cabinet File Slide Number 602A, in said Plat Records for a North line hereof to the Northeast corner of said Lot 2, Block II of said Replat of Lot 6A of Stone Hill Center, being the Northwest corner of Reserve "A" (called 0.0823 acre), Block II of said Replat of Lot 6A of Stone Hill Center, being on a South line of said Faith Mission & Help Center, Inc. tract called 10.1307 acres for an exterior corner hereof;

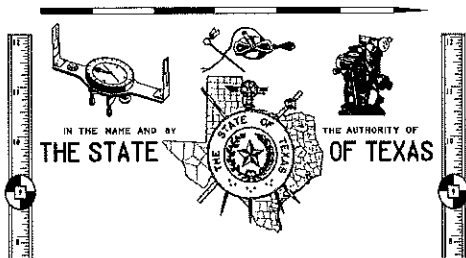
THENCE in a Southerly direction, being along the West line of said Reserve "A" (called 0.0823 acre), Block II of said Replat of Lot 6A of Stone Hill Center, being along a portion of the East line of said Lot 2, Block II of said Replat of Lot 6A of Stone Hill Center for an East line hereof to the Southwest corner of said Reserve "A" (called 0.0823 acre), Block II of said Replat of Lot 6A of Stone Hill Center, being the Northwest corner of Lot 3, Block II of said Replat of Lot 6A of Stone Hill Center, being on the East line of said Lot 2, Block II of said Replat of Lot 6A of Stone Hill Center for an interior corner hereof;

THENCE in an Easterly direction, being along South lines of said Reserve "A" (called 0.0823 acre), Block II of said Replat of Lot 6A of Stone Hill Center, being along the North line of said Lot 3, Block II, being along the North line of Lot 4, Block II of said Replat of Lot 6A of Stone Hill Center, and being along a North line of Lot 5, Block II of said Replat of Lot 6A of Stone Hill Center for North lines hereof to the Southeast corner of said Reserve "A" (called 0.0823 acre), Block II of said Replat of Lot 6A of Stone Hill Center, being an interior corner of said Lot 5, Block II for an interior corner hereof;

THENCE in an Northerly direction, being along the East line of said Reserve "A" (called 0.0823 acre), Block II, being along a West line of said Lot 5, Block II for a West line hereof to the Northeast corner of said Reserve "A" (called 0.0823 acre), Block II, being a Northwest corner of said Lot 5, Block II, being on a South line of said Faith Mission & Help Center, Inc. tract called 10.1307 acres for an exterior corner hereof;

THENCE in an Easterly direction, being along a portion of a South line of said Faith Mission & Help Center, Inc. tract called 10.1307 acres, being along a North line of said Lot 5, Block II, being along the North lines of Lots 6 and 7, Block II of said Replat of Lot 6A of Stone Hill Center, being along the North line of Lot 7 (called 0.770 acre), Block II of Stone Hill Center, a map or plat recorded in Plat Cabinet File Slide Number 360B, in said Plat Records for a North line hereof to a 3/8 inch iron rod found in concrete on a Northwest margin of Becker Drive, being the Southeast corner of said Faith Mission & Help Center, Inc. tract called 10.1307 acres, being the Northeast corner of said Lot 7 (called 0.770 acre), Block II of said Stone Hill Center for an exterior corner hereof;

THENCE in a Southwesterly direction, being along Northwest margins of said Becker Drive, being along Southeast lines of said Lot 7 (called 0.770 acre), Block II of said Stone Hill Center for Southeast lines hereof to a 5/8 inch iron rod found in concrete on a Northwest margin of said Becker Drive at its intersection with a Northeast margin of Stone Hill Drive for the South corner of said Lot 7 (called 0.770 acre), Block II of said Stone Hill Center, being an exterior corner hereof;



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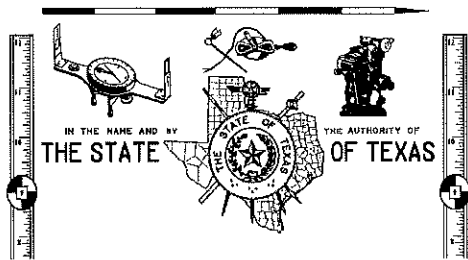
THENCE in a Northwesterly and Westerly direction, being along Northeast and North margins of said Stone Hill Drive, being along Southwest lines of said Lot 7 (called 0.770 acre), Block II of said Stone Hill Center, being along the South lines of said Lots 7, 6, 5 and 4, Block II of said Replat of Lot 6A of Stone Hill Center, being along a portion of the South line of said Lot 3, Block II of said Replat of Lot 6A of Stone Hill Center for Southwest and South lines hereof to an interior corner hereof, being on a North margin of said Stone Hill Drive at its intersection with the projection of the West line of Lot 4 (called 1.1263 acres), Block One of the Boundary Line Adjustment of Stone Hill Center, a map or plat recorded in Plat Cabinet File Slide Number 333A, in said Plat Records, being on a South line of said Lot 3, Block II of said Replat of Lot 6A of Stone Hill Center;

THENCE in a Southerly direction, crossing said Stone Hill Drive, being along the West line of said Lot 4 (called 1.1263 acres), Block One of said Boundary Line Adjustment of Stone Hill Center, being along the West line of Lot 3 (called 0.6667 acre), Block 1 of Stone Hill Center, a map or plat recorded in Plat Cabinet File Slide Number 258B, in said Plat Records, being along the East line of Lot 2B (called 0.348 acre), Block One and being along the East line of Lot 2A (called 0.561 acre), Block One of the Replat of Lot 2 of Stone Hill Center, a map or plat recorded in Plat Cabinet File Slide Number 340B, in said Plat Records for an East line hereof to the Southwest corner of said Lot 3 (called 0.6667 acre), Block 1 of said Stone Hill Center (258B), being the Southeast corner of said Lot 2A (called 0.561 acre), Block One of said Replat of Lot 2 of Stone Hill Center (340B), being on a North line of the Texas National Bank tract called 2.00 acres, as recorded in Volume 587, Page 223, in said Official Records for an exterior corner hereof;

THENCE in an Westerly direction, being along a portion of the North line of said Texas National Bank tract called 2.00 acres, being along the South line of said Lot 2A One (called 0.561 acre), Block of said Replat of Lot 2 of Stone Hill Center (340B), being along the South line of Lot 1 (called 0.500 acre), Block 1 of Stone Hill Center, a map or plat recorded in Plat Cabinet File Slide Number 238B, in said Plat Records for a South line hereof to the Southwest corner of said Lot 1 (called 0.500 acre), Block 1, of said Stone Hill Center (238B), being the Northwest corner of said Texas National Bank tract called 2.00 acres, being on the Northeast line of the BH Stone Hollow Partners, L.P. tract called 4.304 acres, as recorded in Volume 1033, Page 721, in said Official Records for an interior corner hereof;

THENCE in a Southeasterly direction, being along a portion of the Northeast line of said BH Stone Hollow Partners, L.P. tract called 4.304 acres, being along a portion of the Southwest line of said Texas National Bank tract called 2.00 acres for a Northeast line hereof to the East corner of said BH Stone Hollow Partners, L.P. tract called 4.304 acres, being the North corner of the Texas National Bank tract called 1.000 acre, as recorded in Volume 683, Page 705, in said Official Records, being on a Southwest line of said Texas National Bank tract called 2.00 acres for an exterior corner hereof;

THENCE in a Southwesterly direction, being along the Southeast line of said BH Stone Hollow Partners, L.P. tract called 4.304 acres, being along the Northwest line of said Texas National Bank tract called 1.000 acre, being along the Northwest line of the Outland Investments, LLC and Cheryl Horton tract called 1.500 acres, as recorded in Volume 1593, Page 437, in said Official Records, and



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crossing Stone Hollow Drive for a Southeast line hereof to an interior corner hereof, being on a Southwest margin of said Stone Hollow Drive at its intersection with the projection of the Northwest line of said Outland Investments, LLC and Cheryl Horton tract called 1.500 acres, being on a Northeast line of Lot Four (called 3.002 acres) of South Day, Inc., a map or plat recorded in Plat Cabinet File Slide Number 316A, in said Plat Records;

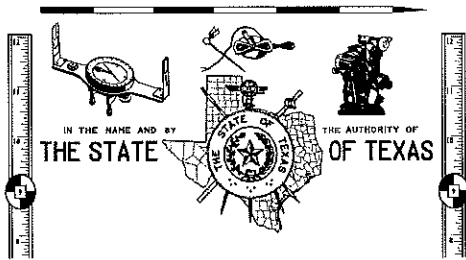
THENCE in a Southeasterly direction, being along Southwest margins of said Stone Hollow Drive, being along Northeast lines of said Lot Four (called 3.002 acres) of said South Day, Inc. for Northeast lines hereof to an exterior corner of said Lot Four (called 3.002 acres) of said South Day, Inc., being on a Southwest margin of said Stone Hollow Drive at its intersection with a Northwest margin of E. Airline Drive for an exterior corner hereof;

THENCE in a Southerly and Southwesterly direction, being along West and Northwest margins of said E. Airline Drive, being along East and Southeast lines of said Lot Four (called 3.002 acres) of said South Day, Inc. for East and Southeast lines hereof to a 1/2 inch iron rod found for the South corner of said Lot Four (called 3.002 acres) of said South Day, Inc., being the East corner of Lot 16 of South Park Subdivision, Section 2, a map or plat recorded in Plat Cabinet File Slide Number 92A, in said Plat Records, being on a Northwest margin of said E. Airline Drive, being an interior corner hereof;

THENCE in a Southeasterly direction, crossing said E. Airline Drive, being along the Northeast line of Lot 7 of South Park Subdivision, Section Three, a map or plat recorded in Plat Cabinet File Slide Number 203A, in said Plat Records, being along a portion of a Southwest line of the Dilbag Singh Dhillon tract called 5.0232 acres, as recorded in Volume 1235, Page 597, in said Official Records for a Northeast line hereof, passing a 1/2 inch iron rod found for the North corner of said Lot 7 of said South Park Subdivision, Section Three, being the West corner of said Dilbag Singh Dhillon tract called 5.0232 acres, and continuing in a Southeasterly direction to a Southeast corner of said Lot 7 of said South Park Subdivision, Section Three, being a Northeast corner of The City of Brenham, Texas tract called 2,152.6 square feet, as recorded in Volume 302, Page 421, in said Official Records, being on a Southwest line of said Dilbag Singh Dhillon tract called 5.0232 acres for an exterior corner hereof;

THENCE in a Westerly and Southerly direction, being along North and West lines of said The City of Brenham, Texas tract called 2,152.6 square feet, being along South and East lines of said Lot 7 of said South Park Subdivision, Section Three for South and East lines hereof to a 1/2 inch iron rod found on a North line of Lot 2 (called 1.112 acres) of Detering Subdivision, a map or plat recorded in Plat Cabinet File Slide Number 612A, in said Plat Records, being a Southeast corner of said Lot 7 of said South Park Subdivision, Section Three, being the Southwest corner of said The City of Brenham, Texas tract called 2,152.6 square feet for an exterior corner hereof;

THENCE in a Westerly direction, being along a portion of the North line of said Lot 2 (called 1.112 acres) and along the North line of Lot 1 (called 2.116 acres) of said Detering Subdivision, being along the South line of said Lot 7 of said South Park Subdivision, Section Three, being along the South



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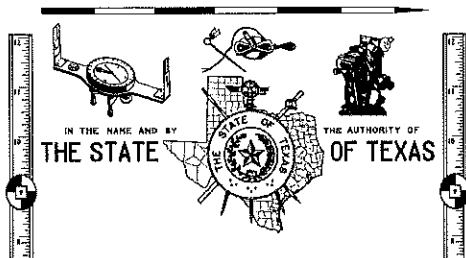
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lines of Lots 6, 5, 4, 3, 2 and 1 of said South Park Subdivision, Section Three, being along the South line of Lot 1, Block A of South Park Subdivision, Section I, a map or plat recorded in Plat Cabinet File Slide Numbers 49A, 49B and 50A, in said Plat Records, crossing Progress Drive, being along North lines of the BAT Tab Operating, LP tract called 2.193 acres, as recorded in Volume 1360, Page 786, in said Official Records, being along a portion of a North line of the Tegeler Center, LP tract called 1.912 acres, as recorded in Volume 1328, Page 523, in said Official Records and described in Volume 647, Page 796, in said Official Records, being along the South lines of Lots 17, 16, 15, 14, 13 and 12, Block A of said South Park Subdivision, Section I for South lines hereof to an exterior corner of said Lot 12, Block A of said South Park Subdivision, Section I, being the Southeast corner of the G&J PRO101, LLC. tract called 3.515 acres, as recorded in Volume 1587, Page 188, in said Official Records, being on a North line of said Tegeler Center, LP tract called 1.912 acres for an exterior corner hereof;

THENCE in a Northwesterly direction, being along the Northeast line of said G&J PRO101, LLC. tract called 3.515 acres, being along the Southwest line of said Lot 12, Block A of said South Park Subdivision, Section I, being along the Southwest lines of Lots 11, 10, 9, 8, 7, 6, 5, 4 and 3, Block A of said South Park Subdivision, Section I for a Southwest line hereof to the Northeast corner of said G&J PRO101, LLC. tract called 3.515 acres, being the West corner of said Lot 3, Block A of said South Park Subdivision, Section I, being the Southeast corner of Lot 2, Block A of said South Park Subdivision, Section I for an interior corner hereof;

THENCE in a Westerly direction, being along the North line of said G&J PRO101, LLC. tract called 3.515 acres, in part, being along the South line of said Lot 2, Block A of said South Park Subdivision, Section I for a South line hereof to the Southwest corner of said Lot 2, Block A of said South Park Subdivision, Section I, being an interior corner of an East right of way line of S. Day Street (State Highway No. 36 - Business) for a Southwest corner hereof;

THENCE in a Northerly direction, being along an East right of way line of said S. Day Street (State Highway No. 36 - Business), being along the West line of said Lot 2, Block A of said South Park Subdivision, Section I, being along the West line of Lot 1, Block A of said South Park Subdivision, Section I, crossing Hillcrest Street with an East right of way line of said S. Day Street (State Highway No. 36 - Business), being along the West line of the Protestant Episcopal Church Council of the Diocese of Texas tract called 0.5387 acre, as recorded in Volume 1153, Page 414, in said Official Records, being along the West line of the Bayard Investment Properties, Ltd. tract called 0.31 acre, as recorded in Volume 1236, Page 68, in said Official Records, being along the West line of the Charles W. Rauch, et ux tract called 0.155 acre (Second Tract), as recorded in Volume 693, Page 213, in said Official Records, being along the West line of the Charles W. Rauch, et ux tract called 0.344 acre (First Tract), as recorded in Volume 693, Page 213, in said Official Records, being along a portion of the West line of the Gary Lange, et ux tract called 0.387 acre, as recorded in Volume 707, Page 329, in said Official Records for a West line hereof to an interior corner hereof, being on an East right of way line of said S. Day Street (State Highway No. 36 - Business) at its intersection with the projection of the South line of Lot 2, Block 13 of Fourth Atlow Addition, a map or plat recorded in



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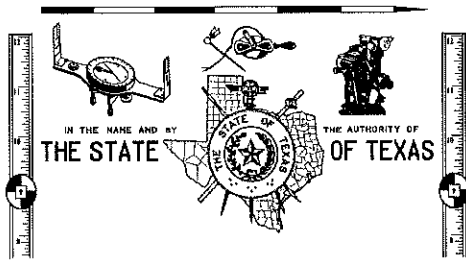
Plat Cabinet File Slide Numbers 50B and 51A, in said Plat Records, being on a West line of said Lange tract called 0.387 acre;

THENCE in a Westerly direction, crossing said S. Day Street (State Highway No. 36 - Business), being along the North line of the (Scott & White Hospital - Brenham) C. W. and Caroline Bohne Memorial Hospital, Inc. residue of original tract called 16.168 acres, as recorded in Volume 332, Page 211, in said Deed Records, being along the South line of said Lot 2, Block 13 of said Fourth Atlow Addition, being along the South lines of Lots 3, 4, 5, 6, 7, 8 and 9, Block 13 of said Fourth Atlow Addition, being along the South line of the Debra Dorow Eckert, et vir tract, as recorded in Volume 1578, Page 755, in said Official Records, being along the South line of the Michael Jason Minar, et ux tract called 0.770 acre, as recorded in Volume 1447, Page 271, in said Official Records, being along the South lines of Lots 19 and 20, Block 13 of Fifth Atlow Addition, a map or plat recorded in Plat Cabinet File Slide Numbers 56B and 57A, in said Plat Records, being along the South lines of Lots 21, 22 and 23, Block 13 of Sixth Atlow Addition, a map or plat recorded in Plat Cabinet File Slide Number 61A, in said Plat Records, being along the North line of the PFL Properties, L.P. tract called 0.325 acre, as recorded in Volume 1466, Page 519, in said Official Records for a South line hereof to the Southwest corner of said Lot 23, Block 13 of said Sixth Atlow Addition, being the Southeast corner of Lot 24 of said Sixth Atlow Addition, being the Northeast corner of the William S. Houston, Jr., et ux residue of original tract called 0.045 acre, as recorded in Volume 266, Page 235, in said Deed Records, being the Northwest corner of said PFL Properties, L.P. tract called 0.325 acre for an interior corner hereof;

THENCE in a Southerly direction, being along a portion of the West line of said PFL Properties, L.P. tract called 0.325 acre, being along the East line of said Houston residue of original tract called 0.045 acre for an East line hereof to the Northeast corner of the PFL Properties, L.P. tract called 236 square feet, as recorded in Volume 1490, Page 524, in said Official Records, being the Southeast corner of said Houston residue of original tract called 0.045 acre, being on the West line of said PFL Properties, L.P. tract called 0.325 acre for an exterior corner hereof;

THENCE in a Westerly direction, being along the North line of said PFL Properties, L.P. tract called 236 square feet, being along the South line of said Houston residue of original tract called 0.045 acre for a South line hereof to the Northwest corner of said PFL Properties, L.P. tract called 236 square feet, being the Southwest corner of said Houston residue of original tract called 0.045 acre, being on the Northeast line of the PFL Properties L.P. tract called 4.00 acres (Tract Five), as conveyed in Volume 839, Page 470, in said Official Records and described in Volume 252, Page 532, in said Deed Records for an exterior corner hereof;

THENCE in a Northwesterly direction being along a portion of the Northeast line of said PFL Properties L.P. tract called 4.00 acres, being along the Southwest line of said Houston residue of original tract called 0.045 acre for a Southwest line hereof to the North corner of said PFL Properties L.P. tract called 4.00 acres, being the West corner of said Houston residue of original tract called 0.045 acre, being on the Southeast line of the Graham Memorial Corporation residue of original tract called 1.0 acre, as recorded in Volume 253, Page 422, in said Deed Records for a West corner hereof;



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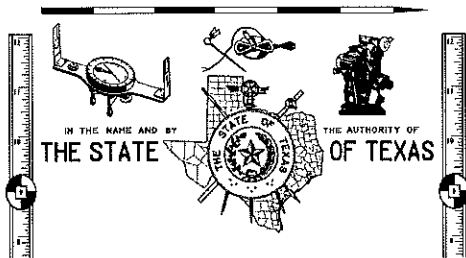
THENCE in a Northeasterly direction, being along a portion of the Southeast line of said Graham Memorial Corporation residue of original tract called 1.0 acre, being along the Northwest line of said Houston residue of original tract called 0.045 acre for a Northwest line hereof to the East or Northeast corner of said Graham Memorial Corporation residue of original tract called 1.0 acre, being the Northwest corner of said Houston residue of original tract called 0.045 acre, being on the South line of said Lot 24, Block 13 of said Sixth Atlow Addition for an interior corner hereof;

THENCE in a Westerly direction, being along a portion of the South line of said Lot 24, Block 13 of said Sixth Atlow Addition, being along the South lines of Lots 25, 26 and 27, Block 13 of Seventh Atlow Addition, a map or plat recorded in Plat Cabinet File Slide Numbers 62B and 63A, in said Plat Records, being along the North line of said Graham Memorial Corporation residue of original tract called 1.0 acre for a South line hereof to the Northeast corner of the Carl E. Chaney, et ux tract called 0.036 acre (Tract Two), as recorded in Volume 1140, Page 573, in said Official Records, being the Southwest corner of said Lot 27, Block 13 of said Seventh Atlow Addition, being an exterior corner of Lot 28, Block 13 of said Seventh Atlow Addition, being an exterior corner of said Graham Memorial Corporation residue of original tract called 1.0 acre for an interior corner hereof;

THENCE in a Southwesterly direction, being along the Southeast line of said Chaney tract called 0.036 acre, being along the Northwest line of said Graham Memorial Corporation residue of original tract called 1.0 acre for a Southeast line hereof to the South corner of said Chaney tract called 0.036 acre, being the West corner of said Graham Memorial Corporation residue of original tract called 1.0 acre, being on a Northeast right of way line of U.S. Highway No. 290 W. for a South corner hereof;

THENCE in a Northwesterly direction, being along a Northeast right of way line of said U.S. Highway No. 290 W., being along the Southwest line of said Chaney tract called 0.036 acre, being along the Southwest line of said Lot 28, Block 13 of said Seventh Atlow Addition, being along the Southwest lines of Lots 29, 30, 31, 32, 33 and 34, Block 13 of said Seventh Atlow Addition, crossing Kirk Drive with a Northeast right of way line of said U.S. Highway No. 290 W., being along the Southwest lines of Lots 1 and 2, Block 19 of said Seventh Atlow Addition for a Southwest line hereof to an exterior corner of said Lot 2, Block 19 of said Seventh Atlow Addition, being on a Northeast right of way line of said U.S. Highway No. 290 W. at its intersection with an East margin of said S. Lubbock Street for an exterior corner hereof;

THENCE in a Northerly direction, being along an East margin of said S. Lubbock Street, being along the West line of said Lot 2, Block 19 of said Seventh Atlow Addition, being along the West lines of Lots 3, 4, 5 and 6, and along a portion of the West line of Lot 7, Block 19 of said Seventh Atlow Addition for a West line hereof to an interior corner hereof, being on an East margin of said S. Lubbock Street at its intersection with the projection of the South line of Raintree Townhomes Subdivision, Section I, a map or plat recorded in Plat Cabinet File Slide Numbers 205A through 207A, in said Plat Records, being on the West line of said Lot 7, Block 19 of said Seventh Atlow Addition;



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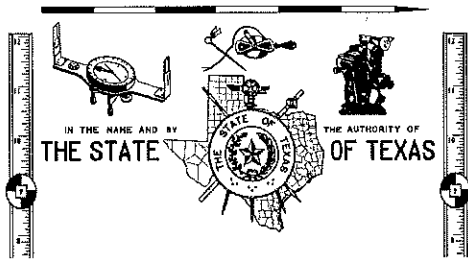
THENCE in a Westerly and Northwesterly direction, crossing said S. Lubbock Street, being along North and Northeast lines of the PFL Properties L.P. tract called 1.596 acres (Tract Four), as recorded in Volume 839, Page 470, in said Official Records and described in Volume 715, Page 896, in said Official Records, being along South and Southwest lines of said Raintree Townhomes Subdivision, Section I for South and Southwest lines hereof to an interior corner of said PFL Properties L.P. tract called 1.596 acres, being an exterior corner of said Raintree Townhomes Subdivision, Section I for an exterior corner hereof;

THENCE in a Northerly direction, being along an East line of said PFL Properties L.P. tract called 1.596 acres, being along the West line of said Raintree Townhomes Subdivision, Section I, being along the East line of the PFL Properties L.P. tract called 1.493 acres (Tract Two), as recorded in Volume 839, Page 470, in said Official Records and described in Volume 824, Page 86, in said Official Records, being along the West line of the City of Brenham, Texas tract called 0.556 acre, as recorded in Volume 219, Page 253, in said Deed Records for a West line hereof to the Northeast corner of said PFL Properties L.P. tract called 1.493 acres, being the Northwest corner of said City of Brenham tract called 0.556 acre, being on the South line of Lot 8 of Lakeview Subdivision, Section I, a map or plat recorded in Plat Cabinet File Slide Numbers 121B, 122A and 122B, in said Plat Records for an interior corner hereof;

THENCE in a Westerly direction, being along a portion of the South line of said Lot 8 of said Lakeview Subdivision, Section I, being along the South lines of Lots 4, 5 and 6 of Lakeview Subdivision, Section 2, a map or plat recorded in Plat Cabinet File Slide Numbers 140B, 141A and 141B, in said Plat Records, being along the North line of said PFL Properties L.P. tract called 1.493 acres for a South line hereof to the Northwest corner of said PFL Properties L.P. tract called 1.493 acres, being an exterior corner of said Lot 6 of said Lakeview Subdivision, Section 2, being on a Northeast right of way line of said U.S. Highway No. 290 W. for an exterior corner hereof;

THENCE in a Northwesterly direction, being along a Northeast right of way line of said U.S. Highway No. 290 W., being along a Southwest line of said Lot 6 of said Lakeview Subdivision, Section 2 for a Southwest line hereof to an exterior corner of said Lot 6 of said Lakeview Subdivision, Section 2, being on a Northeast right of way line of said U.S. Highway No. 290 W. at its intersection with an East right of way line of said Burlington Northern & Santa Fe Railroad (BNSF) for an exterior corner hereof;

THENCE in a Northerly direction, being along East right of way lines of said BNSF Railroad, being along the West line of said Lot 6, of said Lakeview Subdivision, Section 2, being along the West lines of Lots 7, 8, 9, 10 and 11 of said Lakeview Subdivision, Section 2, being along the West line of Lot 15 of said Lakeview Subdivision, Section I, being along West lines of the Lakeview Owners Association tract called 2.47 acres, as recorded in Volume 323, Page 298, in said Deed Records, being along a portion of the West line of the Richard J. Dominguez, et ux tract called 0.762 acre (Tract 2), as recorded in Volume 1427, Page 620, in said Official Records for West lines hereof to an interior corner hereof, being on an East right of way line of said BNSF Railroad at its intersection with the projection of the Northeast line of Lot 4 (called 3.280 acres) of the Division of the Louis Kieke Estate



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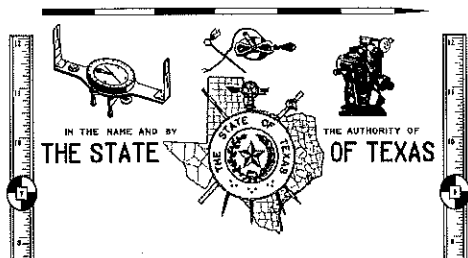
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Land, a map or plat recorded in Plat Cabinet File Slide Number 341A, in said Plat Records, being on the West line of said Dominguez tract called 0.762 acre;

THENCE in a Northwesterly direction, crossing said BNSF Railroad right of way, being along the Northeast line of said Lot 4 (called 3.280 acres) of said Division of the Louis Kiecke Estate Land, being along the Southwest line of Lot One (called 1.000 acre) of the Boundary Line Adjustment of Louis Kiecke Estate, a map or plat recorded in Plat Cabinet File Slide Number 317B, in said Plat Records, and crossing Prairie Lea Street (F.M. Highway 389) for a Southwest line hereof, passing a 5/8 inch iron rod found on a West right of way line of said BNSF Railroad for the East corner of said Lot 4 (called 3.280 acres) of said Division of the Louis Kiecke Estate Land, being the South corner of said Lot One (called 1.000 acre) of said Boundary Line Adjustment of Louis Kiecke Estate, and continuing in a Northwesterly direction, passing a 1/2 inch iron rod found on a Southeast right of way line of said Prairie Lea Street (F.M. Highway 389) for the North corner of said Lot 4 (called 3.280 acres) of said Division of the Louis Kiecke Estate Land, being the West corner of said Lot One (called 1.000 acre) of said Boundary Line Adjustment of Louis Kiecke Estate, and continuing in a Northwesterly direction, crossing said Prairie Lea Street (F.M. Highway 389) to an interior corner hereof, being on a Northwest right of way line of said Prairie Lea Street (F.M. Highway 389) at its intersection with the projection of the Northeast line of said Lot 4 (called 3.280 acres) of said Division of the Louis Kiecke Estate Land, being on the Southeast line of Lot 5 of Louanna Estates Subdivision, Section Two, a map or plat recorded in Plat Cabinet File Slide Numbers 199A and 199B, in said Plat Records;

THENCE in a Southwesterly direction, being along Northwest right of way lines of said Prairie Lea Street (F.M. Highway 389), being along a portion of the Southeast line of said Lot 5 of said Louanna Estates Subdivision, Section Two, being along the Southeast line of Lot 26 of Louanna Estates Subdivision, Section I, a map or plat recorded in Plat Cabinet File Numbers 145B, 146A and 146B, in said Plat Records, crossing Blake Drive with a Northwest right of way line of said Prairie Lea Street (F.M. Highway 389), being along the Southeast lines of Lots 27, 28, 29, 30, 31 and 32 of said Louanna Estates Subdivision, Section I for Southeast lines hereof to the South corner of said Lot 32 of said Louanna Estates Subdivision, Section I, being on a Northwest right of way line of said Prairie Lea Street (F.M. Highway 389) at its intersection with a Northeast margin of Farewell Street for a South corner hereof;

THENCE in a Northwesterly and Northerly direction, being along Northeast and East margins of said Farewell Street, being along the Southwest line of said Lot 32 of said Louanna Estates Subdivision, Section I, being along the West line of Lot 33 of said Louanna Estates Subdivision, Section I, crossing Kori Lane with an East margin of said Farewell Street, being along the West lines of Lots 1, 2, 3, 4, 5, 6 and 7 of said Louanna Estates Subdivision, Section I for Southwest and West lines hereof to the Northwest corner of said Lot 7 of said Louanna Estates Subdivision, Section I, being the West corner of Lot 8 of said Louanna Estates Subdivision, Section I, being on an East margin of said Farewell Street for an interior corner hereof;



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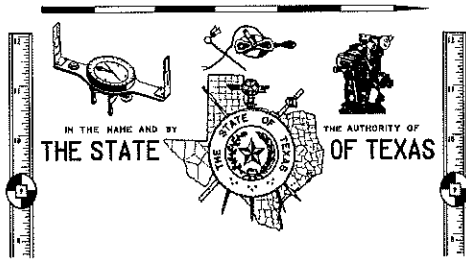
THENCE in a Northwesterly direction, crossing said Farewell Street for a Southwest line hereof to an exterior corner of the Blinn College and Brenham Cemetery Association, Inc. tract called 1.532 acres (Tract No. 2 - Exhibit "A"), as recorded in Volume 878, Page 139, in said Official Records, being an exterior corner of the Darryl W. Heine tract called 11.898 acres, as recorded in Volume 1126, Page 598, in said Official Records, being on a West margin of said Farewell Street for an interior corner hereof;

THENCE in a Westerly and Southwesterly direction, being along North and Northwest lines of said Heine tract called 11.898 acres, being along the South line of said Blinn College and Brenham Cemetery Association, Inc. tract called 1.532 acres, being along South and Southeast lines of the Blinn College and Brenham Cemetery, Inc. tract called 27.806 acres (Tract No. 1 - Exhibit "A"), as recorded in Volume 878, Page 139, in said Official Records for South and Southeast lines hereof to a 5/8 inch iron rod found with Id. cap (RPLS 1732) at a fence corner on a Northeast right of way line of said U.S. Highway No. 290 W. for the West corner of said Heine tract called 11.898 acres, being the South corner of said Blinn College and Brenham Cemetery Association, Inc. tract called 27.806 acres, being a South corner hereof;

THENCE in a Northwesterly direction, being along a Northeast right of way line of said U.S. Highway No. 290 W., being along a Southwest line of said Blinn College and Brenham Cemetery Association, Inc. tract called 27.806 acres for a Southwest line hereof to a 3/8 inch iron rod found with Id. cap (RPLS 2835) on a Northeast right of way line of said U.S. Highway No. 290 W. for a West corner of said Blinn College and Brenham Cemetery Association, Inc. tract called 27.806 acres, being the South corner of the Black Mesa, LLC tract called 4.474 acres, as recorded in Volume 904, Page 57, in said Official Records, being a West corner hereof;

THENCE in a Northeasterly direction, being along a Northwest line of said Blinn College and Brenham Cemetery Association, Inc. tract called 27.806 acres, being along the Southeast line of said Black Mesa, LLC tract called 4.474 acres for a Northwest line hereof to an interior corner of said Blinn College and Brenham Cemetery Association, Inc. tract called 27.806 acres, being the East corner of said Black Mesa, LLC tract called 4.474 acres for an interior corner hereof;

THENCE in a Northwesterly direction, being along Southwest lines of said Blinn College and Brenham Cemetery Association, Inc. tract called 27.806 acres, being along the Northeast line of said Black Mesa, LLC tract called 4.474 acres, being along the Northeast line of the Black Mesa, LLC tract called 1.240 acres, as recorded in Volume 967, Page 292, in said Official Records, being along the Northeast line of the Carrier Edmonds Real Estate Holding, LLC tract called 4.452 acres, as recorded in Volume 1347, Page 597, in said Official Records, being along the Northeast line of Lot 3 of Appel Business Park Subdivision, Section II, as recorded in Plat Cabinet File Slide Number 440B, in said Plat Records for Southwest lines hereof to the Northwest corner of said Blinn College and Brenham Cemetery Association, Inc. tract called 27.806 acres, being the North corner of said Lot 3 of said Appel Business Park Subdivision, Section II, being on a South line of the Washington County, Texas tract called 2.966 acres, as recorded in Volume 255, Page 173, in said Deed Records for an exterior corner hereof;



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THENCE in an Easterly direction, being along a portion of a South line of said Washington County, Texas tract called 2.966 acres, being along a portion of a North line of said Blinn College and Brenham Cemetery Association, Inc. tract called 27.806 acres for a North line hereof to an interior corner hereof, being on a South line of said Washington County, Texas tract called 2.966 acres at its intersection with the projection of the Southeast line of the Gregory E. Appel and John J. Appel Rental Partnership residue of original tract called 45.885 acres, as recorded in Volume 1238, Page 28, in said Official Records, being on a North line of said Blinn College and Brenham Cemetery Association, Inc. tract called 27.806 acres;

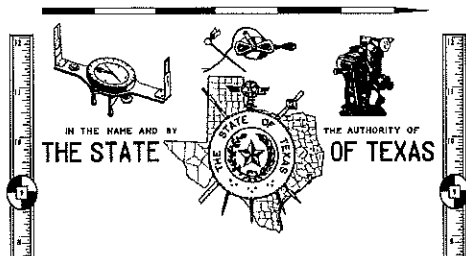
THENCE in a Northerly direction, crossing said Washington County, Texas tract called 2.966 acres, being along East lines of said Appel Rental Partnership residue of original tract called 45.885 acres, being along West lines of Lot 1 (called 43.387 acres), Block 1 of Blinn College Saeger Street Subdivision, a map or plat recorded in Plat Cabinet File Slide Numbers 451B and 452A, in said Plat Records for West lines hereof to a South corner of The Junior College District of Washington County, Texas tract called 7.200 acres, as recorded in Volume 1345, Page 663, in said Official Records, being an exterior corner of said Appel Rental Partnership residue of original tract called 45.885 acres, being on a West line of said Lot 1 (called 43.387 acres), Block 1 of said Blinn College Saeger Street Subdivision for an interior corner hereof;

THENCE in a Northerly direction, being along a West line of said The Junior College District of Washington County, Texas tract called 7.200 acres, being along an East line of said Appel Rental Partnership residue of original tract called 45.885 acres for a West line hereof to a Northeast corner of said Appel Rental Partnership residue of original tract called 45.885 acres, being an exterior corner of said The Junior College District of Washington County, Texas tract called 7.200 acres, being on a South right of way line of a turnabout at the intersection of Timber Oaks Drive and Oak Tree Crossing Drive for an interior corner hereof;

THENCE in a Westerly direction, being along a South right of way line of said turnabout, being along a North line of said Appel Rental Partnership residue of original tract called 45.885 acres for a South line hereof to an interior corner hereof, being on a South right of way line of said turnabout for a Northwest corner of said Appel Rental Partnership residue of original tract called 45.885 acres, being a Northeast corner of Lot 1, Block 1 of Timber Oaks Subdivision, Section III, a map or plat recorded in Plat Cabinet File Slide Numbers 648A and 648B, in said Plat Records;

THENCE in a Southerly direction, being along a West line of said Appel Rental Partnership residue of original tract called 45.885 acres, being along the East line of said Lot 1, Block 1 of said Timber Oaks Subdivision, Section III for an East line hereof to an interior corner of said Appel Rental Partnership residue of original tract called 45.885 acres, being the Southeast corner of said Lot 1, Block 1 of said Timber Oaks Subdivision, Section III for a Southeast corner hereof;

THENCE in a Westerly direction, being along the South line of said Lot 1, Block 1 of said Timber Oaks Subdivision, Section III, being along the South lines of Lots 2, 3, 4, 5, 6, 7 and 8, Block 1 of said Timber Oaks Subdivision, Section III, being along a North line of said Appel Rental Partnership



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residue of original tract called 45.885 acres for a South line hereof to the Southwest corner of said Lot 8, Block 1 of said Timber Oaks Subdivision, Section III, being an interior corner of said Appel Rental Partnership residue of original tract called 45.885 acres for a Southwest corner hereof;

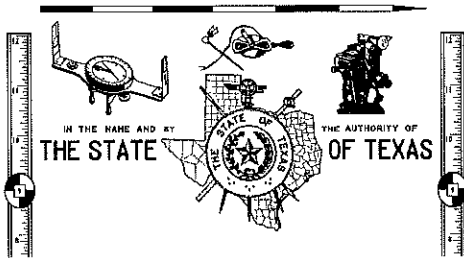
THENCE in a Northerly direction, being along the West line of said Lot 8, Block 1 of said Timber Oaks Subdivision, Section III, being along an East line of said Appel Rental Partnership residue of original tract called 45.885 acres for a West line hereof to the Northwest corner of said Lot 8, Block 1 of said Timber Oaks Subdivision, Section III, being a Northeast corner of said Appel Rental Partnership residue of original tract called 45.885 acres, being on a South right of way line of said Timber Oaks Drive for an interior corner hereof;

THENCE in a Westerly direction, being along a South right of way line of said Timber Oaks Drive, being along a North line of said Appel Rental Partnership residue of original tract called 45.885 acres for a South line hereof to an interior corner of said Appel Rental Partnership residue of original tract called 45.885 acres, being on a South right of way line of said Timber Oaks Drive at its intersection with the West right of way line of Oak Crest Lane for an exterior corner hereof;

THENCE in a Northerly direction, being along a portion of the West right of way line of said Oak Crest Lane, being along an East line of said Appel Rental Partnership residue of original tract called 45.885 acres for a West line hereof to the Southeast corner of Lot 16, Block 2 of said Timber Oaks Subdivision, Section III, being a Northeast corner of said Appel Rental Partnership residue of original tract called 45.885 acres, being on a West right of way line of said Oak Crest Lane for an interior corner hereof;

THENCE in a Westerly direction, being along the South line of said Lot 16, Block 2 of said Timber Oaks Subdivision, Section III, being along the South lines of Lots 15 and 14, Block 2 of said Timber Oaks Subdivision, Section III, being along a North line of said Appel Rental Partnership residue of original tract called 45.885 acres for a South line hereof to the Southwest corner of said Lot 14, Block 2 of said Timber Oaks Subdivision, Section III, being a Northwest corner of said Appel Rental Partnership residue of original tract called 45.885 acres, being on the East line of the Floresville Land Enterprises, Inc. tract called 2.10 acres, as recorded in Volume 1512, Page 308, in said Official Records for a Southwest corner hereof;

THENCE in a Northerly direction, being along the West line of said Lot 14, Block 2 of said Timber Oaks Subdivision, Section III, being along the West lines of Lots 13 and 12, Block 2 of said Timber Oaks Subdivision, Section III, being along a portion of the East line of said Floresville Land Enterprises, Inc. tract called 2.10 acres, being along an East line of the Paul F. LaRoche, III, Trustee tract called 3.969 acres (Tract Two), as recorded in Volume 1615, Page 917, in said Official Records for a West line hereof to the Northwest corner of said Lot 12, Block 2 of said Timber Oaks Subdivision, Section III, being a Northeast corner of said LaRoche tract called 3.969 acres, being on the South line of the Billy Ray Winkelmann residue of original tract called 4.8530 acres, as conveyed in Volume 957, Page 531, in said Official Records and described in Volume 378, Page 903, in said Deed Records for an interior corner hereof;



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THENCE in a Westerly direction, being along a portion of the South line of said Winkelmann residue of original tract called 4.8530 acres, being along a North line of said LaRoche tract called 3.969 acres for a South line hereof to the Southwest corner of said Winkelmann residue of original tract called 4.8530 acres, being an interior corner of said LaRoche tract called 3.969 acres for an exterior corner hereof;

THENCE in a Northerly direction, being along a West line of said Winkelmann residue of original tract called 4.8530 acres, being along the West line of the Patricia B. Ray tract called 1.055 acres, as recorded in Volume 1026, Page 74, in said Official Records, being along an East line of said LaRoche tract called 3.969 acres, being along the East line of the L.W. Tegeler, Trustee tract called 5.932 acres, as recorded in Volume 912, Page 56, in said Official Records, crossing said Old Mill Creek Road for a West line hereof to an interior corner hereof, being on a North margin of said Old Mill Creek Road at its intersection with the projection of the West line of said Ray tract called 1.055 acres, being on a South line of Lot 4 (called 0.381 acre) of said Old Mill Creek Subdivision, Section 1, as recorded in Plat Cabinet File Slide Numbers 646A and 646B, in said Plat Records;

THENCE in a Westerly direction, being along North margins of said Old Mill Creek Road, being along South lines of said Lot 4 (called 0.381 acre) of said Old Mill Creek Subdivision, Section 1, being along the South line of Reserve "A" (called 0.006 acre), Lot 3 (called 0.161 acre) and said Lot 1 (called 0.507 acre) of said Old Mill Creek Subdivision, Section 1 for South lines hereof to the PLACE OF BEGINNING and containing approximately 1,019 acres of land, more or less. Leaving an approximate net acreage of 2,195 acres, more or less.

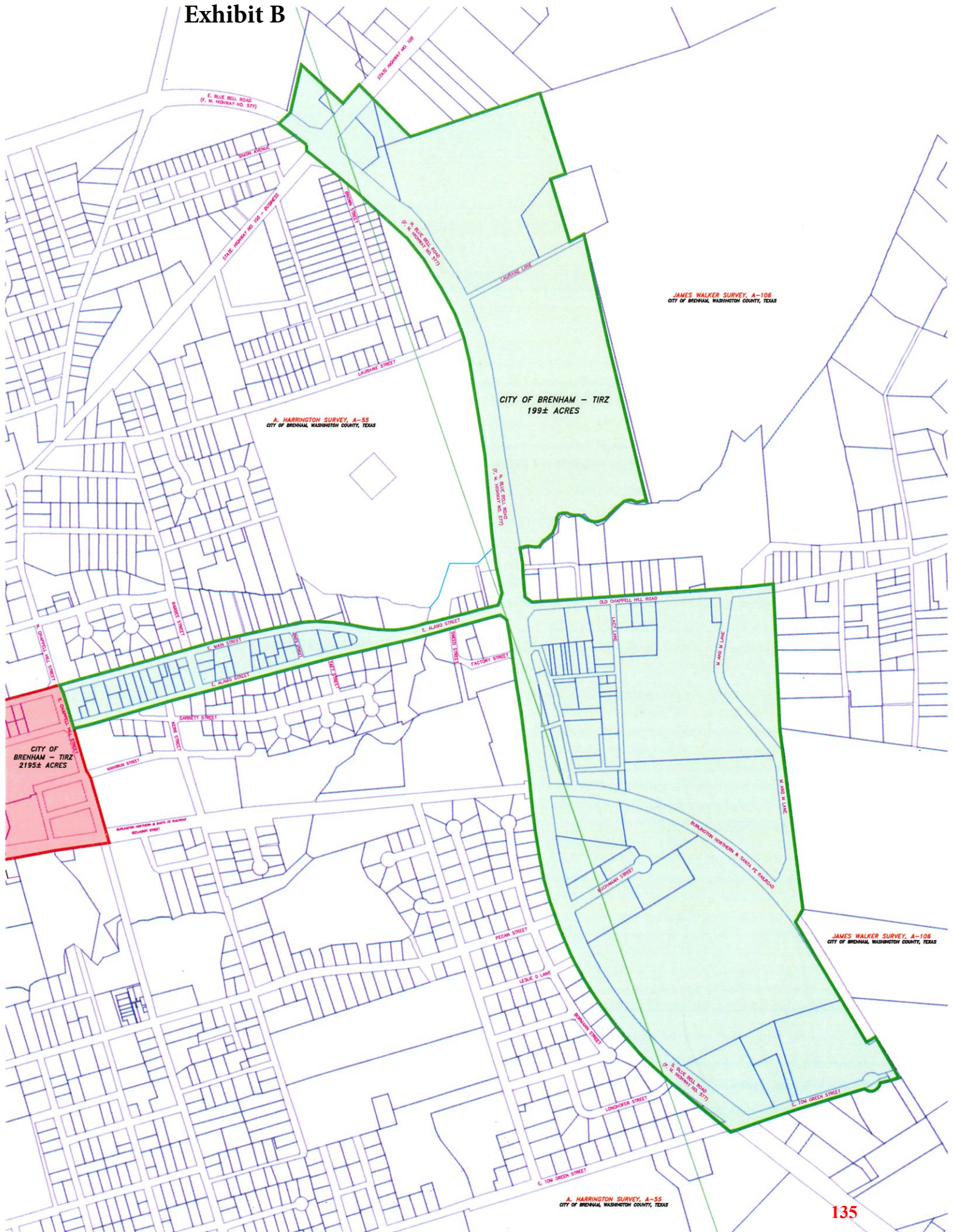
This document was prepared under 22 TAC §663.21, does not reflect the results of an on the ground survey, and is not to be used to convey or establish interests in real property except those rights and interests implied or established by the creation or reconfiguration of the boundary of the political subdivision for which it was prepared. Acreages stated herein are approximate.

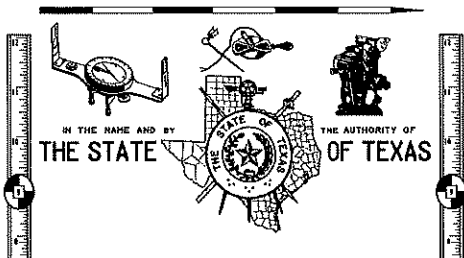
Dated this the 7th day of February, 2019, A. D.

Jon E. Hodde
Registered Professional
Land Surveyor No. 5197



Exhibit B





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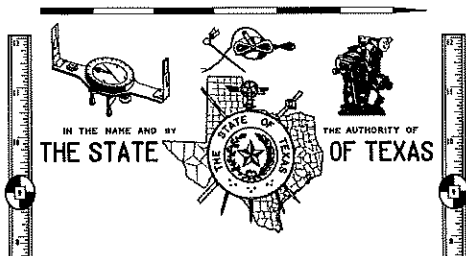
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City of Brenham – 2019 TIRZ EXPANSION Description

All that certain tract or parcel of land, lying and being situated in the City of Brenham, Washington County, Texas, part of the A. Harrington Survey, A-55 and the James Walker Survey, A-106, and being described as follows:

BEGINNING at a found "X" cut in concrete on an East margin of N. Chappell Hill Street at its intersection with a North margin of E. Main Street for the Southwest corner of Lot 1 (called 1.109 acres), Block 1 of Main Street Plaza Subdivision, a map or plat being of record in Plat Cabinet File Slide Number 655B, in the Plat Records of Washington County, Texas, being a Northeast corner of the City of Brenham - 2019 TIRZ tract called approximately 2195± acres, dated February 7, 2019, being the most Western Northwest corner hereof;

THENCE in an Easterly direction, being along North margins of said E. Main Street, being along the South line of said Lot 1, Block 1 of Main Street Plaza Subdivision, being along the South line of the Main Street Baptist Church tract called 60 feet by 120 feet, as recorded in Volume 86, Page 473, in the Deed Records of Washington County, Texas, being along the South line of the Main Street Baptist Church residue of original tract called 120 feet by 126 feet, as recorded in Volume 213, Page 223, in said Deed Records, being along the South line of the Tommie Wellmann tract called 8,189 square feet, as recorded in Volume 1293, Page 643, in the Official Records of Washington County, Texas, being along the South line of the Veronica Picaso tract called 0.153 acre, as recorded in Volume 1368, Page 14, in said Official Records, being along the South line of the Tommie Wellmann tract called 7,829 square feet, as recorded in Volume 1284, Page 718, in said Official Records, being along the South line of Raechelle Shaenette Burks tract, as conveyed in Volume 1655, Page 12, in said Official Records and described as 0.196 acres in Volume 290, Page 130, in said Deed Records, being along the South line of the Rufus Smith, Jr. tract called 0.0100 acre, as recorded in Volume 518, Page 347, in said Official Records, being along the South line of Rufus Smith, Jr. tract called 60 feet by 90 feet (Lot 17), as recorded in Volume 380, Page 324, in said Deed Records, being along the South line of MC Property Holdings, LLC tract called 0.12 acre (Lot 16), as conveyed in Volume 1675, Page 253, in said Official Records and described as 5,400 square feet in Volume 145, Page 177, in said Deed Records, being along the South line of the Mattie Benjamin tract (Lot 15), as conveyed in Volume 831, Page 493, in said Official Records and described as 60 feet by 90 feet in Volume 9, Page 97, in said Deed Records, being along the South line of the Tommie Wellmann tract (Lot 14), as conveyed in Volume 1259, Page 32, in said Official Records and described as 60 feet by 90 feet in Volume 393, Page 757, in said Deed Records, crossing Barbee Street with a North margin of said E. Main Street, being along the South line of the Rangel M. Bustos, et ux tract called 8,966 square feet, as recorded in Volume 905, Page 947, in said Official Records, being along the South line of the Tommie Lee Wellmann tract, as conveyed in Volume 1394, Page 811, in said Official Records and being the residue of original tract called 0.683 acre described in Volume 311, Page 831, in said Deed Records, being along the South line of the Brenda J. Fielder tract called 0.442 acre, as recorded in Volume 1377, Page 444, in said Official Records, being along the South line of the Linda J. Love tract called 55 feet by 300 feet, as recorded in Volume 538, Page 589, in said Official Records, being along the South line of the Ivory Gail



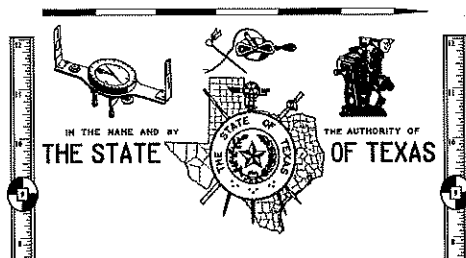
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Jefferson tract called 0.576 acre, as recorded in Volume 1591, Page 1, in said Official Records, being along the South line of the Larry L. Johnson Lot 56A (Tract 1), as conveyed in Volume 1519, Page 425, in said Official Records and described as 45 feet by 230 feet in Volume 115, Page 117 in said Deed Records, being along the South line of the Larry L. Johnson Lot 57A (Tract 2), as conveyed in Volume 1519, Page 425, in said Official Records and described as 45 feet by 260 in Volume 218, Page 495, in said Deed Records, being along the South line of the Luis Lopez tract, as recorded in Volume 1567, Page 92, in said Official Records, being along the South line of the Tommie L. Wellmann tract called 0.222 acre (Tract 1), as recorded in Volume 1365, Page 882, in said Official Records, being along the South line of the Tommie L. Wellmann tract called 0.211 acre (Tract 3), as recorded in Volume 1365, Page 882, in said Official Records, being along a South line of the Tommie L. Wellmann tract, as recorded in Volume 1341, Page 705, in said Official Records, being along the South line of the Tommie Wellmann tract called 0.054 acre (Tract 3), as recorded in Volume 1311, Page 481, in said Official Records, being along the South line of the Tommie Wellmann tract called 0.138 acre, as recorded in Volume 915, Page 667, in said Official Records, being along the South line of the Tommie Wellmann tract called 0.106 acre, as recorded in Volume 915, Page 667, in said Official Records, being along South lines of the Tommie Wellmann tract called 0.787 acre, as recorded in Volume 915, Page 663, in said Official Records, and continuing, being along North margins of said E. Main Street as it intersects with North margins of E. Alamo Street, being along South lines of the Tommie L. Wellmann tract called 1.007 acres, as recorded in Volume 1150, Page 161, in said Official Records, being along the South line of an unknown owner(s) tract, being along the South line of the Larry L. Johnson tract called 0.1884 acre (Property Two), as recorded in Volume 1282, Page 600, in said Official Records, being along the South line of the Blossom Hutchinson Williams, et al tract, as conveyed in Volume 512, Page 585, in said Official Records, being along the South line of the Kenya Johnson tract called 0.1413 acre, as conveyed in Volume 1114, Page 900, in said Official Records and described as 6,156 square feet in Volume 483, Page 230, in said Official Records, being along the South line of the Larry L. Johnson tract, as conveyed in Volume 1656, Page 307, in said Official Records and being the residue of original tract called 12,312 square feet described in Volume 705, Page 104, in said Official Records, being along the South line of an abandoned Public Road, being along the South line of the Diane Crystal McDaniel, et al tract, as conveyed in Volume 1620, Page 92, in said Official Records for North lines hereof to an exterior corner of said McDaniel tract, being on a North margin of said E. Alamo Street at its intersection with a flare of a Northwest right of way line of N. Blue Bell Road (F.M. Highway No. 577) for an interior corner hereof;

THENCE in a Northeasterly direction, being along a Northwest right of way line of said N. Blue Bell Road, being along the Southeast line of said McDaniel tract for a Southeast line hereof to an exterior corner of said McDaniel residue of original tract, being an interior corner of said N. Blue Bell Road for an interior corner hereof;

THENCE in a Northerly and Northwesterly direction, being along West and Southwest right of way lines of said N. Blue Bell Road, being along the East line of said McDaniel tract, being along the East line of said unknown owner(s) tract, being along East lines of the Gloria Greenwade Nix, et al residue of original tract called 41 acres, as conveyed in Volume 350, Page 835, in said Deed



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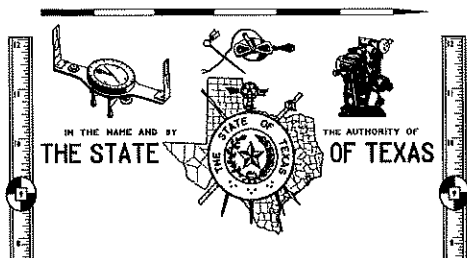
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Records and being part of a tract called 76.58 acres described in Volume 180, Page 17, in said Deed Records, crossing the East end of Lauraine Street with a West right of way line of said N. Blue Bell Road, being along East and Northeast lines of Tract Two (called 3.519 acres) of the Lots One and Two Charles Schroeder, Jr. Division - 3.921 acres, a map or plat being of record in Plat Cabinet File Slide Number 338-B, in said Plat Records, being along the Northeast line of the Home Town Properties, LP residue of Lot 54 of College Heights Addition, as conveyed in Volume 1401, Page 1004, in said Official Records, a map or plat of said College Heights Addition being of records in Plat Cabinet File Slide Number 6-A, in said Plat Records, being along the Northeast line of the Jose Rodriguez Avalos tract called 0.093 acre, as recorded in Volume 1579, Page 95, in said Official Records, being along Northeast lines of the Jose Rodriguez Avalos residue of original tract called 12,800 square feet, as conveyed in Volume 1579, Page 92, in said Official Records and described in Volume 197, Page 228, in said Deed Records, crossing Brown Street with a Southwest right of way line of said N. Blue Bell Road, being along the Northeast line of the Lola Investments, LLC residue of Lot 48 of said College Heights Addition (Tract 1), as conveyed in Volume 1644, Page 896, in said Official Records, being along a Northeast line of Lot 11A (called 1.54 acres) of the Replat of Lots 2 through 31 of College Heights Addition and a called 0.331 acre tract, a map or plat being of record in Plat Cabinet File Slide Number 655-A, in said Plat Records for West and Southwest lines hereof to an exterior corner of said Lot 11A of said Replat of Lots 2 through 31 of College Heights Addition and a called 0.331 acre tract, being on a Southwest right of way line of said N. Blue Bell Road (F.M. Highway No. 577) at a flare of same;

THENCE continuing in a Northwesterly direction, crossing said State Highway No. 105 - Business with a Southwest line hereof to the Eastern Southeast corner of Lot 1 (called 0.573 acre) of the Alexander Division, a map or plat being of record in Plat Cabinet File Slide Number 686-A, in said Plat Records, being on a Northwest right of way line of said State Highway No. 105 - Business at a flare of same for an exterior corner hereof;

THENCE in a Northerly and Northwesterly direction, being along West and Southwest right of way lines of E. Blue Bell Road (F.M. Highway No. 577), being along East and Northeast lines of said Lot 1 (called 0.573 acre) of said Alexander Division, crossing Simon Avenue with a Southwest right of way line of said E. Blue Bell Road, being along the Northeast line of the Tommie Wellmann tract called 0.345 acre, as recorded in Volume 1016, Page 467, in said Official Records for West and Southwest lines hereof to the North corner of said Wellmann tract called 0.345 acre, being the East corner of the City of Brenham, Texas tract called 1.961 acres, as recorded in Volume 312, Page 829, in said Deed Records, being on a Southwest right of way line of said E. Blue Bell Road for the most Northern West corner hereof;

THENCE in a Northeasterly direction, crossing said E. Blue Bell Road for a Northwest line hereof to the West corner of Robbie's Four Way tract called 1.416 acres, as recorded in Plat Cabinet File Slide Number 368-B, in said Plat Records, being on a Northeast right of way line of said E. Blue Bell Road for an interior corner hereof;



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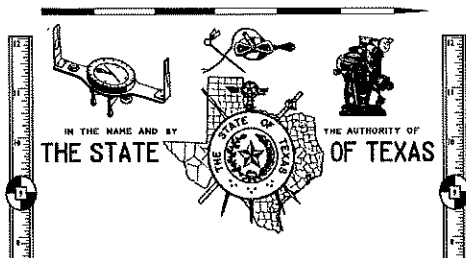
THENCE in an Northerly direction, being along the West line of said Robbie's Four Way tract called 1.416 acres, being along the East line of the 1800 Hwy 105, LLC tract called 2.981 acres (Tract 1), as recorded in Volume 1509, Page 351, in said Official Records for a West line hereof to a 5/8 inch iron rod found at a T-Post for the North corner of said Robbie's Four Way tract called 1.416 acres, common with an interior corner of said 1800 Hwy 105, LLC tract called 2.981 acres, being the most Northern corner hereof;

THENCE in a Southeasterly direction, being along the Northeast line of said Robbie's Four Way tract called 1.416 acres, being along a Southwest line of said 1800 Hwy 105, LLC tract called 2.981 acres, being along the Northeast line of the Boundary Line Adjustment tract called 13,020 square feet, a map or plat of said Boundary Line Adjustment being of record in Plat Cabinet File Slide Number 318-A, in said Plat Records for a Northeast line hereof to the South corner of said 1800 Hwy 105, LLC tract called 2.981 acres, being the East corner of said Boundary Line Adjustment tract called 13,020 square feet, being on a Northwest right of way line of State Highway No. 105 for an interior corner hereof;

THENCE in a Northeasterly direction, being along a Northwest right of way line of said State Highway No. 105, being along a portion of a Southeast line of said 1800 Hwy 105 LLC tract called 2.981 acres for a Northwest line hereof to a North corner hereof, being on a Northwest right of way line of said State Highway No. 105 at its intersection with a projection of the Northeast line of the JB105 Management LLC tract called 0.9765 acre, as recorded in Volume 1328, Page 1038, in said Official Records, being on a Southeast line of said 1800 Hwy 105 LLC tract called 2.981 acres;

THENCE in a Southeasterly direction, crossing said State Highway No. 105, being along the Northeast line of said JB105 Management LLC tract called 0.9765 acre, being along the Southwest line of the JB105 Management LLC residue of original tract called 1.3123 acres (Tract One), as recorded in Volume 1328, Page 1030, in said Official Records for a Northeast line hereof to the East corner of said JB105 Management LLC tract called 0.9765 acre, being the South corner of said JB105 Management LLC residue of original tract called 1.3123 acres (Tract One), being on a North line of the Ricky Boeker, et al residue of original tract called 30.001 acres, as recorded in Volume 1162, Page 227, in said Official Records for an interior corner hereof;

THENCE in an Easterly direction, being along a portion of a North line of said Boeker residue of original tract called 30.001 acres, being along the South line of said JB105 Management LLC residue of original tract called 1.3123 acres (Tract One), being along the South line of the JB105 Management LLC residue of original tract called 1.3123 acres (Tract Two), as recorded in Volume 1328, Page 1030, in said Official Records, being along the South line of the Alvin S. Miller, Jr. residue of original tract called 1.3123 acres (Tract 3), as recorded in Volume 1359, Page 209, in said Official Records, being along the South line of the Alvin S. Miller, Jr. residue of original tract called 1.3123 acres (Tract 1), as recorded in Volume 1359, Page 209, in said Official Records, being along the South line of the Alvin S. Miller, Jr. residue of original tract called 1.02 acres (Tract 2), as recorded in Volume 1359, Page 209, in said Official Records, being along a portion of the South line of the LMLN Schwartz, Inc. residue of original tract called 5.000 acres, as recorded in



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Volume 566, Page 571, in said Official Records for a North line hereof to a Northeast corner of said Boeker residue of original tract called 30.001 acres, being on the South line of said LMLN Schwartz, Inc. residue or original tract called 5.000 acres, being a Northwest corner of the Woodrow A. Free and Joan T. Free, Trustees of the Free Family Trust residue of original tract called 140 acres (Tract No. 1), as recorded in Volume 850, Page 921, in said Official Records for the most Northern Northeast corner hereof;

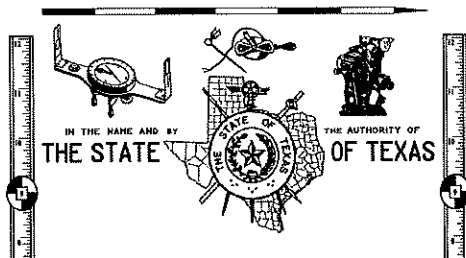
THENCE in a Southerly direction, being along a West line of said Free Family Trust residue of original tract called 140 acres, being along the East line of said Boeker residue of original tract called 30.001 acres for an East line hereof to a Southeast corner of said Boeker residue of original tract called 30.001 acres, being a Southwest corner of said Free Family Trust residue of original tract called 140 acres, being on the North line of the Brian Keith Boeker tract called 2.407 acres, as recorded in Volume 1531, Page 723, in said Official Records for a Southeast corner hereof;

THENCE in an Westerly direction, being along a portion of the North line of said Boeker tract called 2.407 acres, being along a South line of said Boeker residue of original tract called 30.001 acres for a South line hereof to a found 4 inch steel pipe fence corner post for the Northwest corner of said Boeker tract called 2.407 acres, being the North corner of the Ricky Boeker tract called 1.90 acres, as recorded in Volume 1567, Page 614, in said Official Records, being an interior corner of said Boeker residue of original tract called 30.001 acres, and being an interior corner hereof ;

THENCE in a Southerly direction, being along the West line of said Boeker tract called 2.407 acres, being along the East line of said Boeker tract called 1.90 acres for an East line hereof to a 1/2 inch iron rod found with Id. cap (RPLS 2145) at a 4 inch steel pipe fence post for the Southwest corner of said Boeker tract called 2.407 acres, being the Southeast corner of said Boeker tract called 1.90 acres, being on a Northwest margin of Lauraine Lane, and being an interior corner hereof;

THENCE in a Northeasterly direction, being along a portion of a Northwest margin of said Lauraine Lane, being along a portion of the Southeast line of said Boeker tract called 2.407 acres for a Northwest line hereof to the end of said Lauraine Lane, being on the Southeast line of said Boeker tract called 2.407 acres, being a Northwest corner of said Free Family Trust residue of original tract called 140 acres for an exterior corner hereof;

THENCE in a Southerly direction, crossing the East end of said Lauraine Lane, being along West lines of said Free Family Trust residue of original tract called 140 acres, being along East lines of the Gloria Nix tract called 35.58 acres (Tract One), as conveyed in Volume 938, Page 738, in said Official Records and being part of a tract called 76.58 acres described in Volume 180, Page 17, in said Deed Records for East lines hereof to the centerline of Hog Branch for a Southwest corner of said Free Family Trust residue of original tract called 140 acres, being on a North line of the City of Brenham tract called 1.643 acres, as recorded in Volume 277, Page 360, in said Deed Records, also being the Southeast corner of said Nix tract called 35.58 acres, and being a Southeast corner hereof;



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THENCE in a Westerly, Southwesterly, Northwesterly and Southerly direction, being along the centerline of said Hog Branch, being along South, Southeast, Southwest and East lines of said Nix tract called 35.58 acres, being along North and Northwest lines of said City of Brenham tract called 1.643 acres, being along the North and Northwest lines of the City of Brenham tract called 1.173 acres, as recorded in the Probates Records of Washington County, Texas, being along North and Northeast lines of the City of Brenham tract called 1.046 acres (Tract One), as recorded in Volume 1001, Page 598, in said Official Records, being along North, Northwest and West lines of the City of Brenham tract called 1.027 acres, as recorded in Volume 1010, Page 736, in said Official Records, also being along Northwest and North lines of the City of Brenham tract called 0.437 acre, as recorded in Volume 1008, Page 420, in said Official Records, and being along the North line of the City of Brenham tract called 0.116 acre (Tract One), as recorded in Volume 1003, Page 732, in said Official Records for South, Southeast, Southwest and East lines hereof to the Northwest corner of said City of Brenham tract called 0.116 acre, being on an East right of way line of said N. Blue Bell Road (F.M. Highway No. 577), and being the Southwest corner of said Nix residue of original tract called 35.58 acres for an interior corner hereof;

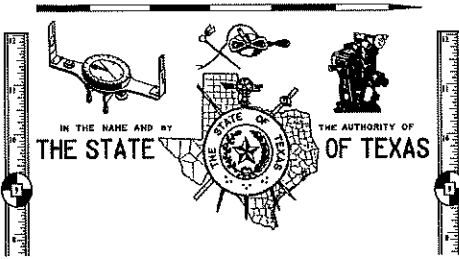
THENCE in a Southerly direction, being along East right of way lines of said N. Blue Bell Road, being along the West line of said City of Brenham tract called 0.116 acre, crossing the West end of an abandoned Public Road, being along the West line of the City of Brenham tract called 0.187 acre, as recorded in Volume 1000, Page 300, in said Official Records, and being along the West line of the City of Brenham tract called 0.338 acre, as recorded in Volume 1084, Page 319, in said Official Records for East lines hereof to an exterior corner of said City of Brenham tract called 0.338 acre, being an interior corner of said N. Blue Bell Road for an interior corner hereof;

THENCE in a Southeasterly direction, being along a Northeast right of way line of said N. Blue Bell Road in a flare of same, being along the Southwest line of said City of Brenham tract called 0.338 acre for a Southwest line hereof to the Southwest corner of said City of Brenham tract called 0.338 acre, being on a Northeast right of way line of said N. Blue Bell Road at its intersection with a North margin of Old Chappell Hill Road for an interior corner hereof;

THENCE in an Easterly direction, being along North margins of said Old Chappell Hill Road, being along the South line of said City of Brenham tract called 0.338 acre, being along the South line of the Cedric Williams tract, as conveyed in Volume 1507, Page 668, in said Official Records, being along the South line of the City of Brenham tract called 0.498 acres, as recorded in Volume 1021, Page 153, in said Official Records, being along the South line of the City of Brenham tract called 0.192 acre, as recorded in Volume 1033, Page 321, in said Official Records, being along the South line of the City of Brenham tract called 0.308 acre, as recorded in Volume 1033, Page 668, in said Official Records, being along the South line of the City of Brenham tract called 0.510 acre, as recorded in Volume 1007, Page 487, in said Official Records, being along the South line of the City of Brenham tract, as conveyed in Volume 1021, Page 156, in said Official Records and described in Volume 68, Page 531, in said Deed Records, being along the South line of a City of Brenham tract, former Thomas Sallis tract as recorded in Volume 16, Page 188, in said Deed Records, being along the South line of the City of Brenham tract called 0.259 acre, as recorded in Volume 1031, Page

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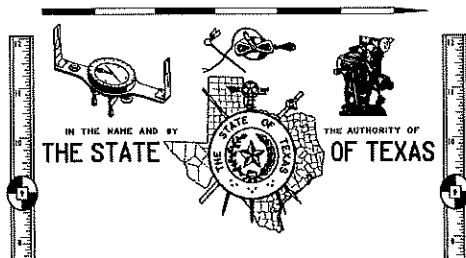
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968, in said Official Records, being along the South line of the City of Brenham tract, as recorded in Volume 800, Page 433, in said Official Records, being along the South line of the City of Brenham tract, as conveyed in Volume 1047, Page 290, in said Official Records and described in Volume 121, Page 427, in said Deed Records, being along the South line of the City of Brenham tract called 0.5009 acre, as recorded in Volume 1010, Page 829, in said Official Records, being along a South line of the City of Brenham tract called 0.786 acre, as recorded in Volume 1047, Page 300, in said Official Records, being along the South line of the City of Brenham tract called 0.099 acre, as recorded in Volume 1021, Page 407, in said Official Records, being along a South line of said City of Brenham tract called 3.017 acres, as recorded in Volume G, Page 6, in the District Clerk Records of Washington County, Texas, being along the South line of The City of Brenham, Texas tract called 0.521 acre, as recorded in Volume 492, Page 606, in said Official Records, being along the South line of The City of Brenham, Texas tract called 3.148 acres, as recorded in Volume 492, Page 600, in said Official Records, crossing the South end of an abandoned Public Road, being along the South line of a tract being occupied by Loraine Smith (deed not found), and being along the South line of the Loraine Smith tract called 0.230 acre, as recorded in Volume 1112, Page 189, in said Official Records for North lines hereof to a found 2 inch galvanized pipe for the Southwest corner of the City of Brenham tract called 0.233 acre, as conveyed in Volume 1068, Page 604, in said Official Records and described in Volume 141, Page 211, in said Deed Records, being on a North margin of said Old Chappell Hill Road, being the Southeast corner of said Smith tract called 0.230 acre, and being a Northeast corner hereof;

THENCE in a Southerly direction, crossing said Old Chappell Hill Road, being along East lines of Detention - Reserve "A" (called 5.133 acres) of Blue Bell Subdivision, Section I, a map or plat being of record in Plat Cabinet File Slide Numbers 699-A and 699-B, of said Plat Records, being along East margins of M and M Lane, being along East lines of the Plat and Dedication of Bilski Road, a map or plat being of records in Plat Cabinet File Slide Number 277-B, in said Plat Records, being along a portion of the West line of Lot 7 of H. C. McIntyre Addition, a map or plat being of record in Plat Cabinet File Slide Number 5-B, in said Plat Records, being along West lines of Lots 6, 5, 4, 3, 2 and 1 of said H. C. McIntyre Addition, being along the West line of the David Albin Murski, et al tract called 120 acres, as recorded in Volume 1137, Page 932, in said Official Records for East lines hereof to the Southwest corner of said Murski tract called 120 acres, being the South corner of said Plat and Dedication of Bilski Road, also being the East corner of the Alois Bilski, et al tract called 0.088 acre, being the residue of original tract called 0.83 acres, as recorded in Volume 609, Page 398, in said Official Records, and being the Northwest corner of the Florence Marie Koehne, et vir tract called 12.73 acres, as conveyed in Volume 1494, Page 439, in said Official Records, being part of a called 23.990 acres (Tract 5) described in Volume 559, Page 703, in said Official Records for an exterior corner hereof;

THENCE in a Southwesterly direction, being along the Southeast line of said Bilski tract called 0.088 acre, being along a Northwest line of said Koehne tract called 12.73 acres, crossing Burlington Northern & Santa Fe Railroad for a Northwest line hereof to an interior corner hereof, being on a Southwest right of way line of said Burlington Northern & Santa Fe Railroad, being on a



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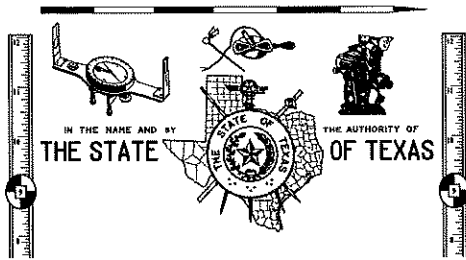
Northeast line of Lot 1 (called 32.788 acres) of Blue Bell Subdivision, Section II, a map or plat being of record in Plat Cabinet File Slide Numbers 705-B and 706-A, in said Plat Records;

THENCE in a Southeasterly direction, being along Southwest right of way lines of said Burlington Northern & Santa Fe Railroad, being along Northeast lines of said Lot 1 (called 32.788 acres) of said Blue Bell Subdivision, Section II, being along a Northeast line of the Bellville Holdings, LLC. tract called 16.818 acres, as recorded in Volume 1353, Page 389, in said Official Records for Northeast lines hereof to an interior corner of said Bellville Holdings, LLC tract called 16.818 acres, being at the South end of Burlington Northern & Santa Fe Railroad for an interior corner hereof;

THENCE in a Northeasterly direction, being along and crossing the Southeast end of said Burlington Northern & Santa Fe Railroad, being along a Northwest line of said Bellville Holdings, LLC. tract called 16.818 acres for a Northwest line hereof to an interior corner of said Bellville Holdings, LLC. tract called 16.818 acres, being at the South end of said Burlington Northern & Santa Fe Railroad for a North corner hereof;

THENCE in a Southeasterly direction, crossing said Bellville Holdings, LLC. tract called 16.818 acres, being along a Northeast line of the City of Brenham tract called 0.0935 acre, as recorded in Volume 607, Page 227, in said Official Records for a Northeast line hereof to the East corner of said City of Brenham tract called 0.0935 acre, being on a Southwest line of said Bellville Holdings, LLC. tract called 16.818 acres, being the North or Northeast corner of the Rosenbaum-Schoenvogel Investments, LP tract called 0.4639 acre (Tract Seven [c]), as conveyed in Volume 1348, Page 842, in said Official Records and described in Volume 607, Page 237, in said Official Records, being the most Eastern corner hereof;

THENCE in a Westerly direction, being along the South line of said City of Brenham tract called 0.0935 acre, being along the North line of said Rosenbaum-Schoenvogel Investments, LP tract called 0.4639 acre, being along the South line of The City of Brenham, Texas tract called 0.0418 acre, as recorded in Volume 607, Page 220, in said Official Records, being along a portion of a cul-de-sac of E. Tom Green Street, being along South margins of said E. Tom Green Street, being along North lines of the Rosenbaum-Schoenvogel Investments, LP residue of original tract called 2.1621 acres (Tract Seven [b]), as conveyed in Volume 1348, Page 842, in said Official Records and described in Volume 433, Page 172, in said Deed Records, being along the North line of the Rosenbaum-Schoenvogel Investments, LP tract called 0.4609 acre (Tract Seven [a]), as conveyed in Volume 1348, Page 842, in said Official Records and described in Volume 433, Page 167, in said Deed Records, being along the North line of the Charlie Rosenbaum, Jr. tract called 2.387 acres (Tract 1), as conveyed in Volume 1487, Page 224, in said Official Records and described in Volume 359, Page 891, in said Deed Records, being along the North line of the Brenham Christian Fellowship, Inc. tract called 0.544 acre, as recorded in Volume 927, Page 379, in said Official Records, crossing S. Blue Bell Road (F.M. Highway No. 577) with a South margin of said E. Tom Green Street for South lines hereof to the Northeast corner of the City of Brenham tract called 7.215



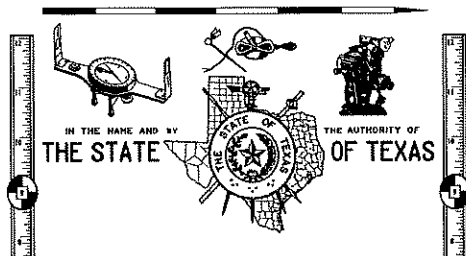
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acres, as recorded in Volume 944, Page 35, in said Official Records for the most Southern corner hereof;

THENCE in a Northwesterly and Northerly direction, being along Southwest and West right of way lines of said S. Blue Bell Road, crossing said E. Tom Green Street with a Southwest right of way line of said S. Blue Bell Road, being along the Northeast line of Lot 1 (called 0.495 acre) and Lot 5 (called 0.701 acre) of the Altman's Subdivision, a map or plat being of records in Plat Cabinet File Slide Number 325-B, in said Plat Records, crossing Longhofer Street with a Southwest right of way line of said S. Blue Bell Road, being along the Northeast lines of Lots 11, 19, 20 and 21 of Woodson Terrace Subdivision, Section II, a map or plat being of records in Plat Cabinet File Slide Numbers 130-A and 130-B, in said Plat Records, being along the Northeast lines of Lots 5, 4, 3 and 2 of Woodson Terrace Subdivision, Section III, a map or plat being of records in Plat Cabinet File Slide Numbers 183-A and 183-B, in said Plat Records, crossing Leslie D Lane with a Southwest right of way line of said S. Blue Bell Road, being along the Northeast line of Lot 1 of said Woodson Terrace Subdivision, Section III, being along the Northeast line of Lot 19 of Woodson Terrace Subdivision, Section IV, a map or plat being of records in Plat Cabinet File Slide Numbers 217-A and 217-B, in said Plat Records, crossing Pecan Street with a Southwest right of way line of said S. Blue Bell Road, being along the East lines of Lots 20 through 23 of said Woodson Terrace Subdivision, Section IV, being along the East lines of Lots 20, 19, 18 and 17 of Woodson Terrace Subdivision, Section V, a map or plat being of record in Plat Cabinet File Slide Number 271-A, in said Plat Records, being along an East line of Lot 16 of said Woodson Terrace Subdivision, Section V, crossing said Burlington Northern & Santa Fe Railroad with a West right of way line of said S. Blue Bell Road, being along East lines of the Dewitt Kosse tract, as conveyed in Volume 209, Page 70, in said Deed Records, being the residue of a 3.6 acres tract described in Volume 162, Page 211, in said Deed Records, crossing an abandoned Public Road with a West right of way line of said S. Blue Bell Road, being along the East line of the Dewitt Kossie residue of original tract called 3.49 acres, as recorded in Volume 214, Page 504, in said Deed Record, being along an East line of Lot 1 (called 1.158 acres), Block 1 of Dahmann Subdivision, a map or plat being of records in Plat Cabinet File Slide Number 658-B, in said Plat Records, crossing Factory Street with a West right of way line of said S. Blue Bell Road, being along the East line of the Przyborski Properties, LLC tract called 1.070 acres, as conveyed in Volume 1670, Page 915, in said Official Records and described in Volume 945, Page 639, in said Official Records for West lines hereof to a 1/2 inch iron rod found near a concrete monument (disturbed) for an exterior corner of said Przyborski Properties, LLC tract called 1.070 acres, being an interior corner of said S. Blue Bell Road, being an interior corner hereof;

THENCE in a Northwesterly direction, being along a Southwest right of line of said S. Blue Bell Road in a flare of same, being along a Northeast line of said Przyborski Properties, LLC tract called 1.070 acres for a Southwest line hereof to the North corner of said Przyborski Properties, LLC tract called 1.070 acres, being on a Southwest right of way line of said S. Blue Bell Road at its intersection with a South margin of said E. Alamo Street for an interior corner hereof;



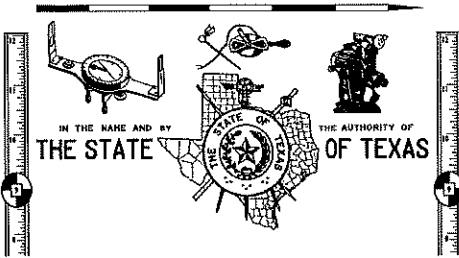
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THENCE in a Westerly direction, being along South margins of said E. Alamo Street, being along the North line of said Przyborski Properties, LLC tract called 1.070 acres, being along the North line of the Tommy Przyborski, et ux tract called 0.41 acre, as recorded in Volume 1282, Page 604, in said Official Records, crossing the North end of Sweed Street with a South margin of said E. Alamo Street, being along the North line of the Eduardo Jimenez Perez, et ux tract called 0.594 acre, as recorded in Volume 1635, Page 403, in said Official Records, being along a North line of the Jose Antonio Andrade Hernandez tract called 1.489 acres, as recorded in Volume 1657, Page 546, in said Official Records, being along the North line of the Betty L. Williams tract, as conveyed in Volume 1313, Page 423, in said Official Records, and being part of original tract described in Volume 196, Page 317, in said Deed Records, being along the North line of the Brenham First Church of God residue of original tract, as recorded in Volume 645, Page 467, in said Official Records, being along the North line of the Ida Mae Harge (Brenham First Church of God) tract called 8,735 square feet, as recorded in Volume 454, Page 898, in said Deed Records, being along the North line of the John D. Harris, et ux tract called 0.20 acre, as recorded in Volume 1477, Page 469, in said Official Records, being along the North line of the Gordon E. Pattison tract called 0.277 acre, as recorded in Volume 1388, Page 400, in said Official Records, crossing the North end of Taft Street with a South margin of said E. Alamo Street, being along the North line Dayana M. Martinez-Perdomo Lezama, et ux tract called 0.225 acre, as recorded in Volume 1242, Page 73, in said Official Records, being along the North line of the Steve Saxon tract called 0.1560 acre, as recorded in Volume 1234, Page 95, in said Official Records, being along the North line of the Vanessa G. Hollie tract, as conveyed in Volume 753, Page 572, in said Official Records and described as 50 feet by 100 feet in Volume 369, Page 197, in said Deed Records, being along the North line of the Everett F. Carr, et al tract called 5,000 square feet, as recorded in Volume 921, Page 398, in said Official Records, being along the North line of the Joe Hutchinson tract called 0.1655 acre, as recorded in Volume 427, Page 315, in said Official Records, being along the North line of the Bernadine Franklin, et al tract (Tract One), as recorded in Volume 453, Page 251, in said Deed Records, being along the North line of the Tommie Wellmann tract called 0.248 acre (Tract 1), as recorded in Volume 1311, Page 481, in said Official Records, being along the North line of the Tommie Wellmann tract called 0.145 acre, as recorded in Volume 1262, Page 466, in said Official Records, being along the North line of the 1204 E Alamo LLC tract, as conveyed in Volume 1686, Page 876, in said Official Records and being part of original tract described in Volume V, Page 75, in said Deed Records, being along the North line of the Ward Timothy Pawlowski tract called 0.139 acre (Tract 2), as recorded in Volume 1460, Page 741, in said Official Records, being along the North line of the Betty Johnson tract, as conveyed in Volume 1682, Page 860, in said Official Records and being part of original tract described as 0.252 acre in Volume 344, Page 88, in said Deed Records, being along the North line of the Michael J. Todd, et al tract, as conveyed in Volume 1616, Page 405, in said Official Records and described in Volume 245, Page 15, in said Deed Records, being along the North line of the Beverly Ann Roberts, et al tract, as conveyed in Volume 1260, Page 37, in said Official Records and described in Volume 293, Page 84, in said Deed Records, crossing the North end of Kerr Street with a South margin of said E. Alamo Street, being along the North line of the Masonic Grand Lodge - Eastern Star Chapter #276 tract (deed not found), crossing the West end of Garrett Street with a South margin of said E. Alamo Street, being along North lines of the City of Brenham, Texas tract called 1.851 acres, as recorded

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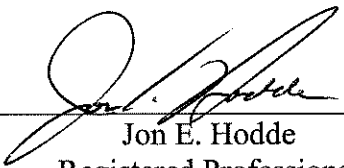


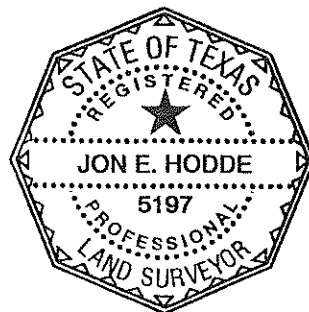
in Volume 334, Page 12, in said Deed Records for South lines hereof to the Northwest corner of said City of Brenham tract called 1.851 acres, being on a South margin of said E. Alamo Street at the intersection with an East margin of S. Chappell Hill Street, being on an East line of said City of Brenham - TIRZ tract called 2195± acres, dated February 7, 2019 for a Southwest corner hereof;

THENCE in a Northerly direction, being along East lines of said City of Brenham - TIRZ tract called 2195± acres, dated February 7, 2019, being along East margins of said S. Chappell Hill Street, crossing said E. Alamo Street with an East margin of said S. Chappell Hill Street, being along the West line of the StanPac USA, LLC tract, as recorded in Volume 1445, Page 563, in said Official Records, crossing said E. Main Street with an East margin of said S. Chappell Hill Street for West lines hereof to the PLACE OF BEGINNING and containing approximately 199 acres of land, more or less.

This document was prepared under 22 TAC §663.21, does not reflect the results of an on the ground survey, and is not to be used to convey or establish interests in real property except those rights and interests implied or established by the creation or reconfiguration of the boundary of the political subdivision for which it was prepared. Acreages stated herein are approximate.

Dated this the 18th day of November, 2019, A. D.


Jon E. Hodde
Registered Professional
Land Surveyor No. 5197



ORDINANCE NO. O-19-049

AN ORDINANCE OF THE CITY COUNCIL OF THE CITY OF BRENHAM, TEXAS, APPROVING THE FINAL PROJECT AND FINANCE PLAN FOR TAX INCREMENT REINVESTMENT ZONE NUMBER ONE, CITY OF BRENHAM, TEXAS; MAKING CERTAIN FINDINGS; PROVIDING A SEVERABILITY CLAUSE; AND PROVIDING FOR AN IMMEDIATE EFFECTIVE DATE.

WHEREAS, the City of Brenham, Texas (the "City"), pursuant to Chapter 311 of the Texas Tax Code, as amended (the "Act"), may designate a geographic area within the City as a tax increment reinvestment zone if the area satisfies the requirements of the Act; and

WHEREAS, pursuant to and as required by the Act, the City Council of the City (the "City Council") prepared a *Preliminary Project and Finance Plan for Tax Increment Reinvestment Zone Number One, City of Brenham, Texas* (the "Preliminary Project and Finance Plan") for Tax Increment Reinvestment Zone Number One, City of Brenham, Texas (the "Zone"); and

WHEREAS, on December 20, 2018 the City Council approved Ordinance No. O-18-019 creating the Zone, pursuant to the Act, which contained approximately 2,201 acres described and depicted in **Exhibit C, Tract A** to the Final Project and Finance Plan attached hereto as **ATTACHMENT A**; and

WHEREAS, a notice of public hearing on amending the Zone to include approximately 199 acres, as described and depicted in **Exhibit C, Tract B** to the Final Project and Finance Plan attached hereto as **ATTACHMENT A** (the "Additional Property") was published in the Brenham Banner-Press, a newspaper of general circulation within the City, on November 22, 2019, which date is not later than the seventh (7th) day prior to the public hearing held on December 5, 2019; and

WHEREAS, on December 5, 2019, the City Council held a public hearing on amending the boundaries of the Zone to include the Additional Property; and

WHEREAS, on December 19, 2019, the City Council approved Ordinance No. O-19-048 on its second and final reading amending the boundary of the Zone to include the Additional Property; and

WHEREAS, on December 5, 2019, the Board of Tax Increment Reinvestment Zone Number One, City of Brenham approved the *Tax Increment Reinvestment Zone Number One, City of Brenham, Texas Final Project and Finance Plan* (the "Final Project and Finance Plan"), a copy of which is attached hereto as **ATTACHMENT A**; and

WHEREAS, the City has taken all actions required to create and amend the Zone including, but not limited to, all actions required by the Act, the Texas Open Meetings Act, and all other laws applicable to the creation and amendment of the Zone; and

WHEREAS, pursuant to Section 311.011(d) of the Act, the City Council finds that the Final Project and Finance Plan is feasible.

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

SECTION 1. RECITALS. That the recitals, findings, and determinations contained in the preamble to this Ordinance are incorporated into the body of this Ordinance as if fully set forth in this Section and are hereby found and declared to be true and correct legislative findings and are adopted as part of this Ordinance for all purposes.

SECTION 2. PROJECT AND FINANCE PLAN APPROVAL. That the City Council does hereby approve the Final Project and Finance Plan, a copy of which is attached hereto as **ATTACHMENT A** and incorporated herein for all purposes.

SECTION 3. SEVERABILITY. That if any provision, section, subsection, sentence, clause or phrase of this Ordinance, or the application of same to any person or set of circumstances, is for any reason held to be invalid, the validity of the remaining provisions of this Ordinance or their application to other persons or sets of circumstances shall not be affected thereby, it being the intent of the City Council in adopting this Ordinance that no provision of this Ordinance shall become inoperative because of the invalidity of another provision; and, therefore, all provisions of this Ordinance are declared severable for that purpose.

SECTION 4. EFFECTIVE DATE. This Ordinance shall take effect immediately upon its passage as provided by law.

PASSED and APPROVED on its first reading the 5th day of December 2019.

PASSED and APPROVED on its second reading the 19th day of December 2019.

ATTEST:

Milton Y. Tate, Jr.
Mayor

Jeana Bellinger, TRMC, CMC
City Secretary

APPROVED AS TO FORM:

Cary Bovey, City Attorney

ATTACHMENT A

**Tax Increment Reinvestment Zone Number One, City of Brenham Texas
Final Project and Finance Plan**

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*TAX INCREMENT REINVESTMENT ZONE NUMBER ONE,
CITY OF BRENHAM, TEXAS
FINAL PROJECT AND FINANCE PLAN*

December 19, 2019

1. INTRODUCTION.

1.1 Authority and Purpose. The City of Brenham, a Texas home-rule municipality (the "City"), has the authority under Chapter 311, Texas Tax Code, as amended (the "Act") to designate a contiguous or noncontiguous geographic area within the corporate limits of the City as a tax increment reinvestment zone to promote development or redevelopment of the area if the governing body of the City (the "City Council") determines that development or redevelopment would not occur solely through private investment in the reasonably foreseeable future, that the zone is feasible, and that creation of the zone is in the best interest of the City and the property in the zone. The purpose of the zone is to facilitate such development or redevelopment by financing the costs of public works, public improvements, programs, and other projects benefiting the zone, plus other costs incidental to those expenditures, all of which costs are authorized by the Act.

1.2 Eligibility Requirements. An area is eligible under the Act to be designated as a tax increment reinvestment zone if it is predominantly open or undeveloped and, because of obsolete platting, deterioration of structures or site improvements, or other factors, substantially impairs or arrests the sound growth of the City. The City cannot, however, designate a zone if more than thirty percent (30%) of the property in the proposed zone, excluding property that is publicly owned, is "used for residential purposes" (defined by the Act as follows: "... property is used for residential purposes if it is occupied by a house having fewer than five living units ...") or if the total appraised value of taxable real property in the proposed zone and in existing reinvestment zones exceeds fifty percent (50%) of the total appraised value of taxable real property in the City and in industrial districts created by the City.

1.3 The Zone. The City Council created a tax increment reinvestment zone known as "*Tax Increment Reinvestment Zone Number One, City of Brenham, Texas*" (the "Zone") on December 20, 2018, via Ordinance No. O-18-019, (the "Creation Ordinance"), which included approximately 2,201 acres (the "Original Property"). The Zone was amended by City Council on December 19, 2019 via Ordinance **No. O-19-048** to include additional property containing approximately 199 acres on the east side of the City generally following Blue Bell Road, described in **Exhibit A**, and depicted in **Exhibit B** (the "Additional Property"). The Original Property and the Additional Property together form the Zone, including approximately 2,400 acres, as described by metes and bounds in **Exhibit C**, and depicted in **Exhibit D** (the "Property"). The Property is currently zoned Local Business Mixed, Commercial Research and Technology, Historical and Central Business, Neighborhood Business District, Downtown Business/Residential Overlay District, Industrial, Residential Single Family, and Mixed Residential. The Property meets the eligibility requirements of the Act. The Property has some undeveloped areas, and due to its size, location, and physical characteristics, redevelopment will not occur solely through private investment in the foreseeable future. Portions of the Property substantially impair and arrest the sound growth of the City because it is predominately unproductive and underdeveloped due to factors such as aging public infrastructure and the need for economic incentives to attract redevelopment to the Zone for the purpose of providing long-term economic benefits including, but not limited to, increased real property tax base for all taxing units in the Zone, increased sales

and use tax for the City and the State of Texas, and increased job opportunities for residents of the City, Washington County (the "County"), and the region. If the public works, improvements, programs, and other projects are financed as contemplated by this *Tax Increment Reinvestment Zone Number One, City of Brenham, Texas Final Project and Finance Plan* (this "Final Plan"), the City envisions that the Property will be developed to take full advantage of the opportunity to bring to the City, the County, and to all of the region quality developments.

1.4 Preliminary Plan; Hearing. Before the City adopted the Creation Ordinance, the City Council prepared a preliminary tax increment reinvestment zone project and finance plan in accordance with the Act and held a public hearing on the creation of the Zone and its benefits to the City and to the Property, at which public hearing interested persons were allowed to speak for and against the creation of the Zone, the boundaries of the Zone, and the concept of tax increment financing, and at which hearing the owners of the Property were given a reasonable opportunity to protest the inclusion of their property in the Zone. The requirement of the Act for a preliminary tax increment reinvestment zone project and finance plan was satisfied by the preliminary plan dated December 20, 2018 (the "Preliminary Plan"), the purpose of which is to describe, in general terms, the public works, public improvements, programs, and other projects that will be undertaken and financed by the Zone.

1.5 Creation of the Zone. Upon the closing of the above-referenced public hearing, the City Council adopted the Creation Ordinance in accordance with the Act creating the Zone upon findings by the City Council that (1) development or redevelopment of the Property would not occur solely through private investment in the reasonably foreseeable future, (2) the Zone is feasible, and (3) that improvements in the Zone will significantly enhance the value of all the taxable real property in the Zone and will be of general benefit to the City. Among other provisions required by the Act, the Creation Ordinance also appointed a Board of Directors for the Zone (the "Board").

1.6 Board Recommendations. After the Creation Ordinance and amendment of the Zone to include the Additional Property, the Board prepared, adopted, and recommended to the City Council this Final Plan, pursuant to which the City will contribute a portion of its ad valorem tax increment (the "City Tax Increment") attributable to new development in the Zone into a tax increment fund created by the City and segregated from all other funds of the City (the "TIRZ Fund") to the costs of public works, public improvements, programs, and other projects benefiting the Zone.

1.7 Council Action. The City Council, taking into consideration the recommendations of the Board, will consider approval of this Final Plan.

2. DESCRIPTIONS AND MAPS.

2.1 Existing Uses and Conditions. The Property is currently located in the corporate limits of the City and is zoned Local Business Mixed, Commercial Research and Technology, Historical and Central Business, Neighborhood Business District, Downtown Business/Residential Overlay District, Industrial, Residential Single Family, and Mixed Residential. The Property is

underdeveloped, and there is public infrastructure to support development. Development will require more public infrastructure that: (1) the City cannot provide; and (2) will not be provided solely through private investment in the foreseeable future. A map of the Property is shown on **Exhibit D**.

2.2 Proposed Uses. A map of the proposed uses of the Property is shown on **Exhibit E**.

2.3 Metes and Bounds Description. A metes and bounds description of the Property is provided on **Exhibit C**.

3. PROPOSED CHANGES TO ORDINANCES, PLANS, CODES, RULES, AND REGULATIONS. The Property is wholly located in the corporate limits of the City and is subject to the City's zoning regulation. The City has exclusive jurisdiction over the subdivision and platting of the property within the Property, and the design, construction, installation, and inspection of water, sewer, drainage, roadway, and other public infrastructure.

4. RELOCATION OF DISPLACED PERSONS. No persons will be displaced or relocated due to the creation or amendment of the Zone or implementation of this Final Plan.

5. ESTIMATED NON-PROJECT COSTS. Non-project costs are private funds that will be spent to develop in the Zone but will not be financed by the Zone. The list of non-project costs includes Developer initiated land assembly within the Zone for private development and property owner initiatives on private property improvements. Non-Project Costs cannot be accurately detailed at this point in the Zone's life, but it is hoped that Private Sector Investment within the Zone will lead to a valuation that will be at least three times the cost of improvements within the Zone.

6. PROPOSED PUBLIC IMPROVEMENTS.

6.1 Categories of Public Improvements. The categories of public works and public improvements (the "Public Improvements") that are proposed to be financed by the Zone are as follows: utilities, including water improvements, sanitary sewer improvements, signalization of intersections, freeway ramps, sidewalk, storm drainage and detention improvements, road improvements, erosion control and landscape and open space improvements, and other public improvements, including associated real estate acquisitions and the clearing and grading of land. All Public Improvements shall be designed and constructed in accordance with all applicable City standards and shall otherwise be inspected, approved, and accepted by the City. At the City's option, the Public Improvements may be expanded to include any other category of improvements authorized by the Act.

6.2 Locations of Public Improvements. The estimated locations of the proposed Public Improvements are shown on **Exhibit F**. These locations are provided for informational purposes only and may be revised from time to time with the approval of the Board.

7. ESTIMATED PROJECT COSTS. The total project costs for the Zone (the "Project Costs")

include the Administrative Costs (defined below) and the costs of the Public Improvements, which are estimated to be \$32.2 million in 2019 dollars, as set forth on **Exhibit G**.

7.1 Administrative Costs. The Project Costs for administration of the Zone shall be the actual, direct costs paid or incurred by or on behalf of the City to administer the Zone (the "Administrative Costs"). The Administrative Costs include the costs of professional services, including those for planning, engineering, and legal services paid by or on behalf of the City. The Administrative Costs also include organizational costs, the cost of publicizing the creation of the Zone, and the cost of implementing the project plan for the Zone paid by or on behalf of the City. The Administrative Costs shall be paid each year from the TIRZ Fund before any other Project Costs are paid and shall not exceed \$25,000 per year without the expressed written consent of the Board.

8. ESTIMATED TIME WHEN COSTS ARE TO BE INCURRED. The Administrative Costs will be incurred annually. It is estimated that the remainder of the Project Costs will be incurred during the time intervals set forth on **Exhibit H**. The estimated Project Costs shown on **Exhibit G** may vary by year and in amount.

9. ECONOMIC FEASIBILITY. For purposes of this Final Plan, economic feasibility has been evaluated over the term of the Zone based on the feasibility study (the "Feasibility Study") prepared by Petty & Associates, Inc., shown on **Exhibit I**. This evaluation focuses only on "direct" financial benefits (i.e., tax revenues from new development in the Zone) and does not take into consideration the "multiplier effect" that will result from new development that occurs outside the Zone. As illustrated in **Exhibit I**, during the term of the Zone, new development that occurs in the Zone (which would not have occurred but for the Zone) will generate approximately \$64.4 million in total new real property tax revenue over the term of the Zone. These projections assume an annual property value inflation factor of approximately 3%, with two years of 0% growth every ten years to simulate a market downturn.

Based on the foregoing, the feasibility of the Zone has been demonstrated. A portion of the new tax revenue generated for all taxing units by new development within the Zone will be retained by those taxing units. The remainder of the new tax revenue generated by new development within the Zone will be available to pay actual Project Costs until the term of the Zone expires or until the Zone is otherwise terminated as hereinafter provided. Upon expiration or termination of the Zone, 100% of all tax revenue generated within the Zone will be retained by the respective taxing units. During the term of the Zone, the City will deposit into the TIRZ Fund each year an amount that equals fifty percent (50%) of the City's real property taxes levied and collected that constitute the City's Tax Increment for that year (\$0.257 per \$100 valuation of the Captured Appraised Value (defined below) levied and collected for that year).

10. ESTIMATED BONDED INDEBTEDNESS. The appropriate portion of the City ad valorem tax increment within the Zone will be placed in the dedicated TIRZ Fund which may be used in three ways. (1), the Zone may issue debt to pay for Public Improvements specified in this Final Plan. (2), the TIRZ Fund may be used to reimburse the City for General Obligation or Certificates of Obligation debt service payments issued to construct Public Improvements specified in this Final

Plan. (3), the TIRZ Fund may be used to reimburse private developers that fund Public Improvements as specified in this Final Plan.

11. **TOTAL APPRAISED VALUE.** The current total appraised value of taxable real property in the Zone is \$266,689,080. It is estimated that upon expiration of the term of the Zone, the total appraised value of taxable real property in the Zone will be \$1,233,142,515 in 2019 dollars.

12. **ESTIMATED CAPTURED APPRAISED VALUE TAXABLE BY THE CITY.** The amount of the City Tax Increment for a year is the amount of property taxes levied and collected by the City for that year on the captured appraised value of the Property which is the total taxable value of all real property taxable by the City in the Zone (the "Captured Appraised Value"), less the Tax Increment Base (hereinafter defined) of the Property. The Tax Increment Base of the Property is the total taxable value of all real property in the Zone for the year in which the Zone was designated (the "Tax Increment Base"). The Tax Increment Base of the Property is \$266,689,080, which was determined by the Washington County Appraisal District in accordance with Section 311.012(c) of the Act. The estimated Captured Appraised Value of the Zone during each year of its existence is set forth in the Feasibility Study. The actual Captured Appraised Value for each year will be used to calculate annual payments by the City into the TIRZ Fund pursuant to this Final Plan.

13. **METHOD OF FINANCING.** The City will, in the future, pay (using the TIRZ Fund revenues) the Project Costs and will construct or cause to be constructed the Public Improvements. The City's approval of this Final Plan shall obligate the City to pay from the TIRZ Fund all actual Project Costs, which shall be reviewed and approved by the City, for Project Costs. Funds deposited into the TIRZ Fund shall always first be applied to pay the Administrative Costs. After the Administrative Costs have been paid, funds in the TIRZ Fund shall next be used to pay or reimburse the Project Costs. All payments of Project Costs shall be made solely from the TIRZ Fund and from no other funds of the City, and the TIRZ Fund shall only be used to pay the Project Costs. This Final Plan shall obligate the City to deposit into the TIRZ Fund each year for the duration of the Zone an amount equal to fifty percent (50%) of the City's real property taxes levied and collected that constitute the City Tax Increment for that year (\$0.257 per \$100 valuation of the Captured Appraised Value levied and collected for that year). All payments of Project Costs shall be made solely from the TIRZ Fund and from no other funds of the City unless otherwise approved by the City Council.

14. **DURATION OF THE ZONE; TERMINATION.** The term of the Zone commenced immediately upon passage of the Creation Ordinance by the City Council, and shall continue until December 31, 2048. If upon expiration of the stated term of the Zone the Project Costs have not been paid, the City shall not have any obligation to pay the shortfall. Nothing in this section is intended to prevent the City from extending the term of the Zone in accordance with the Act.

15. **ECONOMIC DEVELOPMENT PROGRAMS.** The City Council and the Board have determined it to be necessary and convenient to the accomplishment of the objectives contained in and in the implementation of this Final Plan to establish and provide for the administration of economic development programs that may be used to incentive development. The programs and

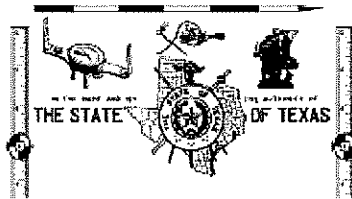
grants authorized by this Section 15 are authorized by Section 311.010(h) of the Act and by Article III, Section 52-a, Texas Constitution, as amended. Section 311.010(h) of the Act provides that the Board, subject to the approval of the City Council, may establish and provide for the administration of one or more programs as the Board determines is necessary or convenient to implement and achieve the purposes of this Final Plan, which programs are for the public purposes of developing and diversifying the economy of the Zone and developing business and commercial activity within the Zone. Such economic development programs may include, to the extent permitted by law, programs to make grants of any lawfully available money from the TIRZ Fund. Such programs are for activities that benefit the Zone and stimulate business and commercial activity in the Zone. This Section 15 is intended to be an economic development program authorized by Section 311.010(h) and by Article III, Section 52-a of the Texas Constitution, as amended. Development of the Zone will further the public purpose of developing and diversifying the economy of the Zone. The City Council and the Board have determined, and it is recognized, that such development will not occur through private investment in the foreseeable future, nor will such development occur only through public participation in the cost of the Public Improvements. All grants that are part of the economic development programs described in this Section 15 serve the public purpose of attracting new business and commercial activity to the Zone for the purpose of providing long-term economic benefits including, but not limited to, increases in the real property tax base for all taxing units within the Zone, and increased job opportunities for residents of the City, the County, and the region, all of which benefit the Zone and the City.

16. **LIST OF EXHIBITS.** Unless otherwise stated, all references to "Exhibits" contained in this Final Plan shall mean and refer to the following exhibits, all of which are attached to and made a part of this Final Plan for all purposes.

Exhibit A	Metes and Bounds of Additional Property
Exhibit B	Map of Additional Property
Exhibit C	Metes and Bounds of Property
Exhibit D	Map of Property
Exhibit E	Map of Uses of Property
Exhibit F	Map of Proposed Public Improvement Locations
Exhibit G	Estimated Project Costs
Exhibit H	Estimated Time When Costs are to be Incurred
Exhibit I	Feasibility Study

Exhibit A

Metes and Bounds Description of the Additional Property



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613 E. Blue Bell Road
Brenham, Texas 77833-2411

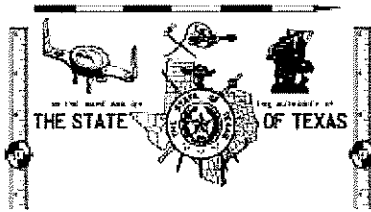
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TEXAS FIRM REGISTRATION NO. 10018800

City of Brenham – 2019 TIRZ EXPANSION Description

All that certain tract or parcel of land, lying and being situated in the City of Brenham, Washington County, Texas, part of the A. Harrington Survey, A-55 and the James Walker Survey, A-106, and being described as follows:

BEGINNING at a found "X" cut in concrete on an East margin of N. Chappell Hill Street at its intersection with a North margin of E. Main Street for the Southwest corner of Lot 1 (called 1.109 acres), Block 1 of Main Street Plaza Subdivision, a map or plat being of record in Plat Cabinet File Slide Number 655B, in the Plat Records of Washington County, Texas, being a Northeast corner of the City of Brenham - 2019 TIRZ tract called approximately 2195± acres, dated February 7, 2019, being the most Western Northwest corner hereof;

THENCE in an Easterly direction, being along North margins of said E. Main Street, being along the South line of said Lot 1, Block 1 of Main Street Plaza Subdivision, being along the South line of the Main Street Baptist Church tract called 60 feet by 120 feet, as recorded in Volume 86, Page 473, in the Deed Records of Washington County, Texas, being along the South line of the Main Street Baptist Church residue of original tract called 120 feet by 126 feet, as recorded in Volume 213, Page 223, in said Deed Records, being along the South line of the Tommie Wellmann tract called 8,189 square feet, as recorded in Volume 1293, Page 643, in the Official Records of Washington County, Texas, being along the South line of the Veronica Picaso tract called 0.153 acre, as recorded in Volume 1368, Page 14, in said Official Records, being along the South line of the Tommie Wellmann tract called 7,829 square feet, as recorded in Volume 1284, Page 718, in said Official Records, being along the South line of Raechelle Shaenette Burks tract, as conveyed in Volume 1655, Page 12, in said Official Records and described as 0.196 acres in Volume 290, Page 130, in said Deed Records, being along the South line of the Rufus Smith, Jr. tract called 0.0100 acre, as recorded in Volume 518, Page 347, in said Official Records, being along the South line of Rufus Smith, Jr. tract called 60 feet by 90 feet (Lot 17), as recorded in Volume 380, Page 324, in said Deed Records, being along the South line of MC Property Holdings, LLC tract called 0.12 acre (Lot 16), as conveyed in Volume 1675, Page 253, in said Official Records and described as 5,400 square feet in Volume 145, Page 177, in said Deed Records, being along the South line of the Mattie Benjamin tract (Lot 15), as conveyed in Volume 831, Page 493, in said Official Records and described as 60 feet by 90 feet in Volume 9, Page 97, in said Deed Records, being along the South line of the Tommie Wellmann tract (Lot 14), as conveyed in Volume 1259, Page 32, in said Official Records and described as 60 feet by 90 feet in Volume 393, Page 757, in said Deed Records, crossing Barbee Street with a North margin of said E. Main Street, being along the South line of the Rangel M. Bustos, et ux tract called 8,966 square feet, as recorded in Volume 905, Page 947, in said Official Records, being along the South line of the Tommie Lee Wellmann tract, as conveyed in Volume 1394, Page 811, in said Official Records and being the residue of original tract called 0.683 acre described in Volume 311, Page 831, in said Deed Records, being along the South line of the Brenda J. Fielder tract called 0.442 acre, as recorded in Volume 1377, Page 444, in said Official Records, being along the South line of the Linda J. Love tract called 55 feet by 300 feet, as recorded in Volume 538, Page 589, in said Official Records, being along the South line of the Ivory Gail



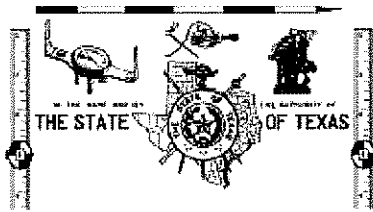
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Jefferson tract called 0.576 acre, as recorded in Volume 1591, Page 1, in said Official Records, being along the South line of the Larry L. Johnson Lot 56A (Tract 1), as conveyed in Volume 1519, Page 425, in said Official Records and described as 45 feet by 230 feet in Volume 115, Page 117 in said Deed Records, being along the South line of the Larry L. Johnson Lot 57A (Tract 2), as conveyed in Volume 1519, Page 425, in said Official Records and described as 45 feet by 260 feet in Volume 218, Page 495, in said Deed Records, being along the South line of the Luis Lopez tract, as recorded in Volume 1567, Page 92, in said Official Records, being along the South line of the Tommie L. Wellmann tract called 0.222 acre (Tract 1), as recorded in Volume 1365, Page 882, in said Official Records, being along the South line of the Tommie L. Wellmann tract called 0.211 acre (Tract 3), as recorded in Volume 1365, Page 882, in said Official Records, being along a South line of the Tommie L. Wellmann tract, as recorded in Volume 1341, Page 705, in said Official Records, being along the South line of the Tommie Wellmann tract called 0.054 acre (Tract 3), as recorded in Volume 1311, Page 481, in said Official Records, being along the South line of the Tommie Wellmann tract called 0.138 acre, as recorded in Volume 915, Page 667, in said Official Records, being along the South line of the Tommie Wellmann tract called 0.106 acre, as recorded in Volume 915, Page 667, in said Official Records, being along South lines of the Tommie Wellmann tract called 0.787 acre, as recorded in Volume 915, Page 663, in said Official Records, and continuing, being along North margins of said E. Main Street as it intersects with North margins of E. Alamo Street, being along South lines of the Tommie L. Wellmann tract called 1.007 acres, as recorded in Volume 1150, Page 161, in said Official Records, being along the South line of an unknown owner(s) tract, being along the South line of the Larry L. Johnson tract called 0.1884 acre (Property Two), as recorded in Volume 1282, Page 600, in said Official Records, being along the South line of the Blossom Hutchinson Williams, et al tract, as conveyed in Volume 512, Page 585, in said Official Records, being along the South line of the Kenya Johnson tract called 0.1413 acre, as conveyed in Volume 1114, Page 900, in said Official Records and described as 6,156 square feet in Volume 483, Page 230, in said Official Records, being along the South line of the Larry L. Johnson tract, as conveyed in Volume 1656, Page 307, in said Official Records and being the residue of original tract called 12,312 square feet described in Volume 705, Page 104, in said Official Records, being along the South line of an abandoned Public Road, being along the South line of the Diane Crystal McDaniel, et al tract, as conveyed in Volume 1620, Page 92, in said Official Records for North lines hereof to an exterior corner of said McDaniel tract, being on a North margin of said E. Alamo Street at its intersection with a flare of a Northwest right of way line of N. Blue Bell Road (F.M. Highway No. 577) for an interior corner hereof.

THENCE in a Northeasterly direction, being along a Northwest right of way line of said N. Blue Bell Road, being along the Southeast line of said McDaniel tract for a Southeast line hereof to an exterior corner of said McDaniel residue of original tract, being an interior corner of said N. Blue Bell Road for an interior corner hereof.

THENCE in a Northerly and Northwesterly direction, being along West and Southwest right of way lines of said N. Blue Bell Road, being along the East line of said McDaniel tract, being along the East line of said unknown owner(s) tract, being along East lines of the Gloria Greenwade Nix, et al residue of original tract called 41 acres, as conveyed in Volume 350, Page 835, in said Deed



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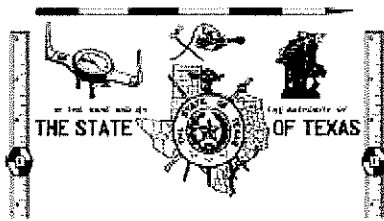
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Records and being part of a tract called 76.58 acres described in Volume 180, Page 17, in said Deed Records, crossing the East end of Lauraine Street with a West right of way line of said N. Blue Bell Road, being along East and Northeast lines of Tract Two (called 3.519 acres) of the Lots One and Two Charles Schroeder, Jr. Division - 3.921 acres, a map or plat being of record in Plat Cabinet File Slide Number 338-B, in said Plat Records, being along the Northeast line of the Home Town Properties, LP residue of Lot 54 of College Heights Addition, as conveyed in Volume 1401, Page 1004, in said Official Records, a map or plat of said College Heights Addition being of records in Plat Cabinet File Slide Number 6-A, in said Plat Records, being along the Northeast line of the Jose Rodriguez Avalos tract called 0.093 acre, as recorded in Volume 1579, Page 95, in said Official Records, being along Northeast lines of the Jose Rodriguez Avalos residue of original tract called 12,800 square feet, as conveyed in Volume 1579, Page 92, in said Official Records and described in Volume 197, Page 228, in said Deed Records, crossing Brown Street with a Southwest right of way line of said N. Blue Bell Road, being along the Northeast line of the Lola Investments, LLC residue of Lot 48 of said College Heights Addition (Tract 1), as conveyed in Volume 1644, Page 896, in said Official Records, being along a Northeast line of Lot 11A (called 1.54 acres) of the Replat of Lots 2 through 31 of College Heights Addition and a called 0.331 acre tract, a map or plat being of record in Plat Cabinet File Slide Number 655-A, in said Plat Records for West and Southwest lines hereof to an exterior corner of said Lot 11A of said Replat of Lots 2 through 31 of College Heights Addition and a called 0.331 acre tract, being on a Southwest right of way line of said N. Blue Bell Road (F.M. Highway No. 577) at a flare of same;

THENCE continuing in a Northwesterly direction, crossing said State Highway No. 105 - Business with a Southwest line hereof to the Eastern Southeast corner of Lot 1 (called 0.573 acre) of the Alexander Division, a map or plat being of record in Plat Cabinet File Slide Number 686-A, in said Plat Records, being on a Northwest right of way line of said State Highway No. 105 - Business at a flare of same for an exterior corner hereof;

THENCE in a Northerly and Northwesterly direction, being along West and Southwest right of way lines of E. Blue Bell Road (F.M. Highway No. 577), being along East and Northeast lines of said Lot 1 (called 0.573 acre) of said Alexander Division, crossing Simon Avenue with a Southwest right of way line of said E. Blue Bell Road, being along the Northeast line of the Tommie Wellmann tract called 0.345 acre, as recorded in Volume 1016, Page 467, in said Official Records for West and Southwest lines hereof to the North corner of said Wellmann tract called 0.345 acre, being the East corner of the City of Brenham, Texas tract called 1.961 acres, as recorded in Volume 312, Page 829, in said Deed Records, being on a Southwest right of way line of said E. Blue Bell Road for the most Northern West corner hereof;

THENCE in a Northeasterly direction, crossing said E. Blue Bell Road for a Northwest line hereof to the West corner of Robbie's Four Way tract called 1.416 acres, as recorded in Plat Cabinet File Slide Number 368-B, in said Plat Records, being on a Northeast right of way line of said E. Blue Bell Road for an interior corner hereof;



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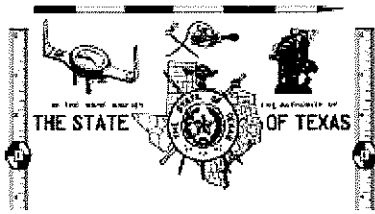
THENCE in an Northerly direction, being along the West line of said Robbie's Four Way tract called 1.416 acres, being along the East line of the 1800 Hwy 105, LLC tract called 2.981 acres (Tract 1), as recorded in Volume 1509, Page 351, in said Official Records for a West line hereof to a 5/8 inch iron rod found at a T-Post for the North corner of said Robbie's Four Way tract called 1.416 acres, common with an interior corner of said 1800 Hwy 105, LLC tract called 2.981 acres, being the most Northern corner hereof;

THENCE in a Southeasterly direction, being along the Northeast line of said Robbie's Four Way tract called 1.416 acres, being along a Southwest line of said 1800 Hwy 105, LLC tract called 2.981 acres, being along the Northeast line of the Boundary Line Adjustment tract called 13,020 square feet, a map or plat of said Boundary Line Adjustment being of record in Plat Cabinet File Slide Number 318-A, in said Plat Records for a Northeast line hereof to the South corner of said 1800 Hwy 105, LLC tract called 2.981 acres, being the East corner of said Boundary Line Adjustment tract called 13,020 square feet, being on a Northwest right of way line of State Highway No. 105 for an interior corner hereof;

THENCE in a Northeasterly direction, being along a Northwest right of way line of said State Highway No. 105, being along a portion of a Southeast line of said 1800 Hwy 105 LLC tract called 2.981 acres for a Northwest line hereof to a North corner hereof, being on a Northwest right of way line of said State Highway No. 105 at its intersection with a projection of the Northeast line of the JB105 Management LLC tract called 0.9765 acre, as recorded in Volume 1328, Page 1038, in said Official Records, being on a Southeast line of said 1800 Hwy 105 LLC tract called 2.981 acres;

THENCE in a Southeasterly direction, crossing said State Highway No. 105, being along the Northeast line of said JB105 Management LLC tract called 0.9765 acre, being along the Southwest line of the JB105 Management LLC residue of original tract called 1.3123 acres (Tract One), as recorded in Volume 1328, Page 1030, in said Official Records for a Northeast line hereof to the East corner of said JB105 Management LLC tract called 0.9765 acre, being the South corner of said JB105 Management LLC residue of original tract called 1.3123 acres (Tract One), being on a North line of the Ricky Boeker, et al residue of original tract called 30.001 acres, as recorded in Volume 1162, Page 227, in said Official Records for an interior corner hereof;

THENCE in an Easterly direction, being along a portion of a North line of said Boeker residue of original tract called 30.001 acres, being along the South line of said JB105 Management LLC residue of original tract called 1.3123 acres (Tract One), being along the South line of the JB105 Management LLC residue of original tract called 1.3123 acres (Tract Two), as recorded in Volume 1328, Page 1030, in said Official Records, being along the South line of the Alvin S. Miller, Jr. residue of original tract called 1.3123 acres (Tract 3), as recorded in Volume 1359, Page 209, in said Official Records, being along the South line of the Alvin S. Miller, Jr. residue of original tract called 1.3123 acres (Tract 1), as recorded in Volume 1359, Page 209, in said Official Records, being along the South line of the Alvin S. Miller, Jr. residue of original tract called 1.02 acres (Tract 2), as recorded in Volume 1359, Page 209, in said Official Records, being along a portion of the South line of the LMLN Schwartz, Inc. residue of original tract called 5.000 acres, as recorded in



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Volume 566, Page 571, in said Official Records for a North line hereof to a Northeast corner of said Boeker residue of original tract called 30.001 acres, being on the South line of said LMLN Schwartz, Inc. residue or original tract called 5.000 acres, being a Northwest corner of the Woodrow A. Free and Joan T. Free, Trustees of the Free Family Trust residue of original tract called 140 acres (Tract No. 1), as recorded in Volume 850, Page 921, in said Official Records for the most Northern Northeast corner hereof;

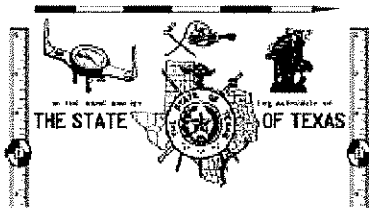
THENCE in a Southerly direction, being along a West line of said Free Family Trust residue of original tract called 140 acres, being along the East line of said Boeker residue of original tract called 30.001 acres for an East line hereof to a Southeast corner of said Boeker residue of original tract called 30.001 acres, being a Southwest corner of said Free Family Trust residue of original tract called 140 acres, being on the North line of the Brian Keith Boeker tract called 2.407 acres, as recorded in Volume 1531, Page 723, in said Official Records for a Southeast corner hereof;

THENCE in an Westerly direction, being along a portion of the North line of said Boeker tract called 2.407 acres, being along a South line of said Boeker residue of original tract called 30.001 acres for a South line hereof to a found 4 inch steel pipe fence corner post for the Northwest corner of said Boeker tract called 2.407 acres, being the North corner of the Ricky Boeker tract called 1.90 acres, as recorded in Volume 1567, Page 614, in said Official Records, being an interior corner of said Boeker residue of original tract called 30.001 acres, and being an interior corner hereof ;

THENCE in a Southerly direction, being along the West line of said Boeker tract called 2.407 acres, being along the East line of said Boeker tract called 1.90 acres for an East line hereof to a 1/2 inch iron rod found with Id. cap (RPLS 2145) at a 4 inch steel pipe fence post for the Southwest corner of said Boeker tract called 2.407 acres, being the Southeast corner of said Boeker tract called 1.90 acres, being on a Northwest margin of Lauraine Lane, and being an interior corner hereof;

THENCE in a Northeasterly direction, being along a portion of a Northwest margin of said Lauraine Lane, being along a portion of the Southeast line of said Boeker tract called 2.407 acres for a Northwest line hereof to the end of said Lauraine Lane, being on the Southeast line of said Boeker tract called 2.407 acres, being a Northwest corner of said Free Family Trust residue of original tract called 140 acres for an exterior corner hereof;

THENCE in a Southerly direction, crossing the East end of said Lauraine Lane, being along West lines of said Free Family Trust residue of original tract called 140 acres, being along East lines of the Gloria Nix tract called 35.58 acres (Tract One), as conveyed in Volume 938, Page 738, in said Official Records and being part of a tract called 76.58 acres described in Volume 180, Page 17, in said Deed Records for East lines hereof to the centerline of Hog Branch for a Southwest corner of said Free Family Trust residue of original tract called 140 acres, being on a North line of the City of Brenham tract called 1.643 acres, as recorded in Volume 277, Page 360, in said Deed Records, also being the Southeast corner of said Nix tract called 35.58 acres, and being a Southeast corner hereof;



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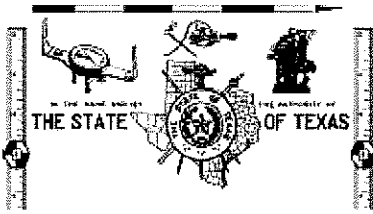
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THENCE in a Westerly, Southwesterly, Northwesterly and Southerly direction, being along the centerline of said Hog Branch, being along South, Southeast, Southwest and East lines of said Nix tract called 35.58 acres, being along North and Northwest lines of said City of Brenham tract called 1.643 acres, being along the North and Northwest lines of the City of Brenham tract called 1.173 acres, as recorded in the Probates Records of Washington County, Texas, being along North and Northeast lines of the City of Brenham tract called 1.046 acres (Tract One), as recorded in Volume 1001, Page 598, in said Official Records, being along North, Northwest and West lines of the City of Brenham tract called 1.027 acres, as recorded in Volume 1010, Page 736, in said Official Records, also being along Northwest and North lines of the City of Brenham tract called 0.437 acre, as recorded in Volume 1008, Page 420, in said Official Records, and being along the North line of the City of Brenham tract called 0.116 acre (Tract One), as recorded in Volume 1003, Page 732, in said Official Records for South, Southeast, Southwest and East lines hereof to the Northwest corner of said City of Brenham tract called 0.116 acre, being on an East right of way line of said N. Blue Bell Road (F.M. Highway No. 577), and being the Southwest corner of said Nix residue of original tract called 35.58 acres for an interior corner hereof;

THENCE in a Southerly direction, being along East right of way lines of said N. Blue Bell Road, being along the West line of said City of Brenham tract called 0.116 acre, crossing the West end of an abandoned Public Road, being along the West line of the City of Brenham tract called 0.187 acre, as recorded in Volume 1000, Page 300, in said Official Records, and being along the West line of the City of Brenham tract called 0.338 acre, as recorded in Volume 1084, Page 319, in said Official Records for East lines hereof to an exterior corner of said City of Brenham tract called 0.338 acre, being an interior corner of said N. Blue Bell Road for an interior corner hereof;

THENCE in a Southeasterly direction, being along a Northeast right of way line of said N. Blue Bell Road in a flare of same, being along the Southwest line of said City of Brenham tract called 0.338 acre for a Southwest line hereof to the Southwest corner of said City of Brenham tract called 0.338 acre, being on a Northeast right of way line of said N. Blue Bell Road at its intersection with a North margin of Old Chappell Hill Road for an interior corner hereof;

THENCE in an Easterly direction, being along North margins of said Old Chappell Hill Road, being along the South line of said City of Brenham tract called 0.338 acre, being along the South line of the Cedric Williams tract, as conveyed in Volume 1507, Page 668, in said Official Records, being along the South line of the City of Brenham tract called 0.498 acres, as recorded in Volume 1021, Page 153, in said Official Records, being along the South line of the City of Brenham tract called 0.192 acre, as recorded in Volume 1033, Page 321, in said Official Records, being along the South line of the City of Brenham tract called 0.308 acre, as recorded in Volume 1033, Page 668, in said Official Records, being along the South line of the City of Brenham tract called 0.510 acre, as recorded in Volume 1007, Page 487, in said Official Records, being along the South line of the City of Brenham tract, as conveyed in Volume 1021, Page 156, in said Official Records and described in Volume 68, Page 531, in said Deed Records, being along the South line of a City of Brenham tract, former Thomas Sallis tract as recorded in Volume 16, Page 188, in said Deed Records, being along the South line of the City of Brenham tract called 0.259 acre, as recorded in Volume 1031, Page



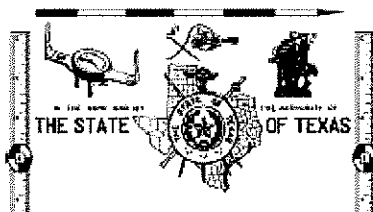
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968, in said Official Records, being along the South line of the City of Brenham tract, as recorded in Volume 800, Page 433, in said Official Records, being along the South line of the City of Brenham tract, as conveyed in Volume 1047, Page 290, in said Official Records and described in Volume 121, Page 427, in said Deed Records, being along the South line of the City of Brenham tract called 0.5009 acre, as recorded in Volume 1010, Page 829, in said Official Records, being along a South line of the City of Brenham tract called 0.786 acre, as recorded in Volume 1047, Page 300, in said Official Records, being along the South line of the City of Brenham tract called 0.099 acre, as recorded in Volume 1021, Page 407, in said Official Records, being along a South line of said City of Brenham tract called 3.017 acres, as recorded in Volume G, Page 6, in the District Clerk Records of Washington County, Texas, being along the South line of The City of Brenham, Texas tract called 0.521 acre, as recorded in Volume 492, Page 606, in said Official Records, being along the South line of The City of Brenham, Texas tract called 3.148 acres, as recorded in Volume 492, Page 600, in said Official Records, crossing the South end of an abandoned Public Road, being along the South line of a tract being occupied by Loraine Smith (deed not found), and being along the South line of the Loraine Smith tract called 0.230 acre, as recorded in Volume 1112, Page 189, in said Official Records for North lines hereof to a found 2 inch galvanized pipe for the Southwest corner of the City of Brenham tract called 0.233 acre, as conveyed in Volume 1068, Page 604, in said Official Records and described in Volume 141, Page 211, in said Deed Records, being on a North margin of said Old Chappell Hill Road, being the Southeast corner of said Smith tract called 0.230 acre, and being a Northeast corner hereof,

THENCE in a Southerly direction, crossing said Old Chappell Hill Road, being along East lines of Detention - Reserve "A" (called 5.133 acres) of Blue Bell Subdivision, Section I, a map or plat being of record in Plat Cabinet File Slide Numbers 699-A and 699-B, of said Plat Records, being along East margins of M and M Lane, being along East lines of the Plat and Dedication of Bilski Road, a map or plat being of records in Plat Cabinet File Slide Number 277-B, in said Plat Records, being along a portion of the West line of Lot 7 of H. C. McIntyre Addition, a map or plat being of record in Plat Cabinet File Slide Number 5-B, in said Plat Records, being along West lines of Lots 6, 5, 4, 3, 2 and 1 of said H. C. McIntyre Addition, being along the West line of the David Albin Murski, et al tract called 120 acres, as recorded in Volume 1137, Page 932, in said Official Records for East lines hereof to the Southwest corner of said Murski tract called 120 acres, being the South corner of said Plat and Dedication of Bilski Road, also being the East corner of the Alois Bilski, et al tract called 0.088 acre, being the residue of original tract called 0.83 acres, as recorded in Volume 609, Page 398, in said Official Records, and being the Northwest corner of the Florence Marie Koehne, et vir tract called 12.73 acres, as conveyed in Volume 1494, Page 439, in said Official Records, being part of a called 23.990 acres (Tract 5) described in Volume 559, Page 703, in said Official Records for an exterior corner hereof,

THENCE in a Southwesterly direction, being along the Southeast line of said Bilski tract called 0.088 acre, being along a Northwest line of said Koehne tract called 12.73 acres, crossing Burlington Northern & Santa Fe Railroad for a Northwest line hereof to an interior corner hereof, being on a Southwest right of way line of said Burlington Northern & Santa Fe Railroad, being on a



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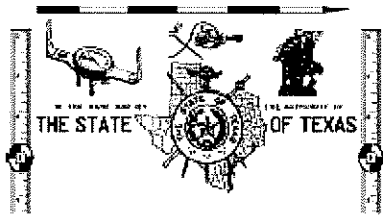
Northeast line of Lot 1 (called 32.788 acres) of Blue Bell Subdivision, Section II, a map or plat being of record in Plat Cabinet File Slide Numbers 705-B and 706-A, in said Plat Records;

THENCE in a Southeasterly direction, being along Southwest right of way lines of said Burlington Northern & Santa Fe Railroad, being along Northeast lines of said Lot 1 (called 32.788 acres) of said Blue Bell Subdivision, Section II, being along a Northeast line of the Bellville Holdings, LLC, tract called 16.818 acres, as recorded in Volume 1353, Page 389, in said Official Records for Northeast lines hereof to an interior corner of said Bellville Holdings, LLC tract called 16.818 acres, being at the South end of Burlington Northern & Santa Fe Railroad for an interior corner hereof;

THENCE in a Northeasterly direction, being along and crossing the Southeast end of said Burlington Northern & Santa Fe Railroad, being along a Northwest line of said Bellville Holdings, LLC, tract called 16.818 acres for a Northwest line hereof to an interior corner of said Bellville Holdings, LLC, tract called 16.818 acres, being at the South end of said Burlington Northern & Santa Fe Railroad for a North corner hereof;

THENCE in a Southeasterly direction, crossing said Bellville Holdings, LLC, tract called 16.818 acres, being along a Northeast line of the City of Brenham tract called 0.0935 acre, as recorded in Volume 607, Page 227, in said Official Records for a Northeast line hereof to the East corner of said City of Brenham tract called 0.0935 acre, being on a Southwest line of said Bellville Holdings, LLC, tract called 16.818 acres, being the North or Northeast corner of the Rosenbaum-Schoenvogel Investments, LP tract called 0.4639 acre (Tract Seven [c]), as conveyed in Volume 1348, Page 842, in said Official Records and described in Volume 607, Page 237, in said Official Records, being the most Eastern corner hereof;

THENCE in a Westerly direction, being along the South line of said City of Brenham tract called 0.0935 acre, being along the North line of said Rosenbaum-Schoenvogel Investments, LP tract called 0.4639 acre, being along the South line of The City of Brenham, Texas tract called 0.0418 acre, as recorded in Volume 607, Page 220, in said Official Records, being along a portion of a cul-de-sac of E. Tom Green Street, being along South margins of said E. Tom Green Street, being along North lines of the Rosenbaum-Schoenvogel Investments, LP residue of original tract called 2.1621 acres (Tract Seven [b]), as conveyed in Volume 1348, Page 842, in said Official Records and described in Volume 433, Page 172, in said Deed Records, being along the North line of the Rosenbaum-Schoenvogel Investments, LP tract called 0.4609 acre (Tract Seven [a]), as conveyed in Volume 1348, Page 842, in said Official Records and described in Volume 433, Page 167, in said Deed Records, being along the North line of the Charlie Rosenbaum, Jr. tract called 2.387 acres (Tract 1), as conveyed in Volume 1487, Page 224, in said Official Records and described in Volume 359, Page 891, in said Deed Records, being along the North line of the Brenham Christian Fellowship, Inc. tract called 0.544 acre, as recorded in Volume 927, Page 379, in said Official Records, crossing S. Blue Bell Road (F.M. Highway No. 577) with a South margin of said E. Tom Green Street for South lines hereof to the Northeast corner of the City of Brenham tract called 7.215



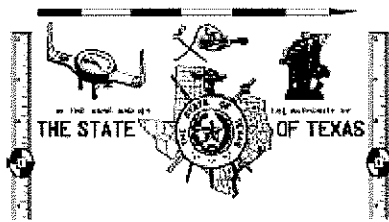
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acres, as recorded in Volume 944, Page 35, in said Official Records for the most Southern corner hereof;

THENCE in a Northwesterly and Northerly direction, being along Southwest and West right of way lines of said S. Blue Bell Road, crossing said E. Tom Green Street with a Southwest right of way line of said S. Blue Bell Road, being along the Northeast line of Lot 1 (called 0.495 acre) and Lot 5 (called 0.701 acre) of the Altman's Subdivision, a map or plat being of records in Plat Cabinet File Slide Number 325-B, in said Plat Records, crossing Longhofer Street with a Southwest right of way line of said S. Blue Bell Road, being along the Northeast lines of Lots 11, 19, 20 and 21 of Woodson Terrace Subdivision, Section II, a map or plat being of records in Plat Cabinet File Slide Numbers 130-A and 130-B, in said Plat Records, being along the Northeast lines of Lots 5, 4, 3 and 2 of Woodson Terrace Subdivision, Section III, a map or plat being of records in Plat Cabinet File Slide Numbers 183-A and 183-B, in said Plat Records, crossing Leslie D Lane with a Southwest right of way line of said S. Blue Bell Road, being along the Northeast line of Lot 1 of said Woodson Terrace Subdivision, Section III, being along the Northeast line of Lot 19 of Woodson Terrace Subdivision, Section IV, a map or plat being of records in Plat Cabinet File Slide Numbers 217-A and 217-B, in said Plat Records, crossing Pecan Street with a Southwest right of way line of said S. Blue Bell Road, being along the East lines of Lots 20 through 23 of said Woodson Terrace Subdivision, Section IV, being along the East lines of Lots 20, 19, 18 and 17 of Woodson Terrace Subdivision, Section V, a map or plat being of record in Plat Cabinet File Slide Number 271-A, in said Plat Records, being along an East line of Lot 16 of said Woodson Terrace Subdivision, Section V, crossing said Burlington Northern & Santa Fe Railroad with a West right of way line of said S. Blue Bell Road, being along East lines of the Dewitt Kosse tract, as conveyed in Volume 209, Page 70, in said Deed Records, being the residue of a 3.6 acres tract described in Volume 162, Page 211, in said Deed Records, crossing an abandoned Public Road with a West right of way line of said S. Blue Bell Road, being along the East line of the Dewitt Kossie residue of original tract called 3.49 acres, as recorded in Volume 214, Page 504, in said Deed Record, being along an East line of Lot 1 (called 1.158 acres), Block 1 of Dahmann Subdivision, a map or plat being of records in Plat Cabinet File Slide Number 658-B, in said Plat Records, crossing Factory Street with a West right of way line of said S. Blue Bell Road, being along the East line of the Przyborski Properties, LLC tract called 1.070 acres, as conveyed in Volume 1670, Page 915, in said Official Records and described in Volume 945, Page 639, in said Official Records for West lines hereof to a 1/2 inch iron rod found near a concrete monument (disturbed) for an exterior corner of said Przyborski Properties, LLC tract called 1.070 acres, being an interior corner of said S. Blue Bell Road, being an interior corner hereof;

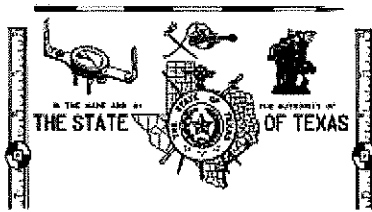
THENCE in a Northwesterly direction, being along a Southwest right of line of said S. Blue Bell Road in a flare of same, being along a Northeast line of said Przyborski Properties, LLC tract called 1.070 acres for a Southwest line hereof to the North corner of said Przyborski Properties, LLC tract called 1.070 acres, being on a Southwest right of way line of said S. Blue Bell Road at its intersection with a South margin of said E. Alamo Street for an interior corner hereof;



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THENCE in a Westerly direction, being along South margins of said E. Alamo Street, being along the North line of said Przyborski Properties, LLC tract called 1.070 acres, being along the North line of the Tommy Przyborski, et ux tract called 0.41 acre, as recorded in Volume 1282, Page 604, in said Official Records, crossing the North end of Sweed Street with a South margin of said E. Alamo Street, being along the North line of the Eduardo Jimenez Perez, et ux tract called 0.594 acre, as recorded in Volume 1635, Page 403, in said Official Records, being along a North line of the Jose Antonio Andrade Hernandez tract called 1.489 acres, as recorded in Volume 1657, Page 546, in said Official Records, being along the North line of the Betty L. Williams tract, as conveyed in Volume 1313, Page 423, in said Official Records, and being part of original tract described in Volume 196, Page 317, in said Deed Records, being along the North line of the Brenham First Church of God residue of original tract, as recorded in Volume 645, Page 467, in said Official Records, being along the North line of the Ida Mae Harge (Brenham First Church of God) tract called 8,735 square feet, as recorded in Volume 454, Page 898, in said Deed Records, being along the North line of the John D. Harris, et ux tract called 0.20 acre, as recorded in Volume 1477, Page 469, in said Official Records, being along the North line of the Gordon E. Pattison tract called 0.277 acre, as recorded in Volume 1388, Page 400, in said Official Records, crossing the North end of Taft Street with a South margin of said E. Alamo Street, being along the North line Dayana M. Martinez-Perdomo Lezama, et ux tract called 0.225 acre, as recorded in Volume 1242, Page 73, in said Official Records, being along the North line of the Steve Saxon tract called 0.1560 acre, as recorded in Volume 1234, Page 95, in said Official Records, being along the North line of the Vanessa G. Hollie tract, as conveyed in Volume 753, Page 572, in said Official Records and described as 50 feet by 100 feet in Volume 369, Page 197, in said Deed Records, being along the North line of the Everett F. Carr, et al tract called 5,000 square feet, as recorded in Volume 921, Page 398, in said Official Records, being along the North line of the Joe Hutchinson tract called 0.1655 acre, as recorded in Volume 427, Page 315, in said Official Records, being along the North line of the Bernadine Franklin, et al tract (Tract One), as recorded in Volume 453, Page 251, in said Deed Records, being along the North line of the Tommie Wellmann tract called 0.248 acre (Tract 1), as recorded in Volume 1311, Page 481, in said Official Records, being along the North line of the Tommie Wellmann tract called 0.145 acre, as recorded in Volume 1262, Page 466, in said Official Records, being along the North line of the 1204 E Alamo LLC tract, as conveyed in Volume 1686, Page 876, in said Official Records and being part of original tract described in Volume V, Page 75, in said Deed Records, being along the North line of the Ward Timothy Pawlowski tract called 0.139 acre (Tract 2), as recorded in Volume 1460, Page 741, in said Official Records, being along the North line of the Betty Johnson tract, as conveyed in Volume 1682, Page 860, in said Official Records and being part of original tract described as 0.252 acre in Volume 344, Page 88, in said Deed Records, being along the North line of the Michael J. Todd, et al tract, as conveyed in Volume 1616, Page 405, in said Official Records and described in Volume 245, Page 15, in said Deed Records, being along the North line of the Beverly Ann Roberts, et al tract, as conveyed in Volume 1260, Page 37, in said Official Records and described in Volume 293, Page 84, in said Deed Records, crossing the North end of Kerr Street with a South margin of said E. Alamo Street, being along the North line of the Masonic Grand Lodge - Eastern Star Chapter #276 tract (deed not found), crossing the West end of Garrett Street with a South margin of said E. Alamo Street, being along North lines of the City of Brenham, Texas tract called 1.851 acres, as recorded



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in Volume 334, Page 12, in said Deed Records for South lines hereof to the Northwest corner of said City of Brenham tract called 1.851 acres, being on a South margin of said E. Alamo Street at the intersection with an East margin of S. Chappell Hill Street, being on an East line of said City of Brenham - TIRZ tract called 2195± acres, dated February 7, 2019 for a Southwest corner hereof;

THENCE in a Northerly direction, being along East lines of said City of Brenham - TIRZ tract called 2195± acres, dated February 7, 2019, being along East margins of said S. Chappell Hill Street, crossing said E. Alamo Street with an East margin of said S. Chappell Hill Street, being along the West line of the StanPac USA, LLC tract, as recorded in Volume 1445, Page 563, in said Official Records, crossing said E. Main Street with an East margin of said S. Chappell Hill Street for West lines hereof to the PLACE OF BEGINNING and containing approximately 199 acres of land, more or less.

This document was prepared under 22 TAC §663.21, does not reflect the results of an on the ground survey, and is not to be used to convey or establish interests in real property except those rights and interests implied or established by the creation or reconfiguration of the boundary of the political subdivision for which it was prepared. Acreages stated herein are approximate.

Dated this the 18th day of November, 2019, A. D.


Jon E. Hodde
Registered Professional
Land Surveyor No. 5197

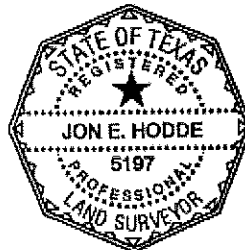


Exhibit B

Map of Additional Property

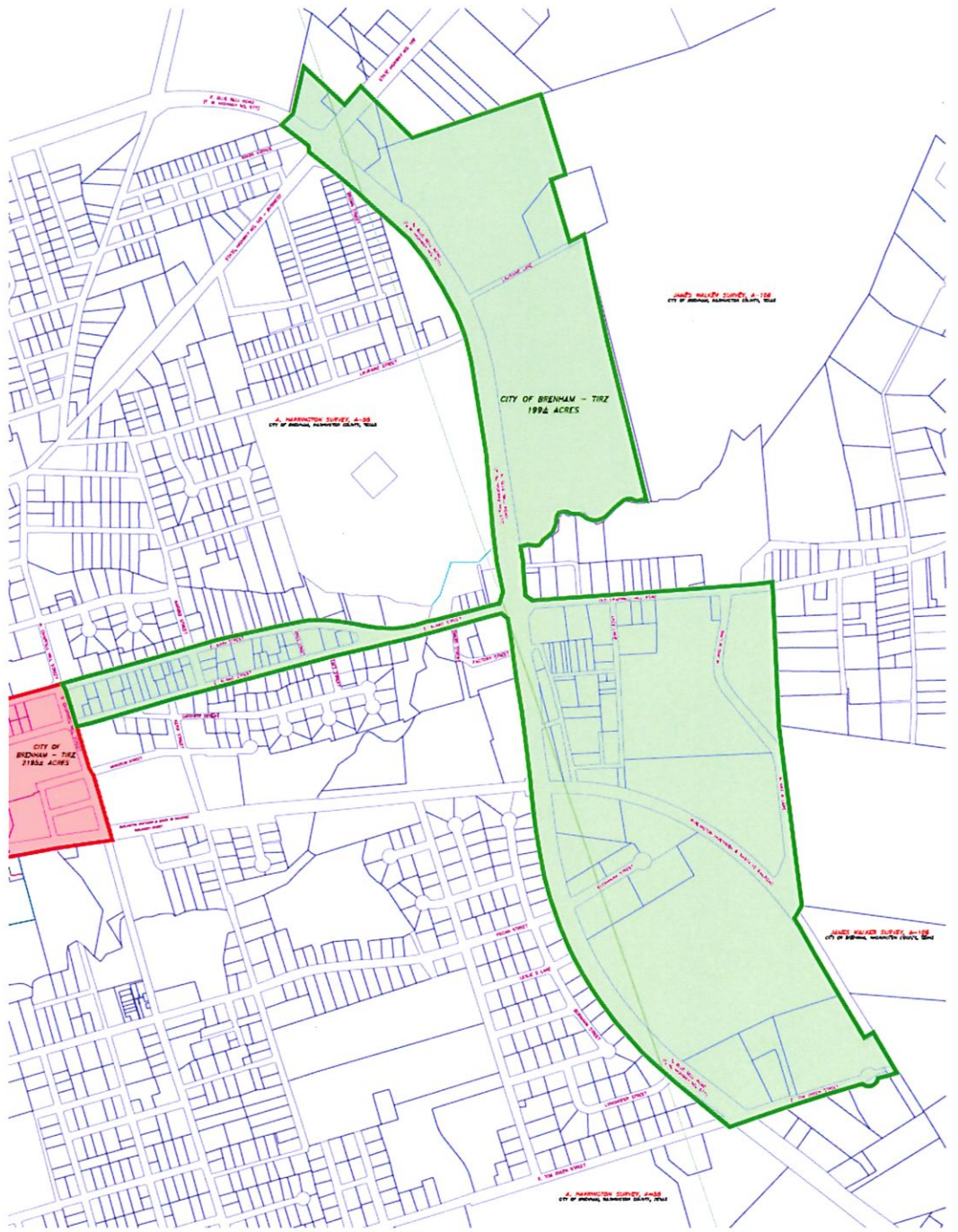
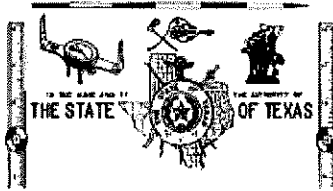


Exhibit C

Metes and Bounds of the Property Tract A



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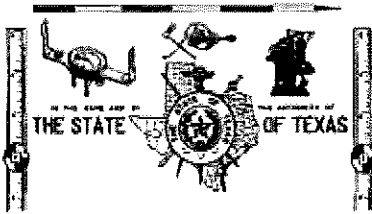
City of Brenham – 2019 TIRZ Description

All that certain tract or parcel of land, lying and being situated in the City of Brenham, Washington County, Texas, part of the Philip Coe Survey, A-31, the A. Harrington Survey, A-55, the M. N. Combs Survey, A-124, the John Long Survey, A-156, the Isaac Lee Survey, A-77, the Hiram Lee Survey, A-76 and the John Carrington Survey, A-120, and being described as follows:

BEGINNING at a 1/2 inch iron rod found with Id. cap (RPLS 5650) on an East margin of N. Dixie Street for the Southwest corner of the Clayton M. Collier, et ux tract called 35.31 acres, as recorded in Volume 1601, Page 386, in the Official Records of Washington County, Texas, being the Northwest corner of Lot 1 of Little Sandy Subdivision, a map or plat recorded in Plat Cabinet File Slide Numbers 521B and 522A, in the Plat Records of Washington County, Texas, being a Northeast corner hereof;

THENCE in a Southerly direction, along East margins of said N. Dixie Street, being along the West line of said Lot 1 of said Little Sandy Subdivision, being along West lines of Lots 2, 3 and 4 of said Little Sandy Subdivision, crossing Westbrooke Cove with an East margin of said N. Dixie Street, being along the West line of Lot 10 of said Little Sandy Subdivision, being along the West line of the Norris Rohde tract called 17,500.0 square feet, as recorded in Volume 774, Page 39, in said Official Records, being along the West line of the Bernice Rohde tract, as conveyed in Volume 225, Page 279, in the Deed Records of Washington County, Texas and described in Volume 188, Page 278, in said Deed Records for an East line hereof to the Southwest corner of said Bernice Rohde tract, common with the Northwest corner of Lot One (called 1.360 acres) of the Boundary Line Adjustment Plat of Munz Addition, a map or plat recorded in Plat Cabinet File Slide Number 372A, in said Plat Records, being on an East margin of said N. Dixie Street for an interior corner hereon;

THENCE in an Easterly direction, being along the South line of said Bernice Rohde tract, being along the South line of the Norris Rohde tract called 0.54 acre, as recorded in Volume 321, Page 369, in said Deed Records, being along the North line of said Lot One (called 1.360 acres) and Lot Two (called 0.904 acre) of said Boundary Line Adjustment Plat, also crossing N. Drumm Street, and being along the South line of Lot 27 of Meadow Park Subdivision, Section 2, a map or plat recorded in Plat Cabinet File Slide Numbers 114A, 114B and 115A, in said Plat Records, being along the South line of the James Hanath and Debra L. Hanath tract called 0.294 acre, as recorded in Volume 1137, Page 779, in said Official Records, being along the North line of the Marvin G. Green and Nina McAllister tract called 0.1976 acre, as recorded in Volume 637, Page 416, in said Official Records, being along the North line of the Robert Frederick Weiss tract called 0.6962 acre (Tract 3), as conveyed in Volume 1113, Page 532, in said Official Records and described in Volume 568, Page 210, in said Official Records for a North line hereof to the Southeast corner of said Hanath tract called 0.294 acre, being the Northeast corner of said Weiss tract called 0.6962 acre, being on a West margin of Munz Street for an exterior corner hereof;



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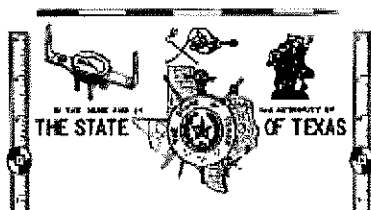
THENCE in a Southeasterly direction, crossing said Munz Street for a Northeast line hereof to the Southwest corner of Lot 10 of the Woodson's Meadow Park Subdivision, Section No. 1, a map or plat recorded in Plat Cabinet File Slide Numbers 74A and 74B, in said Plat Records, being the Northwest corner of the Robert Frederick Weiss tract called 0.887 acre (Tract 2), as conveyed in Volume 1113, Page 532, in said Official Records and described in Volume 763, Page 87, in said Official Records, being on an East margin of said Munz Street for an interior corner hereof;

THENCE in an Easterly direction, along the South lines of Lots 10, 9, 8, 7, 6 and 5 of said Woodson's Meadow Park Subdivision, Section No. 1, being along the North line of said Weiss tract called 0.887 acre, being along the North line of the Four Seasons HVAC, Inc. tract called 0.407 acre, as recorded in Volume 1622, Page 327, in said Official Records, being along the North line of Reserve "A" (called 0.1225 acre), Tract 1 (called 0.6763 acre) and Tract 2 (called 0.7988 acre) of Pecht's Subdivision, a map or plat recorded in Plat Cabinet File Slide Number 328B, in said Plat Records, being along the North line of the Allan D. Stelter and 3 CS Investments, LLC tract called 27,356.5 square feet, as recorded in Volume 1519, Page 238, in said Official Records for a North line hereof to the Southeast corner of said Lot 5 of said Woodson's Meadow Park Subdivision, Section No. 1, being the Northeast corner of said Allan D. Stelter and 3 CS Investments, LLC tract called 27,356.5 square feet, being on the West line of the GGS Holdings, LTD. residue of original tract called 4.745 acres, as recorded in Volume 1314, Page 158, in said Official Records for an interior corner hereof;

THENCE in a Northerly direction, being along a portion of the West line of said GGS Holdings, LTD. residue of original tract called 4.745 acres, being along the East line of said Lot 5 of Woodson's Meadow Park Subdivision, Section No. 1 for a West line hereof to the Northeast corner of said Lot 5 of said Woodson's Meadow Park Subdivision, being the Southwest corner of Lot 6 (called 0.3666 acre) of Valley Meadow Subdivision, a map or plat recorded in Plat Cabinet File Slide Number 371B, in said Plat Records, being the Northwest corner of said GGS Holdings, LTD. residue of original tract called 4.745 acres for an exterior corner hereof;

THENCE in an Easterly direction, being along the South line of Lot 6 of said Valley Meadow Subdivision, being along the North line of said GGS Holdings, LTD. residue of original tract called 4.745 acres, severing the City of Brenham, Texas tract called 0.6266 acre (additional right of way for Saeger Street), as recorded in Volume 859, Page 769, in said Official Records, for a North line hereof to the intersection of the projection of the South line of said Lot 6 of said Valley Meadow Subdivision with the East line of said City of Brenham, Texas tract called 0.6266 acre for an interior corner hereof, being on the occupied West margin of N. Saeger Street;

THENCE in a Northeasterly direction, crossing said N. Saeger Street for a Northwest line hereof to the Southwest corner of Lot 1 of West Park Subdivision, a map or plat recorded in Plat Cabinet File Slide Numbers 120B and 121A, in said Plat Records, being the Northwest corner of the Brandon Lockett Special Needs Trust, William J. Rankin, Trustee tract called 1.264 acres, as recorded in Volume 1010, Page 454, in said Official Records, being on an East margin of said N. Saeger Street for an exterior corner hereof;



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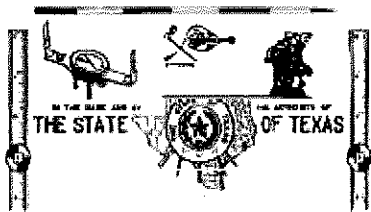
THENCE in an Easterly direction, being along the South line of said Lot 1 of said West Park Subdivision, being along the South lines of Lots 7, 8, 9 and 10 of said West Park Subdivision, being along the South line of the T.S.C.P., LLC tract called 0.2604 acre, as conveyed in Volume 1347, Page 306, in said Official Records and described in Volume 1263, Page 699, in said Official Records, being along the South lines of Lots 8, 9, 10, 11, 12, 13, 14 and 15 of Schumacher 2nd Addition, a map or plat recorded in Plat Cabinet File Slide Number 11B, in said Plat Records, being along the North line of said Brandon Lockett Special Needs Trust, William J. Rankin, Trustee tract called 1.264 acres, being along the North line of the Ryan J. Ogradowicz, et ux tract called 1.089 acres, as recorded in Volume 1616, Page 462, in said Official Records, being along the North line of Lot 1 (called 0.266 acre) of the Replat of the Ed. Roessler Tract of Ellwood Estates Addition, a map or plat recorded in Plat Cabinet File Slide Number 677A, in said Plat Records, being along the North line of a 20 feet wide private roadway of Ellwood Estates Addition, a map or plat recorded in Plat Cabinet File Slide Number 27A, in said Plat Records, being along the North lines of Lots 1, 2, 3, 4, 5, 6 and 7, Block B of said Ellwood Estates Addition, and crossing Schumacher Street also known as League Street (unopened) for a North line hereof to the intersection of the projection of last said line with the East margin of said Schumacher Street for an exterior corner hereof, being on a West line of a City of Brenham tract (deed not found);

THENCE in a Southerly direction, being along the East margin of said Schumacher Street, being along a West line, in part, of said City of Brenham tract for an East line hereof to an interior corner hereof, being situated in Martin Luther King Jr. Parkway and being at the intersection of the projection of the East margin of said Schumacher Street with the projection of the South line of Hudson Addition, a map or plat recorded in Plat Cabinet File Slide Number 249A, in said Plat Records;

THENCE in a Northeasterly direction, crossing said Martin Luther King Jr. Parkway, being along the South lines of Lots 15, 13, 12, 11, 10, 9, 8, 7, 6, 5 and 1, Block No. 2 of said Hudson Addition, being along the North margin of Hudson Street for a Northwest line hereof to the Southeast corner of said Lot 1, Block No. 2 of said Hudson Addition, being on a North margin of said Hudson Street at its intersection with a West margin of Lockett Street for a Northeast corner hereof;

THENCE in a Southerly direction, crossing said Hudson Street with a West margin of said Lockett Street, being along the East line of Lot 18, Block 1 of Boundary Line Adjustment Plat of a portion of Hudson Addition, a map or plat recorded in Plat Cabinet File Slide Number 299A, in said Plat Records, being along a portion of the East line of Lot 17, Block No. 1 of said Hudson Addition for an East line hereof to an interior corner hereof, being on an East line of said Lot 17, Block No. 1 of said Hudson Addition, and being at the intersection of the projection of the South line of Lot 9 of Autumn Run Subdivision, a map or plat recorded in Plat Cabinet File Slide Numbers 218A and 218B, in said Plat Records with a West margin of said Lockett Street;

THENCE in an Easterly direction, crossing said Lockett Street, being along the South line of said Lot 9 of said Autumn Run Subdivision, being along a South line of the Jefferson Square Housing, Ltd. tract called 3.974 acres, as recorded in Volume 1553, Page 789, in said Official Records, being along North lines of Reserve A (called 1.354 acres) of said Autumn Run Subdivision for North lines hereof



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to a Southeast corner of said Jefferson Square Housing, Ltd. tract called 3.974 acres, being the Northeast corner of said Reserve A of said Autumn Run Subdivision, being on the West line of the Edward A. Hillery, et ux tract called 0.489 acre, as recorded in Volume 1230, Page 85, of said Official Records for an interior corner hereof;

THENCE in a Northerly direction, being along a portion of the West line of said Hillery tract called 0.489 acre, being along an East line of said Jefferson Square Housing, Ltd. tract called 3.974 acres for a West line hereof to an interior corner of said Jefferson Square Housing, Ltd. tract called 3.974 acres, being a Northwest corner of said Hillery tract called 0.489 acres for an exterior corner hereof;

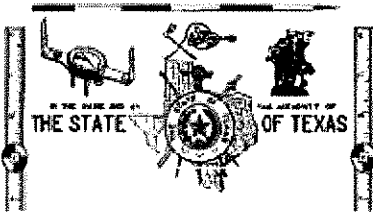
THENCE in an Easterly direction, being along a South line of said Jefferson Square Housing, Ltd. tract called 3.974 acres, being along the North line of said Hillery tract called 0.489 acre for a North line hereof to an interior corner of said Jefferson Square Housing, Ltd. tract called 3.974 acres, being the Northeast corner of said Hillery tract called 0.489 acre for an exterior corner hereof;

THENCE in a Southerly direction, being along a West line of said Jefferson Square Housing Ltd. tract called 3.974 acres, being along a portion of the East line of said Hillery tract called 0.489 acre for an East line hereof to a Southwest corner of said Jefferson Square Housing, Ltd. tract called 3.974 acres, being the Northwest corner of the Steven Chovanec, et ux tract called 0.353 acre, as recorded in Volume 1599, Page 398, in said Official Records, being on the East line of said Hillery tract called 0.489 acre for an interior corner hereof;

THENCE in an Easterly direction, being along a South line of said Jefferson Square Housing, Ltd. tract called 3.974 acres, being along the North line of said Chovanec tract called 0.353 acre for a North line hereof to a Southeast corner of said Jefferson Square Housing, Ltd., tract called 3.974 acres, being the Northeast corner of said Chovanec tract called 0.353 acre, being on the West line of the Zachary Dean Murphrey and Linsey Dean-Murphrey tract called 0.691 acre, as recorded in Volume 1431, Page 63, in said Official Records for an interior corner hereof;

THENCE in a Northerly direction, being along an East line of said Jefferson Square Housing, Ltd. tract called 3.974 acres, being along a portion of the West line of said Murphrey tract called 0.691 acre for a West line hereof to an interior corner of said Jefferson Square Housing, Ltd. tract called 3.974 acres, being the Northwest corner of said Murphrey tract called 0.691 acre for an exterior corner hereof;

THENCE in an Easterly direction, being along a South line of said Jefferson Square Housing, Ltd. tract called 3.974 acres, being along the North line of said Murphrey tract called 0.691 acre for a North line hereof to a Southeast corner of said Jefferson Square Housing, Ltd. tract called 3.974 acres, being the Northeast corner of said Murphrey tract called 0.691 acre, being on a West line of a 12 feet wide alley as mentioned in said Volume 1431, Page 63, in said Official Records for a Northeast corner hereof;



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THENCE in a Southerly direction, being along a portion of the East line of said Murphrey tract called 0.691 acre, being along a portion of a West line of said 12 feet wide alley for an East line hereof to an interior corner hereof, being on the East line of said Murphrey tract called 0.691 acre, being on a West line of said 12 feet wide alley at its intersection with the projection of the South line of the Randy W. Dean, et ux tract called 0.834 acre (Tract 2), as recorded in Volume 1218, Page 375, in said Official Records;

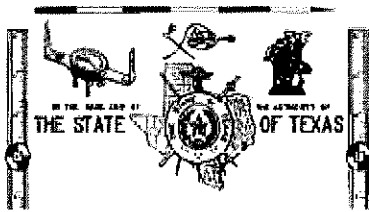
THENCE in an Easterly direction, crossing said 12 feet wide alley, being along the South line of said Dean tract called 0.834 acre, being along the North line of the Ronald Castro, et ux tract called 8,098.4 square feet, as recorded in Volume 1511, Page 27, in said Official Records, being along the North line of the Benjamin J. Menjares, et ux tract called 0.1944 acre, as recorded in Volume 1495, Page 467, in said Official Records, being along the North line of The Baroque Trust tract called 16,827 square feet, as recorded in Volume 1468, Page 111, in said Official Records for a North line hereof to the Southeast corner of said Dean tract called 0.834 acre, being the Northeast corner of said The Baroque Trust tract called 16,827 square feet, being on a West line of Mulberry Street for an interior corner hereof;

THENCE in a Northerly direction, being along a portion of a West margin of said Mulberry Street, being along a portion of the East line of said Dean tract called 0.834 acre for a West line hereof to an exterior corner hereof, being on a West margin of said Mulberry Street at its intersection with the projection of the South line of the Alfonso Rogelio Soto tract called 0.304 acre, as recorded in Volume 1420, Page 233, in said Official Records, being on an East line of said Dean tract called 0.834 acre;

THENCE in an Easterly direction, crossing said Mulberry Street, being along the South line of said Soto tract called 0.304 acre, being along the North line of the Akbarali Mohammad tract called 23,883 square feet, as recorded in Volume 1489, Page 541, in said Official Records and described in Volume 1472, Page 878, in said Official Records for a North line hereof to the Southeast corner of said Soto tract called 0.304 acre, being the Northeast corner of said Mohammad tract called 23,883 square feet, being on a West margin of Burleson Street for an interior corner hereof;

THENCE in a Northeasterly direction, crossing said Burleson Street for a Northwest line hereof to the Southwest corner of Lot 10 of Willow Place Subdivision, a map or plat recorded in Plat Cabinet File Slide Number 116A, in said Plat Records, being at the intersection of an East margin of said Burleson Street with a North margin of Vulcan Street for an exterior corner hereof;

THENCE in an Easterly direction, being along a North margin of said Vulcan Street, being along the South line of Lot 10 of said Willow Place Subdivision, being along the South lines of Lots 9 and 8 of said Willow Place Subdivision, being along the South line of Michelle L. Leakes tract called 0.2586 acre, as recorded in Volume 966, Page 220, in said Official Records for a North line hereof to the Southeast corner of said Leakes tract called 0.2586 acre, being at the intersection of a North margin of said Vulcan Street with a West margin of Rippetoe Street for an exterior corner hereof;



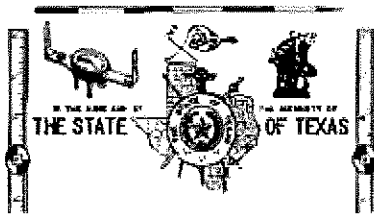
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THENCE in an Easterly direction, crossing said Rippetoe Street with a North margin of said Vulcan Street for a North line hereof to the Southwest corner of Lot 11 of Mrs. Imogene Chappel's Subdivision of the O.A. Seward Homestead, a map or plat recorded in Plat Cabinet File Slide Number 34B, in said Plat Records, being at the intersection of a North margin of said Vulcan Street with an East margin of said Rippetoe Street for an interior corner hereof;

THENCE in an Easterly direction, being along a North margin of said Vulcan Street, being along the South line of said Lot 11 of said Mrs. Imogene Chappel's Subdivision of the O.A. Seward Homestead, crossing Schuereberg Street, being along the South line of Lot 12 of said Mrs. Imogene Chappel's Subdivision of the O.A. Seward Homestead, being along the South line of the Raina M. Arreola, et al tract called 0.310 acre, as recorded in Volume 1636, Page 518, in said Official Records, crossing Baber Street with a North margin of said Vulcan Street, being along the South lines of Lot No. 5, Lot No. 6 and Lot No. 7 of Schramm-Grabow Subdivision, a map or plat recorded in Volume 65, Page 103, in said Deed Records, being along the South line of Patricia Elledge tract called 0.218 acre, as recorded in Volume 1518, Page 530, in said Official Records, being along the South line of the Donald L. Boecker tract called 0.218 acre, as recorded in Volume 1088, Page 267, in said Official Records, being along the South line of the Bennie Lee Graves tract, as conveyed in Volume 1492, Page 935, in said Official Records and described as 10,447.50 square feet in Volume 784, Page 256, in said Official Records, being along the South line of the Russell W. Kuecker, et ux tract called 0.150 acre, as recorded in Volume 1194, Page 885, in said Official Records for a North line hereof to the Southeast corner of said Kuecker tract called 0.150 acre, being at the intersection of a North margin of said Vulcan Street with a West margin of N. Austin Street for an interior corner;

THENCE in a Northerly direction, being along West margins of said N. Austin Street, being along the East line of said Kuecker tract called 0.150 acre, being along the East line of the Kristopher T. Gore tract called 0.09 acre, as recorded in Volume 1428, Page 966, in said Official Records, being along the East line of the John J. Baird, et ux tract, as recorded in Volume 1006, Page 941, in said Official Records, being along the East line of the John L. McCorkle, et ux tract called 0.37 acre, as recorded in Volume 1585, Page 251, in said Official Records, being along the East line of the Alejandra Saldierna, et vir tract called 0.39 acre, as recorded in Volume 1591, Page 820, in said Official Records, being along the East line of the Marcupial Development, LLC tract called 0.163 acre, as recorded in Volume 1590, Page 711, in said Official Records, being along the East line of the Richard Eugene Laskoskie tract called 3,720 square feet, as recorded in Volume 1386, Page 110, in said Official Records, being along the East line of the Atlow Investments, LLC tract called 0.088 acre, as recorded in Vol. 1557, Page 160, in said Official Records, crossing W. Jefferson Street with a West margin of said N. Austin Street, being along the East line of the Tayler Williams tract called 0.146 acre, as recorded in Volume 1493, Page 793, in said Official Records, being along the East line of the Sergio Pinon Arellano tract, as conveyed in Volume 1304, Page 860, in said Official Records and described as 10,521 square feet, as recorded in Volume 999, Page 964, in said Official Records, being along East lines of the Iglesia Bautista Fuente de Vida tract called 1.462 acres, as recorded in Volume 1485, Page 450, in said Official Records, and crossing Martin Luther King Jr. Parkway for West lines hereof to a Northwest corner hereof, being on a North margin of said Martin Luther King Jr. Parkway at its intersection with the projection of an East line of said Iglesia Bautista Fuente de



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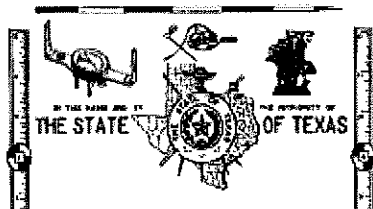
Vida tract called 1.462 acres, being on a South line of a tract or parcel of land apparently owned by Burlington Northern and Santa Fe Railroad (BNSF);

THENCE in an Easterly direction, being along the North margin of said Martin Luther King Jr. Parkway, being along a portion of the South line of said tract apparently owned by BNSF, and crossing the BNSF Railroad right of way, being along the South line of the Data Commercial Realty, LLC tract called 1.433 acres, as recorded in Volume 1480, Page 430, in said Official Records, being along the South line of the City of Brenham, Texas tract called 5.07 acres, as recorded in Volume 119, Page 384, in said Deed Records for a North line hereof to the Southeast corner of said City of Brenham, Texas tract called 5.07 acres, being at the intersection of a North margin of said Martin Luther King, Jr. Parkway with a West margin of N. Park Street for an interior corner hereof;

THENCE in a Northerly direction, being along West margins of said N. Park Street, being along East lines of said City of Brenham, Texas tract called 5.07 acres, being along an East line of the City of Brenham, Fireman's Park tract, being part of a tract called 14-1/2 acres, transferred at a Regular Meeting dated March 14, 1917 and described in Volume 16, Page 385, in said Deed Records for a West line hereof to a Northwest corner hereof, being on a West margin of said N. Park Street, and being at the Northwest corner of the Bridge on said N. Park Street;

THENCE in an Easterly direction, crossing said N. Park Street for a North line hereof to the most Northern Northeast corner hereof, being on an East margin of said N. Park Street at its intersection with a Northeast margin of N. Market Street, being at the Southeast corner of said Bridge, being on a Southwest line of the City of Brenham, Henderson Park tract, being part of a called 4.67 acres (Tract No. 2), as recorded in Volume 167, Page 1, in said Deed Records;

THENCE in a Southeasterly and Southerly direction, being along Northeast and East margins of said N. Market Street, being along Southwest and South lines of said City of Brenham, Henderson Park tract, crossing N. Valley Street with a Northeast margin of said N. Market Street, being along the South line of the Laura-Ann Bazan, et vir tract called 0.2297 acre, as recorded in Volume 1394, Page 437, in said Official Records, being along the Southwest line of the Brazos Valley Vending, Inc. tract called 11,281.1 square feet (Tract 1), as recorded in Volume 1574, Page 125, in said Official Records and described in Volume 324, Page 840, in said Deed Records, being along the South line of the Brazos Valley Vending, Inc. tract called 1,046 square feet (Tract 2), as recorded in Volume 1574, Page 125, of said Official Records and described in Volume 486, Page 320, in said Official Records, crossing the Old Market Street with a Northeast margin of said N. Market Street, being along West lines of the Towers of Belle, LP tract called 2.478 acres, as recorded in Volume 1499, Page 702, in said Official Records, being along the West line of the John Jarred Patout tract called 9,251 square feet, as recorded in Volume 955, Page 300, in said Official Records, crossing E. Academy Street with an East margin of said N. Market Street, being along the West line of The First Baptist Church of Brenham tract, as recorded in Volume 857, Page 278, in said Official Records, being along the West line of the First Baptist Church of Brenham tract called 0.647 acre (Fifth Tract), as recorded in Volume 691, Page 160, in said Official Records, crossing Pahl Street with an East margin of said N. Market Street, being along West lines of The First Baptist Church of Brenham, Texas tract called



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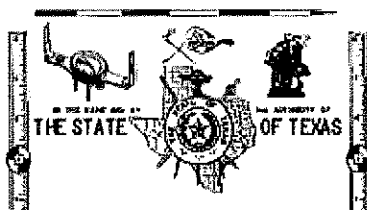
2.932 acres, as recorded in Volume 807, Page 334, in said Official Records, crossing Sycamore Street with an East margin of said N. Market Street, being along the West line of The First Baptist Church of Brenham, Texas tract called 0.631 acre, as recorded in Volume 879, Page 744, in said Official Records for Northeast and East lines hereof to the Southwest corner of said The First Baptist Church of Brenham, Texas tract called 0.631 acre, being the Northwest corner of the Coastal Banc Savings Association tract called 0.380 acre (Tract Two), as recorded in Volume 701, Page 117, in said Official Records, being on an East margin of said N. Market Street for an interior corner hereof;

THENCE in an Easterly direction, being along the South line of said The First Baptist Church of Brenham, Texas tract called 0.631 acre, being along the North line of said Coastal Banc Savings Association tract called 0.380 acre, being along the North line of the Coastal Banc Savings Association tract called 7,879.9 square feet (Tract One), as recorded in Volume 701, Page 117, in said Official Records, being along the North line of the William M. Witte, et ux tract called 0.6448 acre, as recorded in Volume 628, Page 746, in said Official Records, being along the North line of the Mary Louise Thornhill tract called 0.444 acre, as recorded in Volume 1503, Page 115, in said Official Records for a North line hereof to the Southeast corner of said The First Baptist Church of Brenham, Texas tract called 0.631 acres, being the Northeast corner of said Thornhill tract called 0.444 acre, being on the West line of the Marjorie Routt Young tract (Tract 3), as recorded in Volume 1299, Page 626, in said Official Records for an exterior corner hereof;

THENCE in a Southerly direction, being along a portion of the West line of said Young tract (Tract 3), being along a portion of the East line of said Thornhill tract called 0.444 acre for an East line hereof to the Southwest corner of said Young tract (Tract 3), being the Northwest corner of the Regal Villa Town Houses Subdivision, a map or plat recorded in the Plat Cabinet File Slide Numbers 164B through 167B, in said Plat Records, being on the East line of said Thornhill tract called 0.444 acre for an interior corner hereof;

THENCE in an Easterly direction, being along the South line of said Young tract (Tract 3), being along the South line of the Marjorie Routt Young tract called 9,030 square feet (Tract 4), as recorded in Volume 1299, Page 626, in said Official Records, being along the North line of said Regal Villa Town Houses Subdivision for a North line hereof to the Southeast corner of said Young tract called 9,030 square feet (Tract 4), being the Northeast corner of said Regal Villa Town Houses Subdivision, being on the West line of the Colonial Oaks Apartments, LLC tract called 0.562 acre, as recorded in Volume 1504, Page 242, in said Official Records for an exterior corner hereof;

THENCE in a Southerly direction, being along a portion of the West line of said Colonial Oaks Apartments, LLC tract called 0.562 acre, being along the East line of said Regal Villa Town Houses Subdivision for an East line hereof to the Southwest corner of said Colonial Oaks Apartments, LLC tract called 0.562 acres, being the Southeast corner of said Regal Villa Town Houses Subdivision, being on the North margin of E. Main Street for an interior corner hereof;

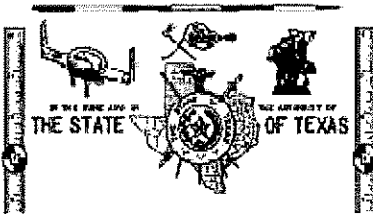


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THENCE in an Easterly direction, being along North margins of said E. Main Street, being along the South line of said Colonial Oaks Apartments, LLC tract called 0.562 acre, being along the South line of the 409 East Main, LLC tract called 0.588 acre, as recorded in Volume 1550, Page 311, in said Official Records, being along the South line of the Cindy Sue Clay-Schumpert tract, as recorded in Volume 1125, Page 795, in said Official Records, being along the South line of the William D. Gilbert, et ux tract called 0.479 acre, as recorded in Volume 1636, Page 693, in said Official Records, being along the South line of the Rodney Lacina tract, as recorded in Volume 1156, Page 289, in said Official Records, being along the South line of The Heritage Society of Washington County tract called 0.30445 acre, as recorded in Volume 1417, Page 1, in said Official Records, crossing Ross Street with a North margin of said E. Main Street, being along the South line of the CGR, L.L.C. tract called 1.265 acres, as conveyed in Volume 1195, Page 77, in said Official Records and described in Volume 271, Page 155, in said Deed Records, being along the South line of the Rodolfo Vazquez-Alvarez and Edith Gutierrez-Gutierrez tract called 0.283 acre, as recorded in Volume 1376, Page 617, in said Official Records, being along the South line of the Mary Sealy tract called 0.286 acre, as recorded in Volume 1541, Page 479, in said Official Records, being along the South line of the Donald Dickerson and Mark Dickerson tract, as conveyed in Volume 1574, Page 99, in said Official Records and described in Volume 293, Page 499, in said Deed Records, being along the South line of the Tracy Rene Haack and Sheila Marie Webb tract (Tract Three), as conveyed in Volume 1646, Page 558, in said Official Records and described in Volume 1420, Page 707, in said Official Records, being along the South line of the Abel A. Espinoza, et ux tract called 0.344 acre, as recorded in Volume 776, Page 631, in said Official Records, being along the South line of The City of Brenham, Texas tract, as recorded in Volume 355, Page 317, in said Official Records, being along the South line of The City of Brenham, Texas tract called 0.581 acre, as recorded in Volume 353, Page 777, in said Official Records, being along the South line of The City of Brenham, Texas tract called 0.521 acre, as recorded in Volume 333, Page 648, in said Official Records, crossing N. Chappell Hill Street with a North margin of said E. Main Street for a North line hereof to an "X" found cut in concrete on a North margin of said E. Main Street at its intersection with an East margin of N. Chappell Hill Street for the Southwest corner of Reserve #3 (called 0.912 acre) of L.D. Brown Subdivision, a map or plat recorded in Plat Cabinet File Slide Number 182A, in said Plat Records, being a Northeast corner hereof;

THENCE in a Southerly direction, being along East margins of said N. Chappell Hill Street and along East margins of S. Chappell Hill Street, crossing said E. Main Street with an East margin of said S. Chappell Hill Street, being along the West line of the StanPac USA, LLC tract, as recorded in Volume 1445, Page 563, in said Official Records, crossing E. Alamo Street with an East margin of said S. Chappell Hill Street, being along the West line of The City of Brenham, Texas tract called 1.851 acres, as recorded in Volume 334, Page 12, in said Official Records, crossing Mangrum Street with an East margin of said S. Chappell Hill Street, being along the West line of the Brenham Independent School District tract called 1.72 acres, as recorded in Volume 321, Page 60, in said Official Records, crossing Burlington Northern & Santa Fe Railroad (BNSF) and Seelhorst Street with an East margin of said S. Chappell Hill Street for East lines hereof to the Northwest corner of the Blue Bell Creameries, L.P. tract called 2.779 acres (Tract 8), as recorded in Volume 1324, Page 838, in said



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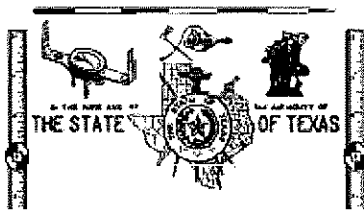
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Official Records, being on an East margin of said S. Chappell Hill Street at its intersection with a South margin of said Seelhorst Street for a Southeast corner hereof;

THENCE in a Westerly direction, crossing said S. Chappell Hill Street with a South margin of said Seelhorst Street, being along the North line of the Blue Bell Creameries, L.P. tract, as conveyed in Volume 1020, Page 280, in said Official Records and described as 2.496 acres (Tract 9) in Volume 981, Page 146, in said Official Records, being along the North line of the Blue Bell Creameries, L.P. tract called 0.175 acre (Tract 6), as recorded in Volume 1324, Page 838, in said Official Records, being along the North line of the Naylor's Wood Floors, LLC tract called 5.649 acres, as recorded in Volume 1371, Page 322, in said Official Records, being along the North line of Tract 2 (called 0.205 acre) of Scheel Subdivision, a map or plat recorded in Plat Cabinet File Slide Number 408A, in said Plat Records, being along the North line of the M&T Gonzales Corporation tract called 4,578 square feet (Tract Two), as recorded in Volume 1571, Page 599, in said Official Records, being along North lines of the residue of Tract 1 (called 2.543 acres) of said Scheel Subdivision, being along the North line of the Burleson Holdings, LTD. tract called 0.8285 acre (Sixth Tract), as recorded in Volume 762, Page 474, in said Official Records, crossing Dark Street with a South margin of said Seelhorst Street, being along the North line of the Ewald Investments LLC tract, as recorded in Volume 1626, Page 625, in said Official Records, being along the North line of the Wilbert Adler and Rosemary Adler tract called 8,825.0 square feet, as recorded in Volume 268, Page 69, in said Deed Records, being along the North line of the Tommie Wellmann tract called 0.276 acre, as recorded in Volume 1204, Page 726, in said Official Records, crossing Mills Street with a South margin of said Seelhorst Street, being along the North line of the Big Investment Group, LLC tract called 0.197 acre (Tract Three), as recorded in Volume 1384, Page 401, in said Official Records, being along the North line of the Big Investment Group, LLC tract called 0.184 acre (Tract One), as recorded in Volume 1384, Page 401, in said Official Records for South lines hereof to the Northwest corner of said Big Investment Group, LLC tract called 0.184 acre, being at the intersection of a South margin of said Seelhorst Street with an East margin of Clinton Street for an exterior corner hereof;

THENCE in a Northwesterly direction, being along a Southwest line hereof, crossing said Clinton Street to the Northeast corner of the City of Brenham tract called 0.658 acre, as recorded in Volume 1427, Page 875, in said Official Records, being on a South right of way line of said Burlington Northern & Santa Fe Railroad (BNSF) at its intersection with a West margin of said Clinton Street for an interior corner hereof;

THENCE in a Westerly direction, being along a South right of way line of said Burlington Northern & Santa Fe Railroad (BNSF), being along a North line of said City of Brenham tract called 0.658 acre for a South line hereof to the most Northern Northwest corner of said City of Brenham tract called 0.658 acre, being the Northeast corner of the City of Brenham, Texas tract called Regulator Station Site sometimes referred to as Lot 6 of Noel's Addition, as recorded in Volume 224, Page 602, in said Deed Records, being on a South right of way line of said BNSF Railroad for an interior corner hereof;



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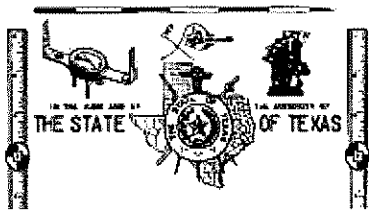
THENCE in a Southerly direction, being along West lines of said City of Brenham tract called 0.658 acre, being along the East line of said City of Brenham, Texas tract called Regulator Station Site, being along the East line of The City of Brenham, Texas tract called 4,947 square feet, as recorded in Volume 349, Page 412, in said Deed Records for an East line hereof to an interior corner of said City of Brenham tract called 0.658 acre, being the Southeast corner of said The City of Brenham, Texas tract called 4,947 square feet for an exterior corner hereof;

THENCE in a Westerly direction, being along a North line of said City of Brenham tract called 0.658 acre, being along the South line of said The City of Brenham, Texas tract called 4,947 square feet for a South line hereof to a Northwest corner of said City of Brenham tract called 0.658 acre, being the Southwest corner of said The City of Brenham, Texas tract called 4,947 square feet, being the Northeast corner of the Carterbug Holdings, LLC tract called 0.428 acre, as recorded in Volume 1507, Page 312, in said Official Records for an interior corner hereof;

THENCE in a Southerly direction, being along a West line of said City of Brenham tract called 0.658 acre, being along the East line of said Carterbug Holdings, LLC tract called 0.428 acre, being along an East line of the Allan Ray Michalak, et ux tract, as conveyed in Volume 724, Page 564, in said Official Records and described in Volume 82, Page 335, in said Deed Records for an East line hereof to the Southwest corner of said City of Brenham tract called 0.658 acre, being an interior corner of said Michalak tract for an interior corner hereof;

THENCE in an Easterly direction, being along a South line of said City of Brenham tract called 0.658 acre, being along a North line of said Michalak tract for a North line hereof to a Southeast corner of said City of Brenham tract called 0.658 acre, being a Northeast corner of said Michalak tract, being on a West line of the Allen T. Fabisack, et ux tract called 0.278 acre, as recorded in Volume 931, Page 787, in said Official Records for an exterior corner hereof;

THENCE in a Southerly direction, being along a portion of the West line of said Fabisack tract called 0.278 acre, being along the West line of the Mark S. Pieratt, et al Last Will of Marie L. Pieratt tract, as conveyed in Volume 1339, Page 132, in said Official Records and described as 0.1156 acre (Tract Two) in Volume 1169, Page 620, in said Official Records, being along the West line of the Mark S. Pieratt, et al Last Will of Marie L. Pieratt tract, as conveyed in Volume 1339, Page 132, in said Official Records and described as 0.1005 acre (Tract One) in Volume 1169, Page 620, in said Official Records, being along an East line of said Michalak tract, being along the East line of the Dorothy Lee Michalak tract called 23,249 square feet, as recorded in Volume 1042, Page 35, in said Official Records and described in Volume 204, Page 131, in said Deed Records for an East line hereof to the Southwest corner of said Pieratt tract called 0.1005 acre, being the Southeast corner of said Dorothy Lee Michalak tract called 23,249 square feet, being on the North line of the Kevin Wayne Lampe, et al tract called 0.258 acre, as recorded in Volume 1436, Page 928, in said Official Records for an exterior corner hereof;



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THENCE in a Westerly direction, being along a portion of the North line of said Lampe tract called 0.258 acre, being along a South line of said Dorothy Lee Michalak tract called 23,249 square feet for a South line hereof to the Northwest corner of said Lampe tract called 0.258 acre, being an exterior angle point of said Dorothy Lee Michalak tract called 23,249 square feet, being a Northeast corner of the Raymond P. Bass, et ux tract called 0.725 acre, as recorded in Volume 1519, Page 375, in said Official Records for an interior corner hereof;

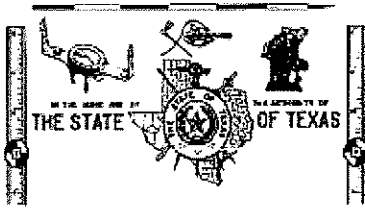
THENCE in a Southerly direction, being along the West line of said Lampe tract called 0.258 acre, being along an East line of said Bass tract called 0.725 acre for an East line hereof to the Southwest corner of said Lampe tract called 0.258 acre, being an interior corner of said Bass tract called 0.725 acre for an interior corner hereof;

THENCE in an Easterly direction, being along a portion of the South line of said Lampe tract called 0.258 acre, being along a North line of said Bass tract called 0.725 acre for a North line hereof to a Northeast corner of said Bass tract called 0.725 acre, being the Northwest corner of Lot 16A-2 (called 0.245 acre) of Boundary Line Adjustment of Clinton Street Addition, a map or plat recorded in Plat Cabinet File Slide Number 314A, in said Plat Records, being on the South line of said Lampe tract called 0.258 acre for an exterior corner hereof;

THENCE in a Southerly direction, being along the West line of said Lot 16A-2 of said Boundary Line Adjustment of Clinton Street Addition, being along an East line of said Bass tract called 0.725 acre for an East line hereof to the Southwest corner of said Lot 16A-2 of said Boundary Line Adjustment of Clinton Street Addition, being the Southeast corner of said Bass tract called 0.725 acre, being on the North line of the Kay Briscoe tract called 21,060 square feet, as recorded in Volume 1444, Page 383, in said Official Records for an exterior corner hereof;

THENCE in a Westerly direction, being along a portion of the North line of said Briscoe tract called 21,060 square feet, being along a portion of the South line of said Bass tract called 0.725 acre for a South line hereof to the Northwest corner of said Briscoe tract called 21,060 square feet, being the Northeast corner of the Kay Briscoe tract called 0.283 acre, as recorded in Volume 1394, Page 523, in said Official Records, being on the South line of said Bass tract called 0.725 acre for an interior corner hereof;

THENCE in a Southerly direction, being along the West line of said Briscoe tract called 21,060 square feet, being along the East line of said Briscoe tract called 0.283 acre, being along the East line of the Kay Briscoe tract called 0.279 acre, as recorded in Volume 1394, Page 513, in said Official Records for an East line hereof to the Southwest corner of said Briscoe tract called 21,060 square feet, being the Southeast corner of said Briscoe tract called 0.279 acre, being on the North line of the Isaac Bowie Jones, et ux tract, as recorded in Volume 640, Page 485, in said Official Records for an exterior corner hereof;



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THENCE in a Westerly direction, being along a portion of the North line of said Jones tract, being along a portion of the South line of said Briscoe tract called 0.279 acre for a South line hereof to the Northwest corner of said Jones tract, being the Northeast corner of the Paul W. Briscoe, et al tract called 12,782 square feet, as recorded in Volume 1452, Page 757, in said Official Records, being on the South line of said Briscoe tract called 0.279 acre for an interior corner hereof;

THENCE in a Southerly direction, being along the West line of said Jones tract, being along the East line of said Briscoe tract called 12,782 square feet for an East line hereof to the Southwest corner of said Jones tract, being the Southeast corner of said Briscoe tract called 12,782 square feet, being on the North line of the Todd Routh, et al tract called 2.872 acres, as recorded in Volume 964, Page 508, in said Official Records for an interior corner hereof;

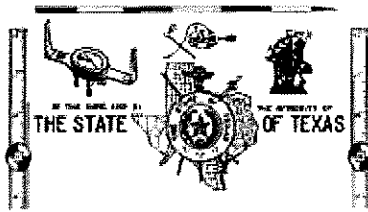
THENCE in an Easterly direction, being along a portion of the North line of said Routh tract called 2.872 acres, being along the South line of said Jones tract for a North line hereof to the Northeast corner of said Routh tract called 2.872 acres, being the Southeast corner of said Jones tract, being on a West margin of said Clinton Street for a Northeast corner hereof;

THENCE in a Southerly direction, being along a West margin of said Clinton Street, being along the East line of said Routh tract called 2.872 acres for an East line hereof to the Southeast corner of said Routh tract called 2.872 acres, being the Northeast corner of the Mary Evelyn Wilder Lot 3B as shown on a map recorded in Volume 1080, Page 6, in said Official Records, being on a West margin of said Clinton Street for an exterior corner hereof;

THENCE in a Westerly direction, being along a portion of the South line of said Routh tract called 2.872 acres, being along the North line of said Wilder Lot 3B for a South line hereof to the Northwest corner of said Wilder Lot 3B, being the Northeast corner of the Mary Evelyn Wilder Lot 2B as shown on a map recorded in Volume 1049, Page 251, in said Official Records, being on the South line of said Routh tract called 2.872 acres for an interior corner hereof;

THENCE in a Southerly direction, being along the West line of said Wilder Lot 3B, being along the East line of said Wilder Lot 2B for an East line hereof to the Southwest corner of said Wilder Lot 3B, being the Southeast corner of said Wilder Lot 2B, being the Northwest corner of the Mary Evelyn Wilder Lot 3C as shown on a map recorded in Volume 1080, Page 3, in said Official Records, being the Northeast corner of the Mary Evelyn Wilder Lot 2C as shown on a map recorded in Volume 1049, Page 251, in said Official Records for an exterior corner hereof;

THENCE in a Westerly direction, being along the South line of said Wilder Lot 2B, being along the North line of said Wilder Lot 2C for a South line hereof to the Southwest corner of said Wilder Lot 2B, being the Northwest corner of said Wilder Lot 2C, being the Southeast corner of the Mary E. Wilder Lot 1B, as recorded in Volume 1022, Page 52, in said Official Records and as shown on a map recorded in Volume 1049, Page 251, in said Official Records, being the Northeast corner of the Mary E. Wilder Lot 1C, as recorded in Volume 1022, Page 52, in said Official Records and as shown on a map recorded in Volume 1049, Page 251, in said Official Records for an interior corner hereof;



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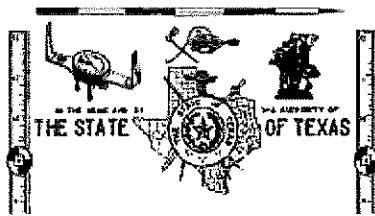
THENCE in a Southerly direction, being along the West line of said Wilder Lot 2C, being along the East line of said Wilder Lot 1C, crossing Pecan Street, being along the West line of the Barbara Ann B. Abshier tract called 10,951 square feet, as recorded in Volume 933, Page 251, in said Official Records, being along an East line of the Dippel and Alfred Interests residue of original tract called 29,762 square feet (First Tract), as recorded in Volume 376, Page 598, in said Deed Records for an East line hereof to the Southwest corner of said Abshier tract called 10,951 square feet, being an interior corner of said Dippel and Alfred Interests residue of original tract called 29,762 square feet for an interior corner hereof;

THENCE in an Easterly direction, being along a portion of the South line of said Abshier tract called 10,951 square feet, being along a North line of said Dippel and Alfred Interest residue of original tract called 29,762 square feet for a North line hereof to a Northeast corner of said Dippel and Alfred Interests residue of original tract called 29,762 square feet, being the Northwest corner of the Virgil Stiewert, et ux tract, as conveyed in Volume 999, Page 178, in said Official Records and described as 9,020 square feet in Volume 910, Page 310, in said Official Records, being on the South line of said Abshier tract called 10,951 square feet for an exterior corner hereof;

THENCE in a Southerly direction, being along a portion of the West line of said Stiewert tract called 9,020 square feet, being along an East line of said Dippel and Alfred Interests residue of original tract called 29,762 square feet for an East line hereof to the Southeast corner of said Dippel and Alfred Interests residue of original tract called 29,762 square feet, being the Northeast corner of the Dippel and Alfred Interests residue of original tract called 5,544 square feet (Second Tract), as recorded in Volume 376, Page 598, in said Deed Records, being on the West line of said Stiewert tract called 9,020 square feet for an exterior corner hereof;

THENCE in a Westerly direction, being along a South line of the Dippel and Alfred Interests residue of original tract called 29,762 square feet, being along the North line of said Dippel and Alfred Interests residue of original tract called 5,544 square feet for a South line hereof to the Southeast corner of the Pak Tex Group, Inc. tract called 4,771 square feet, as recorded in Volume 999, Page 848, in said Official Records, being a Southwest corner of said Dippel and Alfred Interests residue of original tract called 29,762 square feet, being the Northwest corner of said Dippel and Alfred Interest residue of original tract called 5,544 square feet, being the Northeast corner of the Pak Tex Group, Inc. residue of original tract called 15,028 square feet, as recorded in Volume 999, Page 851, in said Official Records for an interior corner hereof;

THENCE in a Southerly direction, being along the West line of said Dippel and Alfred Interests residue of original tract called 5,544 square feet, being along the East line of said Pak Tex Group, Inc. residue of original tract called 15,028 square feet, crossing E. Germania Street for an East line hereof to an interior corner hereof, being on a South margin of said E. Germania Street at its intersection with the projection of the East line of said Pak Tex Group, Inc. residue of original tract called 15,028 square feet, being on the North line of the Larry Wahrmund, et ux tract called 12,500 square feet (Tract One), as recorded in Volume 1089, Page 661, in said Official Records;



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THENCE in an Easterly direction, being along a portion of a South margin of said E. Germania Street, being along a portion of the North line of said Wahrmund tract called 12,500 square feet, being along the North line of the Larry Wahrmund, et ux tract called 2,900 square feet (Tract Two), as recorded in Volume 1089, Page 661, in said Official Records for a North line hereof to the Northeast corner of said Wahrmund tract called 2,900 square feet, being the most Northern Northwest corner of the Brenham Lodge No. 6, O.D.H.S. residue of original tract called 1.064 acres, as recorded in Volume 245, Page 237, in said Deed Records, being on a South margin of said E. Germania Street for an exterior corner hereof;

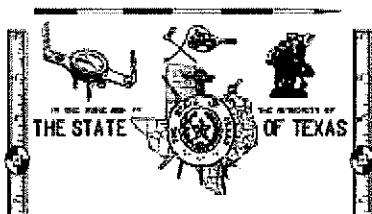
THENCE in a Southerly direction, being along the East line of said Wahrmund tract called 2,900 square feet, being along a West line of said Brenham Lodge No. 6 residue of original tract called 1.064 acres for an East line hereof to the Southeast corner of said Wahrmund tract called 2,900 square feet, being an interior corner of said Brenham Lodge No. 6 residue of original tract called 1.064 acres for an exterior corner hereof;

THENCE in a Westerly direction, being along the South line of said Wahrmund tract called 2,900 square feet, being along a North line of said Brenham Lodge No. 6 residue of original tract called 1.064 acres for a South line hereof to the Southwest corner of said Wahrmund tract called 2,900 square feet, being the Southeast corner of said Wahrmund tract called 12,500 square feet, being the Northeast corner of the Brenham Produce Co. tract, as recorded in Volume 897, Page 157, in said Official Records, being a Northwest corner of said Brenham Lodge No. 6 residue of original tract called 1.064 acres for an interior corner hereof;

THENCE in a Southerly direction, being along a West line of said Brenham Lodge No. 6 residue of original tract called 1.064 acres, being along the East line of said Brenham Produce Co. tract, Volume 897, Page 157 for an East line hereof to the Southwest corner of said Brenham Lodge No. 6 residue of original tract called 1.064 acres, being the Southeast corner of said Brenham Produce Co. tract, Volume 897, Page 157, being on a North line of the Brenham Produce Co. tract called 54,595 square feet, as recorded in Volume 299, Page 254, in said Deed Records for an interior corner hereof;

THENCE in an Easterly direction, being along the South line of said Brenham Lodge No. 6 residue of original tract called 1.064 acres, being along a portion of the South line of the Brenham Lodge No. 979 Benevolent & Protective Order of Elks tract, as recorded in Volume 98, Page 187, in said Deed Records for a North line hereof to a Northwest corner of the Brenham Independent School District tract called 1.68 acres, as recorded in Volume 139, Page 247, in said Deed Records, being the Northeast corner of said Brenham Produce Co. tract called 54,595 square feet, being on a South line of said Brenham Lodge No. 979 for an exterior corner hereof;

THENCE in a Southerly direction, being along a West line of said Brenham Independent School District tract called 1.68 acres, being along the East line of said Brenham Produce Co. tract called 54,595 square feet for an East line hereof to an interior corner of said Brenham Independent School District tract called 1.68 acres, being the Southeast corner of said Brenham Produce Co. tract called 54,595 square feet for an exterior corner hereof;



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THENCE in a Westerly direction, being along a North line of said Brenham Independent School District tract called 1.68 acres, being along a South line of said Brenham Produce Co. tract called 54,595 square feet for a South line hereof to a Northwest corner of said Brenham Independent School District tract called 1.68 acres, being the Northeast corner of the John T. Young tract called 0.777 acre, as recorded in Volume 1404, Page 746, in said Official Records, being on a South line of said Brenham Produce Co. tract called 54,595 square feet for an interior corner hereof;

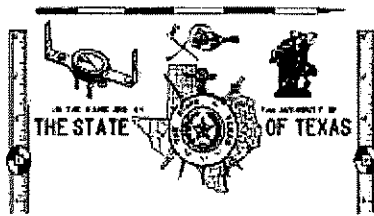
THENCE in a Southerly direction, being along a West line of said Brenham Independent School District tract called 1.68 acres, being along the East line of said Young tract called 0.777 acre for an East line hereof to the Southwest corner of said Brenham Independent School District tract called 1.68 acres, being the Southeast corner of said Young tract called 0.777 acre, being on a North margin of E. Sixth Street for a Southeast corner hereof;

THENCE in a Westerly direction, being along a North margin of said E. Sixth Street, being along the South line of said Young tract called 0.777 acre for a South line hereof to the Southwest corner of said Young tract called 0.777 acre, being on a North margin of said E. Sixth Street at its intersection with an East margin of said S. Market Street for an interior corner hereof;

THENCE in a Southerly direction, crossing said E. Sixth Street with an East margin of said S. Market Street, being along East margins of said S. Market Street, being along West lines of the Brenham Independent School District tract, as conveyed in Volume 86, Page 365, in said Deed Records, being along the West end of Seventh Street, being along the West line of the Brenham Independent School District tract, as recorded in Volume 188, Page 417, in said Deed Records, being along West lines of Donald Kasprowiez and Johnelle Kasprowiez residue of original tract, as recorded in Volume 1353, Page 317, in said Official Records, being along East lines of the City of Brenham tract called 0.021 acre, as recorded in Volume 671, Page 682, in said Official Records for East lines hereof to the Northeast corner of said City of Brenham tract called 0.021 acre, being the Southwest corner of said Kasprowiez residue of original tract, being on a North margin of E. Tom Green Street for an exterior corner hereof;

THENCE in a Southerly direction, crossing said E. Tom Green Street for an East line hereof to the Northeast corner of the City of Brenham tract called 0.005 acre, as recorded in Volume 672, Page 293, in said Official Records, being the Northwest corner of the S & B Food Service, L.L.C. residue of original tract called 0.3380 acre, as recorded in Volume 1019, Page 288, in said Official Records, being on a South margin of said E. Tom Green Street for an interior corner hereof;

THENCE in an Easterly direction, being along a portion of a South margin of said E. Tom Green Street, being along the North line of said S & B Food Service, L.L.C. residue of original tract called 0.3380 acre for a North line hereof to the Northeast corner of said S & B Food Service, L.L.C. residue of original tract called 0.3380 acre, being the Northwest corner of the David W. Januszewski tract called 9,947.5 square feet (Tract A), as recorded in Volume 1066, Page 569, in said Official Records, being on a South margin of said E. Tom Green Street for a Northeast corner hereof;



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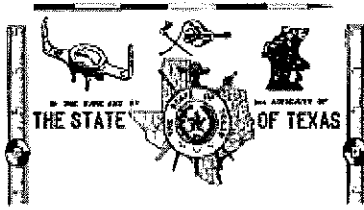
THENCE in a Southerly direction, being along the West line of said Januszewski tract called 9,947.5 square feet, being along the East line of said S & B Food Service, L.L.C. residue of original tract called 0.3380 acre for an East line hereof to a Southwest corner of said Januszewski tract called 9,947.5 square feet, being the Southeast corner of said S & B Food Service, L.L.C. residue of original tract called 0.3380 acre, being on the North line of the Gina Carol Draehn tract called 0.333 acre (Second Tract), as recorded in Volume 1637, Page 852, in said Official Records for an interior corner hereof;

THENCE in an Easterly direction, being along a portion of the South line of said Januszewski tract called 9,947.5 square feet, being along a portion of the North line of said Draehn tract called 0.333 acre for a North line hereof to the Northeast corner of said Draehn tract called 0.333 acre, being the Northwest corner of the David W. Januszewski tract called 5,177.5 square feet (Tract B), as recorded in Volume 1066, Page 569, in said Official Records, being on the South line of said Januszewski tract called 9,947.5 square feet for an exterior corner hereof;

THENCE in a Southerly direction, being along the West line of said Januszewski tract called 5,177.5 square feet, being along the East line of said Draehn tract called 0.333 acre, being along the East line of the Gina Carol Draehn tract called 0.049150 acre (Third Tract), as recorded in Volume 1637, Page 852, in said Official Records for an East line hereof to the Southwest corner of said Januszewski tract called 5,177.5 square feet, being the Southeast corner of said Draehn tract called 0.049150 acre, being on the North line of the Rogaciano Rodriguez and Marcela Castaneda tract called 0.8399 acre, as recorded in Volume 1367, Page 449, in said Official Records for an interior corner hereof;

THENCE in an Easterly direction, being along a portion of the North line of said Rodriguez and Castaneda tract called 0.8399 acre, being along the South line of said Januszewski tract called 5,177.5 square feet for a North line hereof to the Southeast corner of said Januszewski tract called 5,177.5 square feet, being the Southwest corner of the Ronnie L. Zientek tract called 0.452 acre, as recorded in Volume 1578, Page 563, in said Official Records, being the Northeast corner of said Rodriguez and Castaneda tract called 0.8399 acre, being the Northwest corner of Lot 6, Block 5 of the M.H. Schomburg Addition, Section 2, map or plat recorded in Plat Cabinet File Slide Numbers 44B and 45A, in said Plat Records for a Northeast corner hereof;

THENCE in a Southerly direction, being along the East line of said Rodriguez and Castaneda tract called 0.8399 acre, being along the West line of said Lot 6, Block 5 of said M.H. Schomburg Addition, Section 2, being along the West line of Lot 5, Block 5 of said M.H. Schomburg Addition, Section 2, being along a portion of the West line of Lot 4, Block 5 of said M.H. Schomburg Addition, Section 2 for an East line hereof to the Southeast corner of said Rodriguez and Castaneda tract called 0.8399 acre, being the Northeast corner of the Max Mini Storage, LLC tract called 0.593 acre, as recorded in Volume 1391, Page 710, in said Official Records, being on the West line of said Lot 4, Block 5 of said M.H. Schomburg Addition, Section 2 for an exterior corner hereof;



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THENCE in a Westerly direction, being along a portion of the South line of said Rodriguez and Castaneda tract called 0.8399 acre, being along a North line of said Max Mini Storage, LLC tract called 0.593 acre for a South line hereof to the Northwest corner of said Max Mini Storage, LLC tract called 0.593 acre, being the Northeast corner of the John T. Young tract called 0.5181 acre, as recorded in Volume 1097, Page 767, in said Official Records, being on the South line of said Rodriguez and Castaneda tract called 0.8399 acre for an interior corner hereof;

THENCE in a Southerly direction, being along a West line of said Max Mini Storage, LLC tract called 0.593 acre, being along the East line of said Young tract called 0.5181 acre for an East line hereof to an interior corner of said Max Mini Storage, LLC tract called 0.593 acre, being the Southeast corner of said Young tract called 0.5181 acre for an exterior corner hereof;

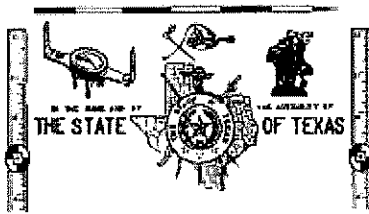
THENCE in a Westerly direction, being along a portion of the South line of said Young tract called 0.5181 acre, being along a North line of said Max Mini Storage, LLC tract called 0.593 acre for a South line hereof to a Northwest corner of said Max Mini Storage, LLC tract called 0.593 acre, being the Northeast corner of the Paul J. Lemm tract called 0.2280 acre, as recorded in Volume 367, Page 214, in said Deed Records, being on the South line of said Young tract called 0.5181 acre for an interior corner hereof;

THENCE in a Southerly direction, being along a West line of said Max Mini Storage, LLC tract called 0.593 acre, being along the East line of said Lemm tract called 0.2280 acre for an East line hereof to the Southwest corner of said Max Mini Storage, LLC tract called 0.593 acre, being the Southeast corner of said Lemm tract called 0.2280 acre, being on a North margin of E. Mansfield Street for an exterior corner hereof;

THENCE in a Westerly direction, being along a portion of a North margin of said E. Mansfield Street, being along the South line of said Lemm tract called 0.2280 acre for a South line hereof to the Southwest corner of said Lemm tract called 0.2280 acre, being on a North margin of said E. Mansfield Street at its intersection with an East margin of said S. Market Street for an interior corner hereof;

THENCE in a Southerly direction, crossing said E. Mansfield Street with an East margin of said S. Market Street for an East line hereof to the Northwest corner of the Joe Dale Robinson tract called 9,305 square feet, as recorded in Volume 1569, Page 161, in said Official Records, being on a South margin of said E. Mansfield Street at its intersection with an East margin of said S. Market Street for an interior corner hereof;

THENCE in an Easterly direction, being along a South margin of said E. Mansfield Street, being along the North line of said Robinson tract called 9,305 square feet for a North line hereof to the Northeast corner of said Robinson tract called 9,305 square feet, being the Northwest corner of the Herman Brending tract called 10,742 square feet, as recorded in Volume 1288, Page 183, in said Official Records, being on a South margin of said E. Mansfield Street for an exterior corner hereof;



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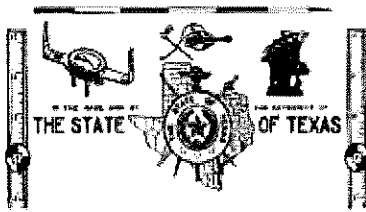
THENCE in a Southerly direction, being along the West line of said Brending tract called 10,742 square feet, being along the East line of said Robinson tract called 9,305 square feet for an East line hereof to the Southwest corner of said Brending tract called 10,742 square feet, being the Southeast corner of said Robinson tract called 9,305 square feet, being on a North line of the Ira L. Hughes and Lillian E. Hughes as Trustees of the Ira L. Hughes and Lillian E. Hughes Revocable Living Trust tract called 0.1483 acre, as recorded in Volume 1286, Page 297, in said Official Records and described in Volume 872, Page 635, in said Official Records for an interior corner hereof;

THENCE in an Easterly direction, being along the South line of said Brending tract called 10,742 square feet, being along a portion of the North line of said Hughes Revocable Living Trust tract called 0.1483 acre, being along the North line of the Wayne C. Wright, et ux residue of original tract called 24/100 acre (Tract Two), as recorded in Volume 884, Page 559, in said Official Records for a North line hereof to the Southeast corner of said Brending tract called 10,742 square feet, being the Northeast corner of said Wright residue of original tract called 24/100 acre, being on the West line of the Alan D. Lehmann, et ux tract called 13,526 square feet, as recorded in Volume 964, Page 632, in said Official Records for a Northeast corner hereof;

THENCE in a Southerly direction, being along a portion of the West line of said Lehmann tract called 13,526 square feet, being along a West line of Lot 3B (called 0.8403 acre) of a Subdivision of Tract 3 of a Boundary Line Adjustment, a map or plat recorded in Plat Cabinet File Slide Number 421A, in said Plat Records, being along the East line of said Wright residue of original tract called 24/100 acre, being along the East line of the Wayne C. Wright, et ux tract called 0.239 acre (Tract One), as recorded in Volume 884, Page 559, in said Official Records, being along the East line of the Wayne C. Wright, et ux tract called 1/4 acre (Tract Three), as recorded in Volume 884, Page 559, in said Official Records for an East line hereof to the Southeast corner of said Wright tract called 1/4 acre, being a Southwest corner of said Lot 3B (called 0.8403 acre) of said Subdivision of Tract 3 of a Boundary Line Adjustment, being on the North line of the Puro County Living, LLC tract called 0.576 acre, as recorded in Volume 1477, Page 584, in said Official Records for an interior corner hereof;

THENCE in an Easterly direction, being along a portion of the North line of said Puro County Living, LLC tract called 0.576 acre, being along a South line of said Lot 3B (called 0.8403 acre) of said Subdivision of Tract 3 of a Boundary Line Adjustment for a North line hereof to an interior corner of said Lot 3B (called 0.8403 acre) of said Subdivision of Tract 3 of a Boundary Line Adjustment, being the Northeast corner of said Puro County Living, LLC tract called 0.576 acre for an exterior corner hereof;

THENCE in a Southerly direction, being along a West line of said Lot 3B (called 0.8403 acre) of said Subdivision of Tract 3 of a Boundary Line Adjustment, being along the East line of said Puro County Living, LLC tract called 0.576 acre for an East line hereof to a Southwest corner of said Lot 3B (called 0.8403 acre) of said Subdivision of Tract 3 of a Boundary Line Adjustment, being the Southeast corner of said Puro County Living, LLC tract called 0.576 acre, being on the North line of Lot 3A (called 0.5066 acre) of said Subdivision of Tract 3 of a Boundary Line Adjustment for a Southeast corner hereof;



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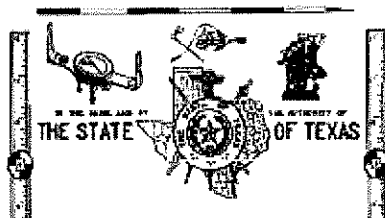
THENCE in a Westerly direction, being along a portion of the South line of said Puro County Living, LLC tract called 0.576 acre, being along a portion of the North line of said Lot 3A (called 0.5066 acre) of said Subdivision of Tract 3 of a Boundary Line Adjustment for a South line hereof to the Northwest corner of said Lot 3A (called 0.5066 acre) of said Subdivision of Tract 3 of a Boundary Line Adjustment, being the Northeast corner of the Schlottmann Properties, LLC tract (Tract 1), as conveyed in Volume 1391, Page 234, in said Official Records and described as 0.592 acre in Volume 310, Page 845, in said Deed Records, being on the South line of said Puro County Living, LLC tract called 0.576 acre for an interior corner hereof;

THENCE in a Southerly direction, being along the West line of said Lot 3A (called 0.5066 acre) of said Subdivision of Tract 3 of a Boundary Line Adjustment, being along the East line of said Schlottmann Properties, LLC tract called 0.592 acre for an East line hereof to the Southwest corner of said Lot 3A (called 0.5066 acre) of said Subdivision of Tract 3 of a Boundary Line Adjustment, being the Southeast corner of said Schlottmann Properties, LLC tract called 0.592 acre, being on a North margin of E. Lubbock Street for a Southeast corner hereof;

THENCE in a Westerly direction, being along a North margin of said E. Lubbock Street, being along the South line of said Schlottmann Properties, LLC tract called 0.592 acre for a South line hereof to the Southwest corner of said Schlottmann Properties, LLC tract called 0.592 acre, being on a North margin of said E. Lubbock Street at its intersection with an East margin of said S. Market Street for an interior corner hereof;

THENCE in a Southerly direction, crossing said E. Lubbock Street with East margins of said S. Market Street, being along West lines of Lot 1 (called 2.342 acres) of Lincoln Place Replat Two, a map or plat recorded in Plat Cabinet File Slide Number 465A, in said Plat Records, being along the West line of the Mark Nelson tract called 0.0386 acre (Tract Two), as recorded in Volume 1274, Page 450, in said Official Records, being along the West line of the Mark Nelson tract (Tract One), as recorded in Volume 1274, Page 450, in said Official Records, being along East margins of said S. Market Street for East lines hereof to the Southwest corner of said Nelson tract (Tract One), being the Northwest corner of the R. B. Schawe commercial lot containing 9,188 square feet, as conveyed in Volume 572, Page 455, in said Official Records and being part of a 0.183 acre described in Volume 341, Page 410, in said Deed Records, being on an East margin of said S. Market Street for an interior corner hereof;

THENCE in an Easterly direction, being along the South line of said Nelson tract (Tract One), being along a portion of a South line of said Lot 1 (called 2.342 acres) of said Lincoln Place Replat Two, being along the North line of said Schawe original tract called 0.183 acre, being along the North line of the R. B. Schawe commercial lot containing 9,188 square feet, as conveyed in Volume 572, Page 455, in said Official Records and being part of a 0.137 acre described in Volume 341, Page 407, in said Deed Records for a North line hereof to an interior corner of said Lot 1 (called 2.342 acres) of said Lincoln Place Replat Two, being the Northeast corner of said Schawe original tract called 0.137 acre for a Northeast corner hereof;



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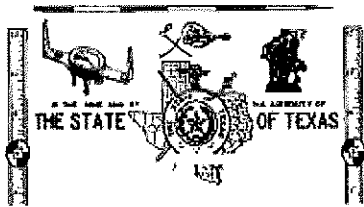
THENCE in a Southerly direction, being along a West line of said Lot 1 (called 2.342 acres) of said Lincoln Place Replat Two, being along the West line of the Steven D. Wilson, et ux tract called 0.229 acre, as recorded in Volume 1335, Page 718, in said Official Records, being along the East line of said Schawer residue of original tract called 0.137 acre, being along the East line of the Bobby Finke, et ux tract called 4,750 square feet (First Tract), as recorded in Volume 432, Page 32, in said Deed Records, being along the East line of the Rosenbaum-Schoenvogel Investments, LP tract called 0.31 acre (Tract Five), as conveyed in Volume 1348, Page 842, in said Official Records and being part of a 0.628 acre described in Volume 248, Page 9, in said Deed Records for an East line hereof to the Southwest corner of said Wilson tract called 0.229 acre, being the Southeast corner of said Rosenbaum-Schoenvogel Investments, LP residue of original tract called 0.628 acre, being on a North margin of Giddings Lane for an interior angle point hereof;

THENCE in a Southeasterly direction, being along a Northeast line hereof, crossing said Giddings Lane to the Northwest corner of the Thomas L. Nugent, et ux tract called 0.416 acre, as recorded in Volume 1536, Page 688, in said Official Records, being the Northeast corner of the Michael R. Brannon, et ux tract called 0.862 acre, as recorded in Volume 947, Page 31, in said Official Records, being on a South margin of said Giddings Lane for an exterior angle point hereof;

THENCE in a Southerly direction, being along the West line of said Nugent tract called 0.416 acre, being along the East line of said Brannon tract called 0.862 acre, crossing E. Stone Street for an East line hereof to an interior corner hereof, being on a South margin of said E. Stone Street at its intersection with the projection of the West line of said Nugent tract called 0.416 acre, being on the North line of the John T. Young tract called 1.035 acres, as recorded in Volume 1410, Page 329, in said Official Records;

THENCE in an Easterly direction, being along a portion of a South margin of said E. Stone Street, being along a portion of the North line of said Young tract called 1.035 acres for a North line hereof to the Northeast corner of said Young tract called 1.035 acres, being the Northwest corner of Lot 1 of Sunset Meadow, Unit I Subdivision, a map or plat recorded in Plat Cabinet File Slide Numbers 128B, 129A and 129B, in said Plat Records, being on a South margin of said E. Stone Street for a Northeast corner hereof;

THENCE in a Southerly direction, being along the East line of said Young tract called 1.035 acres, being along the West line of said Lot 1 of said Sunset Meadow, Unit I Subdivision, being along the West lines of Lots 3 and 4 of said Sunset Meadow, Unit I Subdivision, being along an East line of Lot 16 (called 0.628 acre) of said Sunset Meadow, Unit I Subdivision for an East line hereof to the Southwest corner of said Lot 4 of said Sunset Meadow, Unit I Subdivision, being the Southeast corner of said Lot 16 (called 0.628 acre) of said Sunset Meadow, Unit I Subdivision, being on the North line of the Sandra Krueger, et vir tract called 0.8648 acre, as recorded in Volume 1378, Page 989, in said Official Records for an interior corner hereof;



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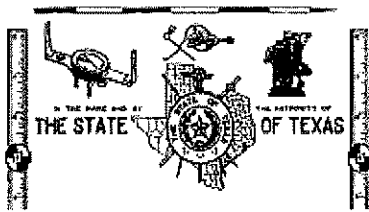
THENCE in an Easterly direction, being along a portion of the South line of said Lot 4 of said Sunset Meadow, Unit 1 Subdivision, being along a portion of the North line of said Krueger tract called 0.8648 acre for a North line hereof to the Northern exterior corner of said Krueger tract called 0.8648 acre, being the West corner of the Jennie Meier tract called 0.086 acre, as recorded in Volume 1552, Page 563, in said Official Records, being on the South line of said Lot 4 of said Sunset Meadow, Unit 1 Subdivision for an exterior angle point hereof;

THENCE in a Southeasterly direction, being along the South line of said Meier tract called 0.086 acre, being along the South lines of Lots 5, 7, 8 and 9 of said Sunset Meadow, Unit 1 Subdivision, being along the North line of said Krueger tract called 0.8648 acre, being along the North line of the T-N-T Car Wash, LLC tract called 0.7050 acre (First Tract), as recorded in Volume 1226, Page 730, in said Official Records, being along the North line of the 3TF Enterprises, LLC tract called 0.578 acre, as recorded in Volume 1548, Page 314, in said Official Records, being along the North line of the Ben B. Rice, II tract, as conveyed in Volume 1515, Page 323, in said Official Records and described as 0.322 acre in Volume 820, Page 546, in said Official Records, being along the North line of the Cody Melcher tract called 0.5700 acre, as recorded in Volume 1423, Page 164, in said Official Records for a North line hereof to the Southeast corner of said Lot 9 of said Sunset Meadow, Unit 1 Subdivision, being the Northeast corner of said Melcher tract called 0.5700 acre, being on the West line of Lot Two (called 2.500 acres) of the Appel-Market Street Subdivision, a map or plat recorded in Plat Cabinet File Slide Number 260A, in said Plat Records for an exterior corner hereof;

THENCE in a Southerly direction, being along a portion of the West line of said Lot Two (called 2.500 acres) of said Appel-Market Street Subdivision, being along a portion of the East line of said Melcher tract called 0.5700 acre for an East line hereof to the Southwest corner of said Lot Two (called 2.500 acres) of said Appel-Market Street Subdivision, being the Northwest corner of Lot One (called 0.730 acre) of said Appel-Market Street Subdivision, being on the East line of said Melcher tract called 0.5700 acre for an interior angle hereof;

THENCE in an Easterly direction, being along South lines of said Lot Two (called 2.500 acres) of said Appel-Market Street Subdivision, being along North lines of said Lot One (called 0.730 acre) of said Appel-Market Street Subdivision for North lines hereof to the Southeast corner of said Lot Two (called 2.500 acres) of said Appel-Market Street Subdivision, being the Northeast corner of said Lot One (called 0.730 acre) of said Appel-Market Street Subdivision, being on a West line of the South Zacks, LLC tract called 0.778 acre, as recorded in Volume 1513, Page 276, in said Official Records for an exterior angle hereof;

THENCE in a Southerly direction, being along a portion of a West line of said South Zacks, LLC tract called 0.778 acre, being along an East line of said Lot One (called 0.730 acre) of said Appel-Market Street Subdivision for an East line hereof to the Southwest corner of said South Zacks, LLC tract called 0.778 acre, being a Southeast corner of said Lot One (called 0.730 acre) of said Appel-Market Street Subdivision, being an interior angle point of the Danica Key tract called 1.578 acres, as recorded in Volume 1470, Page 3, in said Official Records for an interior corner hereof;



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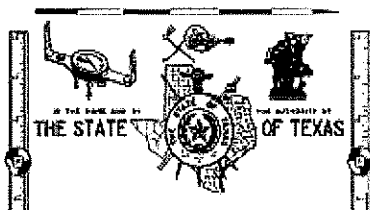
THENCE in an Easterly direction, being along South lines of said South Zacks, LLC tract called 0.778 acre, being along North lines of said Key tract called 1.578 acres for North lines hereof to a Southeast corner of said South Zacks, LLC tract called 0.778 acre, being on the West line of the Kiran and Geeta LLC tract called 3.1535 acres, as recorded in Volume 1447, Page 680, in said Official Records for an interior corner hereof;

THENCE in a Northerly direction, being along a portion of a West line of said Kiran and Geeta LLC tract called 3.1535 acres, being along an East line of said South Zacks, LLC tract called 0.778 acre for a West line hereof to an interior corner of said South Zacks, LLC tract called 0.778 acre, being the Northwest corner of said Kiran and Geeta LLC tract called 3.1535 acres for a Northwest corner hereof;

THENCE in an Easterly direction, being along a South line of South Zacks, LLC tract called 0.778 acre, being along the South line of the South Zacks Investments, LLC tract called 0.4477 acre, as recorded in Volume 1616, Page 487, in said Official Records, being along the North line of said Kiran and Geeta LLC tract called 3.1535 acres, crossing said S. Chappell Hill Street for a North line hereof to an exterior corner hereof, being on an East margin of said S. Chappell Hill Street at its intersection with the projection of the North line of said Kiran and Geeta LLC tract called 3.1535 acres, being on an East line of the City of Brenham tract called 0.0208 acre, as recorded in Volume 1490, Page 829, in said Official Records, being on a West line of the residue of Lot 1 of Lawndale South Subdivision, a map or plat recorded in Plat Cabinet File Slide Number 334A, in said Plat Records;

THENCE in a Southerly direction, being along East margins of said S. Chappell Hill Street, being along a portion of a West line of said residue of Lot 1 of said Lawndale South Subdivision, being along a West line of the residue of Reserve B of the Highland Meadows Subdivision, Section III, a map or plat recorded in Plat Cabinet File Slide Numbers 212A, 212B and 213A, in said Plat Records, being along East lines of said City of Brenham tract called 0.0208 acre, being along an East line of the City of Brenham tract called 0.0392 acre, as recorded in Volume 1490, Page 829, in said Official Records for an East line hereof to the Southeast corner of said City of Brenham tract called 0.0392 acre, being a Southwest corner of said residue of Reserve B of said Highland Meadows Subdivision, Section III, being the Northwest corner of the Brenham Heating and Air Conditioning Company tract called 0.3726 acre, as recorded in Volume 1467, Page 265, in said Official Records, being on an East margin of said S. Chappell Hill Street for an interior corner hereof;

THENCE in an Easterly and Southerly direction, being along South and West lines of the residue of said Reserve B of said Highland Meadows Subdivision, Section III, being along North and East lines of said Brenham Heating & Air Conditioning Company tract called 0.3726 acre, being along the North line of the Thielemann Development Company L.P. tract called 1.0142 acres (Tenth Tract), as recorded in Volume 847, Page 19, in said Official Records for North and East lines hereof to the Southeast corner of said Reserve B of said Highland Meadows Subdivision, Section III, being the Northeast corner of said Thielemann Development Company L.P. tract called 1.0142 acres, being on a West line of The Sandra Corporation tract, as recorded in Volume 1286, Page 605, in said Official Records for an interior corner hereof;



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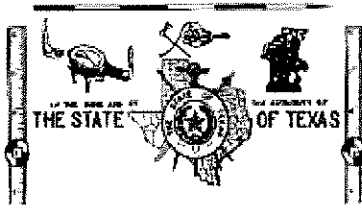
THENCE in a Northerly direction, being along an East line of said residue of Reserve B of said Highland Meadows Subdivision, Section III, being along a portion of the West line of said The Sandra Corporation tract for a West line hereof to an exterior angle point of said residue of Reserve B of said Highland Meadows Subdivision, Section III, being the Northwest corner of said The Sandra Corporation tract, being the Southwest corner of Lot 25 of said Highland Meadows Subdivision, Section III for an exterior corner hereof;

THENCE in an Easterly direction, being along the South line of said Lot 25 of said Highland Meadows Subdivision, Section III, being along the South lines of Lots 24, 23, 22, 21, 20, 19, 18 and 17 and along a portion of the South line of Lot 16 of said Highland Meadows Subdivision, Section III, being along the North of said The Sandra Corporation tract, being along the North line of the John Young tract called 0.6333 acre (Tract Two), as recorded in Volume 1577, Page 601, in said Official Records, being along North lines of Lot 1 (called 0.3738 acre) and Lot 3 (called 0.9496 acre) of Lots 1-3 of the Roger Chambers residue of 1.638 acres tract, a map or plat recorded in Plat Cabinet File Slide Number 394A, in said Plat Records, being along North lines of the John T. Young, et ux residue of original tract called 4.487 acres, as recorded in Volume 1537, Page 851, in said Official Records for North lines hereof to an interior angle point of said Lot 16 of said Highland Meadows Subdivision, Section III, being the Northeast corner of said Young residue of original tract called 4.487 acres, being the Northwest corner of Lot 4 of Highland Meadows Subdivision, Section IX, a map or plat recorded in Plat Cabinet File Slide Number 512A, in said Plat Records for an exterior corner hereof;

THENCE in a Southerly direction, being along the West line of said Lot 4 of said Highland Meadows Subdivision, Section IX, and being along the West line of Lot 3 of said Highland Meadows Subdivision, Section IX, being along a portion of the East line of said Young residue of original tract called 4.487 acres for an East line hereof to the Southwest corner of said Lot 3 of said Highland Meadows Subdivision, Section IX, being the Northwest corner of the Herbert L. T. Miles tract called 0.50 acre, as recorded in Volume 1260, Page 285, in said Official Records, being on the East line of said Young residue of original tract called 4.487 acres for an interior corner hereof;

THENCE in an Easterly direction, being along the South line of said Lot 3 of said Highland Meadows Subdivision, Section IX, being along a South line of Lot 2 of said Highland Meadows Subdivision, Section IX, being along the North line of said Miles tract called 0.50 acre, being along the North line of the Nader Kouhestani tract called 21,726 square feet, as recorded in Volume 944, Page 501, in said Official Records for a North line hereof to an interior corner of said Lot 2 of said Highland Meadows Subdivision, Section IX, being the Northeast corner of said Kouhestani tract called 21,726 square feet for an exterior corner hereof;

THENCE in a Southerly direction, being along a West line of said Lot 2 of said Highland Meadows Subdivision, Section IX, being along a portion of the East line of said Kouhestani tract called 21,726 square feet for an East line hereof to a Southwest corner of said Lot 2 of said Highland Meadows Subdivision, Section III, being the Northwest corner of the Guadalupe Cienega tract called 0.476 acre, as recorded in Volume 1127, Page 1, in said Official Records, being on the East line of said Kouhestani tract called 21,726 square feet for an interior corner hereof;



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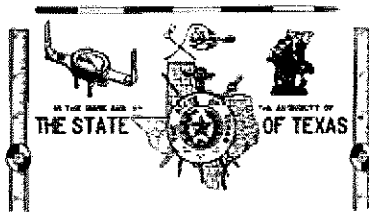
THENCE in an Easterly direction, being along a South line of said Lot 2 of said Highland Meadows Subdivision, Section IX, being along a portion of the North line of said Cienega tract called 0.476 acre for a North line hereof to the Southeast corner of said Lot 2 of said Highland Meadows Subdivision, Section IX, being a Southwest corner of the Jacky S. Hill and Claudia J. Hill tract called 2.795 acres, as recorded in Volume 1482, Page 761, in said Official Records, being on the North line of said Cienega tract called 0.476 acre for an interior corner hereof;

THENCE in a Northerly direction, being along the East line of said Lot 2 and along an East line of Lot 1 of said Highland Meadows Subdivision, Section IX, being along a West line of said Hill tract called 2.795 acres for a West line hereof to an interior angle point of said Lot 1 of said Highland Meadows Subdivision, Section IX, being the Northwest corner of said Hill tract called 2.795 acres, being the Southwest corner of Lot 13 of said Highland Meadows Subdivision, Section III for an exterior corner hereof;

THENCE in an Easterly direction, being along the South lines of Lots 13, 12, 11, 10 and 9 of said Highland Meadows Subdivision, Section III, being along a portion of a South line of Lot 8 of said Highland Meadows Subdivision, Section III, being along the North line of said Hill tract called 2.795 acres for a North line hereof to an interior angle point of said Lot 8 of said Highland Meadows Subdivision, Section III, being the Northeast corner of said Hill tract called 2.795 acres, being the Northwest corner of the Jane F. Herzog tract called 3.780 acres, as recorded in Volume 1324, Page 8, in said Official Records for an exterior angle point hereof;

THENCE in a Southeasterly direction, being along a Southwest line of said Lot 8 of said Highland Meadows Subdivision, Section III, being along Southwest lines of Lots 7, 6 and 5 of said Highland Meadows Subdivision, Section III, being along South and West lines of Lot 4 of said Highland Meadows Subdivision, Section III, being along Northeast, North and East lines of said Herzog tract called 3.780 acres for Northeast, North and East lines hereof to the South corner of said Lot 4 of said Highland Meadows Subdivision, Section III, being a Southern exterior corner of Lot 3 of said Highland Meadows Subdivision, Section III, being the Northwest corner of the Arlen Thielemann, et ux tract called 0.68 acre, as recorded in Volume 867, Page 468, in said Official Records, being on the East line of said Herzog tract called 3.780 acres for an interior corner hereof;

THENCE in an Easterly direction, being along the South line of said Lot 3 of said Highland Meadows Subdivision, Section III, being along the South line of Lot 2 of said Highland Meadows Subdivision, Section III, being along a South line of Lot 1 of said Highland Meadows Subdivision, Section III, being along the North line of said Thielemann tract called 0.68 acre, being along the North line of the Arlen Thielemann, et ux tract called 0.68 acre (Tract 1), as recorded in Volume 1481, Page 319, in said Official Records for a North line hereof to an exterior angle point of said Lot 1 of said Highland Meadows Subdivision, Section III, being the Northeast corner of said Thielemann tract called 0.68 acre (Tract 1), being the Western Northwest corner of the residue of Reserve A of said Highland Meadows Subdivision, Section III for an interior angle point hereof;



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THENCE in an Easterly and Northeasterly direction, being along North and Northwest lines of said residue of Reserve A of said Highland Meadows Subdivision, Section III, being along South and Southeast lines of said Lot 1 of said Highland Meadows Subdivision, Section III for North and Northwest lines hereof to the West corner of Lot 8 of the Highland Meadows Subdivision, Section V, a map or plat recorded in Plat Cabinet File Slide Number 356A, in said Plat Records, being on the Southeast line of said Lot 1 of said Highland Meadows Subdivision, Section III, being the North corner of said residue of Reserve A of said Highland Meadows Subdivision, Section III for an exterior corner hereof;

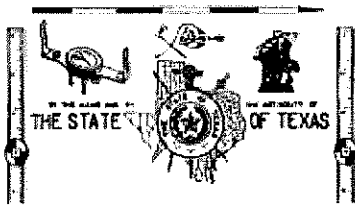
THENCE in a Southeasterly direction, being along the Southwest line of said Lot 8 of said Highland Meadows Subdivision, Section V, being along the Northeast line of said residue of Reserve A of said Highland Meadows Subdivision, Section III for a Northeast line hereof to the South corner of said Lot 8 of said Highland Meadows Subdivision, Section V, being the East corner of said residue of Reserve A of said Highland Meadows Subdivision, Section III, being on a West margin of Ryan Street for an interior angle point hereof;

THENCE in a Southeasterly direction, crossing said Ryan Street with a Northeast line hereof to the Southwest corner of Lot 14 of Highland Meadows Subdivision, Section VI, a map or plat recorded in Plat Cabinet File Slide Number 386A, in said Plat Records, being the Northwest corner of the NeSa Properties LLC tract called 1.033 acres, as recorded in Volume 1451, Page 136, in said Official Records, being on an East margin of said Ryan Street for an exterior angle point hereof;

THENCE in a Southeasterly direction, being along the Southwest lines of Lots 14, 13, 12, 11, 10, 9 and 8, of said Highland Meadow Subdivision, Section VI, being along the Northeast line of said NeSa Properties LLC tract called 1.033 acres, being along Northeast lines of a 3.5784 acres - Reserve of said Highland Meadows Subdivision, Section VI for Northeast lines hereof to the Southeast corner of said Lot 8 of said Highland Meadows Subdivision, Section VI, being the Northeast corner of said 3.5784 acres - Reserve of said Highland Meadows Subdivision, Section VI, being on a West margin of Cantey Street for an interior corner hereof;

THENCE in a Northerly direction, being along West margins of said Cantey Street, being along the East line of said Lot 8 of said Highland Meadows Subdivision, Section VI, crossing Allison Street with an West margin of said Cantey Street, being along the East line of Lot 7 of said Highland Meadows Subdivision, Section VI for a West line hereof to the Northeast corner of said Lot 7 of said Highland Meadows Subdivision, Section VI, being the Southeast corner of Lot 16 of Highland Gardens Subdivision, Section 1, in map or plat recorded in Plat Cabinet File Slide Numbers 512B and 513A, in said Plat Records, being on a West margin of said Cantey Street for an exterior corner hereof;

THENCE in a Southeasterly direction, crossing said Cantey Street with a Northeast line hereof to the Southwest corner of Lot 1, Block 1 of Heritage Oaks Subdivision, Section 1, a map or plat recorded in Plat Cabinet File Slide Numbers 684B and 685A, in said Plat Records, being the Northwest corner of Lot 1 (called 33.337 acres) of FBC Brenham Subdivision, a map or plat recorded in Plat Cabinet



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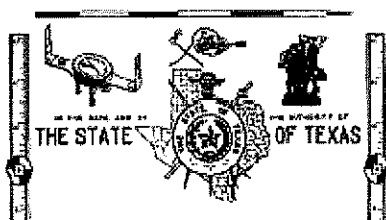
File Slide Numbers 687A and 687B, in said Plat Records, being on an East margin of said Cantey Street for an interior angle point hereof;

THENCE in an Easterly and Northeasterly direction, being along North and Northwest lines of said Lot 1 (called 33.337 acres) of said FBC Brenham Subdivision, being along the South line of said Lot 1, Block 1 of said Heritage Oaks Subdivision, being along the South lines of Lots 2, 3, 4, 5, 6, 7, 8, 9, 10 and 11, Block 1 of said Heritage Oaks Subdivision, being along the Southeast lines of Lots 11, 12 and 13, Block 1 of said Heritage Oaks Subdivision for North and Northwest lines hereof to an exterior corner of said Lot 1 (called 33.337 acres) of said FBC Brenham Subdivision, being the East corner of said Lot 13, Block 1 of said Heritage Oaks Subdivision, being the Southwest corner of Lot 8 (called 0.603 acre) of Gun & Rod Circle Subdivision, a map or plat recorded in Plat Cabinet File Slide Number 329B, in said Plat Records for an exterior corner hereof;

THENCE in an Easterly direction, being along a North line of said Lot 1 (called 33.337 acres) of said FBC Brenham Subdivision, being along the South line of said Lot 8 (called 0.603 acre) of said Gun & Rod Circle Subdivision, being along the South line of Lot 9 (called 0.531 acre) of said Gun & Rod Circle Subdivision for a North line hereof to the Northeast corner of said Lot 1 (called 33.337 acres) of said FBC Brenham Subdivision, being the Southeast corner of said Lot 9 (called 0.531 acre) of said Gun & Run Circle Subdivision, being on the West line of Lot 1 (called 0.552 acre) of Rosedale Subdivision, Section Two, a map or plat recorded in Plat Cabinet File Slide Number 606A, in said Plat Records for a Northeast corner hereof;

THENCE in a Southerly direction, being along East lines of said Lot 1 (called 33.337 acres) of said FBC Brenham Subdivision, being along a portion of the West line of said Lot 1 (called 0.552 acre) of said Rosedale Subdivision, Section Two, being along the West line of Lot 6 (called 0.829 acre) of Rosedale Subdivision, Section One, a map or plat recorded in Plat Cabinet File Slide Number 334B, in said Plat Records, being along the West line of the Dorothy Lee Dierking tract called 0.880 acre, as recorded in Volume 381, Page 325, in said Deed Records, being along the West lines of Lot 5 (called 0.645 acre) and Lot 4 (called 0.745 acre) of said Rosedale Subdivision, Section One, being along the West lines of Lots 16A, 15A, 14A, 13A, 12A, 11A, 7A, 6A, 5A, 4A, 3, 2 and 1 of the Replat of a portion of Springcreek Village Subdivision, a map or plat recorded in Plat Cabinet File Slide Number 542A, in said Plat Records for East lines hereof to the Southeast corner of said Lot 1 (called 33.337 acres) of said FBC Brenham Subdivision, being the Southwest corner of said Lot 1 of said Replat of a portion of Springcreek Village Subdivision, being on a North right of way line of S. Market Street (U.S. Highway 290 - Business) for an interior corner hereof;

THENCE in an Easterly direction, being along a North right of way line of said S. Market Street (U.S. Highway 290 - Business), being along the South line of said Lot 1 of said Replat of a portion of Springcreek Village Subdivision, being along the South line of Lot 52 of said Replat of a portion of Springcreek Village Subdivision, crossing the South end of Springwood Drive with a North right of way line of said S. Market Street (U.S. Highway 290 - Business) for a North line hereof to the South corner of said Lot 52 of said Replat of a portion of Springcreek Village Subdivision, being the West



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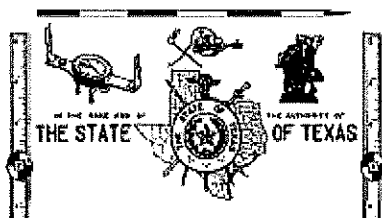
corner of the Maria Wong Guerrero tract called 0.383 acre, as recorded in Volume 1592, Page 937, in said Official Records for an interior corner hereof

THENCE in a Northeasterly direction, being along the Southeast line of said Lot 52 of said Replat of a portion of Springcreek Village Subdivision, being along the Southeast lines of Lots 48, 47, 46, 35 and 34 of said Replat of a portion of Springcreek Village Subdivision, being along the Southeast lines of Lots 16, 17, 18 and 27 of Springwood Subdivision, Section 1, a map or plat recorded in Plat Cabinet File Slide Number 356B, in said Plat Records, being along the Northwest line of said Guerrero tract called 0.383 acre, being along the Northwest line of Tract 1 (called 1.314 acres) and the Northwest line of Tract 2 (called 1.316 acres) of Hinze Subdivision, a map or plat recorded in Plat Cabinet File Slide Number 526B, in said Plat Records, being along the Northwest line of the Judy Jurnell Rudloff tract called 1.625 acres, as conveyed in Volume 877, Page 322, in said Official Records and being part of a 2.175 acres described in Volume 621, Page 399, in said Official Records, being along the Northwest line of the Brenham Church of Christ tract called 6.706 acres, as recorded in Volume 699, Page 608, in said Official Records, being along the Northwest line of the Brenham Church of Christ tract called 0.1225 acre, as conveyed in Volume 948, Page 706, in said Official Records being the residue of original tract called 14.842 acres, as recorded in Volume 498, Page 148, in said Official Records for a Northwest line hereof to the East corner of said Lot 27 of said Springwood Subdivision, Section 1, being the North corner of said Brenham Church of Christ tract called 0.1225 acre, being on a Southwest margin of Victory Lane for a North corner hereof;

THENCE in a Southeasterly direction, being along Southwest margins of said Victory Lane, being along the Northeast line of said Brenham Church of Christ tract called 0.1225 acre, being along Northeast lines of said Brenham Church of Christ tract called 6.706 acres for Northeast lines hereof to the Southeast corner of said Brenham Church of Christ tract called 6.706 acres, being on a Southwest margin of said Victory Lane at its intersection with a Northwest right of way line of S. Blue Bell Road (F.M. Highway No. 577) for an interior angle point hereof;

THENCE in a Southeasterly direction, crossing said S. Blue Bell Road (F.M. Highway No. 577) with a Northeast line hereof to a concrete monument (highway r/w marker) found at a flare of a Southeast right of way line of said S. Blue Bell Road (F.M. Highway No. 577), being at an exterior angle point of the Blue Bell Creameries, L.P. tract, as conveyed in Volume 1020, Page 280, in said Official Records and described as 44.332 acres (Tract 7) in Volume 981, Page 146, in said Official Records for an exterior corner hereof;

THENCE in a Southerly direction, crossing U.S. Highway No. 290 E. with an East line hereof to the Northwest corner of Reserve "A" (called 0.794 acre) of Brenham Business Center, Phase I, a map or plat recorded in Plat Cabinet File Slide Number 403A, in said Plat Records, being on an East margin of said S. Blue Bell Road at its intersection with a South right of way line of said U.S. Highway No. 290 E. for an interior angle point hereof;



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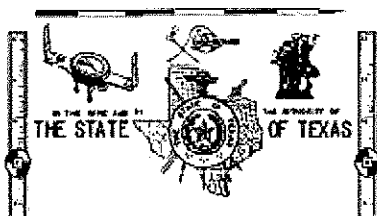
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THENCE in a Southerly and Southwesterly direction, being along East and Southeast margins of said S. Blue Bell Road, being along West lines of said Reserve "A" (called 0.794 acre) of said Brenham Business Center, Phase I, being along the Northwest line of Lot One (called 2.000 acres) of a Replat of Brenham Business Center, Phase I, a map or plat recorded in Plat Cabinet File Slide Number 480A, in said Plat Records, being along Northwest lines of Lot Two (called 10.560 acres) of a Replat of Brenham Business Center, Phase I, a map or plat recorded in Plat Cabinet File Slide Number 518A, in said Plat Records, being along a Northwest line of residue of Reserve "B" (called 27.996 acres) of a Replat of Brenham Business Center, Phase I, a map or plat recorded in Plat Cabinet File Slide Number 442B, in said Plat Records, being along the Northwest line of Lot 3 (called 9.3353 acres) of a Replat of Brenham Business Center, Phase I, a map or plat recorded in Plat Cabinet File Slide Number 592A, in said Plat Records, being along Northwest and West lines of Lot 4, Reserve "B" (called 4.929 acres) of a Replat of Brenham Business Center, Phase I, a map or plat recorded in Plat Cabinet File Slide Number 631A, in said Plat Records, being along a Northwest line of part of Reserve "B" (called 1.028 acres) of said Replat of Brenham Business Center, Phase I, a map or plat recorded in Plat Cabinet File Slide Number 442B, in said Plat Records for East and Southeast lines hereof to the West corner of said part of Reserve "B" (called 1.028 acres) of said Replat of Brenham Business Center, Phase I, a map or plat recorded in Plat Cabinet File Slide Number 442B, in said Plat Records, being a Northern exterior corner of the Brenham Community Development Corporation residue of original tract called 100.000 acres, as recorded in Volume 817, Page 705, in said Official Records for an exterior corner hereof;

THENCE in a Westerly and Southwesterly direction, being along South and Southeast margins of said S. Blue Bell Road, being along North and Northwest lines of said Brenham Community Development Corporation residue of original tract called 100.000 acres for South and Southeast lines hereof to a 1/2 inch iron rod found on an East line of Kolwes Land Ltd. tract called 139.86 acres (First Tract), as recorded in Volume 807, Page 231, in said Official Records for the South corner of said S. Blue Bell Road, being the West or Northwest corner of said Brenham Community Development Corporation residue of original tract called 100.000 acres for an interior corner hereof;

THENCE in a Southerly direction, being along a portion of an East line of said Kolwes Land Ltd. tract called 139.86 acres, being along the West line of said Brenham Community Development Corporation residue of original tract called 100.000 acres for an East line hereof to the Southwest corner of said Brenham Community Development Corporation residue of original tract called 100.000 acres, being the Southeast corner of said Kolwes Land Ltd. tract called 139.86 acres, being on the North line of the Rebecca Lynn Gaudet-Berkstresser tract called 9.999 acres, as conveyed in Volume 1013, Page 413, in said Official Records and described in Volume 863, Page 162, in said Official Records for a Southeast corner hereof;

THENCE in a Westerly direction, being along a portion of the North line of said Berkstresser tract called 9.999 acres, being along the North line of the Thomas C. Pellerin, et ux tract called 10.000 acres, as recorded in Volume 707, Page 832, in said Official Records, being along the North line of the Fred A. Porter, et ux tract called 9.983 acres, as recorded in Volume 976, Page 30, in said Official Records, being along a portion of the North line of the Daniel E. Everly, et ux tract called 2.500 acres,



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as recorded in Volume 1012, Page 866, in said Official Records, being along the South line of said Kolwes Land Ltd. tract called 139.86 acres for a South line hereof to the Southwest corner of said Kolwes Land Ltd. tract called 139.86 acres, being the Southeast corner of The City of Brenham, Texas tract called 74.30 acres (Tract 2), as recorded in Volume 1457, Page 6, in said Official Records, being on the North line of said Everly tract called 2.500 acres for a South corner hereof;

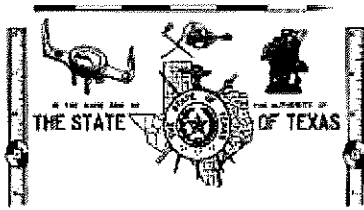
THENCE in a Northwesterly and Northerly direction, being along Southwest and West lines of said Kolwes Land Ltd. tract called 139.86 acres, being along Northeast and East lines of said The City of Brenham, Texas tract called 74.30 acres for Southwest and West lines hereof to a 5/8 inch iron rod found with Id. cap (Jones Carter) for the North or Northeast corner of said The City of Brenham, Texas tract called 74.30 acres, being on a West line of said Kolwes Land Ltd. tract called 139.86 acres, being a Southeast corner of the Evelyn D. Kruse as Trustee of the Kruse Marital Trust tract called 158.376 acres (Tract Two), as recorded in Volume 1561, Page 670, in said Official Records, being a residue of part of the 271.590 acres as described in Volume 1436, Page 21, in said Official Records for an interior corner hereof;

THENCE in a Southwesterly direction, being along the Northwest line of said The City of Brenham, Texas tract called 74.30 acres, being along the Southeast line of said Kruse Marital Trust tract called 158.376 acres, being a residue of part of the 271.590 acres for a Southeast line hereof to an exterior corner of said The City of Brenham, Texas tract called 74.30 acres, , being a South corner of said Kruse Marital Trust tract called 158.376 acres being a residue of part of the 271.590 acres, being on a Northeast line of The City of Brenham, Texas tract called 6.424 acres (Proposed Right of Way), as recorded in Volume 1457, Page 17, in said Official Records for an interior corner hereof;

THENCE in a Southeasterly, Southerly, Southwesterly and Westerly direction, being along Northeast, East, Southeast and South lines of said The City of Brenham, Texas tract called 6.424 acres (Proposed Right of Way), being along Southwest, West, Northwest and North lines of said The City of Brenham, Texas tract called 74.30 acres for Northeast, East, Southeast and South lines hereof to the Southwest corner of said The City of Brenham, Texas tract called 6.424 acres (Proposed Right of Way), being a Northwest corner of said The City of Brenham, Texas tract called 74.30 acres, being on an East line of said Kruse Marital Trust tract called 158.376 acres, being a residue of part of the 271.590 acres for an interior corner hereof;

THENCE in a Southerly direction, being along an East line of said Kruse Marital Trust tract called 158.376 acres, being a residue of part of the 271.590 acres, being along a West line of said The City of Brenham, Texas tract called 74.30 acres for an East line hereof to a Southeast corner of said Kruse Marital Trust tract called 158.376 acres, being a residue of part of the 271.590 acres, being an interior corner of said The City of Brenham, Texas tract called 74.30 acres for a Southeast corner hereof;

THENCE in a Westerly direction, being along a South line of said Kruse Marital Trust tract called 158.376 acres, being a residue of part of the 271.590 acres, being along a North line of said The City of Brenham, Texas tract called 74.30 acres for a South line hereof to a 5/8 inch iron rod found with Id. cap (Cotton Surveying) on the East line of the John Stephen Gajeske and Thomas Lloyd Gajeske



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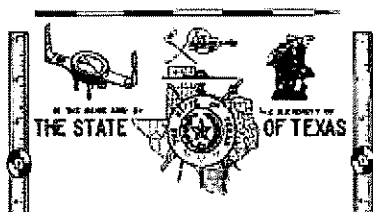
tract called 16.014 acres (Tract 1, (ii)), as recorded in Volume 1447, Page 373, in said Official Records and described in Volume 1371, Page 1001, in said Official Records, being the Southwest corner of said Kruse Marital Trust tract called 158.376 acres, being a residue of part of the 271.590 acres, being a Northwest corner of said The City of Brenham, Texas tract called 74.30 acres for a Southwest corner hereof;

THENCE in a Northerly direction, being along a portion of the West line of said Kruse Marital Trust tract called 158.376 acres, being a residue of part of the 271.590 acres, being along a portion of the East line of said Gajeske tract called 16.014 acres (Tract 1, (ii)), being along the East of the John Stephen Gajeske and Thomas Lloyd Gajeske tract called 16.014 acres (Tract 1, (i)), as recorded in Volume 1447, Page 373, in said Official Records and described in Volume 1166, Page 297, in said Official Records, being along the East line of the Charles Lane Gajeske and Allen Wayne Gajeske tract called 18.583 acres (Tract Three), as recorded in Volume 1629, Page 126, in said Official Records and described in Volume 1371, Page 997, in said Official Records, being along the East line of the Charles Lane Gajeske and Allen Wayne Gajeske tract called 18.583 acres (Tract Two), as recorded in Volume 1629, Page 126, in said Official Records and described in Volume 1166, Page 302, in said Official Records, being along the East line of the Reuben C. Feazle, et ux tract called 56.609 acres, as recorded in Volume 1552, Page 402, in said Official Records for a West line hereof to the Northeast corner of said Feazle tract called 56.609 acres, being the Southeast corner of the Carl A. Detering residue of original tract called 116.208 acres, as recorded in Volume 699, Page 794, in said Official Records, being on a West line of said Kruse Marital Trust tract called 158.376 acres, being a residue of part of the 271.590 acres for an interior corner hereof;

THENCE in a Westerly and Northerly direction, being along a portion of the North line of said Feazle tract called 56.609 acres, being along South and West lines of said Detering residue of original tract called 116.208 acres, being along East and North line of the Keilers Properties, Inc. tract called 4.743 acres, as recorded in Volume 1580, Page 363, in said Official Records for South and West lines hereof to a Southwest corner of said Detering residue of original tract called 116.208 acres, being the Northwest corner of said Keilers Properties, Inc. tract called 4.743 acres, being on an East right of way line of State Highway No. 36 S. for an exterior angle point hereof;

THENCE in a Westerly direction, crossing said State Highway No. 36 S. for a South line hereof to the Southeast corner of the Anish Investment, Inc. tract called 1.000 acre, as recorded in Volume 1485, Page 1002, in said Official Records, being a Northeast corner of the Alvin John Krenak and Joyce Marie Krenak Revocable Living Trust tract, as conveyed in Volume 1382, Page 368, in said Official Records and described as residue of original tract called 19.642 acres in Volume 792, Page 344, in said Official Records, being on a West right of way line of said State Highway No. 36 S. for a Southwest corner hereof;

THENCE in a Northerly direction, being along a West right of way line of said State Highway No. 36 S., being along the East line of said Anish Investment, Inc. tract called 1.000 acre for a West line hereof to the Northeast corner of said Anish Investment, Inc. tract called 1.000 acre, being on a West



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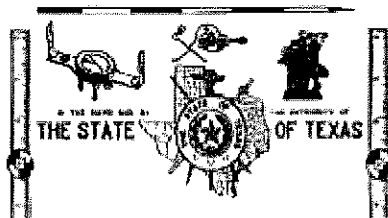
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right of way line of said State Highway No. 36 S. at its intersection with a South margin of Salem Road for an interior corner hereof;

THENCE in a Southwesterly and Westerly direction, being along Southeast and South margins of said Salem Road, being along the Northwest line of said Anish Investment, Inc. tract called 1.000 acre, being along the Northwest line of said Krenck Revocable Living Trust residue of original tract called 19.642 acres, being along the Northwest line of the Julie D. Shows tract called 1.000 acre, as recorded in Volume 1227, Page 473, in said Official Records, being along Northwest lines of the Perry L. Thomas, III, et ux tract called 19.687 acres, as recorded in Volume 792, Page 348, in said Official Records, being along North lines of Lot 1 (called 1.281 acres) of Salem V.F.D. Subdivision, a map or plat recorded in Plat Cabinet File Slide Number 675B, in said Plat Records, being along North lines of Lot 1 (called 3.783 acres) of Perry L. Thomas Division, a map or plat recorded in Plat Cabinet File Slide Number 627A, in said Plat Records for Southeast and South lines hereof to the Northwest corner of said Lot 1 (called 3.783 acres) of said Perry L. Thomas Division, being on a South margin of said Salem Road at its intersection with a Northeast right of way line of the Burlington Northern & Santa Fe Railroad (BNSF) for a Southwest corner hereof;

THENCE in a Northwesterly, Northerly and Northeasterly direction, being along Northeast, Southeast and East right of way lines of said BNSF Railroad, being along Southwest, Northwest and West lines of Valmont Subdivision, Section 2, a map or plat recorded in Plat Cabinet File Slide Numbers 688B and 689A, in said Plat Records, being along the West line of the Schulz Development, LLC tract called 4.897 acres, as recorded in Volume 1595, Page 767, in said Official Records, and crossing said Salem Road with a Northeast right of way line of said BNSF Railroad for Southwest, Northwest and West lines hereof to the Northwest corner of said Schulz Development, LLC tract called 4.897 acres, being on an East right of way line of said BNSF Railroad at an intersection with a South margin of Industrial Boulevard for an interior corner hereof;

THENCE in a Westerly direction, crossing said BNSF Railroad right of way with a South margin of said Industrial Boulevard, being along a North line of the Brenham Community Development Corporation tract called 119.149 acres, as recorded in Volume 1347, Page 469, in said Official Records, being along the North line of Lot 2 (called 3.197 acres) and the North line of Lot 1 (called 2.557 acres) of Industrial Boulevard Subdivision, a map or plat recorded in Plat Cabinet File Slide Number 500B, in said Plat Records, being along a North line of The Brenham Community Development Corporation tract called 2.099 acres, as recorded in Volume 1394, Page 673, in said Official Records, being along the North line of The Brenham Community Development Corporation tract called 0.7201 acre, as recorded in Volume 1357, Page 933, in said Official Records for South lines hereof to the Northwest corner of said The Brenham Community Development Corporation tract called 0.7201 acre, being the Northeast corner of the Ladja Properties, Ltd. tract called 2.389 acres, as recorded in Volume 1127, Page 283, in said Official Records, being on a South margin of said Industrial Boulevard for a Southwest corner hereof;



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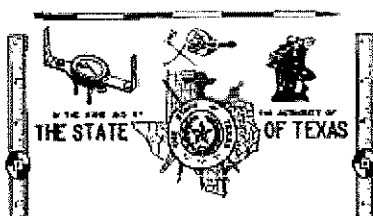
THENCE in a Northerly direction, crossing said Industrial Boulevard with a West line hereof to the Southeast corner of Reserve A (called 8.500 acres) of Longwood Elastomers, Inc. Subdivision, a map or plat recorded in Plat Cabinet File Slide Number 594B, in said Plat Records, being on a West margin of Pickle Circle at its intersection with a North margin of said Industrial Boulevard for an interior angle point hereof;

THENCE in a Northwesterly, Northerly and Northeasterly direction, being along Southwest, West and Northwest margins of said Pickle Circle, being along Northeast lines of said Reserve A (called 8.500 acres) of said Longwood Elastomers, Inc. Subdivision, being along Northeast, East and Southeast lines of the Longwood Elastomers, Inc. residue of original tract called 27.325 acres, as recorded in Volume 708, Page 282, in said Official Records for Southwest, West and Northwest lines hereof to an exterior corner of said Longwood Elastomers, Inc. residue of original tract called 27.325 acres, being the Southwest corner of the Texas Heritage Investments, Ltd. tract called 2.9445 acres (Tract Two), as recorded in Volume 1090, Page 5, in said Official Records, being in a cul-de-sac on the North margin of said Pickle Circle for an interior angle point hereof;

THENCE in a Northeasterly and Northerly direction, being along Southeast and East lines of said Longwood Elastomers, Inc. residue of original tract called 27.325 acres, being along Northwest and West lines of said Texas Heritage Investments, Ltd. tract called 2.9445 acres for Northwest and West lines hereof to a 3/8 inch iron rod found on a South line of the Alexander Oil Company residue of original tract called 10.419 acres, as recorded in Volume 897, Page 786, in said Official Records, being the Northeast corner of said Longwood Elastomers, Inc. residue of original tract called 27.325 acres, being the Northwest corner of said Texas Heritage Investments, Ltd. tract called 2.9445 acres for an interior corner hereof;

THENCE in a Westerly direction, being along a portion of a South line of said Alexander Oil Company residue of original tract called 10.419 acres, being along the North line of said Longwood Elastomers, Inc. residue of original tract called 27.325 acres, crossing Longwood Drive for a South line hereof to a Southwest corner hereof, being on a West margin of said Longwood Drive at its intersection with the projection of the South line of said Alexander Oil Company residue of original tract called 10.419 acres, being on an East line of Lot 2-A (called 5.030 acres) of Southwest Industrial Park Subdivision, Section II, Re-plat of Lots 2, 3 and a portion of Reserve "A", a map or plat recorded in Plat Cabinet File Slide Number 570A, in said Plat Records;

THENCE in a Northerly and Westerly direction, being along West and South margins of said Longwood Drive, being along East and North lines of said Lot 2-A of said Southwest Industrial Park Subdivision, Section II, Re-plat of Lots 2, 3 and a portion of Reserve "A" for West and South lines hereof to a 5/8 inch iron rod found with Id. cap (RPLS 5197) on a West margin of said Longwood Drive at its intersection with a South right of way line of F.M. Highway No. 389, being a Northeast corner of said Lot 2-A (called 5.030 acres) of said Southwest Industrial Park Subdivision, Section II, Re-plat of Lots 2, 3 and a portion of Reserve "A" for an interior corner hereof;

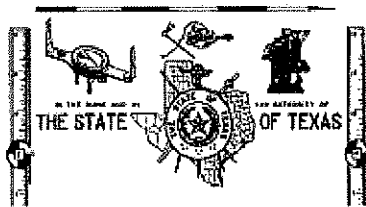


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THENCE in a Westerly direction, being along a South right of way line of said F.M. Highway No. 389, being along a North line of said Lot 2-A (called 5.030 acres) of said Southwest Industrial Park Subdivision, Section II, Re-plat of Lots 2, 3 and a portion of Reserve "A", being along the North line of Lot 1 (called 10.8106 acres) of Southwest Industrial Park Subdivision, Section II, a map or plat recorded in Plat Cabinet File Slide Numbers 298A and 298B, in said Plat Records, being along a portion of the North line of the Eight Star Corporation tract called 13.847 acres (Tract One), as recorded in Volume 1418, Page 539, in said Official Records for a South line hereof to a Southwest corner hereof, being on a South right of way line of said F.M. Highway No. 389 at its intersection with the projection of the East line of Lot 1 (called 1.818 acres) of Draehn 389 Subdivision, a map or plat recorded in Plat Cabinet File Slide Numbers 574A and 574B, in said Plat Records, being on the North line of said Eight Star Corporation tract called 13.847 acres;

THENCE in a Northerly direction, crossing said F.M. Highway No. 389, being along West lines of the River Eagle Real Estate, Ltd. residue of original tract called 29.738 acres (Tract 1), as recorded in Volume 1172, Page 220, in said Official Records, known as Eagle Lane, being along the East line of said Lot 1 (called 1.818 acres) of said Draehn 389 Subdivision, being along the East line of Michael Keith Draehn, et ux tract called 4.00 acres, as recorded in Volume 1476, Page 266, in said Official Records, being along the East line of the Michael Keith Draehn tract called 2.334 acres, as recorded in Volume 1421, Page 882, in said Official Records and described in Volume 698, Page 253, in said Official Records, being along East lines of the River Eagle Real Estate, Ltd. tract called 5.1545 acres (Tract 3) as recorded in Volume 1172, Page 220, in said Official Records, being along the East line of the Kenneth Teverbaugh, et ux tract called 6.130 acres, as recorded in Volume 1287, Page 824, in said Official Records, being along the East line of the Kenneth Teverbaugh, et ux tract called 6.130 acres, as recorded in Volume 1020, Page 226, in said Official Records, being along the East line of the Henry Zientek, et ux tract called 3.228 acres, as recorded in Volume 549, Page 886, in said Official Records, being along the East line of the Jerry Schwake, et ux tract called 4 acres, as recorded in Volume 315, Page 167, in said Deed Records, being along the East line of the Lisa K. Dreyer tract called 4.843 acres (Tract 2), as recorded in Volume 1198, Page 316, in said Official Records, being along the East line of the Lisa K. Dreyer tract called 2.388 acres (Tract 1), as recorded in Volume 1198, Page 316, in said Official Records, being along the East line of the Allan Herzog tract called 6.299 acres, as recorded in Volume 1523, Page 133, in said Official Records, being along the East line of the Melvin L. Meinecke, et ux tract called 4.892 acres, as recorded in Volume 298, Page 896, in said Deed Records, being along the East line of the Eddie E. Harrison, et ux tract called 3.683 acres, as recorded in Volume 584, Page 22, in said Official Records, being along the East line of the Gregory Charles Nienstedt tract called 3.0 acres, as recorded in Volume 726, Page 316, in said Official Records, being along an East line of the P I Components Corp. tract called 7.000 acres, as recorded in Volume 912, Page 77, in said Official Records, being along West lines of the River Eagle Real Estate, Ltd. residue of original tract called 6.535 acres (Tract 2), as recorded in Volume 1172, Page 220, in said Official Records, being along the West line of the Dix R. Turnbow, et al tract called 6.8365 acres (Tract One), as recorded in Volume 950, Page 81, in said Official Records, being along the West line of the Eddie E. Harrison, et ux tract called 0.268 acre, as recorded in Volume 584, Page 18, in said Official Records, being along a West line of the P I Components Corp. residue of original tract called 11.03 acres, as recorded in Volume 667, Page 758, in said Official Records for West lines



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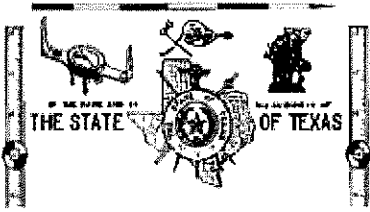
hereof to an interior corner of said P I Components Corp. residue of original tract called 11.03 acres, being a Northeast corner of said P I Components Corp. tract called 7.000 acres for an interior corner hereof;

THENCE in a Westerly and Northerly direction, being along South and West lines of said P I Components Corp. residue of original tract called 11.03 acres, being along North and East lines of said P I Components Corp. tract called 7.000 acres, being along the East line of the James Brending, Jr., et ux tract called 0.455 acre (Tract I), as recorded in Volume 662, Page 787, in said Official Records, being along the East line of the James Brending, Jr., et ux tract called 0.656 acre, as recorded in Volume 362, Page 335, in said Deed Records for South and West lines hereof to the Northwest corner of said P I Components Corp residue of original tract called 11.03 acres, being the Northeast corner of said Brending tract called 0.656 acre, being on a South margin of Old Mill Creek Road for an interior corner hereof;

THENCE in a Westerly direction, being along South margins of said Old Mill Creek Road, being along the North line of said Brending tract called 0.656 acre, being along a North line of the James Brending, Jr. and Patricia Bednar Brending tract called 1.909 acres, as recorded in Volume 1360, Page 935, in said Official Records, being along a portion of the North line of the Raymond Bednar, Jr. tract called 1.00 acre, as recorded in Volume 1360, Page 928, in said Official Records for South lines hereof to a Southwest corner hereof, being on a South margin of said Old Mill Creek Road at its intersection with the projection of a West line of the Charlotte Beth Woods Smith residue of original tract called 55.181 acres (Tract I), as recorded in Volume 588, Page 862, in said Official Records, being on the North line of said Bednar tract called 1.00 acre;

THENCE in a Northerly direction, crossing said Old Mill Creek Road with a West line hereof to a Southwest corner of said Smith residue of original tract called 55.181 acres, being on a North margin of said Old Mill Creek Road, continuing in a Northerly direction, being along West lines of said Smith residue of original tract called 55.181 acres, crossing the Old Union Pacific Railroad Company right of way, being along the East line of the M.C. Williams tract called 0.292 acre, as recorded in Volume 457, Page 734, in said Deed Records for West lines hereof to the Northeast corner of said Williams tract called 0.292 acre, being an interior corner of said Smith residue of original tract called 55.181 acres for an interior corner hereof;

THENCE in a Westerly direction, being along a South line of said Smith residue of original tract called 55.181 acres, being along the North line of said Williams tract called 0.292 acre, being along the North line of the Hazel Annette Walcik tract called 0.736 acre, as recorded in Volume 1584, Page 211, in said Official Records, being along the North line of the Charles E. Green, Sr. tract called 0.431 acre, as recorded in Volume 1406, Page 824, in said Official Records, being along the North line of the Margie Lusk tract called 1.167 acres, as recorded in Volume 457, Page 737, in said Deed Records, being along a portion of the North line of the Josephine Webb tract called 1.66 acres, as recorded in Volume 196, Page 1, in said Deed Records for a South line hereof to a Southwest corner of said Smith residue of original tract called 55.181 acres, being the Southeast corner of the J. Robert Chappell tract



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called being about one acre, as recorded in Volume 951, Page 102, in said Official Records, being on a North line of said Webb tract called 1.66 acres for a Southwest corner hereof;

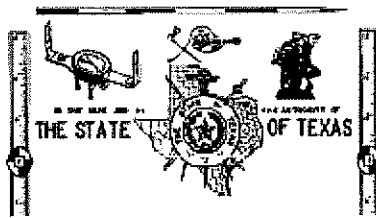
THENCE in a Northerly direction, being along a West line of said Smith residue of original tract called 55.181 acres, being along the East line of said Chappell tract for a West line hereof to an interior corner of said Smith residue of original tract called 55.181 acres, being the Northeast corner of said Chappell tract for an interior corner hereof;

THENCE in a Westerly direction, being along a South line of said Smith residue of original tract called 55.181 acres, being along the North line of said Chappell tract for a South line hereof to a Southwest corner of said Smith residue of original tract called 55.181 acres, being the Northwest corner of said Chappell tract, being on the East line of Tract 7 (called 1.755 acres) of Country Place West Subdivision, a map or plat recorded in Plat Cabinet File Slide Numbers 169B through 171B, in said Plat Records for a Southwest corner hereof;

THENCE in a Northerly direction, being along a West line of said Smith residue of original tract called 55.181 acres, being along a portion of the East line of said Tract 7 (called 1.755 acres) of said Country Place West Subdivision, being along the East line of Tract 6 (called 1.686 acres) and the East line of Tract 5 (called 2.043 acres) of said Country Place West Subdivision for a West line hereof to a Northwest corner of said Smith residue of original tract called 55.181 acres, being the Northeast corner of said Tract 5 (called 2.043 acres) of said Country Place West Subdivision, being on the South line of the Donald L. Meier, et ux tract called 2.567 acres (Tract I), as recorded in Volume 694, Page 381, in said Official Records for a Northwest corner hereof;

THENCE in an Easterly direction, being along a portion of the South line of said Meier tract called 2.567 acres, being along a portion of a North line of said Smith residue of original tract called 55.181 acres for a North line hereof to the Southeast corner of said Meier tract called 2.567 acres, being the Southwest corner of the Walter L. Schlabach, et ux tract called 2.419 acres, as recorded in Volume 694, Page 377, in said Official Records, being on a North line of said Smith residue of original tract called 55.181 acres for an interior corner hereof;

THENCE in a Northwesterly and Northerly direction, being along the Northeast line of said Meier tract called 2.567 acres, being along East margins of Miranda Lane, being along Southwest and West lines of said Schlabach tract called 2.419 acres, being along West lines of the Donald L. Meier, et ux tract called 0.500 acre (Tract II), as recorded in Volume 694, Page 381, in said Official Records, being along the West line of the Clay Corporation tract called 1.447 acres, as recorded in Volume 965, Page 730, in said Official Records, crossing U.S. Highway No. 290 W. for Southwest and West lines hereof to a Northwest corner hereof, being on a North right of way of said U.S. Highway No. 290 W. at its intersection with the projection of the West line of said Clay Corporation tract called 1.447 acres, being on a South line of Tract 2 (called 1.368 acres) of Brian O'Leary Division No. 1, a map or plat recorded in Plat Cabinet File Slide Number 548A, in said Plat Records;



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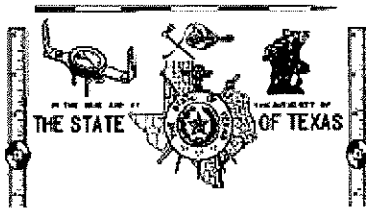
THENCE in an Easterly direction, being along a North right of way line of said U.S. Highway No. 290 W., being along a portion of a South line of said Tract 2 (called 1.368 acres) of said Brian O'Leary Division No. 1, being along a portion of the South line of the Omar Smith Enterprises, Inc. tract, as conveyed in Volume 747, Page 811, in said Official Records being the residue of the 1.000 acre in Volume 475, Page 216, in said Official Records for a North line hereof to the Southwest corner of the City of Brenham tract called 0.1087 acre, as recorded in Volume 1399, Page 382, in said Official Records, being on a South line of said Omar Smith tract, being on a South right of way line of said U.S. Highway No. 290 W. at its intersection with a West margin of Westwood Lane for an interior corner hereof;

THENCE in a Northerly direction, being along West margins of said Westwood Lane, being along the West line of said City of Brenham tract called 0.1087 acre, being along the West line of said City of Brenham tract called 0.1087 acre, being along West lines of the City of Brenham tract called 0.2158 acre, as recorded in Volume 1395, Page 947, in said Official Records, which serves said Omar Smith tract and Tract 1 (called 1.706 acres) of said Brian O'Leary Division No. 1 for West lines hereof to the West corner of said City of Brenham tract called 0.2158 acre, being on a Northwest line of said Tract 1 (called 1.706 acres) of said Brian O'Leary Division No. 1, being on the Southeast line of the Mathis Interests, LLC tract called 2.748 acres, as recorded in Volume 1482, Page 955, in said Official Records for an exterior corner hereof;

THENCE in a Northeasterly direction, being along a portion of the Southeast line of said Mathis Interests, LLC tract called 2.748 acres, being along the Northwest line of said City of Brenham tract called 0.2158 acre for a Northwest line hereof to the North corner of said City of Brenham tract called 0.2158 acre, being the East corner of said Mathis Interests, LLC tract called 2.748 acres, being on a West margin of said Westwood Lane for an interior corner hereof;

THENCE in a Northerly direction, being along West margins of said Westwood Lane, being along the East line of said Mathis Interests, LLC tract called 2.748 acres, being along a portion of an East line of the Vivian R. Mason, Trustee of the Mason Family Trust tract called 29.77 acres (Tract One), as recorded in Volume 1240, Page 125, in said Official Records and described in Volume 322, Page 212, in said Deed Records for West lines hereof to a Northwest corner hereof, being on an East line of said Mason Family Trust tract called 29.77 acres, being on a West margin of said Westwood Lane at its intersection with the projection of the Southwest line of the Lorea Myrick tract called 4.09 acres, as conveyed in Volume 1037, Page 335, in said Official Records and described in Volume 211, Page 230, in said Deed Records;

THENCE in a Southeasterly and Easterly direction, crossing said Westwood Lane, being along the Southwest line of said Myrick tract called 4.09 acres, being along South lines of "Reserve F" (called 29.797 acres) of Vintage Farms Subdivision, Phase I, a map or plat recorded in Plat Cabinet File Slide Numbers 694B through 696A, in said Plat Records, being along Northeast and North lines of Tract 9 (called 15.567 acres) of Westwood Division No. 1, a map or plat recorded in Plat Cabinet File Slide Numbers 700A, 700B, 704B and 705A, in said Plat Records for Northeast and North lines hereof, passing a 1/2 inch iron rod found on an East margin of said Westwood Lane for the Southwest corner



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of said Myrick tract called 4.09 acres, being the Northwest corner of said Tract 9 (called 15.567 acres) of said Westwood Division No. 1, continuing to the Northeast corner of said Tract 9 (called 15.567 acres) of said Westwood Division No. 1, being on a South line of said "Reserve F" (called 29.797 acres) of Vintage Farms Subdivision, Phase I, being an exterior corner of a West right of way line of State Highway No. 36 N.;

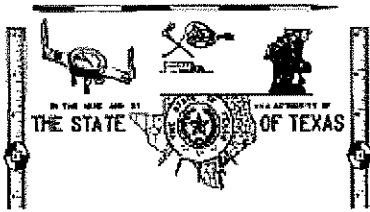
THENCE in an Easterly direction, being along a portion of a South line of said "Reserve F" (called 29.797 acres) of said Vintage Farms Subdivision, Phase I, being along North right of way lines of said State Highway No. 36 N., in part, and crossing said State Highway No. 36 N., being along a portion of a South line of the Shearn Smith, et ux tract called 18.602 acres, as recorded in Volume 312, Page 235, in said Deed Records for North lines hereof to the Northwest corner of the R. Shearn Smith tract called 5.377 acres, as recorded in Volume 865, Page 372, in said Official Records, being an interior angle point of said Smith tract called 18.602 acres for an exterior angle point hereof;

THENCE in an Easterly and Southeasterly direction, being along South and Southwest lines of said Smith tract called 18.602 acres, being along the Southwest line of the Pleasantry Storage, LLC tract called 5.003 acres, as recorded in Volume 1460, Page 101, in said Official Records, being along North and Northeast lines of said Smith tract called 5.377 acres, being along the Northeast line of the Brenham L-P Gas, Inc. tract called 1 acre, as recorded in Volume 348, Page 373, in said Deed Records, and crossing said N. Dixie Street for North and Northeast lines hereof to the PLACE OF BEGINNING and containing approximately 3,214 acres of land, more or less.

LESS AND EXCEPT the following described tract or parcel of land, lying and being situated in the City of Brenham, Washington County, Texas, part of the Philip Coe Survey, A-31, the A. Harrington Survey, A-55, the M. N. Combs Survey, A-124 and the John Carrington Survey, A-120:

BEGINNING at a 5/8 inch iron rod found with 1d. cap (Hodde & Hodde Land Surveying) for the Southwest corner of Lot 1 (called 0.507 acre) of Old Mill Creek Subdivision, Section I, a map or plat recorded in Plat Cabinet File Slide Numbers 646A and 646B, in the Plat Records of Washington County, Texas, being on a North margin of Old Mill Creek Road at its intersection with an East right of way line of U.S. Highway No. 290 W., being the most Western Southwest corner hereof;

THENCE in a Northerly direction, being along East right of way lines of said U.S. Highway No. 290 W., being along the West line of said Lot 1 (called 0.507 acre) of said Old Mill Creek Subdivision, Section I, being along a West line of Lot 8 of Dixie Addition, a map or plat recorded in Plat Cabinet File Slide Number 16B, in said Plat Records, being along West lines of the Louis Hold, Jr., et ux tract called 0.82 acre, as recorded in Volume 576, Page 475, in the Official Records of Washington County, Texas for West lines hereof to the Northwest corner of said Hold tract called 0.82 acre, being the Southwest corner of the State Highway Commission tract called 0.10 acre, as recorded in Volume 243, Page 223, in the Deed Records of Washington County, Texas, being an interior angle point of the East right of way line of said U.S. Highway No. 290 W. for an exterior corner hereof;



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THENCE in a Northeasterly direction, being along a Southeast right of way line of said U.S. Highway No. 290 W., being along the Southeast line of said State Highway Commission tract called 0.10 acre, being along the Northwest line of said Hold tract called 0.82 acre for a Northwest line hereof to the Southeast corner of said State Highway Commission tract called 0.10 acre, being the Northeast corner of said Hold tract called 0.82 acre, being an exterior corner of Lot 1 (called 2.996 acres) of the Minor Plat of Whitmarsh Division, a map or plat recorded in Plat Cabinet File Slide Number 529B, in said Plat Records, being on a Southeast right of way line of said U.S Highway No. 290 W. for an exterior corner hereof;

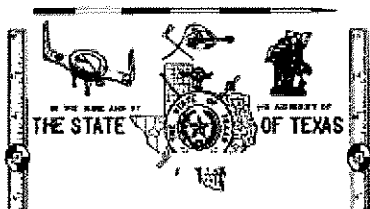
THENCE in a Southerly direction, being along a portion of the East line of said Hold tract called 0.82 acre, being along the West line of said Lot 1 (called 2.996 acres) of said Minor Plat of Whitmarsh Division for an East line hereof to the Southwest corner of said Lot 1 (called 2.996 acres) of said Minor Plat of Whitmarsh Division, being the Northwest corner of said Lot 14 of said Dixie Addition, being on the East line of said Hold tract called 0.82 acre for an interior corner hereof;

THENCE in an Easterly direction, being along a portion of the North line of said Lot 14 of said Dixie Addition, being along a South line of said Lot 1 (called 2.996 acres) of said Minor Plat of Whitmarsh Division for a North line hereof to a Southeast corner of said Lot 1 (called 2.996 acres) of said Minor Plat of Whitmarsh Division, being the Southwest corner of Lot 2 (called 0.7042 acre) of said Minor Plat of Whitmarsh Division, being on the North line of said Lot 14 of said Dixie Addition for an interior corner hereof;

THENCE in a Northerly direction, being along an East line of said Lot 1 (called 2.996 acres) of said Minor Plat of Whitmarsh Division, being along the West line of said Lot 2 (called 0.7042 acre) of said Minor Plat of Whitmarsh Division for a West line hereof to an interior corner of said Lot 1 (called 2.996 acres) of said Minor Plat of Whitmarsh Division, being the Northwest corner of said Lot 2 (called 0.7042 acre) of said Minor Plat of Whitmarsh Division for a Northwest corner hereof;

THENCE in an Easterly direction, being along a South line of said Lot 1 (called 2.996 acres) of said Minor Plat of Whitmarsh Division, being along the North line of said Lot 2 (called 0.7042 acre) of said Minor Plat of Whitmarsh Division for a North line hereof to a Southeast corner of said Lot 1 (called 2.996 acres) of said Minor Plat of Whitmarsh Division, being the Northeast corner of said Lot 2 (called 0.7042 acre) of said Minor Plat of Whitmarsh Division, being on a West margin of S. Dixie Street for a Northeast corner hereof;

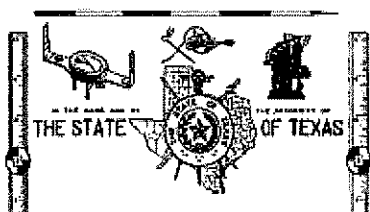
THENCE in a Southerly direction, being along a West margin of said S. Dixie Street, being along the East line of said Lot 2 (called 0.7042 acre) of said Minor Plat of Whitmarsh Division for an East line hereof to the Southeast corner of said Lot 2 (called 0.7042 acre) of said Minor Plat of Whitmarsh Division, being the Northeast corner of said Lot 14 of said Dixie Addition, being on a West margin of said S. Dixie Street at its intersection with the projection of the North line of Lot 1 of said Dixie Addition for an interior corner hereof;



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THENCE in an Easterly direction, crossing said S. Dixie Street, being along the North line of Lot 1 of said Dixie Addition, being the South line of the Gerardo Martin Zamarripa, et ux tract called 0.20 acre (Tract One), as recorded in Volume 1397, Page 455, in said Official Records, being along a South line of the Metropolitan Accommodations, Inc. tract called 1.192 acres (Tract One), as recorded in Volume 1543, Page 189, in said Official Records, being along the North line of Lot 1, Block A of H.H. Drumm's Dixie Addition, a map or plat recorded in Plat Cabinet File Slide Numbers 40A and 40B, in said Plat Records, being along the North line of Cornish Street, being along a North line of the Erwin Zibilski, et ux tract, as recorded in Volume 198, Page 523, in said Deed Records, being along the North line of Dale L. Thomas tract called 9,589 square feet, as recorded in Volume 910, Page 741, in said Official Records, being along the South line of the Robert E. Preuss and Jeanette Preuss tract called one acre, as recorded in Volume 1103, Page 641, in said Official Records, crossing S. Drumm Street, being along North lines of Lots 1, 2, 3, 4 and 5, Block C of said H.H. Drumm's Dixie Addition, being along the North line of the Trisha Morgan tract, as recorded in Volume 1329, Page 601, in said Official Records, being along the North line of the J & P Properties, LC tract called 0.34 acre, as recorded in Volume 1446, Page 627, in said Official Records and described in Volume 1239, Page 838, in said Official Records, being along the North line of the Thresia O. Schlabach, et vir tract called 0.424 acre, as recorded in Volume 1393, Page 269, in said Official Records, being along North lines of the Suzanne Poehlmann tract (Second Tract), as recorded in Volume 1137, Page 891, in said Official Records, being along the North line of the Suzanne Poehlmann tract (First Tract), as recorded in Volume 1137, Page 891, in said Official Records, being along the North line of the Jacquelynne Honora tract called 0.5998 acre, as recorded in Volume 1321, Page 348, in said Official Records, being along the North line of the Tyler Steenken tract called 0.3078 acre, as recorded in Volume 1521, Page 284, in said Official Records, being along the North line of the Leal & Assoc., LLC tract, as recorded in Volume 1634, Page 552, in said Official Records, being along the South line of the Jeanette June Wasko Preuss tract called 308/1000 acre, as recorded in Volume 278, Page 84, in said Deed Records, being along the South line of the Robert E. Preuss, et ux tract called 12,214 square feet, as recorded in Volume 321, Page 155, in said Deed Records, being along South lines of the Juan Martinez tract called 0.680 acre, as recorded in Volume 1077, Page 135, in said Official Records, being along the South line of the Billy W. Way, et ux tract called 1.03 acres, as recorded in Volume 493, Page 646, in said Official Records, being along the South line of the Jarrett Scott Davis tract called 7,508 square feet, as recorded in Volume 1354, Page 86, in said Official Records, being along the South line of the Valerie Stevenson, et al residue of original tract called 0.639 acre, as recorded in Volume 1525, Page 634, in said Official Records and described in Volume 270, Page 22, in said Deed Records, being along the North lines of Lots 1, 2, 3 and 4, Block 1 of Meadow Brook Subdivision, Section III, a map or plat recorded in Plat Cabinet File Slide Numbers 284B and 285A, in said Plat Records, being along the South line of the H2 Investments, LLC tract (Tract Four), as recorded in Volume 1649, Page 858, in said Official Records, being along the South line of the H2 Investments, LLC residue of original tract called 1 acre (Tract One), as recorded in Volume 1649, Page 858, in said Official Records, being along the South line of the H2 Investments, LLC tract called 34/100 acre (Tract Two), as recorded in Volume 1649, Page 858, in said Official Records, being along a South line of Lot 1 (called 1.480 acres), Block I of Meadow Brook Subdivision, Section V, a map or plat recorded in Plat Cabinet File Slide Number 391A, in said Plat Records, being along a North line of the L & E Boettcher Family Partnership, Ltd. tract called approximately 8.16 acres, as



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conveyed in Volume 1416, Page 525, in said Official Records and being the residue of original tract called 18.448 acres in Volume 357, Page 559, in said Deed Records for North lines hereof to an exterior corner of said Lot 1 (called 1.480 acres) of said Meadow Brook Subdivision, Section V, being an interior corner of said L & E Boettcher Family Partnership, Ltd. tract called approximately 8.16 acres for an interior corner hereof;

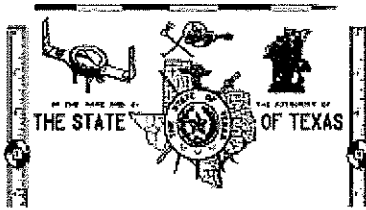
THENCE in a Northeasterly direction, being along the Southeast line of said Lot 1 (called 1.480 acres) of said Meadow Brook Subdivision, Section V, being along a Northwest line of said L & E Boettcher Family Partnership, Ltd. tract called approximately 8.16 acres for a Northwest line hereof to the Southeast corner of said Lot 1 (called 1.480 acres) of said Meadow Brook Subdivision, Section V, being the North corner of said L & E Boettcher Family Partnership, Ltd. tract called approximately 8.16 acres, being on a West line of Lot 1 (called 0.745 acre) of the Division of Mildred Ann Flisowski Property, a map or plat recorded in Plat Cabinet File Slide Number 436B, in said Plat Records for an exterior corner hereof;

THENCE in a Southerly direction, being along a portion of the West line of said Lot 1 (called 0.745 acre) of said Division of Mildred Ann Flisowski Property, being along an East line of said L & E Boettcher Family Partnership, Ltd. tract called approximately 8.16 acres for an East line hereof to the Southwest corner of said Lot 1 (called 0.745 acre) of said Division of Mildred Ann Flisowski Property, being an interior corner of said L & E Boettcher Family Partnership, Ltd. tract called approximately 8.16 acres for an interior corner hereof;

THENCE in an Easterly direction, being along the South line of said Lot 1 (called 0.745 acre) Division of Mildred Ann Flisowski Property, and being along the South line of Lot 2 (called 0.332 acre) of said Division of Mildred Ann Flisowski Property, being along a North line of said L & E Boettcher Family Partnership, Ltd. tract called approximately 8.16 acres, being along the North line of the Raymond K. Goodnight tract called 7,072 square feet, as recorded in Volume 1169, Page 147, in said Official Records for a North line hereof to the Northeast corner of said Goodnight tract called 7,072 square feet, being the Southeast corner of said Lot 2 (called 0.332 acre) of said Division of Mildred Ann Flisowski Property, being on a West margin of S. Saeger Street for an interior angle point hereof;

THENCE in an Easterly direction, crossing said S. Saeger Street with a North line hereof to the Southwest corner of Lot 1, Block C of Ellwood Estates Addition, a map or plat recorded in Plat Cabinet File Slide Number 27A, in said Plat Records which is included in the called 5.313 acres of the Grace Community Fellowship-Brenham tract, a map or plat recorded in Plat Cabinet File Slide Number 668B, in said Plat Records, being on an East margin of said S. Saeger Street for an interior corner hereof;

THENCE in a Northerly direction, being along East margins of said S. Saeger Street, being along West lines of said Grace Community Fellowship-Brenham tract called 5.313 acres for West lines hereof to an exterior corner hereof, being a Northwest corner of said Grace Community Fellowship-Brenham tract called 5.313 acres, being on an East margin of said S. Saeger Street at its intersection with a South right of way line of W. Main Street (U.S. Highway 290 - Business);



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THENCE in an Easterly direction, being along a South right of way line of said W. Main Street (U.S. Highway 290 - Business), being along a North line of said Grace Community Fellowship-Brenham tract called 5.313 acres for a North line hereof to a Northeast corner of said Grace Community Fellowship-Brenham tract called 5.313 acres, being the Northwest corner of Lot 2, Block C of said Ellwood Estates Addition, being on a South right of way line of said W. Main Street (U.S. Highway 290 - Business) for a Northeast corner hereof;

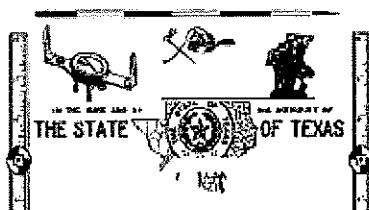
THENCE in a Southerly direction, being along an East line of said Grace Community Fellowship-Brenham tract called 5.313 acres, being along the West line of said Lot 2, Block C of said Ellwood Estates Addition for an East line hereof to an interior corner of said Grace Community Fellowship-Brenham tract called 5.313 acres, being the Southwest corner of said Lot 2, Block C of said Ellwood Estates Addition for an interior corner hereof;

THENCE in an Easterly direction, being along North lines of said Grace Community Fellowship-Brenham tract called 5.313 acres, being along the South line of said Lot 2, Block C of said Ellwood Estates Addition, being along the South lines of Lots 3, 4, 5, 6, 7, 8, 9 and 10, Block C of said Ellwood Estates Addition, being along a portion of the North line of the Blinn College, The Junior College District of Washington County, Texas tract called 1.975 acres, as recorded in Volume 980, Page 725, in said Official Records for a North line hereof to the Southeast corner of said Lot 10, Block C of said Ellwood Estates Addition, being the Southwest corner of Lot 11, Block C of said Ellwood Estates Addition, being on the North line of said Blinn College, The Junior College District of Washington County, Texas tract called 1.975 acres for an interior corner hereof;

THENCE in a Northerly direction, being along the East line of said Lot 10 of said Ellwood Estates Addition, being along the West line of said Lot 11, Block C of said Ellwood Estates Addition for a West line hereof to the Northeast corner of said Lot 10, Block C of said Ellwood Estates Addition, being the Northwest corner of said Lot 11 of said Ellwood Estates Addition, being on a South right of way line of said W. Main Street (U.S. Highway 290 - Business) for a Northwest corner hereof;

THENCE in an Easterly direction, being along a South right of way line of said W. Main Street (U.S. Highway 290 - Business), being along the North line of said Lot 11, Block C of said Ellwood Estates Addition, being along the North line of the Blinn College, The Junior College District of Washington County tract called 0.334 acre, as recorded in Volume 974, Page 310, in said Official Records, crossing Blinn Boulevard with a South right of way line of said W. Main Street (U.S. Highway 290 - Business) for a North line hereof to the Northwest corner of the Brenham Living Well, L.L.C. tract called 0.21 acre, as recorded in Volume 1206, Page 131, in said Official Records for an exterior corner hereof;

THENCE in a Southerly direction, being along an East margin of said Blinn Boulevard, being along the West line of said Brenham Living Well, L.L.C. tract called 0.21 acre for an East line hereof to the Southwest corner of said Brenham Living Well, L.L.C. tract called 0.21 acre, being on an East margin of said Blinn Boulevard at its intersection with the North margin of Main View Street for an interior corner hereof;



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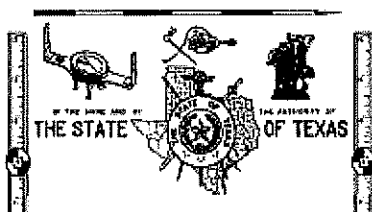
THENCE in an Easterly direction, being along the North margin of said Main View Street, being along the South line of said Brenham Living Well, L.L.C. tract called 0.21 acre, being along the South line of the Angela R. Denny, et vir tract, as conveyed in Volume 1079, Page 629, in said Official Records and described in Volume 236, Page 246, in said Deed Records for a North line hereof to the Southeast corner of said Denny tract, being on a North margin of said Main View Street for an exterior corner hereof;

THENCE in an Easterly and Southeasterly direction, crossing said Main View Street, being along apparent Northeast lines of the B.T. Hogan tract, as conveyed in Volume 309, Page 434, in said Deed Records, being part of Lot 6 of the C.C. Chandler Plat, a map or plat recorded in Volume 37, Page 146, in said Deed Records, being along apparent Northeast lines of the B.T. Hogan tract, as conveyed in Volume 134, Page 479, in said Deed Records, being part of Lots 7 and 8 of said Chandler Plat, being along the Northeast line of the Byron Hogan tract called 0.113 acre, as conveyed in Volume 1630, Page 170, in said Official Records and described in Volume 799, Page 54, in said Official Records, and being along a Southwest margin of a connector street between said W. Main Street (U.S. Highway 290- Business) and W. Alamo Street and crossing said W. Alamo Street for North and Northeast lines hereof to the Northwest corner of Lot 10 of Alamo Heights Addition, Section 2, a map or plat recorded in Plat Cabinet File Slide Number 82A, in said Plat Records, being on a South margin of said W. Alamo Street at its intersection with an East margin of Heights Circle for an interior corner hereof;

THENCE in an Easterly direction, being along a South margin of said W. Alamo Street, being along the North line of said Lot 10 of said Alamo Heights Addition, Section 2, being along the North line of Lot 1 of said Alamo Heights Addition, Section 2, crossing High Street with a South margin of said W. Alamo Street for a North line hereof to the Northwest corner of the Eugene Bothe, et ux tract, as recorded in Volume 216, Page 423, in said Deed Records, being on an East margin of said High Street at its intersection with a South margin of said W. Alamo Street for an exterior corner hereof;

THENCE in a Southerly direction, being along a portion of an East margin of said High Street, being along the West line of said Bothe tract, being along the West line of the Windy Spot Properties, LLC tract called 20,674 square feet, as recorded in Volume 1413, Page 561, in said Official Records for an East line hereof to the Southwest corner of said Windy Spot Properties, LLC tract called 20,674 square feet, being the Northwest corner of the Aaron Johnson, et ux tract called 6,012.0 square feet (Tract 2), as recorded in Volume 1234, Page 613, in said Official Records, being on an East margin of said High Street for an exterior corner hereof;

THENCE in a Westerly direction, crossing said High Street with a projection of the North line of said Johnson tract called 6,012.0 square feet for a South line hereof to an interior corner hereof, being on the East line of Lot 5 of said Alamo Heights Addition, Section 2, being on a West margin of said High Street;



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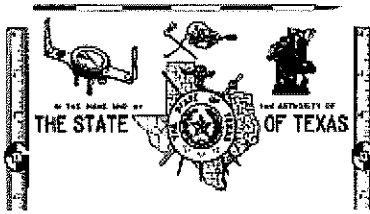
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THENCE in a Southerly direction, crossing Burlington Northern & Santa Fe Railroad (BNSF) right of way with a West margin of said High Street for an East line hereof to the Northeast corner of Lot 10 of Alamo Heights Addition, Section 3, a map or plat recorded in Plat Cabinet File Slide Number 82B, in said Plat Records, being on a South right of way line of said BNSF Railroad at its intersection with a West margin of said High Street for an interior corner hereof;

THENCE in an Easterly and Northerly direction, crossing said High Street, being along South and East right of way lines of said BNSF Railroad, being along the North line of Lot 1 of said Alamo Heights Addition, Section 3, being along the North line of the Brenham Wholesale Grocery Company, Inc. tract called 2.616 acres (Tract Two), as recorded in Volume 504, Page 160, in said Official Records, being along the North line of the Brenham Wholesale Grocery Company, Inc. tract called 0.477 acre (Tract Three), as recorded in Volume 504, Page 160, in said Official Records, being along West and North lines of the Brenham Wholesale Grocery Company, Inc. tract called 3.991 acres (Tract One), as recorded in Volume 504, Page 160, in said Official Records, crossing S. Jackson Street with a South right of way line of said BNSF Railroad, being along the North line of the Brenham Wholesale Grocery Company, Inc. tract called 3.288 acres (Tract Five), as recorded in Volume 504, Page 160, in said Official Records for North and West lines hereof to the Northeast corner of said Brenham Wholesale Grocery Company, Inc. tract called 3.288 acres, being the Northwest corner of the Karl E. Stopschinski, et ux tract called 0.319 acre, as recorded in Volume 1217, Page 192, in said Official Records, being on a South right of way line of said BNSF Railroad for an exterior corner hereof;

THENCE in a Southerly direction, being along the West line of said Stopschinski tract called 0.319 acre, being along a West margin of Key Street, being along the East line of said Brenham Wholesale Grocery Company, Inc. tract called 3.288 acres, crossing W. First Street with a West margin of said Key Street, being along the East line of the Brenham Wholesale Grocery Co., Inc. tract called 0.5055 acre, as recorded in Volume 847, Page 699, in said Official Records, being along the East line of the Southwestern Bell Telephone Company tract called 0.745 acre, as recorded in Volume 241, Page 331, in said Deed Records for an East line hereof to an interior corner hereof, being on the East line of said Southwestern Bell Telephone Company tract called 0.745 acre, being on a West margin of said Key Street at its intersection with the projection of the South margin of W. Second Street;

THENCE in an Easterly direction, crossing said Key Street, being along a South margin of said W. Second Street, being along the North line of the City of Brenham tract called 0.399 acre, as recorded in Volume 777, Page 783, in said Official Records, crossing the G.C. & S.F. Railway and H. & T.C. Railway, Co. 16 feet wide strip (previously used for compress spur tract), as recorded in Volume 30, Page 138, in said Deed Records, being along the North line of the City of Brenham tract called 0.059 acre (Tract Two), as recorded in Volume 930, Page 72, in said Official Records, and crossing the Burlington Northern & Santa Fe Railroad (BNSF) right of way with a South margin of said W. Second Street for a North line hereof to the Northwest corner of the Herbert S. Hughes, et ux tract called 0.1610 acre, as recorded in Volume 806, Page 862, in said Official Records, being on a South margin of said W. Second Street at its intersection with an East right of way line of said BNSF Railroad for an interior corner hereof;



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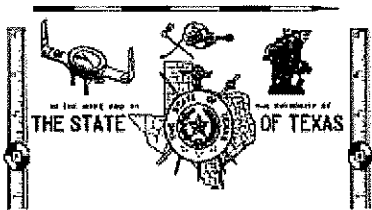
THENCE in a Northerly direction, being along East right of way lines of said BNSF Railroad, crossing said W. Second Street and S. Day Street, being along the West line of the Paul F. Lampe tract called 0.303 acre, as recorded in Volume 896, Page 47, in said Official Records, being along West lines of the Blue Bell Creameries, L.P. tract, as conveyed in Volume 1020, Page 280, in said Official Records and described as 30,019.894 square feet (Tract 5) in Volume 981, Page 146, in said Official Records for West lines hereof to the Northwest corner of said Blue Bell Creameries, L.P. tract called 30,019.894 square feet, being a Southwest corner of the OU Taing, & ux tract called 1.261 acres, as recorded in Volume 1330, Page 637, in said Official Records, being on an East right of way line of said BNSF Railroad for an exterior corner hereof;

THENCE in an Easterly direction, being along a South line of said Taing tract called 1.261 acres, being along the North line of said Blue Bell Creameries, L.P. tract called 30,019.894 square feet for a North line hereof to an interior corner of said Taing tract called 1.261 acres, being the Northeast corner of said Blue Bell Creameries, L.P. tract called 30,019.894 square feet for an exterior corner hereof;

THENCE in a Southerly direction, being along a portion of the East line of said Blue Bell Creameries, L.P. tract called 30,019.894 square feet, being along a West line of said Taing tract called 1.261 acres for an East line hereof to a Southwest corner of said Taing tract called 1.261 acres, being the Northwest corner of the City of Brenham tract called 1,664 square feet (Tract Two), as recorded in Volume 950, Page 847, in said Official Records, being on the East line of said Blue Bell Creameries, L.P. tract called 30,019.894 square feet for an interior corner hereof;

THENCE in an Easterly direction, being along a South line of said Taing tract called 1.261, acres, being along the North line of said City of Brenham tract called 1,664 square feet for a North line hereof to the Southeast corner of said Taing tract called 1.261 acres, being the Northeast corner of said City of Brenham tract called 1,664 square feet, being on a West margin of S. Austin Street for an exterior corner hereof;

THENCE in a Southerly direction, being along a West margin of said S. Austin Street, being along the East line of said City of Brenham tract called 1,664 square feet, being along the East line of the City of Brenham tract called 4,720 square feet (Tract One - Tract VI), as recorded in Volume 950, Page 847, in said Official Records and described in Volume 688, Page 498, in said Official Records, being along the East line of the City of Brenham tract called 12,272 square feet (Tract One - Tract I), as recorded in Volume 950, Page 847, in said Official Records and described in Volume 688, Page 498, in said Official Records, being along the East line of the City of Brenham tract called 7,552 square feet (Tract One - Tract II), as recorded in Volume 950, Page 847, in said Official Records and described in Volume 688, Page 498, in said Official Records, crossing said W. Second Street with a West margin of said S. Austin Street for an East line hereof to the Northeast corner of the Betsy Barnhill Newman and Ted C. Barnhill tract called 0.435 acre, as recorded in Volume 966, Page 38, in said Official Records, being on a South margin of said W. Second Street at its intersection with a West margin of said S. Austin Street for an interior corner hereof;



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THENCE in an Easterly direction, crossing said S. Austin Street with a South margin of said W. Second Street, being along the North line of Lot 1 (called 15,986 square feet) of Riley-Cole Subdivision, a map or plat recorded in Plat Cabinet File Slide Number 666B, in said Plat Records, being along a portion of the North line of the Christopher Kamprath, et ux tract called 7,886 square feet, as recorded in Volume 1520, Page 861, in said Official Records, being along a South margin of said W. Second Street for a North line hereof to an interior corner hereof, being on the North line of said Kamprath tract called 7,886 square feet, being on a South margin of said W. Second Street at its intersection with the projection of an East line of the Bank of Brenham, N.A. tract called 0.6766 acre, as recorded in Volume 1066, Page 565, in said Official Records;

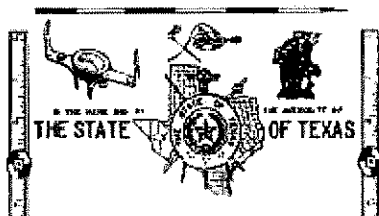
THENCE in a Northerly direction, crossing said W. Second Street, being along an East line of said Bank of Brenham, N.A. tract called 0.6766 acre, being along a West line of the Darryl W. Heine, Trustee tract called 0.5816 acre, as recorded in Volume 1021, Page 281, in said Official Records, for a West line hereof to an interior corner of said Bank of Brenham, N.A. tract called 0.6766 acre, being an exterior corner of said Heine tract called 0.5816 acre for an exterior corner hereof;

THENCE in an Easterly direction, being along a South line of said Bank of Brenham, N.A. tract called 0.6766 acre, being along a North line of said Heine tract called 0.5816 acre for a North line hereof to a Southeast corner of said Bank of Brenham, N.A. tract called 0.6766 acre, being an interior corner of said Heine tract called 0.5816 acre for an interior corner hereof;

THENCE in a Northerly direction, being along an East line of said Bank of Brenham, N.A. tract called 0.6766 acre, being along East lines of the Bank of Brenham, N.A. tract called 0.470 acre, as recorded in Volume 1013, Page 842, in said Official Records, being along a West line of said Heine tract called 0.5816 acre, being along the West line of the Vicki Goodrich tract called 0.186 acre, as recorded in Volume 1401, Page 970, in said Official Records for West lines hereof to the Northwest corner of said Goodrich tract called 0.186 acre, being the Southwest corner of The Bottling Works, LLC tract called 0.1901 acre (Tract One and Tract Two), as recorded in Volume 1565, Page 590, in said Official Records and described in Volume 1285, Page 806, in said Official Records, being on an East line of said Bank of Brenham, N.A. tract called 0.470 acre for an exterior corner hereof;

THENCE in an Easterly direction, being along the North line of said Goodrich tract called 0.186 acre, being along the South line of said The Bottling Works, LLC tract called 0.1901 acre for a North line hereof to the Northeast corner of said Goodrich tract called 0.186 acre, being the Southeast corner of said The Bottling Works, LLC tract called 0.1901 acre, being on a West margin of S. Church Street for an exterior corner hereof;

THENCE in a Southerly direction, being along a West margin of said S. Church Street, being along the East line of said Goodrich tract called 0.186 acre, being along a portion of the East line of said Heine tract called 0.5816 acre for an East line hereof to an interior corner hereof, being on a West margin of said S. Church Street at the intersection with the projection of the North line of Lot II of Original Town Lot (Block 93), a map or plat recorded in Plat Cabinet File Slide Number 255A, in



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said Plat Records, being on the East line of said Heine, Trustee tract called 0.5816 acre for an interior corner hereof;

THENCE in an Easterly direction, crossing said S. Church Street, being along the South line of Lot III of said Original Town Lot (Block 93), being along the North line of said Lot II of Original Town Lot (Block 93) for a North line hereof to the Southeast corner of said Lot III of Original Town Lot (Block 93), being the Northeast corner of said Lot II of Original Town Lot (Block 93), being on the West line of the Bettye P. Honerkamp tract, as conveyed in Volume 849, Page 453, in said Official Records and described as 11,210 square feet in Volume 511, Page 58, in said Official Records for an exterior corner hereof;

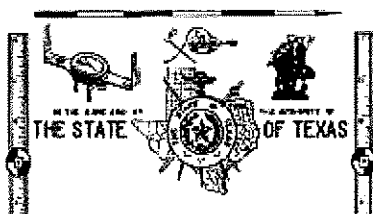
THENCE in a Southerly direction, being along a portion of the East line of said Lot II of Original Town Lot (Block 93), being along a portion of the West line of said Honerkamp tract for an East line hereof to the Southwest corner of said Honerkamp tract, being the Northwest corner of the Tamara Redshaw tract, as conveyed in Volume 1354, Page 94, in said Official Records and described as 0.403 acre in Volume 1164, Page 616, in said Official Records, being on the East line of said Lot II of Original Town Lot (Block 93) for an interior corner hereof;

THENCE in an Easterly direction, being along the South line of said Honerkamp tract, being along the North line of said Redshaw tract called 0.403 acre, crossing S. Park Street for a North line hereof to an interior corner hereof, being on an East margin of said S. Park Street at its intersection with the projection of the South line of said Honerkamp tract, being on the West line of Lot 10 of Lenert Subdivision of the Erwin Addition, a map or plat recorded in Plat Cabinet File Slide Number 26B, in said Plat Records;

THENCE in a Northerly direction, being along an East margin of said S. Park Street, being along a portion of the West line of said Lot 10 of said Lenert Subdivision of the Erwin Addition for a West line hereof to the Northwest corner of said Lot 10 of said Lenert Subdivision of the Erwin Addition, being the Southwest corner of Lot 9 (called 0.116 acre) of the Boundary Line Adjustment of Lenert Subdivision of the Erwin Addition, a map or plat recorded in Plat Cabinet File Slide Number 383A, in said Plat Records, being on an East margin of said S. Park Street for an exterior corner hereof;

THENCE in an Easterly direction, being along a portion of the North line of said Lot 10 of said Lenert Subdivision of the Erwin Addition, being along the South line of said Lot 9 (called 0.116 acre) of said Boundary Line Adjustment for a North line hereof to the Southeast corner of said Lot 9 (called 0.116 acre) of said Boundary Line Adjustment, being the Southwest corner of Lot 4 (called 0.133 acre) of said Boundary Line Adjustment, being on the North line of said Lot 10 of said Lenert Subdivision of the Erwin Addition for an interior corner hereof;

THENCE in a Northerly direction, being along the East line of said Lot 9 (called 0.116 acre) of said Boundary Line Adjustment, being along the West line of said Lot 4 (called 0.133 acre) of said Boundary Line Adjustment for a West line hereof to a 1/2 inch iron rod found with Id. cap (RPLS 5197) on the South line of Lot 3A (called 0.189 acre) of the Boundary Line Adjustment of Lenert



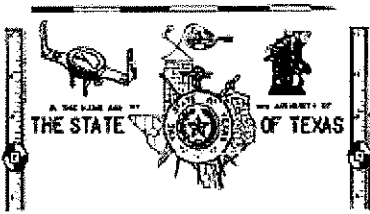
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Subdivision of the Erwin Addition, a map or plat recorded in Plat Cabinet File Slide Number 483A, in said Plat Records, being the Northeast corner of said Lot 9 (called 0.116 acre) of said Boundary Line Adjustment (383A), being the Northwest corner of said Lot 4 (called 0.133 acre) of said Boundary Line Adjustment (383A) for an exterior corner hereof;

THENCE in an Easterly direction, being along a portion of the South line of said Lot 3A (called 0.189 acre) of said Boundary Line Adjustment (483A), being along the North line of said Lot 4 (called 0.133 acre) of said Boundary Line Adjustment (383A) for a North line hereof to a 1/2 inch iron rod found with Id. cap (RPLS 5197) on a West margin of S. Baylor Street, being the Southeast corner of said Lot 3A (called 0.189 acre) of said Boundary Line Adjustment (483A), being the Northeast corner of said Lot 4 (called 0.133 acre) of said Boundary Line Adjustment (383A) for an exterior corner hereof;

THENCE in a Southerly direction, being along West margins of said S. Baylor Street, being along the East line of said Lot 4 (called 0.133 acre) of said Boundary Line Adjustment (383A), being along the East line of Lot 5 and the East line of Lot 13 of said Lenert Subdivision (26B), crossing E. Second Street with a West margin of said S. Baylor Street, being along the East line of the Jose Canales and Shannan Blanchard tract called 0.255 acre, as recorded in Volume 1462, Page 786, in said Official Records, being along the East line of the Brenda Lowery, et vir tract called 0.224 acre, as recorded in Volume 1603, Page 14, in said Official Records, being along the East line of the Christopher E. Marek and Deeanna O. Marek tract called 0.386 acre, as recorded in Volume 947, Page 54, in said Official Records, being along the East line of The Most Reverend Gregory M. Aymond, Bishop of the Roman Catholic Diocese of Austin and his Successors in Office tract called 0.32 acre, as recorded in Volume 1257, Page 227, in said Official Records, being along the East line of the James W. Ripple, et ux tract called 14,204 square feet, as recorded in Volume 1537, Page 477, in said Official Records, crossing Gilder Street with a West margin of said S. Baylor Street, being along the East line of the Catherine Mahlmann tract called 0.228 acre, as recorded in Volume 1445, Page 858, in said Official Records, being along the East line of the Edward Krenek tract, as recorded in Volume 1169, Page 737, in said Official Records, being along the East line of the Charles Sulak tract (Tract 1), as conveyed in Volume 1651, Page 436, in said Official Records and described as 0.119 acre in Volume 620, Page 891, in said Official Records, being along the East line of the Mary Ellen West tract called 0.161 acre, as recorded in Volume 888, Page 33, in said Official Records, being along the East of the Cynthia Ann McCourt tract called 7,238 square feet, as recorded in Volume 1531, Page 208, in said Official Records, being along the East line of the John L. Studer, et ux tract called 0.120 acre, as recorded in Volume 1572, Page 240, in said Official Records, being along the East line of the Susan Hare tract called 0.1156 acre, as recorded in Volume 1142, Page 275, in said Official Records, being along the East line of the Tom Feehery tract, as recorded in Volume 1054, Page 267, in said Official Records, being along the East line of the Gregory Charles Vann, et ux tract called 0.18 acre, as recorded in Volume 1630, Page 144, in said Official Records, crossing E. Germania Street with the projection of the West margin of said S. Baylor Street for an East line hereof to an interior corner hereof, being on a South margin of said E. Germania Street, being on the North line of the (Janet Carol Fisher) Joyce Daniel Fisher tract called 0.442 acre, as recorded in Volume 1124, Page 304, in said Official Records;



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THENCE in an Easterly direction, being along a South margin of said E. Germania Street, being along a portion of the North line of said Fisher tract called 0.442 acre for a North line hereof to the Northeast corner of said Fisher tract called 0.442 acre, being the Northwest corner of the CZED Investments Ltd. residue of original tract called 1.2154 acres, as recorded in Volume 1228, Page 22, in said Official Records, being on a South margin of said E. Germania Street for an exterior corner hereof;

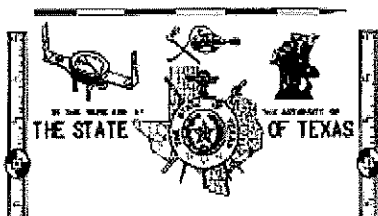
THENCE in a Southerly direction, being along the West line of said CZED Investments Ltd. residue of original tract called 1.2154 acres, being along the East line of said Fisher tract called 0.442 acre for an East line hereof to the Southwest corner of said CZED Investments Ltd. residue of original tract called 1.2154 acres, being the Southeast corner of said Fisher tract called 0.442 acre, being on a North line of the CZED Investments Ltd. tract called 2.165 acres, as recorded in Volume 1228, Page 32, in said Official Records for an exterior corner hereof;

THENCE in a Westerly direction, being along a portion of a North line of said CZED Investments Ltd. tract called 2.165 acres, being along the South line of said Fisher tract called 0.442 acre, being along the South line of the Rodney Lacina tract, as recorded in Volume 502, Page 102, in said Official Records for a South line hereof to a Northwest corner of said CZED Investments Ltd. tract called 2.165 acres, being the Southwest corner of said Lacina tract, Volume 502, Page 102, being the Southeast corner of the Rodney Joseph Lacina tract called 0.5784 acre, as recorded in Volume 1199, Page 796, in said Official Records, being the Northeast corner of The City of Brenham, Texas tract called 0.5069 acre, as recorded in Volume 370, Page 410, in said Deed Records for an interior corner hereof;

THENCE in a Southerly direction, being along a West line of said CZED Investments Ltd. tract called 2.165 acres, being along the East line of said The City of Brenham, Texas tract called 0.5069 acre for an East line hereof to the Southeast corner of said The City of Brenham, Texas tract called 0.5069 acre, being the Southwest corner of said CZED Investments Ltd. tract called 2.165 acres, being on a North line of the Brenham Independent School District tract called 8.14 acres, as recorded in Volume 195, Page 360, in said Deed Records for an interior corner hereof;

THENCE in an Easterly direction, being along South lines of said CZED Investments Ltd. tract called 2.165 acres, being along North lines of said Brenham Independent School District tract called 8.14 acres, being along North lines of the Roger Wayne Goerlitz tract called 0.354 acre (Tract 2), as recorded in Volume 1163, Page 595, in said Official Records for North lines hereof to the Southeast corner of said CZED Investments Ltd. tract called 2.165 acres, being the Northeast corner of said Goerlitz tract called 0.354 acre, being on a West margin of S. Market Street for an exterior corner hereof;

THENCE in a Southerly direction, being along West margins of said S. Market Street, being along the East line said Goerlitz tract called 0.354 acre, being along the East line of the Roger Wayne Goerlitz tract called 0.517 acre (Tract 1), as recorded in Volume 1163, Page 595, in said Official Records, being along the East line of Lot 1 (called 0.2095 acre) and Lot 2 (called 0.4574 acre) of the



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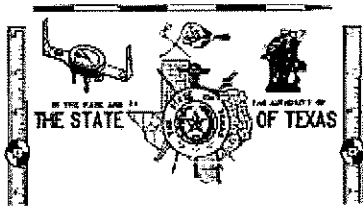
Boundary Adjustment 0.6672 acre, a map or plat recorded in Plat Cabinet File Slide Number 322B, in said Plat Records, being along an East line of the Brenham Independent School District tract called 2.02 acres, as recorded in Volume 206, Page 140, in said Deed Records, being along the East line of the Gregory Dubiel and Mary Kathryn Wurts tract called 0.896 acre, as recorded in Volume 1558, Page 279, in said Official Records, being along the East line of the Roger C. Winkelmann, et ux tract called 1.131 acres, as recorded in Volume 923, Page 808, in said Official Records for East lines hereof to the North corner of the City of Brenham tract called 0.009 acre, as recorded in Volume 672, Page 1, in said Official Records, being an exterior corner of said Winkelmann tract called 1.131 acres, being on a West margin of said S. Market Street for an exterior corner hereof;

THENCE in a Southwesterly direction, being along the Southeast line of said Winkelmann tract called 1.131 acres, being along the Northwest line of said City of Brenham tract called 0.009 acre for a Southeast line hereof to an exterior corner of said Winkelmann tract called 1.131 acres, being the West corner of said City of Brenham tract called 0.009 acre, being on a North margin of E. Tom Green Street for an exterior corner hereof;

THENCE in a Westerly direction, being along a North margin of said E. Tom Green Street, being along a South line of said Winkelmann tract called 1.131 acres, being along the South line of the Irla G. Burgess tract called 0.209 acre, as recorded in Volume 1121, Page 861, in said Official Records for a South line hereof to the Southeast corner of the George Lee Kaldis tract called 0.431 acre, as recorded in Volume 1140, Page 316, in said Official Records, being the Southwest corner of said Burgess tract called 0.209 acre, being on a North margin of said E. Tom Green Street for an interior corner hereof;

THENCE in a Southerly direction, crossing said E. Tom Green Street with an East line hereof to the Northeast corner of the Rachel B. Cook and Jared G. Cook tract called 0.177 acre, as recorded in Volume 1505, Page 796, in said Official Records, being on a South margin of said E. Tom Green Street at its intersection with a West margin of said S. Baylor Street for an interior angle point hereof;

THENCE in a Southerly direction, being along West margins of said S. Baylor Street, being along the East line of said Cook tract called 0.177 acre, being along the East line of the Michelle S. Woodall tract called 8,187 square feet, as recorded in Volume 898, Page 933, in said Official Records, being along the East line of Lot 8 (called 0.1811 acre) and along the East line of Lot 10 (called 0.1790 acre) of the Replat of Lots 10 & 8, Block F of Washington Park Addition, a map or plat recorded in Plat Cabinet File Slide Number 367B, in said Plat Records, crossing E. Val Verde Street with a West margin of said S. Baylor Street, being along the East line of Lot 1 of Baylor Street Subdivision, a map or plat recorded in Plat Cabinet File Slide Number 247A, in said Plat Records, being along the East line of the James G. Boyd, IV tract called 0.5695 acre, as recorded in Volume 1315, Page 317, in said Official Records, crossing E. Mansfield Street with a West margin of said S. Baylor Street, being along the East line of the Stacey L. Chance tract called 5,510 square feet, as recorded in Volume 1249, Page 80, in said Official Records, being along the East line of the Martha Mojica tract called 0.095 acre, as recorded in Volume 1540, Page 807, in said Official Records and described in Volume 937, Page 81, in said Official Records, being along the East line of the MVP Mt. Vernon Property



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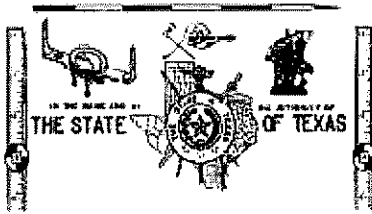
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Services, LLC tract called 0.085 acre, as recorded in Volume 1458, Page 407, in said Official Records, being along the East line of the MVP Mt. Vernon Property Services, LLC tract called 14,695 square feet, as recorded in Volume 1459, Page 782, in said Official Records, crossing E. Chauncy Street with a West margin of said S. Baylor Street, being along the East line of the Boettcher Lumber Company tract (Tract No. 2), as recorded in Volume 313, Page 103, in said Deed Records, being along the East line of the Michael A. Tolopka, et ux tract called 0.202 acre, as recorded in Volume 1031, Page 914, in said Official Records, crossing E. Lubbock Street with a West margin of said S. Baylor Street, being along the East line of Lots F, G and I, Block R of the Ed Lehman's Subdivision, a map or plat recorded in Plat Cabinet File Slide Number 36A, in said Plat Records, crossing E. Bryan Street with a West margin of said S. Baylor Street, being along the East line of the Barbara Louise LaRue tract called 7,362 square feet, as recorded in Volume 1486, Page 968, in said Official Records, being along the East line of the Deborah Peck Henry, et al tract called 11,755 square feet, as recorded in Volume 845, Page 642, in said Official Records, being along the East line of the remainder of Lot 6, Block U of Washington Park Addition, a map or plat recorded in Plat Cabinet File Slide Number 253A, in said Plat Records, being along the East line of Lot 8 and Lot 10, Block U of said Washington Park Addition for East lines hereof to the Southeast corner of said Lot 10, Block U of said Washington Park Addition, being on a West margin of said S. Baylor Street at its intersection with a North margin of E. Stone Street for an exterior angle point hereof;

THENCE in a Southerly direction, crossing said E. Stone Street with an East line hereof to the Northeast corner of the Donald Joe Hoffman tract called 0.598 acre (Tract 1), as recorded in Volume 1548, Page 911, in said Official Records and described as Tract Two in Volume 357, Page 344, in said Deed Records, being the Northwest corner of Lot 2 (called 0.338 acre) of Heritage Hill Subdivision, Section One, a map or plat recorded in Plat Cabinet File Slide Numbers 123A and 123B, in said Plat Records, being on a South margin of said E. Stone Street for an interior corner hereof;

THENCE in an Easterly direction, being along a South margin of said E. Stone Street, being along the North line of said Lot 2 (called 0.338 acre) and along the North line of Lot 1 (called 0.359 acre) of said Heritage Hill Subdivision, Section One for a North line hereof to the Northeast corner of said Lot 1 (called 0.359 acre) of said Heritage Hill Subdivision, Section One, being on a South margin of said E. Stone Street at its intersection with a West margin of Heritage Drive for an exterior corner hereof;

THENCE in a Southerly direction, being along West margins of said Heritage Drive, being along the East line of said Lot 1 (called 0.359 acre) of said Heritage Hill Subdivision, Section One, being along the East line of Lot 3 (called 0.334 acre) of said Heritage Hill Subdivision, Section One, crossing Carriage Lane with a West margin of said Heritage Drive, being along the East line of Lot 13 (called 0.330 acre) of said Heritage Hill Subdivision, Section One, being along a portion of the East line of Lot 14 (called 0.268 acre) of said Heritage Hill Subdivision, Section One for East lines hereof to an interior corner hereof, being on a West margin of said Heritage Drive at its intersection with the projection of the North line of the Larry D. Thomas, et ux tract called 0.215 acre (Tract II), as recorded in Volume 746, Page 853, in said Official Records, being on the East line of said Lot 14 (called 0.268 acre) of said Heritage Hill Subdivision, Section One;



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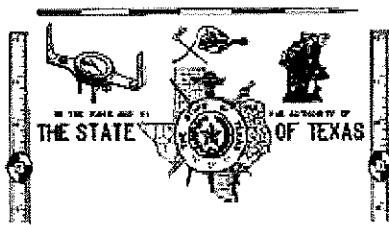
THENCE in an Easterly direction, crossing said Heritage Drive, being along a South line of the Compass Bank tract called 2.6479 acres, as recorded in Volume 1395, Page 731, in said Official Records, being along the North line of said Thomas tract called 0.215 acre for a North line hereof to an interior corner of said Compass Bank tract called 2.6479 acres, being the Northeast corner of said Thomas tract called 0.215 acre for an exterior corner hereof;

THENCE in a Southerly direction, being along a West line of said Compass Bank tract called 2.6479 acres, being along the East line of said Thomas tract called 0.215 acre for an East line hereof to a Southwest corner of said Compass Bank tract called 2.6479 acres, being the Southeast corner of said Thomas tract called 0.215 acre, being on the North line of Lot 29 (called 0.411 acre) of Heritage Hill Subdivision, Section Two, a map or plat recorded in Plat Cabinet File Slide Number 143B and 144A, in said Plat Records for an interior corner hereof;

THENCE in an Easterly direction, being along a South line of said Compass Bank tract called 2.6479 acres, being along a portion of the North line of said Lot 29 (called 0.411 acre) of said Heritage Hill Subdivision, Section Two, being along the North line of Lot 30 (called 0.691 acre) of said Heritage Hill Subdivision, Section Two for a North line hereof to the Northeast corner of said Lot 30 (called 0.691 acre) of said Heritage Hill Subdivision, Section Two, being on a West line of the Market Street Center, LLC tract called 2.2819 acres, as recorded in Volume 1341, Page 399, in said Official Records, being the Southeast corner of said Compass Bank tract called 2.6479 acres for a Northeast corner hereof;

THENCE in a Southerly direction, being along a portion of the West line of said Market Street Center, LLC tract called 2.2819 acres, being along the West line of the Sutherland Lumber-Southwest, Inc. tract called 6.778 acres, as recorded in Volume 928, Page 414, in said Official Records, being along the East line of said Lot 30 (called 0.691 acre) and along the East line of Lot 31 (called 0.471 acre) and along the East line of Lot 32 (called 0.370 acre) of said Heritage Hill Subdivision, Section Two, being along the East line of Lot 33 of Heritage Hill Subdivision, Section III, a map or plat recorded in Plat Cabinet File Slide Numbers 188A and 188B, in said Plat Records, being along a portion of the East line of Stoneybrook Resubdivision, a map or plat recorded in Plat Cabinet File Slide Numbers 295A and 295B, in said Plat Records for an East line hereof to the Southwest corner of said Sutherland Lumber-Southwest, Inc. tract called 6.778 acres, being the Northwest corner of the Reserve area (called 14,730 square feet), Block II of Stone Hill Center, a map or plat recorded in Plat Cabinet File Slide Number 338A, in said Plat Records, being on the East line of said Stoneybrook Resubdivision for an interior corner hereof;

THENCE in an Easterly direction, being along the South line of said Sutherland Lumber-Southwest, Inc. tract called 6.778 acres, being along a portion of a South line of the Faith Mission & Help Center, Inc. tract called 10.1307 acres, as recorded in Volume 1483, Page 65, in said Official Records, being along the North line of said Reserve area (called 14,730 square feet), Block II of said Stone Hill Center, being along the North line of Stone Hill Condominium tract called 0.535 acre, a map or plat recorded in Plat Cabinet File Slide Numbers 459B and 460A, in said Plat Records, being along the North lines of Lots 1 and 2, Block II of the Replat of Lot 6A of Stone Hill Center, a map or plat



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recorded in Plat Cabinet File Slide Number 602A, in said Plat Records for a North line hereof to the Northeast corner of said Lot 2, Block II of said Replat of Lot 6A of Stone Hill Center, being the Northwest corner of Reserve "A" (called 0.0823 acre), Block II of said Replat of Lot 6A of Stone Hill Center, being on a South line of said Faith Mission & Help Center, Inc. tract called 10.1307 acres for an exterior corner hereof;

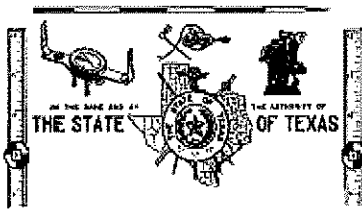
THENCE in a Southerly direction, being along the West line of said Reserve "A" (called 0.0823 acre), Block II of said Replat of Lot 6A of Stone Hill Center, being along a portion of the East line of said Lot 2, Block II of said Replat of Lot 6A of Stone Hill Center for an East line hereof to the Southwest corner of said Reserve "A" (called 0.0823 acre), Block II of said Replat of Lot 6A of Stone Hill Center, being the Northwest corner of Lot 3, Block II of said Replat of Lot 6A of Stone Hill Center, being on the East line of said Lot 2, Block II of said Replat of Lot 6A of Stone Hill Center for an interior corner hereof;

THENCE in an Easterly direction, being along South lines of said Reserve "A" (called 0.0823 acre), Block II of said Replat of Lot 6A of Stone Hill Center, being along the North line of said Lot 3, Block II, being along the North line of Lot 4, Block II of said Replat of Lot 6A of Stone Hill Center, and being along a North line of Lot 5, Block II of said Replat of Lot 6A of Stone Hill Center for North lines hereof to the Southeast corner of said Reserve "A" (called 0.0823 acre), Block II of said Replat of Lot 6A of Stone Hill Center, being an interior corner of said Lot 5, Block II for an interior corner hereof;

THENCE in an Northerly direction, being along the East line of said Reserve "A" (called 0.0823 acre), Block II, being along a West line of said Lot 5, Block II for a West line hereof to the Northeast corner of said Reserve "A" (called 0.0823 acre), Block II, being a Northwest corner of said Lot 5, Block II, being on a South line of said Faith Mission & Help Center, Inc. tract called 10.1307 acres for an exterior corner hereof;

THENCE in an Easterly direction, being along a portion of a South line of said Faith Mission & Help Center, Inc. tract called 10.1307 acres, being along a North line of said Lot 5, Block II, being along the North lines of Lots 6 and 7, Block II of said Replat of Lot 6A of Stone Hill Center, being along the North line of Lot 7 (called 0.770 acre), Block II of Stone Hill Center, a map or plat recorded in Plat Cabinet File Slide Number 360B, in said Plat Records for a North line hereof to a 3/8 inch iron rod found in concrete on a Northwest margin of Becker Drive, being the Southeast corner of said Faith Mission & Help Center, Inc. tract called 10.1307 acres, being the Northeast corner of said Lot 7 (called 0.770 acre), Block II of said Stone Hill Center for an exterior corner hereof;

THENCE in a Southwesterly direction, being along Northwest margins of said Becker Drive, being along Southeast lines of said Lot 7 (called 0.770 acre), Block II of said Stone Hill Center for Southeast lines hereof to a 5/8 inch iron rod found in concrete on a Northwest margin of said Becker Drive at its intersection with a Northeast margin of Stone Hill Drive for the South corner of said Lot 7 (called 0.770 acre), Block II of said Stone Hill Center, being an exterior corner hereof;



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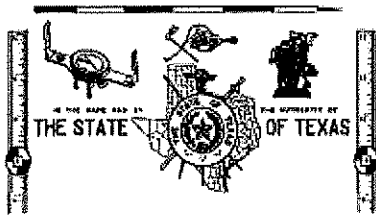
THENCE in a Northwesterly and Westerly direction, being along Northeast and North margins of said Stone Hill Drive, being along Southwest lines of said Lot 7 (called 0.770 acre), Block II of said Stone Hill Center, being along the South lines of said Lots 7, 6, 5 and 4, Block II of said Replat of Lot 6A of Stone Hill Center, being along a portion of the South line of said Lot 3, Block II of said Replat of Lot 6A of Stone Hill Center for Southwest and South lines hereof to an interior corner hereof, being on a North margin of said Stone Hill Drive at its intersection with the projection of the West line of Lot 4 (called 1.1263 acres), Block One of the Boundary Line Adjustment of Stone Hill Center, a map or plat recorded in Plat Cabinet File Slide Number 333A, in said Plat Records, being on a South line of said Lot 3, Block II of said Replat of Lot 6A of Stone Hill Center;

THENCE in a Southerly direction, crossing said Stone Hill Drive, being along the West line of said Lot 4 (called 1.1263 acres), Block One of said Boundary Line Adjustment of Stone Hill Center, being along the West line of Lot 3 (called 0.6667 acre), Block 1 of Stone Hill Center, a map or plat recorded in Plat Cabinet File Slide Number 258B, in said Plat Records, being along the East line of Lot 2B (called 0.348 acre), Block One and being along the East line of Lot 2A (called 0.561 acre), Block One of the Replat of Lot 2 of Stone Hill Center, a map or plat recorded in Plat Cabinet File Slide Number 340B, in said Plat Records for an East line hereof to the Southwest corner of said Lot 3 (called 0.6667 acre), Block 1 of said Stone Hill Center (258B), being the Southeast corner of said Lot 2A (called 0.561 acre), Block One of said Replat of Lot 2 of Stone Hill Center (340B), being on a North line of the Texas National Bank tract called 2.00 acres, as recorded in Volume 587, Page 223, in said Official Records for an exterior corner hereof;

THENCE in an Westerly direction, being along a portion of the North line of said Texas National Bank tract called 2.00 acres, being along the South line of said Lot 2A One (called 0.561 acre), Block of said Replat of Lot 2 of Stone Hill Center (340B), being along the South line of Lot 1 (called 0.500 acre), Block 1 of Stone Hill Center, a map or plat recorded in Plat Cabinet File Slide Number 238B, in said Plat Records for a South line hereof to the Southwest corner of said Lot 1 (called 0.500 acre), Block 1, of said Stone Hill Center (238B), being the Northwest corner of said Texas National Bank tract called 2.00 acres, being on the Northeast line of the BH Stone Hollow Partners, L.P. tract called 4.304 acres, as recorded in Volume 1033, Page 721, in said Official Records for an interior corner hereof;

THENCE in a Southeasterly direction, being along a portion of the Northeast line of said BH Stone Hollow Partners, L.P. tract called 4.304 acres, being along a portion of the Southwest line of said Texas National Bank tract called 2.00 acres for a Northeast line hereof to the East corner of said BH Stone Hollow Partners, L.P. tract called 4.304 acres, being the North corner of the Texas National Bank tract called 1.000 acre, as recorded in Volume 683, Page 705, in said Official Records, being on a Southwest line of said Texas National Bank tract called 2.00 acres for an exterior corner hereof;

THENCE in a Southwesterly direction, being along the Southeast line of said BH Stone Hollow Partners, L.P. tract called 4.304 acres, being along the Northwest line of said Texas National Bank tract called 1.000 acre, being along the Northwest line of the Outland Investments, LLC and Cheryl Horton tract called 1.500 acres, as recorded in Volume 1593, Page 437, in said Official Records, and



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crossing Stone Hollow Drive for a Southeast line hereof to an interior corner hereof, being on a Southwest margin of said Stone Hollow Drive at its intersection with the projection of the Northwest line of said Outland Investments, LLC and Cheryl Horton tract called 1.500 acres, being on a Northeast line of Lot Four (called 3.002 acres) of South Day, Inc., a map or plat recorded in Plat Cabinet File Slide Number 316A, in said Plat Records;

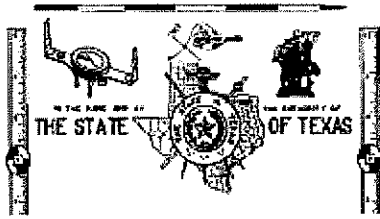
THENCE in a Southeasterly direction, being along Southwest margins of said Stone Hollow Drive, being along Northeast lines of said Lot Four (called 3.002 acres) of said South Day, Inc. for Northeast lines hereof to an exterior corner of said Lot Four (called 3.002 acres) of said South Day, Inc., being on a Southwest margin of said Stone Hollow Drive at its intersection with a Northwest margin of E. Airline Drive for an exterior corner hereof;

THENCE in a Southerly and Southwesterly direction, being along West and Northwest margins of said E. Airline Drive, being along East and Southeast lines of said Lot Four (called 3.002 acres) of said South Day, Inc. for East and Southeast lines hereof to a 1/2 inch iron rod found for the South corner of said Lot Four (called 3.002 acres) of said South Day, Inc., being the East corner of Lot 16 of South Park Subdivision, Section 2, a map or plat recorded in Plat Cabinet File Slide Number 92A, in said Plat Records, being on a Northwest margin of said E. Airline Drive, being an interior corner hereof;

THENCE in a Southeasterly direction, crossing said E. Airline Drive, being along the Northeast line of Lot 7 of South Park Subdivision, Section Three, a map or plat recorded in Plat Cabinet File Slide Number 203A, in said Plat Records, being along a portion of a Southwest line of the Dilbag Singh Dhillon tract called 5.0232 acres, as recorded in Volume 1235, Page 597, in said Official Records for a Northeast line hereof, passing a 1/2 inch iron rod found for the North corner of said Lot 7 of said South Park Subdivision, Section Three, being the West corner of said Dilbag Singh Dhillon tract called 5.0232 acres, and continuing in a Southeasterly direction to a Southeast corner of said Lot 7 of said South Park Subdivision, Section Three, being a Northeast corner of The City of Brenham, Texas tract called 2,152.6 square feet, as recorded in Volume 302, Page 421, in said Official Records, being on a Southwest line of said Dilbag Singh Dhillon tract called 5.0232 acres for an exterior corner hereof;

THENCE in a Westerly and Southerly direction, being along North and West lines of said The City of Brenham, Texas tract called 2,152.6 square feet, being along South and East lines of said Lot 7 of said South Park Subdivision, Section Three for South and East lines hereof to a 1/2 inch iron rod found on a North line of Lot 2 (called 1.112 acres) of Detering Subdivision, a map or plat recorded in Plat Cabinet File Slide Number 612A, in said Plat Records, being a Southeast corner of said Lot 7 of said South Park Subdivision, Section Three, being the Southwest corner of said The City of Brenham, Texas tract called 2,152.6 square feet for an exterior corner hereof;

THENCE in a Westerly direction, being along a portion of the North line of said Lot 2 (called 1.112 acres) and along the North line of Lot 1 (called 2.116 acres) of said Detering Subdivision, being along the South line of said Lot 7 of said South Park Subdivision, Section Three, being along the South



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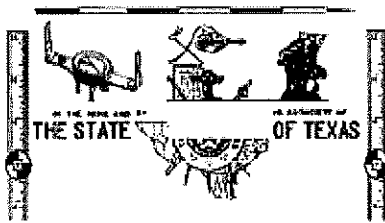
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lines of Lots 6, 5, 4, 3, 2 and 1 of said South Park Subdivision, Section Three, being along the South line of Lot 1, Block A of South Park Subdivision, Section 1, a map or plat recorded in Plat Cabinet File Slide Numbers 49A, 49B and 50A, in said Plat Records, crossing Progress Drive, being along North lines of the BAT Tab Operating, LP tract called 2.193 acres, as recorded in Volume 1360, Page 786, in said Official Records, being along a portion of a North line of the Tegeler Center, LP tract called 1.912 acres, as recorded in Volume 1328, Page 523, in said Official Records and described in Volume 647, Page 796, in said Official Records, being along the South lines of Lots 17, 16, 15, 14, 13 and 12, Block A of said South Park Subdivision, Section 1 for South lines hereof to an exterior corner of said Lot 12, Block A of said South Park Subdivision, Section 1, being the Southeast corner of the G&J PRO101, LLC. tract called 3.515 acres, as recorded in Volume 1587, Page 188, in said Official Records, being on a North line of said Tegeler Center, LP tract called 1.912 acres for an exterior corner hereof;

THENCE in a Northwesterly direction, being along the Northeast line of said G&J PRO101, LLC. tract called 3.515 acres, being along the Southwest line of said Lot 12, Block A of said South Park Subdivision, Section 1, being along the Southwest lines of Lots 11, 10, 9, 8, 7, 6, 5, 4 and 3, Block A of said South Park Subdivision, Section 1 for a Southwest line hereof to the Northeast corner of said G&J PRO101, LLC. tract called 3.515 acres, being the West corner of said Lot 3, Block A of said South Park Subdivision, Section 1, being the Southeast corner of Lot 2, Block A of said South Park Subdivision, Section 1 for an interior corner hereof;

THENCE in a Westerly direction, being along the North line of said G&J PRO101, LLC. tract called 3.515 acres, in part, being along the South line of said Lot 2, Block A of said South Park Subdivision, Section 1 for a South line hereof to the Southwest corner of said Lot 2, Block A of said South Park Subdivision, Section 1, being an interior corner of an East right of way line of S. Day Street (State Highway No. 36 - Business) for a Southwest corner hereof;

THENCE in a Northerly direction, being along an East right of way line of said S. Day Street (State Highway No. 36 - Business), being along the West line of said Lot 2, Block A of said South Park Subdivision, Section 1, being along the West line of Lot 1, Block A of said South Park Subdivision, Section 1, crossing Hillcrest Street with an East right of way line of said S. Day Street (State Highway No. 36 - Business), being along the West line of the Protestant Episcopal Church Council of the Diocese of Texas tract called 0.5387 acre, as recorded in Volume 1153, Page 414, in said Official Records, being along the West line of the Bayard Investment Properties, Ltd. tract called 0.31 acre, as recorded in Volume 1236, Page 68, in said Official Records, being along the West line of the Charles W. Rauch, et ux tract called 0.155 acre (Second Tract), as recorded in Volume 693, Page 213, in said Official Records, being along the West line of the Charles W. Rauch, et ux tract called 0.344 acre (First Tract), as recorded in Volume 693, Page 213, in said Official Records, being along a portion of the West line of the Gary Lange, et ux tract called 0.387 acre, as recorded in Volume 707, Page 329, in said Official Records for a West line hereof to an interior corner hereof, being on an East right of way line of said S. Day Street (State Highway No. 36 - Business) at its intersection with the projection of the South line of Lot 2, Block 13 of Fourth Atlow Addition, a map or plat recorded in



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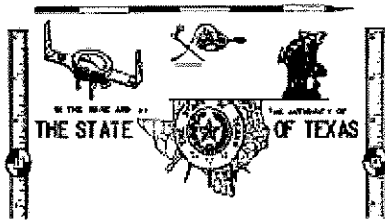
Plat Cabinet File Slide Numbers 50B and 51A, in said Plat Records, being on a West line of said Lange tract called 0.387 acre;

THENCE in a Westerly direction, crossing said S. Day Street (State Highway No. 36 - Business), being along the North line of the (Scott & White Hospital - Brenham) C. W. and Caroline Bohne Memorial Hospital, Inc. residue of original tract called 16.168 acres, as recorded in Volume 332, Page 211, in said Deed Records, being along the South line of said Lot 2, Block 13 of said Fourth Atlow Addition, being along the South lines of Lots 3, 4, 5, 6, 7, 8 and 9, Block 13 of said Fourth Atlow Addition, being along the South line of the Debra Dorow Eckert, et vir tract, as recorded in Volume 1578, Page 755, in said Official Records, being along the South line of the Michael Jason Minar, et ux tract called 0.770 acre, as recorded in Volume 1447, Page 271, in said Official Records, being along the South lines of Lots 19 and 20, Block 13 of Fifth Atlow Addition, a map or plat recorded in Plat Cabinet File Slide Numbers 56B and 57A, in said Plat Records, being along the South lines of Lots 21, 22 and 23, Block 13 of Sixth Atlow Addition, a map or plat recorded in Plat Cabinet File Slide Number 61A, in said Plat Records, being along the North line of the PFL Properties, L.P. tract called 0.325 acre, as recorded in Volume 1466, Page 519, in said Official Records for a South line hereof to the Southwest corner of said Lot 23, Block 13 of said Sixth Atlow Addition, being the Southeast corner of Lot 24 of said Sixth Atlow Addition, being the Northeast corner of the William S. Houston, Jr., et ux residue of original tract called 0.045 acre, as recorded in Volume 266, Page 235, in said Deed Records, being the Northwest corner of said PFL Properties, L.P. tract called 0.325 acre for an interior corner hereof;

THENCE in a Southerly direction, being along a portion of the West line of said PFL Properties, L.P. tract called 0.325 acre, being along the East line of said Houston residue of original tract called 0.045 acre for an East line hereof to the Northeast corner of the PFL Properties, L.P. tract called 236 square feet, as recorded in Volume 1490, Page 524, in said Official Records, being the Southeast corner of said Houston residue of original tract called 0.045 acre, being on the West line of said PFL Properties, L.P. tract called 0.325 acre for an exterior corner hereof;

THENCE in a Westerly direction, being along the North line of said PFL Properties, L.P. tract called 236 square feet, being along the South line of said Houston residue of original tract called 0.045 acre for a South line hereof to the Northwest corner of said PFL Properties, L.P. tract called 236 square feet, being the Southwest corner of said Houston residue of original tract called 0.045 acre, being on the Northeast line of the PFL Properties L.P. tract called 4.00 acres (Tract Five), as conveyed in Volume 839, Page 470, in said Official Records and described in Volume 252, Page 532, in said Deed Records for an exterior corner hereof;

THENCE in a Northwesterly direction being along a portion of the Northeast line of said PFL Properties L.P. tract called 4.00 acres, being along the Southwest line of said Houston residue of original tract called 0.045 acre for a Southwest line hereof to the North corner of said PFL Properties L.P. tract called 4.00 acres, being the West corner of said Houston residue of original tract called 0.045 acre, being on the Southeast line of the Graham Memorial Corporation residue of original tract called 1.0 acre, as recorded in Volume 253, Page 422, in said Deed Records for a West corner hereof;



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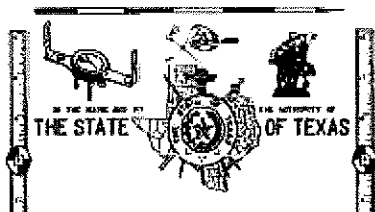
THENCE in a Northeasterly direction, being along a portion of the Southeast line of said Graham Memorial Corporation residue of original tract called 1.0 acre, being along the Northwest line of said Houston residue of original tract called 0.045 acre for a Northwest line hereof to the East or Northeast corner of said Graham Memorial Corporation residue of original tract called 1.0 acre, being the Northwest corner of said Houston residue of original tract called 0.045 acre, being on the South line of said Lot 24, Block 13 of said Sixth Atlow Addition for an interior corner hereof;

THENCE in a Westerly direction, being along a portion of the South line of said Lot 24, Block 13 of said Sixth Atlow Addition, being along the South lines of Lots 25, 26 and 27, Block 13 of Seventh Atlow Addition, a map or plat recorded in Plat Cabinet File Slide Numbers 62B and 63A, in said Plat Records, being along the North line of said Graham Memorial Corporation residue of original tract called 1.0 acre for a South line hereof to the Northeast corner of the Carl E. Chaney, et ux tract called 0.036 acre (Tract Two), as recorded in Volume 1140, Page 573, in said Official Records, being the Southwest corner of said Lot 27, Block 13 of said Seventh Atlow Addition, being an exterior corner of Lot 28, Block 13 of said Seventh Atlow Addition, being an exterior corner of said Graham Memorial Corporation residue of original tract called 1.0 acre for an interior corner hereof;

THENCE in a Southwesterly direction, being along the Southeast line of said Chaney tract called 0.036 acre, being along the Northwest line of said Graham Memorial Corporation residue of original tract called 1.0 acre for a Southeast line hereof to the South corner of said Chaney tract called 0.036 acre, being the West corner of said Graham Memorial Corporation residue of original tract called 1.0 acre, being on a Northeast right of way line of U.S. Highway No. 290 W. for a South corner hereof;

THENCE in a Northwesterly direction, being along a Northeast right of way line of said U.S. Highway No. 290 W., being along the Southwest line of said Chaney tract called 0.036 acre, being along the Southwest line of said Lot 28, Block 13 of said Seventh Atlow Addition, being along the Southwest lines of Lots 29, 30, 31, 32, 33 and 34, Block 13 of said Seventh Atlow Addition, crossing Kirk Drive with a Northeast right of way line of said U.S. Highway No. 290 W., being along the Southwest lines of Lots 1 and 2, Block 19 of said Seventh Atlow Addition for a Southwest line hereof to an exterior corner of said Lot 2, Block 19 of said Seventh Atlow Addition, being on a Northeast right of way line of said U.S. Highway No. 290 W. at its intersection with an East margin of said S. Lubbock Street for an exterior corner hereof;

THENCE in a Northerly direction, being along an East margin of said S. Lubbock Street, being along the West line of said Lot 2, Block 19 of said Seventh Atlow Addition, being along the West lines of Lots 3, 4, 5 and 6, and along a portion of the West line of Lot 7, Block 19 of said Seventh Atlow Addition for a West line hereof to an interior corner hereof, being on an East margin of said S. Lubbock Street at its intersection with the projection of the South line of Raintree Townhomes Subdivision, Section I, a map or plat recorded in Plat Cabinet File Slide Numbers 205A through 207A, in said Plat Records, being on the West line of said Lot 7, Block 19 of said Seventh Atlow Addition;



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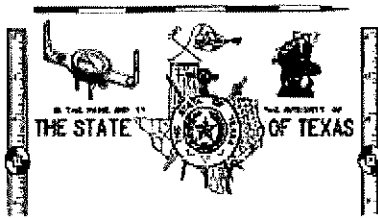
THENCE in a Westerly and Northwesterly direction, crossing said S. Lubbock Street, being along North and Northeast lines of the PFL Properties L.P. tract called 1.596 acres (Tract Four), as recorded in Volume 839, Page 470, in said Official Records and described in Volume 715, Page 896, in said Official Records, being along South and Southwest lines of said Raintree Townhomes Subdivision, Section 1 for South and Southwest lines hereof to an interior corner of said PFL Properties L.P. tract called 1.596 acres, being an exterior corner of said Raintree Townhomes Subdivision, Section 1 for an exterior corner hereof;

THENCE in a Northerly direction, being along an East line of said PFL Properties L.P. tract called 1.596 acres, being along the West line of said Raintree Townhomes Subdivision, Section 1, being along the East line of the PFL Properties L.P. tract called 1.493 acres (Tract Two), as recorded in Volume 839, Page 470, in said Official Records and described in Volume 824, Page 86, in said Official Records, being along the West line of the City of Brenham, Texas tract called 0.556 acre, as recorded in Volume 219, Page 253, in said Deed Records for a West line hereof to the Northeast corner of said PFL Properties L.P. tract called 1.493 acres, being the Northwest corner of said City of Brenham tract called 0.556 acre, being on the South line of Lot 8 of Lakeview Subdivision, Section 1, a map or plat recorded in Plat Cabinet File Slide Numbers 121B, 122A and 122B, in said Plat Records for an interior corner hereof;

THENCE in a Westerly direction, being along a portion of the South line of said Lot 8 of said Lakeview Subdivision, Section 1, being along the South lines of Lots 4, 5 and 6 of Lakeview Subdivision, Section 2, a map or plat recorded in Plat Cabinet File Slide Numbers 140B, 141A and 141B, in said Plat Records, being along the North line of said PFL Properties L.P. tract called 1.493 acres for a South line hereof to the Northwest corner of said PFL Properties L.P. tract called 1.493 acres, being an exterior corner of said Lot 6 of said Lakeview Subdivision, Section 2, being on a Northeast right of way line of said U.S. Highway No. 290 W. for an exterior corner hereof;

THENCE in a Northwesterly direction, being along a Northeast right of way line of said U.S. Highway No. 290 W., being along a Southwest line of said Lot 6 of said Lakeview Subdivision, Section 2 for a Southwest line hereof to an exterior corner of said Lot 6 of said Lakeview Subdivision, Section 2, being on a Northeast right of way line of said U.S. Highway No. 290 W. at its intersection with an East right of way line of said Burlington Northern & Santa Fe Railroad (BNSF) for an exterior corner hereof;

THENCE in a Northerly direction, being along East right of way lines of said BNSF Railroad, being along the West line of said Lot 6, of said Lakeview Subdivision, Section 2, being along the West lines of Lots 7, 8, 9, 10 and 11 of said Lakeview Subdivision, Section 2, being along the West line of Lot 15 of said Lakeview Subdivision, Section 1, being along West lines of the Lakeview Owners Association tract called 2.47 acres, as recorded in Volume 323, Page 298, in said Deed Records, being along a portion of the West line of the Richard J. Dominguez, et ux tract called 0.762 acre (Tract 2), as recorded in Volume 1427, Page 620, in said Official Records for West lines hereof to an interior corner hereof, being on an East right of way line of said BNSF Railroad at its intersection with the projection of the Northeast line of Lot 4 (called 3.280 acres) of the Division of the Louis Kieke Estate



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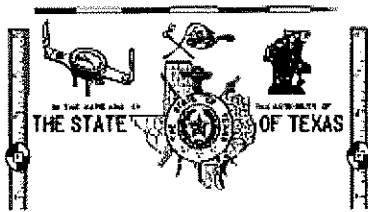
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Land, a map or plat recorded in Plat Cabinet File Slide Number 341A, in said Plat Records, being on the West line of said Dominguez tract called 0.762 acre;

THENCE in a Northwesterly direction, crossing said BNSF Railroad right of way, being along the Northeast line of said Lot 4 (called 3.280 acres) of said Division of the Louis Kiecke Estate Land, being along the Southwest line of Lot One (called 1.000 acre) of the Boundary Line Adjustment of Louis Kiecke Estate, a map or plat recorded in Plat Cabinet File Slide Number 317B, in said Plat Records, and crossing Prairie Lea Street (F.M. Highway 389) for a Southwest line hereof, passing a 5/8 inch iron rod found on a West right of way line of said BNSF Railroad for the East corner of said Lot 4 (called 3.280 acres) of said Division of the Louis Kiecke Estate Land, being the South corner of said Lot One (called 1.000 acre) of said Boundary Line Adjustment of Louis Kiecke Estate, and continuing in a Northwesterly direction, passing a 1/2 inch iron rod found on a Southeast right of way line of said Prairie Lea Street (F.M. Highway 389) for the North corner of said Lot 4 (called 3.280 acres) of said Division of the Louis Kiecke Estate Land, being the West corner of said Lot One (called 1.000 acre) of said Boundary Line Adjustment of Louis Kiecke Estate, and continuing in a Northwesterly direction, crossing said Prairie Lea Street (F.M. Highway 389) to an interior corner hereof, being on a Northwest right of way line of said Prairie Lea Street (F.M. Highway 389) at its intersection with the projection of the Northeast line of said Lot 4 (called 3.280 acres) of said Division of the Louis Kiecke Estate Land, being on the Southeast line of Lot 5 of Louanna Estates Subdivision, Section Two, a map or plat recorded in Plat Cabinet File Slide Numbers 199A and 199B, in said Plat Records;

THENCE in a Southwesterly direction, being along Northwest right of way lines of said Prairie Lea Street (F.M. Highway 389), being along a portion of the Southeast line of said Lot 5 of said Louanna Estates Subdivision, Section Two, being along the Southeast line of Lot 26 of Louanna Estates Subdivision, Section I, a map or plat recorded in Plat Cabinet File Numbers 145B, 146A and 146B, in said Plat Records, crossing Blake Drive with a Northwest right of way line of said Prairie Lea Street (F.M. Highway 389), being along the Southeast lines of Lots 27, 28, 29, 30, 31 and 32 of said Louanna Estates Subdivision, Section I for Southeast lines hereof to the South corner of said Lot 32 of said Louanna Estates Subdivision, Section I, being on a Northwest right of way line of said Prairie Lea Street (F.M. Highway 389) at its intersection with a Northeast margin of Farewell Street for a South corner hereof;

THENCE in a Northwesterly and Northerly direction, being along Northeast and East margins of said Farewell Street, being along the Southwest line of said Lot 32 of said Louanna Estates Subdivision, Section I, being along the West line of Lot 33 of said Louanna Estates Subdivision, Section I, crossing Kori Lane with an East margin of said Farewell Street, being along the West lines of Lots 1, 2, 3, 4, 5, 6 and 7 of said Louanna Estates Subdivision, Section I for Southwest and West lines hereof to the Northwest corner of said Lot 7 of said Louanna Estates Subdivision, Section I, being the West corner of Lot 8 of said Louanna Estates Subdivision, Section I, being on an East margin of said Farewell Street for an interior corner hereof;



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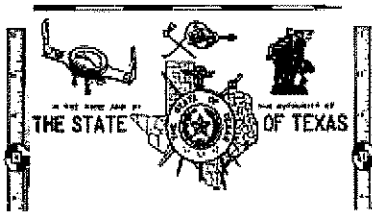
THENCE in a Northwesterly direction, crossing said Farewell Street for a Southwest line hereof to an exterior corner of the Blinn College and Brenham Cemetery Association, Inc. tract called 1.532 acres (Tract No. 2 - Exhibit "A"), as recorded in Volume 878, Page 139, in said Official Records, being an exterior corner of the Darryl W. Heine tract called 11.898 acres, as recorded in Volume 1126, Page 598, in said Official Records, being on a West margin of said Farewell Street for an interior corner hereof;

THENCE in a Westerly and Southwesterly direction, being along North and Northwest lines of said Heine tract called 11.898 acres, being along the South line of said Blinn College and Brenham Cemetery Association, Inc. tract called 1.532 acres, being along South and Southeast lines of the Blinn College and Brenham Cemetery, Inc. tract called 27.806 acres (Tract No. 1 - Exhibit "A"), as recorded in Volume 878, Page 139, in said Official Records for South and Southeast lines hereof to a 5/8 inch iron rod found with Id. cap (RPLS 1732) at a fence corner on a Northeast right of way line of said U.S. Highway No. 290 W. for the West corner of said Heine tract called 11.898 acres, being the South corner of said Blinn College and Brenham Cemetery Association, Inc. tract called 27.806 acres, being a South corner hereof;

THENCE in a Northwesterly direction, being along a Northeast right of way line of said U.S. Highway No. 290 W., being along a Southwest line of said Blinn College and Brenham Cemetery Association, Inc. tract called 27.806 acres for a Southwest line hereof to a 3/8 inch iron rod found with Id. cap (RPLS 2835) on a Northeast right of way line of said U.S. Highway No. 290 W. for a West corner of said Blinn College and Brenham Cemetery Association, Inc. tract called 27.806 acres, being the South corner of the Black Mesa, LLC tract called 4.474 acres, as recorded in Volume 904, Page 57, in said Official Records, being a West corner hereof;

THENCE in a Northeasterly direction, being along a Northwest line of said Blinn College and Brenham Cemetery Association, Inc. tract called 27.806 acres, being along the Southeast line of said Black Mesa, LLC tract called 4.474 acres for a Northwest line hereof to an interior corner of said Blinn College and Brenham Cemetery Association, Inc. tract called 27.806 acres, being the East corner of said Black Mesa, LLC tract called 4.474 acres for an interior corner hereof;

THENCE in a Northwesterly direction, being along Southwest lines of said Blinn College and Brenham Cemetery Association, Inc. tract called 27.806 acres, being along the Northeast line of said Black Mesa, LLC tract called 4.474 acres, being along the Northeast line of the Black Mesa, LLC tract called 1.240 acres, as recorded in Volume 967, Page 292, in said Official Records, being along the Northeast line of the Carrier Edmonds Real Estate Holding, LLC tract called 4.452 acres, as recorded in Volume 1347, Page 597, in said Official Records, being along the Northeast line of Lot 3 of Appel Business Park Subdivision, Section II, as recorded in Plat Cabinet File Slide Number 440B, in said Plat Records for Southwest lines hereof to the Northwest corner of said Blinn College and Brenham Cemetery Association, Inc. tract called 27.806 acres, being the North corner of said Lot 3 of said Appel Business Park Subdivision, Section II, being on a South line of the Washington County, Texas tract called 2.966 acres, as recorded in Volume 255, Page 173, in said Deed Records for an exterior corner hereof;



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THENCE in an Easterly direction, being along a portion of a South line of said Washington County, Texas tract called 2.966 acres, being along a portion of a North line of said Blinn College and Brenham Cemetery Association, Inc. tract called 27.806 acres for a North line hereof to an interior corner hereof, being on a South line of said Washington County, Texas tract called 2.966 acres at its intersection with the projection of the Southeast line of the Gregory E. Appel and John J. Appel Rental Partnership residue of original tract called 45.885 acres, as recorded in Volume 1238, Page 28, in said Official Records, being on a North line of said Blinn College and Brenham Cemetery Association, Inc. tract called 27.806 acres;

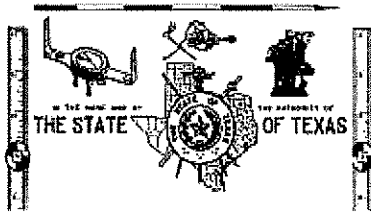
THENCE in a Northerly direction, crossing said Washington County, Texas tract called 2.966 acres, being along East lines of said Appel Rental Partnership residue of original tract called 45.885 acres, being along West lines of Lot 1 (called 43.387 acres), Block 1 of Blinn College Saeger Street Subdivision, a map or plat recorded in Plat Cabinet File Slide Numbers 451B and 452A, in said Plat Records for West lines hereof to a South corner of The Junior College District of Washington County, Texas tract called 7.200 acres, as recorded in Volume 1345, Page 663, in said Official Records, being an exterior corner of said Appel Rental Partnership residue of original tract called 45.885 acres, being on a West line of said Lot 1 (called 43.387 acres), Block 1 of said Blinn College Saeger Street Subdivision for an interior corner hereof;

THENCE in a Northerly direction, being along a West line of said The Junior College District of Washington County, Texas tract called 7.200 acres, being along an East line of said Appel Rental Partnership residue of original tract called 45.885 acres for a West line hereof to a Northeast corner of said Appel Rental Partnership residue of original tract called 45.885 acres, being an exterior corner of said The Junior College District of Washington County, Texas tract called 7.200 acres, being on a South right of way line of a turnabout at the intersection of Timber Oaks Drive and Oak Tree Crossing Drive for an interior corner hereof;

THENCE in a Westerly direction, being along a South right of way line of said turnabout, being along a North line of said Appel Rental Partnership residue of original tract called 45.885 acres for a South line hereof to an interior corner hereof, being on a South right of way line of said turnabout for a Northwest corner of said Appel Rental Partnership residue of original tract called 45.885 acres, being a Northeast corner of Lot 1, Block 1 of Timber Oaks Subdivision, Section III, a map or plat recorded in Plat Cabinet File Slide Numbers 648A and 648B, in said Plat Records;

THENCE in a Southerly direction, being along a West line of said Appel Rental Partnership residue of original tract called 45.885 acres, being along the East line of said Lot 1, Block 1 of said Timber Oaks Subdivision, Section III for an East line hereof to an interior corner of said Appel Rental Partnership residue of original tract called 45.885 acres, being the Southeast corner of said Lot 1, Block 1 of said Timber Oaks Subdivision, Section III for a Southeast corner hereof;

THENCE in a Westerly direction, being along the South line of said Lot 1, Block 1 of said Timber Oaks Subdivision, Section III, being along the South lines of Lots 2, 3, 4, 5, 6, 7 and 8, Block 1 of said Timber Oaks Subdivision, Section III, being along a North line of said Appel Rental Partnership



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residue of original tract called 45.885 acres for a South line hereof to the Southwest corner of said Lot 8, Block 1 of said Timber Oaks Subdivision, Section III, being an interior corner of said Appel Rental Partnership residue of original tract called 45.885 acres for a Southwest corner hereof;

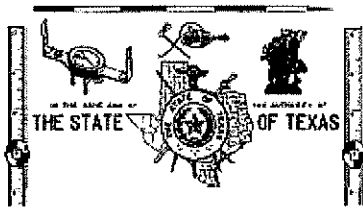
THENCE in a Northerly direction, being along the West line of said Lot 8, Block 1 of said Timber Oaks Subdivision, Section III, being along an East line of said Appel Rental Partnership residue of original tract called 45.885 acres for a West line hereof to the Northwest corner of said Lot 8, Block 1 of said Timber Oaks Subdivision, Section III, being a Northeast corner of said Appel Rental Partnership residue of original tract called 45.885 acres, being on a South right of way line of said Timber Oaks Drive for an interior corner hereof;

THENCE in a Westerly direction, being along a South right of way line of said Timber Oaks Drive, being along a North line of said Appel Rental Partnership residue of original tract called 45.885 acres for a South line hereof to an interior corner of said Appel Rental Partnership residue of original tract called 45.885 acres, being on a South right of way line of said Timber Oaks Drive at its intersection with the West right of way line of Oak Crest Lane for an exterior corner hereof;

THENCE in a Northerly direction, being along a portion of the West right of way line of said Oak Crest Lane, being along an East line of said Appel Rental Partnership residue of original tract called 45.885 acres for a West line hereof to the Southeast corner of Lot 16, Block 2 of said Timber Oaks Subdivision, Section III, being a Northeast corner of said Appel Rental Partnership residue of original tract called 45.885 acres, being on a West right of way line of said Oak Crest Lane for an interior corner hereof;

THENCE in a Westerly direction, being along the South line of said Lot 16, Block 2 of said Timber Oaks Subdivision, Section III, being along the South lines of Lots 15 and 14, Block 2 of said Timber Oaks Subdivision, Section III, being along a North line of said Appel Rental Partnership residue of original tract called 45.885 acres for a South line hereof to the Southwest corner of said Lot 14, Block 2 of said Timber Oaks Subdivision, Section III, being a Northwest corner of said Appel Rental Partnership residue of original tract called 45.885 acres, being on the East line of the Floresville Land Enterprises, Inc. tract called 2.10 acres, as recorded in Volume 1512, Page 308, in said Official Records for a Southwest corner hereof;

THENCE in a Northerly direction, being along the West line of said Lot 14, Block 2 of said Timber Oaks Subdivision, Section III, being along the West lines of Lots 13 and 12, Block 2 of said Timber Oaks Subdivision, Section III, being along a portion of the East line of said Floresville Land Enterprises, Inc. tract called 2.10 acres, being along an East line of the Paul F. LaRoche, III, Trustee tract called 3.969 acres (Tract Two), as recorded in Volume 1615, Page 917, in said Official Records for a West line hereof to the Northwest corner of said Lot 12, Block 2 of said Timber Oaks Subdivision, Section III, being a Northeast corner of said LaRoche tract called 3.969 acres, being on the South line of the Billy Ray Winkelmann residue of original tract called 4.8530 acres, as conveyed in Volume 957, Page 531, in said Official Records and described in Volume 378, Page 903, in said Deed Records for an interior corner hereof;



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THENCE in a Westerly direction, being along a portion of the South line of said Winkelmann residue of original tract called 4.8530 acres, being along a North line of said LaRoche tract called 3.969 acres for a South line hereof to the Southwest corner of said Winkelmann residue of original tract called 4.8530 acres, being an interior corner of said LaRoche tract called 3.969 acres for an exterior corner hereof;

THENCE in a Northerly direction, being along a West line of said Winkelmann residue of original tract called 4.8530 acres, being along the West line of the Patricia B. Ray tract called 1.055 acres, as recorded in Volume 1026, Page 74, in said Official Records, being along an East line of said LaRoche tract called 3.969 acres, being along the East line of the L.W. Tegeler, Trustee tract called 5.932 acres, as recorded in Volume 912, Page 56, in said Official Records, crossing said Old Mill Creek Road for a West line hereof to an interior corner hereof, being on a North margin of said Old Mill Creek Road at its intersection with the projection of the West line of said Ray tract called 1.055 acres, being on a South line of Lot 4 (called 0.381 acre) of said Old Mill Creek Subdivision, Section 1, as recorded in Plat Cabinet File Slide Numbers 646A and 646B, in said Plat Records;

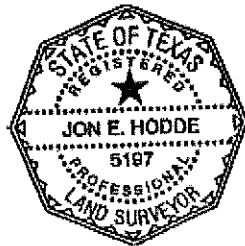
THENCE in a Westerly direction, being along North margins of said Old Mill Creek Road, being along South lines of said Lot 4 (called 0.381 acre) of said Old Mill Creek Subdivision, Section 1, being along the South line of Reserve "A" (called 0.006 acre), Lot 3 (called 0.161 acre) and said Lot 1 (called 0.507 acre) of said Old Mill Creek Subdivision, Section 1 for South lines hereof to the PLACE OF BEGINNING and containing approximately 1,019 acres of land, more or less. Leaving an approximate net acreage of 2,195 acres, more or less.

This document was prepared under 22 TAC §663.21, does not reflect the results of an on the ground survey, and is not to be used to convey or establish interests in real property except those rights and interests implied or established by the creation or reconfiguration of the boundary of the political subdivision for which it was prepared. Acreages stated herein are approximate.

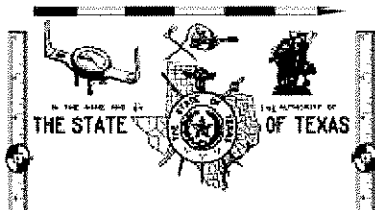
Dated this the 7th day of February, 2019, A. D.



Jon E. Hodde
Registered Professional
Land Surveyor No. 5197



Tract B



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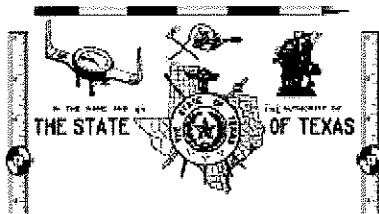
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TEXAS FIRM REGISTRATION NO. 10018900

City of Brenham – 2019 TIRZ EXPANSION Description

All that certain tract or parcel of land, lying and being situated in the City of Brenham, Washington County, Texas, part of the A. Harrington Survey, A-55 and the James Walker Survey, A-106, and being described as follows:

BEGINNING at a found "X" cut in concrete on an East margin of N. Chappell Hill Street at its intersection with a North margin of E. Main Street for the Southwest corner of Lot 1 (called 1.109 acres), Block 1 of Main Street Plaza Subdivision, a map or plat being of record in Plat Cabinet File Slide Number 655B, in the Plat Records of Washington County, Texas, being a Northeast corner of the City of Brenham - 2019 TIRZ tract called approximately 2195± acres, dated February 7, 2019, being the most Western Northwest corner hereof;

THENCE in an Easterly direction, being along North margins of said E. Main Street, being along the South line of said Lot 1, Block 1 of Main Street Plaza Subdivision, being along the South line of the Main Street Baptist Church tract called 60 feet by 120 feet, as recorded in Volume 86, Page 473, in the Deed Records of Washington County, Texas, being along the South line of the Main Street Baptist Church residue of original tract called 120 feet by 126 feet, as recorded in Volume 213, Page 223, in said Deed Records, being along the South line of the Tommie Wellmann tract called 8,189 square feet, as recorded in Volume 1293, Page 643, in the Official Records of Washington County, Texas, being along the South line of the Veronica Picaso tract called 0.153 acre, as recorded in Volume 1368, Page 14, in said Official Records, being along the South line of the Tommie Wellmann tract called 7,829 square feet, as recorded in Volume 1284, Page 718, in said Official Records, being along the South line of Raechelle Shaenette Burks tract, as conveyed in Volume 1655, Page 12, in said Official Records and described as 0.196 acres in Volume 290, Page 130, in said Deed Records, being along the South line of the Rufus Smith, Jr. tract called 0.0100 acre, as recorded in Volume 518, Page 347, in said Official Records, being along the South line of Rufus Smith, Jr. tract called 60 feet by 90 feet (Lot 17), as recorded in Volume 380, Page 324, in said Deed Records, being along the South line of MC Property Holdings, LLC tract called 0.12 acre (Lot 16), as conveyed in Volume 1675, Page 253, in said Official Records and described as 5,400 square feet in Volume 145, Page 177, in said Deed Records, being along the South line of the Mattie Benjamin tract (Lot 15), as conveyed in Volume 831, Page 493, in said Official Records and described as 60 feet by 90 feet in Volume 9, Page 97, in said Deed Records, being along the South line of the Tommie Wellmann tract (Lot 14), as conveyed in Volume 1259, Page 32, in said Official Records and described as 60 feet by 90 feet in Volume 393, Page 757, in said Deed Records, crossing Barbee Street with a North margin of said E. Main Street, being along the South line of the Rangel M. Bustos, et ux tract called 8,966 square feet, as recorded in Volume 905, Page 947, in said Official Records, being along the South line of the Tommie Lee Wellmann tract, as conveyed in Volume 1394, Page 811, in said Official Records and being the residue of original tract called 0.683 acre described in Volume 311, Page 831, in said Deed Records, being along the South line of the Brenda J. Fielder tract called 0.442 acre, as recorded in Volume 1377, Page 444, in said Official Records, being along the South line of the Linda J. Love tract called 55 feet by 300 feet, as recorded in Volume 538, Page 589, in said Official Records, being along the South line of the Ivory Gail



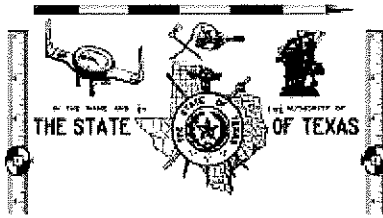
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Jefferson tract called 0.576 acre, as recorded in Volume 1591, Page 1, in said Official Records, being along the South line of the Larry L. Johnson Lot 56A (Tract 1), as conveyed in Volume 1519, Page 425, in said Official Records and described as 45 feet by 230 feet in Volume 115, Page 117 in said Deed Records, being along the South line of the Larry L. Johnson Lot 57A (Tract 2), as conveyed in Volume 1519, Page 425, in said Official Records and described as 45 feet by 260 in Volume 218, Page 495, in said Deed Records, being along the South line of the Luis Lopez tract, as recorded in Volume 1567, Page 92, in said Official Records, being along the South line of the Tommie L. Wellmann tract called 0.222 acre (Tract 1), as recorded in Volume 1365, Page 882, in said Official Records, being along the South line of the Tommie L. Wellmann tract called 0.211 acre (Tract 3), as recorded in Volume 1365, Page 882, in said Official Records, being along a South line of the Tommie L. Wellmann tract, as recorded in Volume 1341, Page 705, in said Official Records, being along the South line of the Tommie Wellmann tract called 0.054 acre (Tract 3), as recorded in Volume 1311, Page 481, in said Official Records, being along the South line of the Tommie Wellmann tract called 0.138 acre, as recorded in Volume 915, Page 667, in said Official Records, being along the South line of the Tommie Wellmann tract called 0.106 acre, as recorded in Volume 915, Page 667, in said Official Records, being along South lines of the Tommie Wellmann tract called 0.787 acre, as recorded in Volume 915, Page 663, in said Official Records, and continuing, being along North margins of said E. Main Street as it intersects with North margins of E. Alamo Street, being along South lines of the Tommie L. Wellmann tract called 1.007 acres, as recorded in Volume 1150, Page 161, in said Official Records, being along the South line of an unknown owner(s) tract, being along the South line of the Larry L. Johnson tract called 0.1884 acre (Property Two), as recorded in Volume 1282, Page 600, in said Official Records, being along the South line of the Blossom Hutchinson Williams, et al tract, as conveyed in Volume 512, Page 585, in said Official Records, being along the South line of the Kenya Johnson tract called 0.1413 acre, as conveyed in Volume 1114, Page 900, in said Official Records and described as 6,156 square feet in Volume 483, Page 230, in said Official Records, being along the South line of the Larry L. Johnson tract, as conveyed in Volume 1656, Page 307, in said Official Records and being the residue of original tract called 12,312 square feet described in Volume 705, Page 104, in said Official Records, being along the South line of an abandoned Public Road, being along the South line of the Diane Crystal McDaniel, et al tract, as conveyed in Volume 1620, Page 92, in said Official Records for North lines hereof to an exterior corner of said McDaniel tract, being on a North margin of said E. Alamo Street at its intersection with a flare of a Northwest right of way line of N. Blue Bell Road (F.M. Highway No. 577) for an interior corner hereof,

THENCE in a Northeasterly direction, being along a Northwest right of way line of said N. Blue Bell Road, being along the Southeast line of said McDaniel tract for a Southeast line hereof to an exterior corner of said McDaniel residue of original tract, being an interior corner of said N. Blue Bell Road for an interior corner hereof,

THENCE in a Northerly and Northwesterly direction, being along West and Southwest right of way lines of said N. Blue Bell Road, being along the East line of said McDaniel tract, being along the East line of said unknown owner(s) tract, being along East lines of the Gloria Greenwade Nix, et al residue of original tract called 41 acres, as conveyed in Volume 350, Page 835, in said Deed



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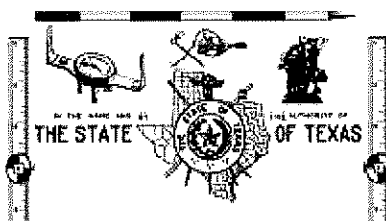
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Records and being part of a tract called 76.58 acres described in Volume 180, Page 17, in said Deed Records, crossing the East end of Lauraine Street with a West right of way line of said N. Blue Bell Road, being along East and Northeast lines of Tract Two (called 3.519 acres) of the Lots One and Two Charles Schroeder, Jr. Division - 3.921 acres, a map or plat being of record in Plat Cabinet File Slide Number 338-B, in said Plat Records, being along the Northeast line of the Home Town Properties, LP residue of Lot 54 of College Heights Addition, as conveyed in Volume 1401, Page 1004, in said Official Records, a map or plat of said College Heights Addition being of records in Plat Cabinet File Slide Number 6-A, in said Plat Records, being along the Northeast line of the Jose Rodriguez Avalos tract called 0.093 acre, as recorded in Volume 1579, Page 95, in said Official Records, being along Northeast lines of the Jose Rodriguez Avalos residue of original tract called 12,800 square feet, as conveyed in Volume 1579, Page 92, in said Official Records and described in Volume 197, Page 228, in said Deed Records, crossing Brown Street with a Southwest right of way line of said N. Blue Bell Road, being along the Northeast line of the Lola Investments, LLC residue of Lot 48 of said College Heights Addition (Tract 1), as conveyed in Volume 1644, Page 896, in said Official Records, being along a Northeast line of Lot 11A (called 1.54 acres) of the Replat of Lots 2 through 31 of College Heights Addition and a called 0.331 acre tract, a map or plat being of record in Plat Cabinet File Slide Number 655-A, in said Plat Records for West and Southwest lines hereof to an exterior corner of said Lot 11A of said Replat of Lots 2 through 31 of College Heights Addition and a called 0.331 acre tract, being on a Southwest right of way line of said N. Blue Bell Road (F.M. Highway No. 577) at a flare of same;

THENCE continuing in a Northwesterly direction, crossing said State Highway No. 105 - Business with a Southwest line hereof to the Eastern Southeast corner of Lot 1 (called 0.573 acre) of the Alexander Division, a map or plat being of record in Plat Cabinet File Slide Number 686-A, in said Plat Records, being on a Northwest right of way line of said State Highway No. 105 - Business at a flare of same for an exterior corner hereof;

THENCE in a Northerly and Northwesterly direction, being along West and Southwest right of way lines of E. Blue Bell Road (F.M. Highway No. 577), being along East and Northeast lines of said Lot 1 (called 0.573 acre) of said Alexander Division, crossing Simon Avenue with a Southwest right of way line of said E. Blue Bell Road, being along the Northeast line of the Tommie Wellmann tract called 0.345 acre, as recorded in Volume 1016, Page 467, in said Official Records for West and Southwest lines hereof to the North corner of said Wellmann tract called 0.345 acre, being the East corner of the City of Brenham, Texas tract called 1.961 acres, as recorded in Volume 312, Page 829, in said Deed Records, being on a Southwest right of way line of said E. Blue Bell Road for the most Northern West corner hereof;

THENCE in a Northeasterly direction, crossing said E. Blue Bell Road for a Northwest line hereof to the West corner of Robbie's Four Way tract called 1.416 acres, as recorded in Plat Cabinet File Slide Number 368-B, in said Plat Records, being on a Northeast right of way line of said E. Blue Bell Road for an interior corner hereof;



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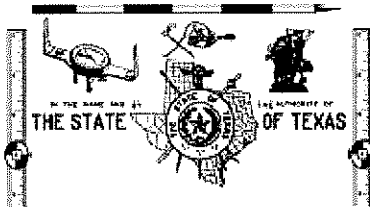
THENCE in an Northerly direction, being along the West line of said Robbie's Four Way tract called 1.416 acres, being along the East line of the 1800 Hwy 105, LLC tract called 2.981 acres (Tract 1), as recorded in Volume 1509, Page 351, in said Official Records for a West line hereof to a 5/8 inch iron rod found at a T-Post for the North corner of said Robbie's Four Way tract called 1.416 acres, common with an interior corner of said 1800 Hwy 105, LLC tract called 2.981 acres, being the most Northern corner hereof;

THENCE in a Southeasterly direction, being along the Northeast line of said Robbie's Four Way tract called 1.416 acres, being along a Southwest line of said 1800 Hwy 105, LLC tract called 2.981 acres, being along the Northeast line of the Boundary Line Adjustment tract called 13,020 square feet, a map or plat of said Boundary Line Adjustment being of record in Plat Cabinet File Slide Number 318-A, in said Plat Records for a Northeast line hereof to the South corner of said 1800 Hwy 105, LLC tract called 2.981 acres, being the East corner of said Boundary Line Adjustment tract called 13,020 square feet, being on a Northwest right of way line of State Highway No. 105 for an interior corner hereof;

THENCE in a Northeasterly direction, being along a Northwest right of way line of said State Highway No. 105, being along a portion of a Southeast line of said 1800 Hwy 105 LLC tract called 2.981 acres for a Northwest line hereof to a North corner hereof, being on a Northwest right of way line of said State Highway No. 105 at its intersection with a projection of the Northeast line of the JB105 Management LLC tract called 0.9765 acre, as recorded in Volume 1328, Page 1038, in said Official Records, being on a Southeast line of said 1800 Hwy 105 LLC tract called 2.981 acres;

THENCE in a Southeasterly direction, crossing said State Highway No. 105, being along the Northeast line of said JB105 Management LLC tract called 0.9765 acre, being along the Southwest line of the JB105 Management LLC residue of original tract called 1.3123 acres (Tract One), as recorded in Volume 1328, Page 1030, in said Official Records for a Northeast line hereof to the East corner of said JB105 Management LLC tract called 0.9765 acre, being the South corner of said JB105 Management LLC residue of original tract called 1.3123 acres (Tract One), being on a North line of the Ricky Boeker, et al residue of original tract called 30.001 acres, as recorded in Volume 1162, Page 227, in said Official Records for an interior corner hereof;

THENCE in an Easterly direction, being along a portion of a North line of said Boeker residue of original tract called 30.001 acres, being along the South line of said JB105 Management LLC residue of original tract called 1.3123 acres (Tract One), being along the South line of the JB105 Management LLC residue of original tract called 1.3123 acres (Tract Two), as recorded in Volume 1328, Page 1030, in said Official Records, being along the South line of the Alvin S. Miller, Jr. residue of original tract called 1.3123 acres (Tract 3), as recorded in Volume 1359, Page 209, in said Official Records, being along the South line of the Alvin S. Miller, Jr. residue of original tract called 1.3123 acres (Tract 1), as recorded in Volume 1359, Page 209, in said Official Records, being along the South line of the Alvin S. Miller, Jr. residue of original tract called 1.02 acres (Tract 2), as recorded in Volume 1359, Page 209, in said Official Records, being along a portion of the South line of the LMLN Schwartz, Inc. residue of original tract called 5.000 acres, as recorded in



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Volume 566, Page 571, in said Official Records for a North line hereof to a Northeast corner of said Boeker residue of original tract called 30.001 acres, being on the South line of said LMLN Schwartz, Inc. residue or original tract called 5.000 acres, being a Northwest corner of the Woodrow A. Free and Joan T. Free, Trustees of the Free Family Trust residue of original tract called 140 acres (Tract No. 1), as recorded in Volume 850, Page 921, in said Official Records for the most Northern Northeast corner hereof;

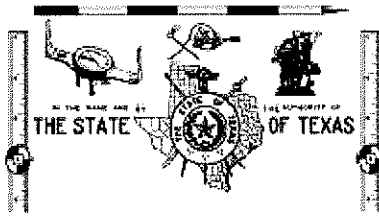
THENCE in a Southerly direction, being along a West line of said Free Family Trust residue of original tract called 140 acres, being along the East line of said Boeker residue of original tract called 30.001 acres for an East line hereof to a Southeast corner of said Boeker residue of original tract called 30.001 acres, being a Southwest corner of said Free Family Trust residue of original tract called 140 acres, being on the North line of the Brian Keith Boeker tract called 2.407 acres, as recorded in Volume 1531, Page 723, in said Official Records for a Southeast corner hereof;

THENCE in an Westerly direction, being along a portion of the North line of said Boeker tract called 2.407 acres, being along a South line of said Boeker residue of original tract called 30.001 acres for a South line hereof to a found 4 inch steel pipe fence corner post for the Northwest corner of said Boeker tract called 2.407 acres, being the North corner of the Ricky Boeker tract called 1.90 acres, as recorded in Volume 1567, Page 614, in said Official Records, being an interior corner of said Boeker residue of original tract called 30.001 acres, and being an interior corner hereof ;

THENCE in a Southerly direction, being along the West line of said Boeker tract called 2.407 acres, being along the East line of said Boeker tract called 1.90 acres for an East line hereof to a 1/2 inch iron rod found with Id. cap (RPLS 2145) at a 4 inch steel pipe fence post for the Southwest corner of said Boeker tract called 2.407 acres, being the Southeast corner of said Boeker tract called 1.90 acres, being on a Northwest margin of Lauraine Lane, and being an interior corner hereof;

THENCE in a Northeasterly direction, being along a portion of a Northwest margin of said Lauraine Lane, being along a portion of the Southeast line of said Boeker tract called 2.407 acres for a Northwest line hereof to the end of said Lauraine Lane, being on the Southeast line of said Boeker tract called 2.407 acres, being a Northwest corner of said Free Family Trust residue of original tract called 140 acres for an exterior corner hereof;

THENCE in a Southerly direction, crossing the East end of said Lauraine Lane, being along West lines of said Free Family Trust residue of original tract called 140 acres, being along East lines of the Gloria Nix tract called 35.58 acres (Tract One), as conveyed in Volume 938, Page 738, in said Official Records and being part of a tract called 76.58 acres described in Volume 180, Page 17, in said Deed Records for East lines hereof to the centerline of Hog Branch for a Southwest corner of said Free Family Trust residue of original tract called 140 acres, being on a North line of the City of Brenham tract called 1.643 acres, as recorded in Volume 277, Page 360, in said Deed Records, also being the Southeast corner of said Nix tract called 35.58 acres, and being a Southeast corner hereof;



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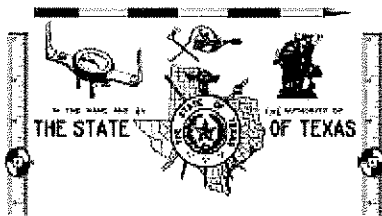
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THENCE in a Westerly, Southwesterly, Northwesterly and Southerly direction, being along the centerline of said Hog Branch, being along South, Southeast, Southwest and East lines of said Nix tract called 35.58 acres, being along North and Northwest lines of said City of Brenham tract called 1.643 acres, being along the North and Northwest lines of the City of Brenham tract called 1.173 acres, as recorded in the Probates Records of Washington County, Texas, being along North and Northeast lines of the City of Brenham tract called 1.046 acres (Tract One), as recorded in Volume 1001, Page 598, in said Official Records, being along North, Northwest and West lines of the City of Brenham tract called 1.027 acres, as recorded in Volume 1010, Page 736, in said Official Records, also being along Northwest and North lines of the City of Brenham tract called 0.437 acre, as recorded in Volume 1008, Page 420, in said Official Records, and being along the North line of the City of Brenham tract called 0.116 acre (Tract One), as recorded in Volume 1003, Page 732, in said Official Records for South, Southeast, Southwest and East lines hereof to the Northwest corner of said City of Brenham tract called 0.116 acre, being on an East right of way line of said N. Blue Bell Road (F.M. Highway No. 577), and being the Southwest corner of said Nix residue of original tract called 35.58 acres for an interior corner hereof;

THENCE in a Southerly direction, being along East right of way lines of said N. Blue Bell Road, being along the West line of said City of Brenham tract called 0.116 acre, crossing the West end of an abandoned Public Road, being along the West line of the City of Brenham tract called 0.187 acre, as recorded in Volume 1000, Page 300, in said Official Records, and being along the West line of the City of Brenham tract called 0.338 acre, as recorded in Volume 1084, Page 319, in said Official Records for East lines hereof to an exterior corner of said City of Brenham tract called 0.338 acre, being an interior corner of said N. Blue Bell Road for an interior corner hereof;

THENCE in a Southeasterly direction, being along a Northeast right of way line of said N. Blue Bell Road in a flare of same, being along the Southwest line of said City of Brenham tract called 0.338 acre for a Southwest line hereof to the Southwest corner of said City of Brenham tract called 0.338 acre, being on a Northeast right of way line of said N. Blue Bell Road at its intersection with a North margin of Old Chappell Hill Road for an interior corner hereof;

THENCE in an Easterly direction, being along North margins of said Old Chappell Hill Road, being along the South line of said City of Brenham tract called 0.338 acre, being along the South line of the Cedric Williams tract, as conveyed in Volume 1507, Page 668, in said Official Records, being along the South line of the City of Brenham tract called 0.498 acres, as recorded in Volume 1021, Page 153, in said Official Records, being along the South line of the City of Brenham tract called 0.192 acre, as recorded in Volume 1033, Page 321, in said Official Records, being along the South line of the City of Brenham tract called 0.308 acre, as recorded in Volume 1033, Page 668, in said Official Records, being along the South line of the City of Brenham tract called 0.510 acre, as recorded in Volume 1007, Page 487, in said Official Records, being along the South line of the City of Brenham tract, as conveyed in Volume 1021, Page 156, in said Official Records and described in Volume 68, Page 531, in said Deed Records, being along the South line of a City of Brenham tract, former Thomas Sallis tract as recorded in Volume 16, Page 188, in said Deed Records, being along the South line of the City of Brenham tract called 0.259 acre, as recorded in Volume 1031, Page



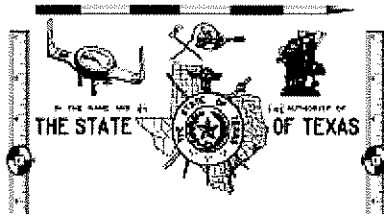
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968, in said Official Records, being along the South line of the City of Brenham tract, as recorded in Volume 800, Page 433, in said Official Records, being along the South line of the City of Brenham tract, as conveyed in Volume 1047, Page 290, in said Official Records and described in Volume 121, Page 427, in said Deed Records, being along the South line of the City of Brenham tract called 0.5009 acre, as recorded in Volume 1010, Page 829, in said Official Records, being along a South line of the City of Brenham tract called 0.786 acre, as recorded in Volume 1047, Page 300, in said Official Records, being along the South line of the City of Brenham tract called 0.099 acre, as recorded in Volume 1021, Page 407, in said Official Records, being along a South line of said City of Brenham tract called 3.017 acres, as recorded in Volume G, Page 6, in the District Clerk Records of Washington County, Texas, being along the South line of The City of Brenham, Texas tract called 0.521 acre, as recorded in Volume 492, Page 606, in said Official Records, being along the South line of The City of Brenham, Texas tract called 3.148 acres, as recorded in Volume 492, Page 600, in said Official Records, crossing the South end of an abandoned Public Road, being along the South line of a tract being occupied by Loraine Smith (deed not found), and being along the South line of the Loraine Smith tract called 0.230 acre, as recorded in Volume 1112, Page 189, in said Official Records for North lines hereof to a found 2 inch galvanized pipe for the Southwest corner of the City of Brenham tract called 0.233 acre, as conveyed in Volume 1068, Page 604, in said Official Records and described in Volume 141, Page 211, in said Deed Records, being on a North margin of said Old Chappell Hill Road, being the Southeast corner of said Smith tract called 0.230 acre, and being a Northeast corner hereof;

THENCE in a Southerly direction, crossing said Old Chappell Hill Road, being along East lines of Detention - Reserve "A" (called 5.133 acres) of Blue Bell Subdivision, Section I, a map or plat being of record in Plat Cabinet File Slide Numbers 699-A and 699-B, of said Plat Records, being along East margins of M and M Lane, being along East lines of the Plat and Dedication of Bilski Road, a map or plat being of records in Plat Cabinet File Slide Number 277-B, in said Plat Records, being along a portion of the West line of Lot 7 of H. C. McIntyre Addition, a map or plat being of record in Plat Cabinet File Slide Number 5-B, in said Plat Records, being along West lines of Lots 6, 5, 4, 3, 2 and 1 of said H. C. McIntyre Addition, being along the West line of the David Albin Murski, et al tract called 120 acres, as recorded in Volume 1137, Page 932, in said Official Records for East lines hereof to the Southwest corner of said Murski tract called 120 acres, being the South corner of said Plat and Dedication of Bilski Road, also being the East corner of the Alois Bilski, et al tract called 0.088 acre, being the residue of original tract called 0.83 acres, as recorded in Volume 609, Page 398, in said Official Records, and being the Northwest corner of the Florence Marie Koehne, et vir tract called 12.73 acres, as conveyed in Volume 1494, Page 439, in said Official Records, being part of a called 23.990 acres (Tract 5) described in Volume 559, Page 703, in said Official Records for an exterior corner hereof;

THENCE in a Southwesterly direction, being along the Southeast line of said Bilski tract called 0.088 acre, being along a Northwest line of said Koehne tract called 12.73 acres, crossing Burlington Northern & Santa Fe Railroad for a Northwest line hereof to an interior corner hereof, being on a Southwest right of way line of said Burlington Northern & Santa Fe Railroad, being on a



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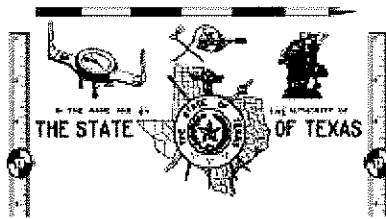
Northeast line of Lot 1 (called 32.788 acres) of Blue Bell Subdivision, Section II, a map or plat being of record in Plat Cabinet File Slide Numbers 705-B and 706-A, in said Plat Records;

THENCE in a Southeasterly direction, being along Southwest right of way lines of said Burlington Northern & Santa Fe Railroad, being along Northeast lines of said Lot 1 (called 32.788 acres) of said Blue Bell Subdivision, Section II, being along a Northeast line of the Bellville Holdings, LLC. tract called 16.818 acres, as recorded in Volume 1353, Page 389, in said Official Records for Northeast lines hereof to an interior corner of said Bellville Holdings, LLC tract called 16.818 acres, being at the South end of Burlington Northern & Santa Fe Railroad for an interior corner hereof;

THENCE in a Northeasterly direction, being along and crossing the Southeast end of said Burlington Northern & Santa Fe Railroad, being along a Northwest line of said Bellville Holdings, LLC. tract called 16.818 acres for a Northwest line hereof to an interior corner of said Bellville Holdings, LLC. tract called 16.818 acres, being at the South end of said Burlington Northern & Santa Fe Railroad for a North corner hereof;

THENCE in a Southeasterly direction, crossing said Bellville Holdings, LLC. tract called 16.818 acres, being along a Northeast line of the City of Brenham tract called 0.0935 acre, as recorded in Volume 607, Page 227, in said Official Records for a Northeast line hereof to the East corner of said City of Brenham tract called 0.0935 acre, being on a Southwest line of said Bellville Holdings, LLC. tract called 16.818 acres, being the North or Northeast corner of the Rosenbaum-Schoenvogel Investments, LP tract called 0.4639 acre (Tract Seven [c]), as conveyed in Volume 1348, Page 842, in said Official Records and described in Volume 607, Page 237, in said Official Records, being the most Eastern corner hereof;

THENCE in a Westerly direction, being along the South line of said City of Brenham tract called 0.0935 acre, being along the North line of said Rosenbaum-Schoenvogel Investments, LP tract called 0.4639 acre, being along the South line of The City of Brenham, Texas tract called 0.0418 acre, as recorded in Volume 607, Page 220, in said Official Records, being along a portion of a cul-de-sac of E. Tom Green Street, being along South margins of said E. Tom Green Street, being along North lines of the Rosenbaum-Schoenvogel Investments, LP residue of original tract called 2.1621 acres (Tract Seven [b]), as conveyed in Volume 1348, Page 842, in said Official Records and described in Volume 433, Page 172, in said Deed Records, being along the North line of the Rosenbaum-Schoenvogel Investments, LP tract called 0.4609 acre (Tract Seven [a]), as conveyed in Volume 1348, Page 842, in said Official Records and described in Volume 433, Page 167, in said Deed Records, being along the North line of the Charlie Rosenbaum, Jr. tract called 2.387 acres (Tract 1), as conveyed in Volume 1487, Page 224, in said Official Records and described in Volume 359, Page 891, in said Deed Records, being along the North line of the Brenham Christian Fellowship, Inc. tract called 0.544 acre, as recorded in Volume 927, Page 379, in said Official Records, crossing S. Blue Bell Road (F.M. Highway No. 577) with a South margin of said E. Tom Green Street for South lines hereof to the Northeast corner of the City of Brenham tract called 7.215



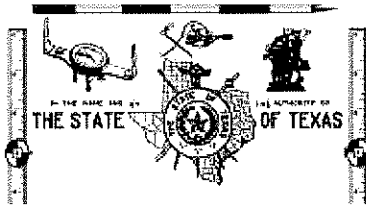
HODDE & HODDE
LAND SURVEYING, INC.
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acres, as recorded in Volume 944, Page 35, in said Official Records for the most Southern corner hereof;

THENCE in a Northwesterly and Northerly direction, being along Southwest and West right of way lines of said S. Blue Bell Road, crossing said E. Tom Green Street with a Southwest right of way line of said S. Blue Bell Road, being along the Northeast line of Lot 1 (called 0.495 acre) and Lot 5 (called 0.701 acre) of the Altman's Subdivision, a map or plat being of records in Plat Cabinet File Slide Number 325-B, in said Plat Records, crossing Longhofer Street with a Southwest right of way line of said S. Blue Bell Road, being along the Northeast lines of Lots 11, 19, 20 and 21 of Woodson Terrace Subdivision, Section II, a map or plat being of records in Plat Cabinet File Slide Numbers 130-A and 130-B, in said Plat Records, being along the Northeast lines of Lots 5, 4, 3 and 2 of Woodson Terrace Subdivision, Section III, a map or plat being of records in Plat Cabinet File Slide Numbers 183-A and 183-B, in said Plat Records, crossing Leslie D Lane with a Southwest right of way line of said S. Blue Bell Road, being along the Northeast line of Lot 1 of said Woodson Terrace Subdivision, Section III, being along the Northeast line of Lot 19 of Woodson Terrace Subdivision, Section IV, a map or plat being of records in Plat Cabinet File Slide Numbers 217-A and 217-B, in said Plat Records, crossing Pecan Street with a Southwest right of way line of said S. Blue Bell Road, being along the East lines of Lots 20 through 23 of said Woodson Terrace Subdivision, Section IV, being along the East lines of Lots 20, 19, 18 and 17 of Woodson Terrace Subdivision, Section V, a map or plat being of record in Plat Cabinet File Slide Number 271-A, in said Plat Records, being along an East line of Lot 16 of said Woodson Terrace Subdivision, Section V, crossing said Burlington Northern & Santa Fe Railroad with a West right of way line of said S. Blue Bell Road, being along East lines of the Dewitt Kosse tract, as conveyed in Volume 209, Page 70, in said Deed Records, being the residue of a 3.6 acres tract described in Volume 162, Page 211, in said Deed Records, crossing an abandoned Public Road with a West right of way line of said S. Blue Bell Road, being along the East line of the Dewitt Kossie residue of original tract called 3.49 acres, as recorded in Volume 214, Page 504, in said Deed Record, being along an East line of Lot 1 (called 1.158 acres), Block 1 of Dahmann Subdivision, a map or plat being of records in Plat Cabinet File Slide Number 658-B, in said Plat Records, crossing Factory Street with a West right of way line of said S. Blue Bell Road, being along the East line of the Przyborski Properties, LLC tract called 1.070 acres, as conveyed in Volume 1670, Page 915, in said Official Records and described in Volume 945, Page 639, in said Official Records for West lines hereof to a 1/2 inch iron rod found near a concrete monument (disturbed) for an exterior corner of said Przyborski Properties, LLC tract called 1.070 acres, being an interior corner of said S. Blue Bell Road, being an interior corner hereof;

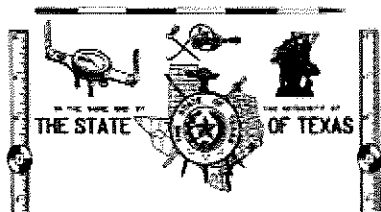
THENCE in a Northwesterly direction, being along a Southwest right of line of said S. Blue Bell Road in a flare of same, being along a Northeast line of said Przyborski Properties, LLC tract called 1.070 acres for a Southwest line hereof to the North corner of said Przyborski Properties, LLC tract called 1.070 acres, being on a Southwest right of way line of said S. Blue Bell Road at its intersection with a South margin of said E. Alamo Street for an interior corner hereof;



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THENCE in a Westerly direction, being along South margins of said E. Alamo Street, being along the North line of said Przyborski Properties, LLC tract called 1.070 acres, being along the North line of the Tommy Przyborski, et ux tract called 0.41 acre, as recorded in Volume 1282, Page 604, in said Official Records, crossing the North end of Sweed Street with a South margin of said E. Alamo Street, being along the North line of the Eduardo Jimenez Perez, et ux tract called 0.594 acre, as recorded in Volume 1635, Page 403, in said Official Records, being along a North line of the Jose Antonio Andrade Hernandez tract called 1.489 acres, as recorded in Volume 1657, Page 546, in said Official Records, being along the North line of the Betty L. Williams tract, as conveyed in Volume 1313, Page 423, in said Official Records, and being part of original tract described in Volume 196, Page 317, in said Deed Records, being along the North line of the Brenham First Church of God residue of original tract, as recorded in Volume 645, Page 467, in said Official Records, being along the North line of the Ida Mae Harge (Brenham First Church of God) tract called 8,735 square feet, as recorded in Volume 454, Page 898, in said Deed Records, being along the North line of the John D. Harris, et ux tract called 0.20 acre, as recorded in Volume 1477, Page 469, in said Official Records, being along the North line of the Gordon E. Pattison tract called 0.277 acre, as recorded in Volume 1388, Page 400, in said Official Records, crossing the North end of Taft Street with a South margin of said E. Alamo Street, being along the North line Dayana M. Martinez-Perdomo Lezama, et ux tract called 0.225 acre, as recorded in Volume 1242, Page 73, in said Official Records, being along the North line of the Steve Saxon tract called 0.1560 acre, as recorded in Volume 1234, Page 95, in said Official Records, being along the North line of the Vanessa G. Hollie tract, as conveyed in Volume 753, Page 572, in said Official Records and described as 50 feet by 100 feet in Volume 369, Page 197, in said Deed Records, being along the North line of the Everett F. Carr, et al tract called 5,000 square feet, as recorded in Volume 921, Page 398, in said Official Records, being along the North line of the Joe Hutchinson tract called 0.1655 acre, as recorded in Volume 427, Page 315, in said Official Records, being along the North line of the Bernadine Franklin, et al tract (Tract One), as recorded in Volume 453, Page 251, in said Deed Records, being along the North line of the Tommie Wellmann tract called 0.248 acre (Tract 1), as recorded in Volume 1311, Page 481, in said Official Records, being along the North line of the Tommie Wellmann tract called 0.145 acre, as recorded in Volume 1262, Page 466, in said Official Records, being along the North line of the 1204 E Alamo LLC tract, as conveyed in Volume 1686, Page 876, in said Official Records and being part of original tract described in Volume V, Page 75, in said Deed Records, being along the North line of the Ward Timothy Pawlowski tract called 0.139 acre (Tract 2), as recorded in Volume 1460, Page 741, in said Official Records, being along the North line of the Betty Johnson tract, as conveyed in Volume 1682, Page 860, in said Official Records and being part of original tract described as 0.252 acre in Volume 344, Page 88, in said Deed Records, being along the North line of the Michael J. Todd, et al tract, as conveyed in Volume 1616, Page 405, in said Official Records and described in Volume 245, Page 15, in said Deed Records, being along the North line of the Beverly Ann Roberts, et al tract, as conveyed in Volume 1260, Page 37, in said Official Records and described in Volume 293, Page 84, in said Deed Records, crossing the North end of Kerr Street with a South margin of said E. Alamo Street, being along the North line of the Masonic Grand Lodge - Eastern Star Chapter #276 tract (deed not found), crossing the West end of Garrett Street with a South margin of said E. Alamo Street, being along North lines of the City of Brenham, Texas tract called 1.851 acres, as recorded



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in Volume 334, Page 12, in said Deed Records for South lines hereof to the Northwest corner of said City of Brenham tract called 1.851 acres, being on a South margin of said E. Alamo Street at the intersection with an East margin of S. Chappell Hill Street, being on an East line of said City of Brenham - TIRZ tract called 2195± acres, dated February 7, 2019 for a Southwest corner hereof;

THENCE in a Northerly direction, being along East lines of said City of Brenham - TIRZ tract called 2195± acres, dated February 7, 2019, being along East margins of said S. Chappell Hill Street, crossing said E. Alamo Street with an East margin of said S. Chappell Hill Street, being along the West line of the StanPac USA, LLC tract, as recorded in Volume 1445, Page 563, in said Official Records, crossing said E. Main Street with an East margin of said S. Chappell Hill Street for West lines hereof to the PLACE OF BEGINNING and containing approximately 199 acres of land, more or less.

This document was prepared under 22 TAC §663.21, does not reflect the results of an on the ground survey, and is not to be used to convey or establish interests in real property except those rights and interests implied or established by the creation or reconfiguration of the boundary of the political subdivision for which it was prepared. Acreages stated herein are approximate.

Dated this the 18th day of November, 2019, A. D.

Jon E. Hodde
Registered Professional
Land Surveyor No. 5197

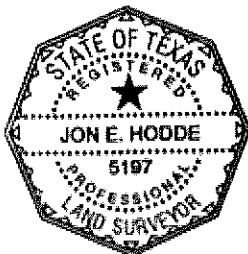


Exhibit D

Map of the Property

BRENHAM TIRZ BOUNDARY - OVERVIEW

City of
BRENHAM

BRENHAM, TX

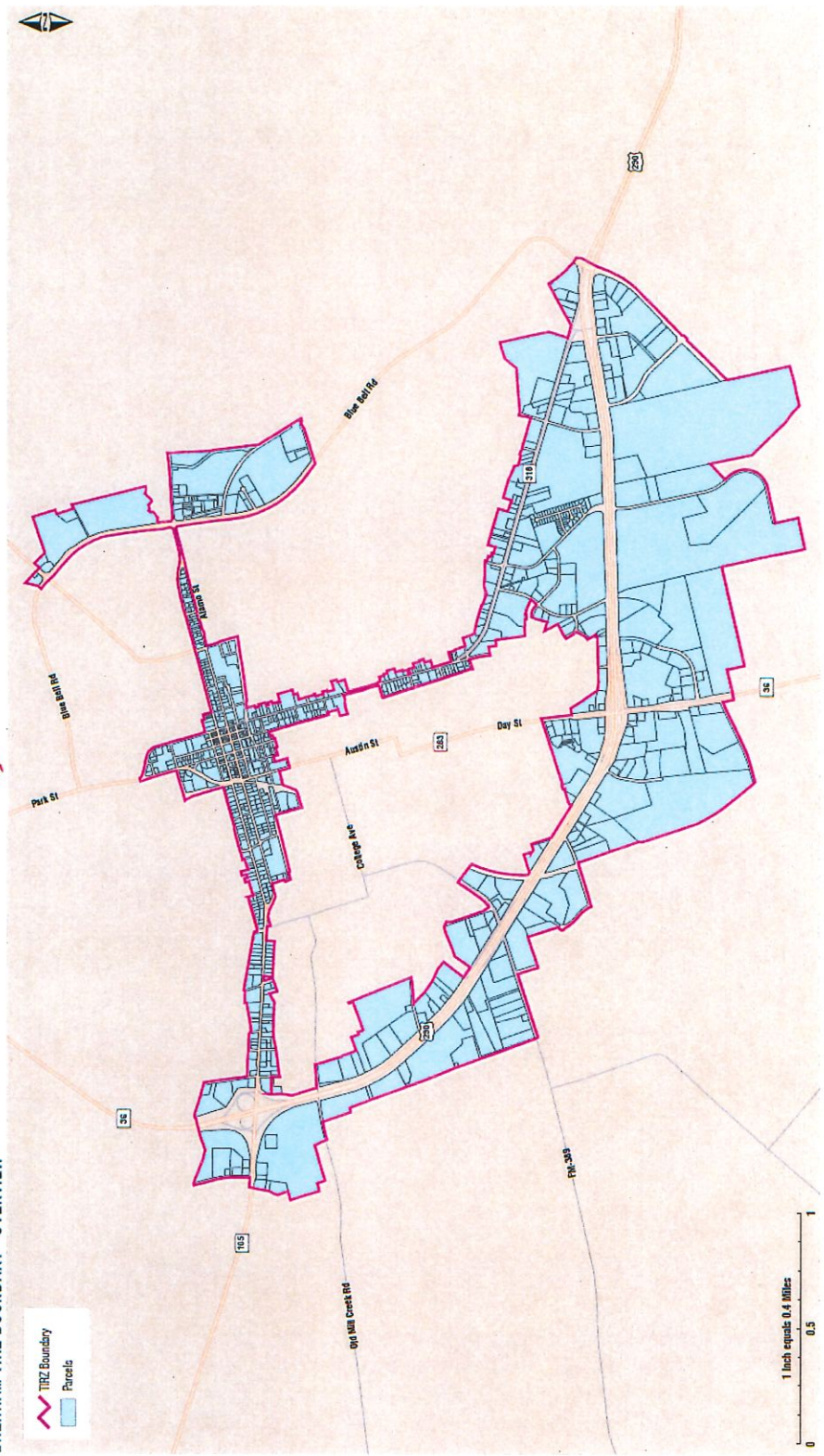
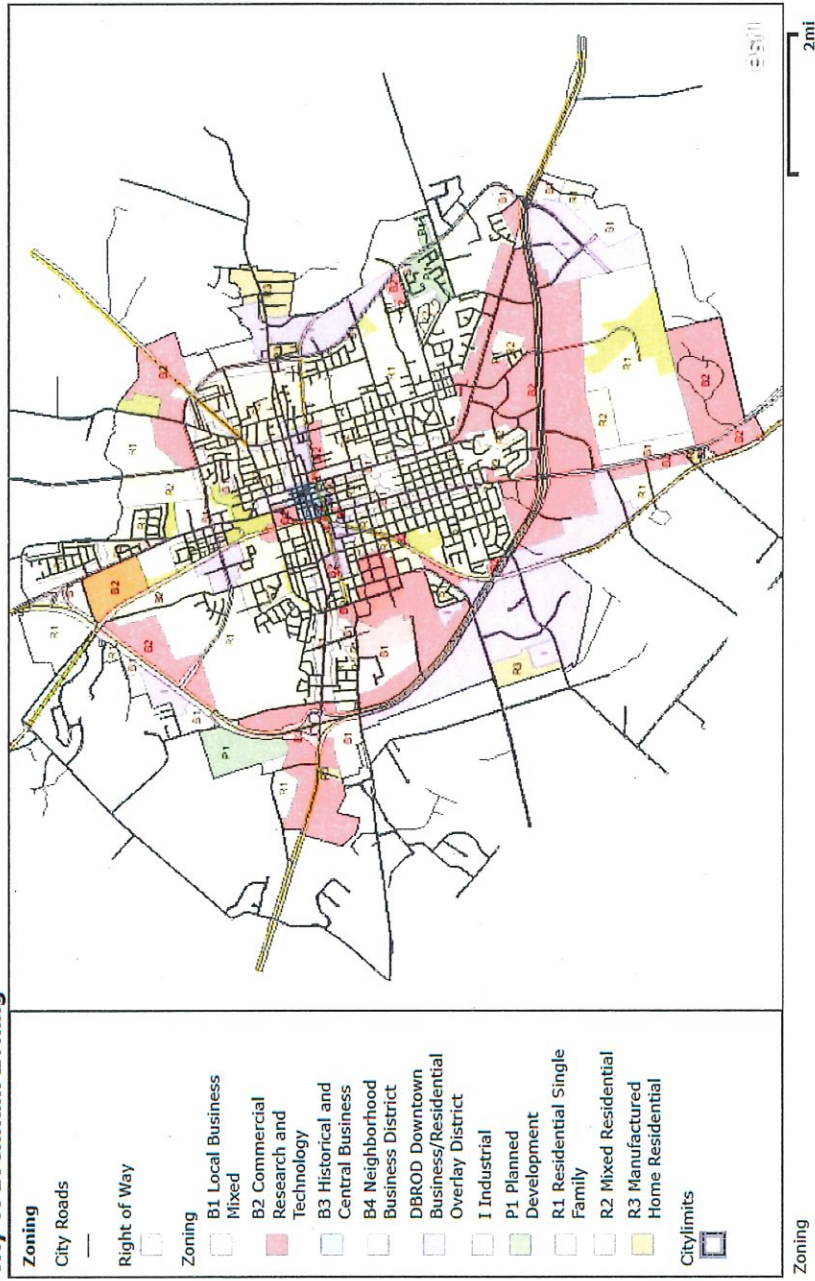


Exhibit E

Proposed Uses of the Property

City of Brenham Zoning



<https://www.augie.com/home/development.html>

Exhibit F
Map of Public Improvements Locations

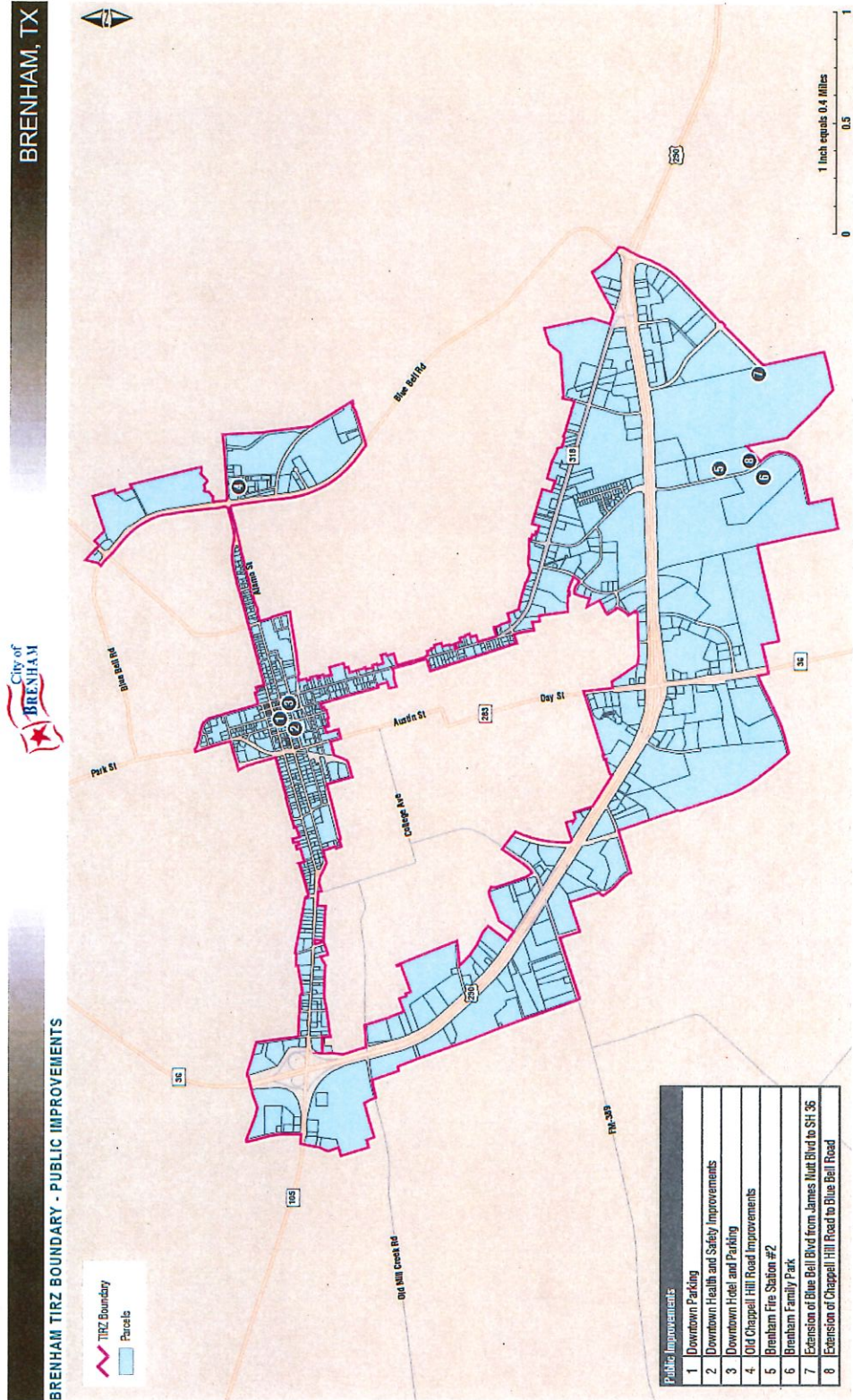


Exhibit G

Estimated Project Costs

Project No. ¹	Project²	Cost
1	Downtown Parking	1,000,000
2	Downtown Health and Safety Improvements	2,000,000
3	Downtown Hotel and Parking	15,000,000
4	Old Chappell Hill Road Improvements	1,100,000
5	Brenham Fire Station #2	3,100,000
6	Brenham Family Park	5,000,000
7	Extension of Blue Bell Blvd from James Nutt Blvd to SH 36	4,500,000
8	Extension of Chappell Hill Road to Blue Bell Road	500,000
		32,200,000

- 1) Project numbers correspond to Public Improvements shown on Exhibit E.
2) All estimated project costs are approximations subject to change.

Exhibit H

Estimated Time When Costs Are to be Incurred

The appropriate portion of the City ad valorem tax increment within the Zone will be placed in the dedicated TIRZ Fund which may be used in three ways. First, the Zone may issue debt to pay for Public Improvements specified in this Final Plan. Second, the TIRZ Fund may be used to reimburse the City for General Obligation or Certificates of Obligation debt service payments issued to construct Public Improvements specified in this Final Plan. Finally, the TIRZ Fund may be used to reimburse private developers that fund Public Improvements specified in this Final Plan. The projected timeline of public improvements is estimated in the graphic below:

Year No.	Year	TIRZ Project ¹	Project Costs	TIRZ Balance
1	2019		-	-
2	2020		-	20,782
3	2021		-	62,975
4	2022		-	218,066
5	2023		-	398,641
6	2024		-	696,310
7	2025	Downtown Parking	1,000,000	23,786
8	2026		-	472,810
9	2027		-	956,230
10	2028		-	1,530,487
11	2029		2,000,000	104,744
12	2030	Downtown Health and Safety Improvements:	-	808,031
13	2031		-	1,553,424
14	2032		-	2,433,036
15	2033		-	3,360,101
16	2034		-	4,426,893
17	2035		-	5,546,814
18	2036		-	6,812,309
19	2037		-	8,136,957
20	2038		-	9,552,442
21	2039		-	10,967,926
22	2040		-	12,537,948
23	2041		-	14,176,356
24	2042	Downtown Hotel and Parking	15,000,000	976,060
25	2043	Old Chappell Hill Road Improvements	1,100,000	1,751,114
26	2044	Brenham Fire Station #2:	3,100,000	694,640
27	2045		-	2,820,909
28	2046	Brenham Family Park	5,000,000	123,266
29	2047		-	2,516,215
30	2048	Extension of Blue Bell Blvd from James Nutt Blvd to SH 36; Extension of Chappell Hill Road to Blue Bell Road	5,000,000	-

Total TIRZ Project Costs: 32,200,000

1) All estimated Project Costs are approximations and subject to change.

Exhibit I

Feasibility Study

TIRZ No. 1, City of Brenham, Texas - Feasibility Analysis



Assumptions	
Gross Base Value:	282,665,910
Exempt Property Value:	15,976,830
Net Base Value:	266,689,080
Total Acreage:	2,400

Year No.	Collection Year	Growth/Year	Added Value	Net Taxable Value	Incremental Value	City			Capital Improvements	Net TIRZ Balance
						City Tax Rate	City Participation	City Yearly Contribution	City Cumulative Contribution	
1	2018	0.0%		266,689,080	-	0.5170	50%	-	-	-
2	2019	3.0%		274,775,319	8,086,239	0.5140	50%	20,782	20,782	20,782
3	2020	3.0%		283,106,739	16,417,659	0.5140	50%	42,193	62,975	62,975
4	2021	3.0%	35,345,035	327,035,810	60,346,730	0.5140	50%	155,091	218,066	218,066
5	2022	3.0%		336,951,813	70,262,733	0.5140	50%	180,575	398,641	398,641
6	2023	3.0%	35,345,035	382,513,512	115,824,432	0.5140	50%	297,669	696,310	696,310
7	2024	3.0%		394,111,646	127,422,566	0.5140	50%	327,476	1,023,786	1,023,786
8	2025	3.0%	35,345,035	441,406,480	174,717,400	0.5140	50%	449,024	1,472,810	1,472,810
9	2026	3.0%		454,790,298	188,101,218	0.5140	50%	483,420	1,956,230	1,956,230
10	2027	0.0%	35,345,035	490,135,333	223,446,253	0.5140	50%	574,257	2,530,487	2,530,487
11	2028	0.0%		490,135,333	223,446,253	0.5140	50%	574,257	3,104,744	3,104,744
12	2029	3.0%	35,345,035	540,341,687	273,652,607	0.5140	50%	703,287	3,808,031	3,808,031
13	2030	3.0%		556,725,304	290,036,224	0.5140	50%	745,393	4,553,424	4,553,424
14	2031	3.0%	35,345,035	608,950,722	342,261,642	0.5140	50%	879,612	5,433,036	5,433,036
15	2032	3.0%		627,414,623	360,725,543	0.5140	50%	927,065	6,360,101	6,360,101
16	2033	3.0%	35,345,035	681,783,401	415,094,321	0.5140	50%	1,066,792	7,426,893	7,426,893
17	2034	3.0%		702,455,651	435,766,571	0.5140	50%	1,119,920	8,546,814	8,546,814
18	2035	3.0%	35,345,035	759,099,736	492,410,656	0.5140	50%	1,265,495	9,812,309	9,812,309
19	2036	3.0%		782,116,283	515,427,203	0.5140	50%	1,324,648	11,136,957	11,136,957
20	2037	0.0%	35,345,035	817,461,318	550,772,238	0.5140	50%	1,415,485	12,552,442	12,552,442
21	2038	0.0%		817,461,318	550,772,238	0.5140	50%	1,415,485	13,967,926	13,967,926
22	2039	3.0%	35,345,035	877,592,473	610,903,393	0.5140	50%	1,570,022	15,537,948	15,537,948
23	2040	3.0%		904,201,820	637,512,740	0.5140	50%	1,638,408	17,176,356	17,176,356
24	2041	3.0%	35,345,035	966,963,020	700,273,940	0.5140	50%	1,799,704	18,976,060	18,976,060
25	2042	3.0%		1,061,835,311	795,146,231	0.5140	50%	1,875,054	20,851,114	20,851,114
26	2043	3.0%	35,345,035	1,094,031,056	827,341,976	0.5140	50%	2,043,526	22,894,640	22,894,640
27	2044	3.0%		1,162,548,039	895,858,959	0.5140	50%	2,126,269	25,020,909	25,020,909
28	2045	3.0%	35,345,035	1,197,797,480	931,108,400	0.5140	50%	2,392,949	27,413,858	27,413,858
29	2046	3.0%		1,233,142,515	966,453,435	0.5140	50%	2,483,785	32,200,000	32,200,000
30	2047	0.0%								
						32,200,000			32,200,000	
						494,830,493			32,200,000	

ORDINANCE NO. O-19-050

AN ORDINANCE OF THE CITY COUNCIL OF THE CITY OF BRENHAM, TEXAS, AMENDING ORDINANCE NO. O-18-019, SUBSECTIONS 3.1 AND 3.2, RELATED TO THE BOARD OF DIRECTORS OF TAX INCREMENT REINVESTMENT ZONE NUMBER ONE, CITY OF BRENHAM, TEXAS; PROVIDING FOR A SAVINGS AND SEVERABILITY CLAUSE; PROVIDING FOR A REPEALER CLAUSE; PROVIDING FOR AN EFFECTIVE DATE; AND PROVIDING FOR PROPER NOTICE AND MEETINGS.

WHEREAS, the City of Brenham, Texas (the "City"), pursuant to Chapter 311 of the Texas Tax Code, as amended (the "Act"), may designate a geographic area within the City as a tax increment reinvestment zone if the area satisfies the requirements of the Act; and

WHEREAS, on December 20, 2018 the City Council approved Ordinance No. 0-18-019 creating Tax Increment Reinvestment Zone Number One, City of Brenham, Texas (the "Zone"); and

WHEREAS, the City Council desires to amend Subsections 3.1 and 3.2 of Ordinance No. 0-18-019 related to the Board of Directors of the Zone.

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

SECTION 1.

That Ordinance No. O-18-019 is hereby amended by revising Subsections 3.1 and 3.2 to read as follows:

- 3.1 The City Council hereby creates a board of directors for the Zone (the "Board") consisting of nine members. All nine members shall be appointed by the City Council to Places 1, 2, 3, 4, 5, 6, 7, 8 and 9.

- 3.2 The City Council hereby appoints the following nine individuals serving in the positions indicated to serve as the members of the Board. Each member serves a two-year term and can be reappointed for as long as they serve in the position indicated.

Place 1	Mayor	(term expires December 31, 2020)
Place 2	Council Ward 1	(term expires December 31, 2020)
Place 3	Council Ward 2	(term expires December 31, 2020)
Place 4	Council Ward 3	(term expires December 31, 2020)
Place 5	Council Ward 4	(term expires December 31, 2020)
Place 6	Council Position 5	(term expires December 31, 2020)
Place 7	Council Position 6	(term expires December 31, 2020)
Place 8	At-Large Appointment	(term expires December 31, 2020)
Place 9	At-Large Appointment	(term expires December 31, 2020)

Upon expiration of the indicated terms or upon City Council action to reconstitute the initial Board by appointing replacement members, subsequent appointments to fill vacancies shall be for terms of two years. The member appointed to Place 1 shall serve as the chairman of the Board until December 31, 2019. Each subsequent year the City Council shall appoint one member of the Board to serve as chairman for a term of one year that begins on January 1 of the following year. The Board is authorized to elect a vice-chairman and other officers as determined by the Board.

SECTION 2. **SAVINGS CLAUSE**

All provisions of any ordinance, resolution or other action of the City in conflict with this Ordinance are hereby repealed to the extent they are in conflict. Any remaining portions of said ordinances, resolutions or other actions shall remain in full force and effect.

SECTION 3. **SEVERABILITY**

Should any section, subsection, sentence, clause or phrase of this Ordinance be declared unconstitutional or invalid by a court of competent jurisdiction, it is expressly provided that any and all remaining portions of this Ordinance shall remain in full force and effect. The City Council hereby declares that it would have passed this Ordinance, and each section, subsection, sentences and clauses and phrases remaining should any provision be declared unconstitutional or invalid.

SECTION 4. **REPEALER**

Any other ordinance or parts of ordinances in conflict with this Ordinance are hereby expressly repealed.

SECTION 5.
EFFECTIVE DATE

This Ordinance shall become effective upon adoption and publication as required by law.

SECTION 6.
PROPER NOTICE AND MEETINGS

It is hereby officially found and determined that the meetings at which this Ordinance was passed were open to the public as required and that public notice of the time, place and purpose of said meetings were given as required by the Open Meetings Act, Chapter 551 of the Texas Government Code.

PASSED and APPROVED on its first reading this the 5th day of December 2019.

PASSED and APPROVED on its second reading this the 19th day of December 2019.

Milton Y. Tate, Jr.
Mayor

ATTEST:

Jeana Bellinger, TRMC, CMC
City Secretary

ORDINANCE NO. O-19-051

AN ORDINANCE OF THE CITY OF BRENHAM, TEXAS, AMENDING CHAPTER 8, FIRE PROTECTION AND PREVENTION, ARTICLE II, FIRE PREVENTION CODE, ARTICLE III, FIRE MARSHAL, AND ARTICLE V, FIRE LANES AND FIRE APPARATUS ACCESS ROADS, OF THE CODE OF ORDINANCES OF THE CITY OF BRENHAM, TEXAS FOR THE PURPOSE OF PRESCRIBING REGULATIONS GOVERNING FIRE PREVENTION, FIRE INVESTIGATION, AND CONDITIONS HAZARDOUS TO LIFE AND PROPERTY FROM FIRE OR EXPLOSION; PROVIDING FOR A REPEALER AND SAVINGS CLAUSE; PROVIDING FOR A SEVERABILITY CLAUSE; PROVIDING FOR AN EFFECTIVE DATE; AND PROVIDING FOR PROPER NOTICE AND OPEN MEETINGS

WHEREAS, pursuant to Texas Local Government Code, Section 51.001, the City has the authority to adopt ordinances and regulations that are for good government, peace and order of the City; and

WHEREAS, in order to enhance, promote and protect the health, safety and general welfare of the citizens of Brenham, Texas the City Council must from time to time amend and/ or adopt new regulations; and

WHEREAS, the City Council of Brenham, Texas desires to amend Chapter 8 Fire Protection and Prevention by adopting the International Fire Code 2015 Edition, of the Code of Ordinances; and

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

SECTION 1.

Chapter 8, Article II, of the Code of Ordinances of the City of Brenham is hereby amended to read as follows:

Sec. 8-20. Adoption.

There is hereby adopted by the city for the purpose of prescribing regulations governing conditions hazardous to life and property from fire or explosion, that certain code known as the 2015 International Fire Code, including Appendices B, C, D, E, F, G, H, I, J, K, L, and M, and all revisions thereto, and the whole thereof, save and except such portions as are hereinafter deleted, modified or amended, said code as revised herein also being sometimes referred to as the fire prevention code. A copy of the 2015 International Fire Code shall be filed in the office of the planning & development services department, and in the office of the Fire Marshal. The same is hereby adopted and incorporated as fully as if set out at length herein, and from the date on which this Section shall take effect, the provisions thereof shall be controlling within the limits of the city.

Sec. 8-21. Establishment and duties of the Bureau of Fire Prevention.

- (a) The fire prevention code shall be enforced by members of the bureau of fire prevention, within the fire department of the city, which is hereby established, and which shall be operated by the fire marshal, under the direction of the chief of the fire department.
- (b) The fire marshal shall oversee the bureau of fire prevention and is hereby designated as the fire code official for purposes of enforcement of fire-related codes and ordinances of the city.
- (c) The chief of the fire department may employ properly certified fire inspectors as is necessary for the operation of the fire department.
- (d) A report of the bureau of fire prevention shall be made annually by the fire marshal and transmitted to the fire chief. Such report shall contain all proceedings under and incidents of enforcement of this fire prevention code, with such statistics as the chief of the fire department may wish to include therein; the chief of the fire department shall also recommend any amendments to the report which, in his judgment, shall be desirable.

Sec. 8-24. Regulation of use and placement of fuel storage tanks.

(a) *Definitions.* The following definitions shall apply in the interpretation and enforcement of this Article:

Aboveground shall mean any storage tank, as defined herein, which any portion thereof is aboveground, excluding valves and pipes into and out of the tank.

Combustible liquid shall mean a liquid having a flash point of one hundred degrees (100°) Fahrenheit or higher per NFPA-30, the Flammable and Combustible Liquid Code, 2012 Edition, and as amended thereafter.

Flammable liquid shall mean a liquid having a flash point of less than one hundred degrees (100°) Fahrenheit per NFPA-30, the Flammable and Combustible Liquid Code, 2012 Edition, and as amended thereafter.

Storage location shall mean any area which contains no less than one hundred (100) square feet within which one (1) or more fuel storage tanks are to be located. Each storage location shall be located no less than one hundred (100) linear feet from any other storage location.

Storage tanks shall mean any container in excess of one hundred (100) gallons, which is used to store any hydrocarbon material including, but not limited to, gasoline, diesel and kerosene.

(b) *Permit required.* Every owner shall obtain a permit from the Fire Marshal for any of the following prior to the commencement of construction of such facilities:

- (1) A belowground (or underground), liquefied natural gas, liquefied petroleum gas, or flammable or combustible liquid storage tank.
- (2) An aboveground storage tank for liquefied natural gas, or liquefied petroleum gas. No new storage locations shall be permitted which will contain a fuel storage tank with a liquid capacity of more than two thousand (2,000) gallons or which will contain two (2) or more fuel storage tanks with an aggregate liquid capacity of more than four thousand (4,000) gallons.
- (3) An aboveground storage tank for a flammable or combustible liquid. No new storage locations shall be permitted which will contain a fuel storage tank with a liquid capacity of more than one thousand (1,000) gallons or which will contain two (2) or more fuel storage tanks with an aggregate liquid capacity of more than two thousand (2,000) gallons.

(c) *Proper tank for aboveground storage of flammable or combustible liquids.* Any new tank or tank system used in the city for aboveground storage of flammable or combustible liquids shall be designed, constructed, installed, operated and maintained in accordance with NFPA-30, titled "Flammable and Combustible Liquid Code, 2012 Edition," and as amended thereafter.

(d) *Proper tank for aboveground storage of liquefied natural gas.* Any new tank or tank system used in the city for aboveground storage of liquid natural gas shall be designed, constructed, installed, operated and maintained in accordance with NFPA-59A, titled "Liquefied Natural Gas, 2013 Edition," and as amended thereafter.

(e) *Proper tank for aboveground storage of liquefied petroleum gas.* Any new tank or tank system used in the city for aboveground storage of liquefied petroleum gas shall be designed, constructed, installed, operated and maintained in accordance with NFPA-58, titled "Liquefied Petroleum Gas, 2014 Edition," and as amended thereafter.

(f) *Tank location.* In addition to location restrictions listed in NFPA-30, "Flammable and Combustible Liquid Code, 2012 Edition," no new tank used for the aboveground storage of flammable or combustible liquids may be placed or used within one hundred feet (100') of property zoned or used for residential use. New tanks added to existing bulk plants are excluded from this provision.

(g) *Noncompliance; denial or revocation of certificate; order to cease operations.* Upon finding of non-compliance with this Article, the Fire Marshal may revoke or deny the renewal of a permit and order the person or firm owning or operating the tank to cease all or part of its operation in this city until in compliance. No one shall operate or own a storage tank without a valid permit.

(h) *Establishment of limits of districts in which storage of flammable or combustible liquids, liquefied petroleum gas, or liquefied natural gas in aboveground tanks is prohibited.* The storage of flammable or combustible liquids, liquefied petroleum gas, or liquefied natural gas in aboveground tanks is prohibited within the areas of the city zoned as “B-3, Historical and Central Business” district(s). New bulk loading and unloading facilities for tank cars, tank vehicles and similar equipment involved in the storage or transportation of flammable or combustible liquids, liquefied petroleum gas, or liquefied natural gas, in aboveground tanks, are prohibited within the city limits.

(i) *Special Permit Required for Tank Exceeding Volumes Limits Established in Subsections 8-24(b)(2) and 8-24(b)(3).* Any person or firm desiring to own, install or operate one or more aboveground tanks for the storage of combustible liquids in excess of the volume limits stated in Subsections 8-24(b)(2) and 8-24(b)(3) hereinabove, shall submit an application to the Fire Marshal for a special permit allowing for an increase in the volume capacity of the tank(s). To be considered for such special permit, the owner or operator of the tank facility shall demonstrate to the satisfaction of the Fire Marshal or his deputy that the aboveground tank(s):

- (1) Shall be located only on property zoned as Industrial;
- (2) Shall be registered and licensed in compliance with all rules and regulations of the Texas Commission on Environmental Quality;
- (3) Shall be designed, built and operated in compliance with all applicable provisions of the International Fire Code, 2015 Edition and the National Fire Protection Association Standard 30 entitled “Flammable and Combustible Liquids Code” as referenced by the International Fire Code; and
- (4) Shall contain only combustible liquids having a flash point of greater than one hundred degrees (100°) Fahrenheit, including but not limited to, diesel fuel, biodiesel, motor oil, hydraulic oil and like substances.

Special permits may not be issued for aboveground storage tanks containing gasoline or other flammable liquids having a flash point of less than one hundred degrees (100°) Fahrenheit and with a capacity greater than the volume limits detailed in subsections 8-24(b)(2) and 8-24(b)(3) herein above.

Within forty-five (45) days after determining that a special permit application meets the requirements of this Section, the Fire Marshal, or his deputy, shall present the matter to the City Council for its consideration. No special permit for a tank or tanks exceeding the quantities shown in Subsections 8-24(b)(2) and 8-24(b)(3) may be issued without approval by the City Council. The Fire Marshal, or his deputy, shall inspect all tank(s) installed pursuant to a special permit to determine compliance with the requirements of this Section.

Special permits approved and issued pursuant to this Section shall be revocable. The City Council, upon request of the Fire Marshal and after written notice and opportunity to be heard being issued to the permit holder, is authorized to revoke a special permit for non-compliance with the provisions of this Section or other applicable law. Where an immediate hazard to life or property exists, however, the Fire Marshal in such an emergency may order a permit holder to take immediate action, without prior written notice, to correct the issues of non-compliance with the fire prevention code and the provisions of this Article or to immediately abate all conditions creating the immediate hazard to life or property. The Fire Marshal, in such an emergency and without prior written notice to the permit holder, may also order the permit holder to cease any and all operations, occupancy or activity at the affected site. A permit holder that violates an order of the Fire Marshal shall be subject to the penalties provided for in Section 8-27 of this Article and as otherwise allowed by law. In the event a permit holder does not immediately comply with an emergency order of the Fire Marshal, the Fire Marshal, without prior written notice to the permit holder, may take any and all actions necessary to immediately abate all conditions creating the immediate hazard to life or property.

Sec. 8-26. Appeals.

Whenever the chief of the fire department shall disapprove an application or refuse to grant a permit applied for, or when it is claimed that the provisions of the fire prevention code do not apply or that the true intent and meaning of the code have been misconstrued or wrongly interpreted, the applicant may appeal from the decision of the chief of the fire department to the city manager or his designee within thirty (30) days from the date of the decision appealed. Section 108 of the International Fire Code, 2015 Edition and all amendments thereto, creating a board of appeals, shall not be applicable to any appeals filed pursuant to any provision of this Chapter 8 of the Code of Ordinances.

SECTION 2.

Chapter 8, Article III, of the Code of Ordinances of the City of Brenham is hereby amended to read as follows:

Sec. 8-41. - Investigation and record of fires.

The fire marshal shall investigate, or cause to be investigated, the cause, origin and circumstances of every fire occurring within the city by which property has been destroyed or damaged and shall especially make investigation as to whether such fire was accidental or incendiary in nature. Such investigation shall be begun within twenty-four (24) hours, not including Sunday, of the occurrence of such fire. The fire marshal shall keep in his office a record of all fires occurring within the city, together with all facts, statistics and circumstances, including the origin, of the fires and the amount of loss, which may be determined by the investigation required by this article.

Sec. 8-44. - Right of entry for examination generally; discovery of violations.

The fire marshal, or his deputy, shall have a right at all reasonable hours, for the purpose of inspection, for fire safety hazards, to enter all public or commercial buildings and premises within the city, as detailed in Section 104.3 of the International Fire Code, 2015 Edition, and all revisions thereto, and in accordance with applicable laws governing the right to entry, search and seizure.

It shall be the duty of the fire marshal to periodically perform, or cause to be performed, thorough inspection of all commercial, manufacturing and public buildings, together with the premises belonging thereto. Whenever he shall find within or upon any building or other structure or upon the premises of any building or structure the presence of fire or life safety hazards, the absence of required fire safety systems, devices, or equipment, or any violation of the fire prevention code or fire-related ordinance or law, he shall order the same to be removed or remedied and such order shall be forthwith complied with by the owner or occupant of said building or premises; provided, however, if the owner or occupant deems himself aggrieved by such order, he may within thirty (30) days appeal the decision to the city manager or his designee, who shall investigate the cause of the complaint, and unless by his authority the order is revoked, such order shall remain in force and be forthwith complied with by said owner or occupant.

Sec. 8-45. - Over-crowding, hazardous conditions; threats to life safety.

When any condition such as inadequate exits, over-crowding, presence of fire hazards, lack of required fire protection system or equipment, or other conditions that pose an immediate threat to life safety of the occupants of a building, structure or premises are found, the fire marshal, or his deputy, the fire chief, or his designee, or any peace officer of the city, shall have the authority to order such place to be immediately vacated and closed to the public and secure against re-entry until such hazardous conditions are eliminated or remedied. A written report of such action shall be created by the official ordering the closure and same shall be transmitted to the building official and to the fire marshal of the city within forty-eight (48) hours, excluding Saturdays, Sundays and holidays observed by the city.

The fire marshal, or his deputy, shall have the authority to establish the occupant load limit of any building, structure or premises within the city and order same to be posted prominently within or upon the building, structure or premises. Establishment of such occupant load limit shall be determined according to criteria set forth in Chapter 10, Section 1004 of the International Fire Code, 2015 Edition, and all revisions thereto. Upon establishment of the occupant load limit of a building, structure or premises, the owner or operator of such place shall post signs or placards of type and in such locations as acceptable to the fire marshal or his deputy.

At no time shall the occupant load determined by the fire marshal, or his deputy, be deemed to supersede or overrule such determination made by previously by the building official of the city. If a conflict should arise between the determination of the fire marshal, or his deputy, and that of the building official, the previous determination of the building official shall prevail.

SECTION 3.

Chapter 8, Article V, of the Code of Ordinances of the City of Brenham is hereby amended to read as follows:

Sec. 8-110. - Authority to establish, locate, modify, or abandon fire lanes or fire apparatus access roads.

The terms "fire lane" and "fire apparatus access roads" shall have the same definitions as those terms are defined by Section 202 "General Definitions" in the International Fire Code, 2015 Edition, and all revisions thereto. The establishment, location, modification, or abandonment of fire lanes or fire apparatus access roads shall be determined by the chief of the fire department, the fire marshal, or their designated representative, hereinafter called "the authority," in conformity with the provisions of this article and Appendix D of the International Fire Code, 2015 Edition, and all revisions thereto.

If there is a conflict between terms or when there is a question as to the intent or meaning of any portion of this subsection, the International Fire Code, 2015 Edition, Appendix D, and all revisions thereto, shall prevail.

Sec. 8-111. - Fire lanes and fire apparatus access roads generally.

- (a) *Construction.* No building used for any purpose other than single-family or two-family dwellings shall be constructed so that any part of the perimeter of the structure is greater than one hundred fifty (150) feet from a public street or highway unless the owner constructs and maintains a fire lane having a minimum width of at least twenty (20) feet and height throughout of no less than fourteen (14) feet and terminating within one hundred fifty (150) feet from the farthest point of said structure, with increases to the minimum width of twenty-six (26) feet for aerial fire apparatus, where required per Appendix D of the International Fire Code, 2015 Edition, and all revisions thereto.
- (b) *Restrictions.* The following restrictions shall apply to fire lanes:
 - (1) Required fire lanes and fire apparatus access roads, when not connected at both ends to a public street, shall terminate as detailed in Table D103.4 of Appendix D of the International Fire Code, 2015 Edition, and all revisions thereto.
 - (2) All required fire lanes and fire apparatus access roads shall be all-weather surfaced with concrete, asphalt or other approved means, provide effective drainage of storm water and capable of supporting the imposed load of fire apparatus weighing at least seventy-five thousand (75,000) pounds, as detailed in Section D102 of the International Fire Code, 2015 Edition, and all revisions thereto.
 - (3) Fire lanes or fire apparatus access roads shall not be used as loading zones.

(4) There shall be no unattended parking in any fire lane or fire apparatus access road at any time. [Exception: vehicles operated by the fire department of the city or vehicles operated by any other emergency responder organization or law enforcement agency shall be exempt from the parking restriction established in subsection 8-111(b)(4) above.

(c) *Maintenance.* All required fire lanes and fire apparatus access roads shall always be maintained and kept in a good state of repair by the owner or owners of the premises. It shall not be the responsibility of the city to maintain fire lanes or fire apparatus access roads except in cases where the city owns the property upon which the fire lanes or fire apparatus access roads are located.

Sec. 8-112. - Posting of signs and markings.

Required fire lanes and fire apparatus access roads shall be conspicuously marked with signs as detailed in Section D103.6 of Appendix D of the International Fire Code, 2015 Edition, and all revisions thereto. Where approved by the fire marshal, or his deputy, painted curbs or pavement striping, or stripes painted on the sides of buildings may be used in lieu of posted signs. Painted curbs, or stripes painted on pavement or buildings, shall consist of a red stripe six (6) inches in width with four-inch white letters stating "FIRE LANE - NO PARKING" with such lettering to be spaced approximately thirty (30) feet apart, and arranged in a manner approved by the fire marshal or his deputy. Paint used for striping and lettering shall be of a type suitable for exposure to the elements and stripes and lettering shall be re-painted as needed to maintain legibility.

All required fire lanes and fire apparatus access road signs shall always be maintained in good condition and legible. Maintenance of required fire lane and fire apparatus access road signs and markings shall be the responsibility of the owner or owners on whose property such signs are located.

SECTION 4. **SAVINGS CLAUSE**

All provisions of any ordinance, resolution or other action of the City in conflict with this Ordinance are hereby repealed to the extent they are in conflict. Any remaining portions of said ordinances, resolutions or other actions shall remain in full force and effect.

SECTION 5. **SEVERABILITY**

Should any section, subsection, sentence, clause or phrase of this Ordinance be declared unconstitutional or invalid by a court of competent jurisdiction, it is expressly provided that any and all remaining portions of this Ordinance shall remain in full force and effect. The City Council hereby declares that it would have passed this Ordinance, and each section, subsection, sentences and clauses and phrases remaining should any provision be declared unconstitutional or invalid.

SECTION 6.
REPEALER

Any other ordinance or parts of ordinances in conflict with this Ordinance are hereby expressly repealed.

SECTION 7.
EFFECTIVE DATE

This Ordinance shall become effective upon adoption and publication as required by law.

SECTION 8.
PROPER NOTICE AND MEETINGS

It is hereby officially found and determined that the meetings at which this Ordinance was passed were open to the public as required and that public notice of the time, place and purpose of said meetings were given as required by the Open Meetings Act, Chapter 551 of the Texas Government Code.

PASSED and APPROVED on its first reading this the 5th day of December 2019.

PASSED and APPROVED on its second reading this the 19th day of December 2019.

Milton Y. Tate, Jr.
Mayor

ATTEST:

Jeana Bellinger, TRMC, CMC
City Secretary



Memo

To: Mayor Milton Tate
City Council
City Manager

From: Nancy Stafford

Date: December 16, 2019

Re: Consent Agenda Item 5-k

On November 21, 2019 City Council approved the purchase of a Hermann International truck in the amount of \$147,700.00 for the Water Treatment and Wastewater Treatment Departments.

Upon placing the order for the 30-foot reach crane for the truck, engineers reviewed the design of this truck and have required changes to be made in order to accommodate the crane. Both the air tank and fuel tank must be relocated on the truck for better weight displacement and the transmission will need to be upgraded from a 2500 to a 3000 to allow a safer RPM speed.

These required changes increased the cost of the truck by \$5,150.

ORDINANCE NO. O-19-052

AN ORDINANCE OF THE CITY OF BRENHAM, TEXAS, AMENDING CHAPTER 2, ADMINISTRATION, ARTICLE III, MUNICIPAL COURT, OF THE CODE OF ORDINANCES OF THE CITY OF BRENHAM, TEXAS FOR THE PURPOSE OF REPEALING SUBSECTION 2-20(d), MUNICIPAL COURT SECURITY FUND, SECTION 2-21, MUNICIPAL COURT TECHNOLOGY FUND, AND SECTION 2-23, MUNICIPAL COURT JUVENILE CASE MANAGER FUND; PROVIDING FOR A REPEALER AND SAVINGS CLAUSE; PROVIDING FOR A SEVERABILITY CLAUSE; PROVIDING FOR AN EFFECTIVE DATE; AND PROVIDING FOR PROPER NOTICE AND OPEN MEETINGS

WHEREAS, in its 86th Legislative Session, the Texas Legislature enacted Senate Bill 346 (S.B. 346) which, in part, repealed Texas Code of Criminal Procedure Articles 102.0172 (Court Technology Fee), 102.0174 (Juvenile Case Manager Fee) and 102.017 (Court Security Fee); and

WHEREAS, in the 86th Legislative Session, the Texas Legislature enacted Section 134.103 of the Texas Local Government Code establishing a new consolidated municipal court fee to replace the fees in Articles 102.0172, 102.0174 and 102.017 of the Texas Code of Criminal Procedure which were repealed by S.B. 346; and

WHEREAS, due to the enactment of S.B. 346, certain provisions of the Code of Ordinances, City of Brenham, Texas are no longer necessary and should be repealed to conform to state law;

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

SECTION 1.

The Code of Ordinances, City of Brenham, Texas, Chapter 2, Administration, Article III, Municipal Court, Subsection 2-20(d), Municipal Court Security Fund, is hereby repealed and rescinded in its entirety.

SECTION 2.

The Code of Ordinances, City of Brenham, Texas, Chapter 2, Administration, Article III, Municipal Court, Section 2-21, Municipal Court Technology Fund, is hereby repealed and rescinded in its entirety and amended to read as follows:

2-21. RESERVED.

SECTION 3.

The Code of Ordinances, City of Brenham, Texas, Chapter 2, Administration, Article III, Municipal Court, Section 2-23, Municipal Court Juvenile Case Manager Fund, is hereby repealed and rescinded in its entirety and amended to read as follows:

2-23. RESERVED.

SECTION 4. **SAVINGS CLAUSE**

All provisions of any ordinance, resolution or other action of the City in conflict with this Ordinance are hereby repealed to the extent they are in conflict. Any remaining portions of said ordinances, resolutions or other actions shall remain in full force and effect.

SECTION 5. **SEVERABILITY**

Should any section, subsection, sentence, clause or phrase of this Ordinance be declared unconstitutional or invalid by a court of competent jurisdiction, it is expressly provided that any and all remaining portions of this Ordinance shall remain in full force and effect. The City Council hereby declares that it would have passed this Ordinance, and each section, subsection, sentences and clauses and phrases remaining should any provision be declared unconstitutional or invalid.

SECTION 6. **REPEALER**

Any other ordinance or parts of ordinances in conflict with this Ordinance are hereby expressly repealed.

SECTION 7. **EFFECTIVE DATE**

This Ordinance shall become effective on January 1, 2020.

SECTION 8.
PROPER NOTICE AND MEETINGS

It is hereby officially found and determined that the meetings at which this Ordinance was passed were open to the public as required and that public notice of the time, place and purpose of said meetings were given as required by the Open Meetings Act, Chapter 551 of the Texas Government Code.

PASSED and APPROVED on its first reading this the 5th day of December 2019.

PASSED and APPROVED on its second reading this the 19th day of December 2019.

Milton Y. Tate, Jr.
Mayor

ATTEST:

Jeana Bellinger, TRMC, CMC
City Secretary

WASHINGTON COUNTY APPRAISAL DISTRICT

1301 NIEBUHR
P. O. BOX 681
BRENHAM, TX 77834-0681
(979) 277-3740

December 3, 2019

City of Brenham
Mr. James Fisher
PO Box 1059
Brenham, TX 77834-1059

Dear Mr. Fisher,

The audit for our fiscal year 2018-2019 has been completed by Seidel, Schroeder, & Co. A copy is attached for your review. There were no discrepancies found during this time period. The audit revealed that the appraisal district stayed \$13,900 under budget.

I am going to meet with the Budget Committee formed from representatives from the taxing entities to discuss the best way to use these taxpayer dollars. Once some ideas have been formulated we will request your permission to use it accordingly.

Please examine and accept this audit if you find it to be agreeable.

Thank you for your consideration in this matter. As always please feel free to contact me with any questions or input.

Sincerely;



Willy Dilworth
Chief Appraiser



To: Mayor & Council

From: Jeana Bellinger, City Secretary

Subject: December 19, 2019; Consent Agenda Item 5-n

Date: December 13, 2019

At the November 21, 2019 meeting, the City Council approved the purchase of seven (7) Police Department vehicles. This Consent Agenda item is for the purchase of the equipment needed to outfit the six (6) patrol vehicles and the one (1) administrative vehicle:

Item	Qty	Total Cost
Admin Vehicle Lighting Package	1	\$1,700.46
Patrol Vehicle Lighting Package	6	\$ 33,622.80
Patrol Vehicle Havis Consoles	6	\$ 2,683.18
Patrol Vehicle Setina Equipment – Cages, Rear Seats and Push Bumpers	6	\$ 20,362.10
Rear Cargo Boxes for Admin and Patrol Vehicles	7	\$ 21,460.04
Noptic Thermal Image Camera for Spotlight	3	\$ 11,272.50
TOTAL EQUIPMENT COST		\$ 91,101.08

All of this equipment will be purchased from Dana Safety Supply, Inc., a BuyBoard vendor, in the amount of \$91,101.08.



AGENDA ITEM 6

DATE OF MEETING: December 19, 2019	DATE SUBMITTED: December 9, 2019
DEPT. OF ORIGIN: Economic Development	SUBMITTED BY: Susan Cates
MEETING TYPE: ☒ REGULAR ☐ SPECIAL ☐ EXECUTIVE SESSION	CLASSIFICATION: ☐ PUBLIC HEARING ☐ CONSENT ☒ REGULAR ☐ WORK SESSION
ORDINANCE: ☐ 1 ST READING ☐ 2 ND READING ☒ RESOLUTION	
AGENDA ITEM DESCRIPTION: Discuss and Possibly Act Upon Resolution No. R-19-037 In Support of the Establishment of a Commercial Property Assessed Clean Energy (C-PACE) Program in Washington County, Texas	
SUMMARY STATEMENT: The Washington County Commissioners Court is considering the establishment of a C-PACE program in Washington County that would help local businesses finance energy efficiency and renewable energy improvements with private capital and pay back the cost of the improvements over time through property assessments.	
STAFF ANALYSIS (For Ordinances or Regular Agenda Items): A. PROS: This is an innovative local government program established by the Texas Legislature that has been carefully designed to promote private sector financing, not pose a risk to the County nor impose on County staff resources. We held a special meeting with Washington County commercial lenders and have received strong support for the program. B. CONS:	
ALTERNATIVES (In Suggested Order of Staff Preference):	
ATTACHMENTS: (1) Resolution No. R-19-037	
FUNDING SOURCE (Where Applicable):	
RECOMMENDED ACTION: Approve Resolution No. R-19-037 in support of the establishment of a Commercial Property Assessed Clean Energy (C-PACE) Program in Washington County, Texas	
APPROVALS: James Fisher	

RESOLUTION NO. R-19-037

A RESOLUTION TO SUPPORT THE ESTABLISHMENT OF A COMMERCIAL PROPERTY ASSESSED CLEAN ENERGY (C-PACE) PROGRAM IN WASHINGTON COUNTY, TEXAS.

WHEREAS, The 83rd Regular Legislative Session of the State of Texas created the Property Assessed Clean Energy (PACE) Act, Chapter 399 of the Local Government Code, which allows commercial, industrial, and certain multifamily residential property owners to invest in qualified improvements that will decrease water or energy consumption or demand while accessing financing through public or private funding and paying back the costs of the improvements over time through property assessments; and

WHEREAS, the Commercial PACE (C-PACE) assessment will likely be less than the utility savings resulting from the retrofits, essentially allowing a project to pay for itself without upfront costs; and

WHEREAS, C-PACE financing programs are an innovative local government solution to help businesses finance energy efficiency and renewable energy improvements with private capital; and

WHEREAS, the City, County, and State could benefit from the energy and water demand savings by lessening the need to invest in expensive new water or power plants, creating new jobs to implement the conservation improvements, improving property values, increasing resiliency, and reducing harmful pollution; and

WHEREAS, the Texas statute and model program, PACE in a Box, that has been adopted by twenty Texas counties and thirteen Texas cities contains a high level of consumer protection, relies on private capital rather than local bond funding, is funded with user fees rather than tax dollars, and has been uniformly adopted by every local jurisdiction establishing a Commercial PACE program in Texas; and

WHEREAS, a Texas PACE in a Box model program does not compete with the private sector, promotes private sector competition, is completely voluntary, and does not pose a risk to the County's treasury or impose on County staff resources; and

WHEREAS, a single Washington County program will be uniformly available to all qualifying property in the county, and

WHEREAS, communities in other states with C-PACE legislation have faced challenges when multiple, competing PACE programs with different elements are developed and implemented by different administrators, demonstrating the need for the model PACE in a Box uniform program that does not pick winners and losers, establishes a level playing field within the private sector, eases access to private capital in the most cost-effective way, imbeds uniform consumer protections, and enables all parties to successfully market the program to potential customers; and

NOW THEREFORE, BE IT RESOLVED by the City Council of the City of Brenham, Texas that:

Upon review of the program elements, types of projects that would qualify, private capital financing model to cover the upfront costs, and the appropriate party to collect the assessments, among other elements in the Texas *PACE in a Box* model program, the Mayor and City Council hereby respectfully urge the Washington County Commissioners Court to develop and implement a county-wide, C-PACE *PACE in a Box* model program.

PASSED and APPROVED on this 19th day of December 2019.

Milton Y. Tate, Jr.
Mayor

ATTEST:

Jeana Bellinger, TRMC, CMC
City Secretary



AGENDA ITEM 7

DATE OF MEETING: December 19, 2019	DATE SUBMITTED: December 12, 2019															
DEPT. OF ORIGIN: Economic Development	SUBMITTED BY: Susan Cates															
<table style="width: 100%; border: none;"> <tr> <td style="width: 33%; vertical-align: top;">MEETING TYPE:</td> <td style="width: 33%; vertical-align: top;">CLASSIFICATION:</td> <td style="width: 33%; vertical-align: top;">ORDINANCE:</td> </tr> <tr> <td>☒ REGULAR</td> <td>☐ PUBLIC HEARING</td> <td>☐ 1ST READING</td> </tr> <tr> <td>☐ SPECIAL</td> <td>☐ CONSENT</td> <td>☐ 2ND READING</td> </tr> <tr> <td>☐ EXECUTIVE SESSION</td> <td>☒ REGULAR</td> <td>☒ RESOLUTION</td> </tr> <tr> <td></td> <td>☐ WORK SESSION</td> <td></td> </tr> </table>		MEETING TYPE:	CLASSIFICATION:	ORDINANCE:	☒ REGULAR	☐ PUBLIC HEARING	☐ 1 ST READING	☐ SPECIAL	☐ CONSENT	☐ 2 ND READING	☐ EXECUTIVE SESSION	☒ REGULAR	☒ RESOLUTION		☐ WORK SESSION	
MEETING TYPE:	CLASSIFICATION:	ORDINANCE:														
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☐ SPECIAL	☐ CONSENT	☐ 2 ND READING														
☐ EXECUTIVE SESSION	☒ REGULAR	☒ RESOLUTION														
	☐ WORK SESSION															
AGENDA ITEM DESCRIPTION: Discuss and Possibly Act Upon Resolution No. R-19-038 Re-Adopting the Guidelines and Criteria for Granting Tax Phase-In in a Reinvestment Zone Created in the City of Brenham																
SUMMARY STATEMENT: In accordance with Texas Tax Code Chapter 312.002(c) the guidelines and criteria adopted by the governing body to govern tax abatement agreements are effective for two years from the date adopted. The City of Brenham Policy Statement on Property Tax Phase-In Incentive for Selected Commercial Enterprises was last adopted by Resolution R-2017-024 on December 7, 2017. Therefore, to continue to offer Tax Phase-In as an economic development incentive for new and expanding commercial enterprises, the City Council is required to re-adopt the Policy. No changes have been made to the policy adopted in 2017.																
STAFF ANALYSIS (For Ordinances or Regular Agenda Items): A. PROS: Tax Phase-In has been, and continues to be, a valuable tool to attract new commercial investment, create jobs, and retain existing employers. B. CONS: Loss of this economic development tool will make Brenham less competitive for business attraction and remove a tool that is used to help existing businesses stay and expand in Brenham.																
ALTERNATIVES (In Suggested Order of Staff Preference):																
ATTACHMENTS: (1) Resolution No. R-19-038; and (2) City of Brenham Policy Statement on Property Tax Phase-In Incentive for Selected Commercial Enterprises																
FUNDING SOURCE (Where Applicable):																
RECOMMENDED ACTION: Approve Resolution No. R-19-038 re-adopting the guidelines and criteria for granting Tax Phase-In in a Reinvestment Zone created in the City of Brenham.																
APPROVALS: James Fisher																

RESOLUTION NO. R-19-038

A RESOLUTION OF THE CITY OF BRENHAM, TEXAS RE-ADOPTING THE GUIDELINES AND CRITERIA FOR GRANTING TAX PHASE-IN IN A REINVESTMENT ZONE CREATED IN THE CITY OF BRENHAM

WHEREAS, the creation and retention of job opportunities that bring new wealth to the community is a high civic priority; and

WHEREAS, new jobs and investment will benefit the area economy, provide needed opportunities, strengthen the real estate market and generate tax revenue to support local services, and

WHEREAS, the communities with the City of Brenham must compete with other localities across the nation currently offering tax inducements to attract new commercial enterprises and modernization projects for existing businesses; and

WHEREAS, any tax incentives offered in the City of Brenham would reduce needed tax revenue unless strictly limited in application to those new and existing industries that bring new wealth to the community, and

WHEREAS, any tax incentives should not affect the competitive position of existing companies operating in the City of Brenham; and

WHEREAS, the abatement of property taxes, when offered to attract primary jobs in industries which bring in money from outside a community instead of merely re-circulating dollars within a community, has been shown to be an effective method of enhancing and diversifying an area economy; and

WHEREAS, effective September 1, 1987, Texas law requires an eligible taxing jurisdiction to establish guidelines and criteria as to eligibility for tax abatement agreements prior to granting of any future tax abatement, said guidelines and criteria to be unchanged for a two-year period unless amended by a three-fourths vote of the participating governing body; and

WHEREAS, on February 20, 1992 City Council adopted by resolution a policy for the creation of tax abatement zones in the City of Brenham; and

WHEREAS, on December 7, 2017 City Council passed Resolution No. R-17-024 re-adopting the guidelines and criteria for granting tax abatement in a reinvestment zone created in the city; and

WHEREAS, the City Council has reviewed said guidelines and criteria and recommend no changes be made to the guidelines and criteria for granting tax abatement in a reinvestment zone; and

WHEREAS, these guidelines and criteria shall not be construed as implying or suggesting that the City of Brenham is under any obligation to provide tax abatement or other incentive to any applicant and all applicants shall be considered on a case by case basis;

NOW, THEREFORE, BE IT RESOLVED that the City Council of the City of Brenham does hereby re-adopt the attached guidelines and criteria for granting tax abatement in reinvestment zones in the City of Brenham styled as “Policy Statement on Property Tax Phase-In Incentive for Selected Commercial Enterprises”, as amended and incorporated herein by reference and effective December 19, 2019.

APPROVED this the 19th day of December 2019.

Milton Y. Tate, Jr., Mayor

ATTEST:

Jeana Bellinger, TRMC, CMC
City Secretary

CITY OF BRENHAM

POLICY STATEMENT ON PROPERTY TAX PHASE-IN INCENTIVE FOR SELECTED COMMERCIAL ENTERPRISES

Policy Adoption Date: December 19, 2019

I. PURPOSE

The City of Brenham, hereinafter referred to as "the City," is committed to the promotion of high quality development in all parts of the community and to improving the quality of life for its citizens. In order to help meet these goals and to stimulate economic development, the City will consider providing incentives that include, but are not limited to, the property Tax Phase-In incentive, in accordance with the procedures, criteria and guidelines set forth in this Policy and as provided by Chapter 312 of the Texas Tax Code. Nothing in this Policy shall imply or suggest that the City is under any obligation to provide any incentives to any applicant. Each application for the Tax Phase-In incentive under this Policy shall be considered on an individual basis.

II. DEFINITION OF TAX PHASE-IN INCENTIVE

Tax Phase-In incentive, as referred to in this Policy, means the partial, temporary exemption from ad valorem taxes on certain qualifying property in a Reinvestment Zone designated by the City or County for economic development purposes. Only ad valorem (property) taxes are eligible for the incentive. Brenham ISD and Blinn College taxes are required to be paid in full at all times.

The attached Glossary is a list of words with their definitions that are found in this document, and the Glossary is incorporated herein by reference.

III. GUIDELINES AND CRITERIA

In order to be eligible for property Tax Phase-In incentive, the planned improvement at a minimum must:

- (a) Be a facility used or to be used by a Primary Jobs Employer according to Exhibit A (except for a location in the Downtown Zone).
- (b) The project must add new value to the tax roll of eligible property: a minimum of \$300,000 for a business new to Brenham or \$150,000 for an existing local business. For development in the Downtown Zone, a National Register Historic District, the added value must be a minimum of \$50,000. This is to help maintain the economic viability of the central business district.
- (c) The applicant must maintain or create within the first year and throughout the Tax Phase-In incentive period a minimum of ten (10) jobs at an average salary of \$36,000/year or higher, including any benefits (except for a location in the Downtown Zone).

In consideration of the request for the Tax Phase-In incentive, the following factors will also be considered:

- (1) Jobs The projected new jobs created including the number of jobs, the type of jobs and the average salary per job class.
- (2) Fiscal Impact The amount of real and personal property value that will be added to the tax roll for both eligible and ineligible property, the amount of direct sales tax that may be generated, any infrastructure improvements by the City that will be required by the facility, the infrastructure improvements made by the facility, and the compatibility of the project with the City's master plan for development.
- (3) Valuation at Termination of Tax Phase-In Incentive Period The estimated fair market value, valued at the end of incentive period, of any equipment included in the Tax Phase-In incentive. The economic life of the added-value property must exceed the duration of the granted Tax Phase-In incentive period.

(4) Community Impact

The pollution, if any, as well as other negative environmental impacts affecting the health and safety of the community that will be created by the project;

The revitalization of a depressed area;

The business opportunities of existing local businesses;

The alternative development possibilities for proposed site;

The impact on other taxing entities;

Whether the improvement is expected to solely or primarily have the effect of transferring employment from one part of Washington County to another; and/or,

Whether the product manufactured or service provided by the business competes to a substantial degree with an existing business.

IV. TAX PHASE-IN INCENTIVE AUTHORIZED

- (a) Authorized Date A facility shall be eligible for the Tax Phase-In incentive if it has applied for the incentive prior to the commencement of construction and meets the guidelines and criteria under this Policy.
- (b) Creation of New Value Tax Phase-In incentive may only be granted for the additional value of eligible property improvements made subsequent to the filing of an application for the Tax Phase-In incentive and specified in the Tax Phase-In incentive agreement between the City and the property owner and/or lessee, subject to such limitations as the guidelines and criteria may require.

- (c) New and Existing Facilities Tax Phase-In incentive may be granted for new facilities and improvements and for the expansion or modernization of existing facilities and improvements. If the modernization project includes facility replacement, the Tax Phase-In incentive value shall be the tax-appraised value of the new unit(s) less the value of the old unit(s).
- (d) Eligible Property Except as otherwise provided in this policy, the Tax Phase-In incentive may be extended to the value of buildings, structures, fixed machinery and equipment, site improvements plus that office space and related fixed improvements necessary or convenient to the operation and administration of the facility.
- (e) Ineligible Property The following types of property shall be fully taxable and ineligible for property Tax Phase-In incentives:
- land,
 - animals,
 - inventories,
 - supplies,
 - tools,
 - furnishings and other forms of movable personal property,
 - vehicles,
 - vessels,
 - aircraft,
 - housing or residential property (except for property owners in the Downtown Zone),
 - hotels/motels,
 - fauna,
 - flora,
 - retail facilities (except for property owners in the Downtown Zone),
 - deferred maintenance investments,
 - property to be rented or leased except as provided in Part IV (f),
 - improvements for the generation or transmission of electrical energy not wholly consumed by a new facility or expansion,
 - any improvements including those to produce, store or distribute natural gas or fluids that are not integral to the operation of the facility, or
 - property owned or used by the State of Texas or its political subdivisions or by any organization owned, operated or directed by a political subdivision of the State of Texas.
- (f) Owned/Leased Facilities If a leased facility is granted the Tax Phase-In incentive, the agreement shall be executed with the lessor and the lessee and the new value investment shall be combined to calculate the total new value investment. If the lessee removes or reduces its new value investment to the detriment of the lessor, the lessor may annually elect to extend its Tax Phase-In incentive to obtain a replacement lessee. The lessor may obtain the full benefit of the remaining Tax Phase-In incentive period by resuming the Tax Phase-In incentive with the combined value of the replacement lessee by disregarding the Tax Phase-In incentive extension term. The lessor shall not receive any Tax Phase-In incentive during any year where a Tax Phase-In incentive extension has been elected. The Tax Phase-In incentive period, including any extensions, shall never exceed a total of ten years as provided by state law. The replacement lessee may apply for its own Tax Phase-In incentive based solely on its new value investment.

- (g) Value and Term of Tax Phase-In incentive Tax Phase-In incentives shall commence with the January 1 valuation date immediately following the occupancy of the property qualifying for the Tax Phase-In incentive unless otherwise specified by the City. The value of new eligible properties shall be abated according to the approved agreement between applicant and the City. The City, in its sole discretion, shall determine the amount of any Tax Phase-In incentive. The Table 1 and Table 2 Tax Phase-In incentive Schedules - Exhibit "B", Table 3 in a Downtown Zone (map Exhibit "C"), incorporated herein by reference, shall be the maximum Tax Phase-In incentive available based on total new value investment or added employment for each year during the Tax Phase-In incentive term, whichever is greater.

The total amount of eligible property improvements and jobs created and retained are based on projected property improvements and personnel employed. However, the actual amount of tax phase-in incentives shall be determined annually by Table 1 and Table 2 in Exhibit B based on the actual eligible improvements and the actual number of employees, unless located in a Downtown Zone, in which the total amount of abatement will be derived from Table 3.

If an Existing Local Business has ten to forty-nine (10-49) employees for their base year employment, then the total abatement levels shall be determined from Levels 1-4 in Table 2 of Exhibit B. If an Existing Local Business has fifty (50) or more employees for their base year employment, then the following abatement levels shall be determined from Table 2 in Exhibit B:

- Level 5 – if base year employment is at least 90% for that calendar year
- Level 4 – if base year employment is at least 80% for that calendar year
- Level 3 – if base year employment is at least 70% for that calendar year
- Level 2 – if base year employment is at least 60% for that calendar year
- Level 1 – if base year employment is at least 50% for that calendar year

- (h) Downtown Zone A Tax Phase-In incentive zone within the designated downtown area in the attached Exhibit C, incorporated herein by reference, and any tracts or parcels contiguous to a tract in Exhibit C under common ownership. Tax Phase-In incentive in a Downtown Zone shall receive approval for building plans and specifications by the Main Street Board as a condition of receiving the Tax Phase-In incentive.

- (i) Taxability From the execution of the Tax Phase-In incentive contract to the end of the agreement period, taxes shall be payable as follows:

- (1) The value of ineligible property as provided in Part IV (e) shall be fully taxable.
- (2) The base year value of existing eligible property as determined each year shall be fully taxable.
- (3) The additional value of new eligible property shall be taxable in the manner described in Part IV (g).

V. APPLICATION PROCESS

- (a) Any present or potential owner of taxable property in the City of Brenham may request the creation of a Reinvestment Zone and Tax Phase-In incentive by filing written request with the City Manager.
- (b) The application shall consist of a completed application form accompanied by:
 - (1) A general description of the proposed use and the general nature and extent of the modernization, expansion or new improvements to be undertaken;
 - (2) A descriptive list of the improvements which will be a part of the facility;
 - (3) A map and property description or a site plan, including a legal description of the area proposed for designation as a Reinvestment Zone, as applicable.
 - (4) A time schedule for undertaking and completing the planned improvements;
 - (5) In the case of modernizing or replacing existing facilities, a statement of the assessed value of the facility, separately stated for real and personal property, shall be given for the tax year immediately preceding the application;
 - (6) The application form may require such financial and other information as deemed appropriate for evaluating the financial capacity and other factors of the applicant;
 - (7) A schedule reflecting the proposed amount of abated taxes for which the applicant seeks, as well as the anticipated taxes to be paid by the applicant which will not be subject to the Tax Phase-In incentive; and
 - (8) A schedule of the proposed job creation or retention, including details of job type(s), wages and benefits, and the timing of creation of any job within the phase-in period.
- (c) Upon receipt of a completed application, the City Manager shall notify the Mayor and City Council. Before acting upon the application, the City may conduct an Economic Impact Study. Following this step, the City shall afford the applicant and any other interested persons the opportunity to speak and present evidence for or against the designation of the area as a Reinvestment Zone for the purpose of the Tax Phase-In incentive during a public hearing. Notice of the public hearing shall be clearly identified on an agenda of the City to be posted as required by law. At least seven (7) days before the date of the hearing, notice of the hearing must be 1) published in a newspaper having general circulation in the City; and 2) delivered in writing to the presiding officer of the governing body of each taxing entity having in its boundaries real property that is to be included in the proposed Reinvestment Zone.
- (d) The City shall approve or disapprove the application for designation of an area as a Reinvestment Zone for Tax Phase-In incentive within ninety (90) days after receipt of the application. The presiding officer of the legislative body of the City shall notify the applicant of the approval or disapproval promptly thereafter.

- (e) A request for designation of an area as a Reinvestment Zone for the purpose of receiving the Tax Phase-In incentive shall not be granted if the jurisdiction receiving the application finds that the request for the Tax Phase-In incentive was filed after the commencement of construction or installation of improvements related to a proposed modernization expansion or new facility began.

VI. PUBLIC HEARING

- (a) Should the City be able to show cause in the public hearing why the granting of a designation of an area as a Reinvestment Zone for the Tax Phase-In incentive will have a substantial adverse effect on its bonds, service capacity or the provision of service, that showing shall be reason for the City to deny the granting of the application.
- (b) Neither a Reinvestment Zone nor a property Tax Phase-In incentive agreement shall be authorized if it is determined that:
 - (1) There would be a substantial adverse effect on the provision of a government service or tax base of the City.
 - (2) The applicant has insufficient financial capacity
 - (3) Planned or potential use of the property would constitute a hazard to public safety, health or morals.
 - (4) Planned or potential use of the property violates governmental codes or laws.

VII. AGREEMENT

- (a) After approval of the application for the designation of an area as a Reinvestment Zone for the property Tax Phase-In incentive, the City shall formally pass a resolution and execute an agreement with the owner of the facility and the lessee involved, if any, which shall include:
 - (1) Estimated value to be abated and the base year value.
 - (2) Percent of value to be abated each year as provided in Part IV (g).
 - (3) The commencement date and the termination date of Tax Phase-In incentive.
 - (4) The proposed use of the facility, nature of construction, time schedule for undertaking and completing the planned improvements, map, property description and improvements list as provided in Application, Part V.
 - (5) Contractual obligations in the event of default, violation of terms or conditions, delinquent taxes, recapture, administration and assignment as provided herein and other provisions that may be required for uniformity or by state law.
 - (6) Amount of investment and average number of jobs involved for the period of the Tax Phase-In incentive.
 - (7) Said contract shall meet all of the requirements of Texas Tax Code Chapter 312.

- (b) Such agreement shall be executed within ninety (90) days after the later of 1) the date applicant has forwarded all necessary information to the City or 2) the date of the approval of the application.
- (c) The City shall make its own determination of the property Tax Phase-In incentive which shall not bind any other jurisdiction.

VIII. ADMINISTRATION

Each Tax Phase-In incentive project will be monitored annually for compliance. The agreement will require the applicant to provide a sworn statement and documents verifying compliance each year. Failure to provide the required documents in the manner outlined herein shall result in termination of the Tax Phase-In incentive agreement.

The terms of the agreement shall include the right of the City to review and verify the applicant's employment records and payroll records in each year during the term of the agreement, and to conduct an on-site inspection of the project in each year during the duration of the Tax Phase-In incentive, and to review such other items as may be reasonable to verify compliance with the terms of the agreement.

The agreement shall stipulate that employees and/or designated representatives of the City will have access to the Reinvestment Zone during the term of the Tax Phase-In incentive to inspect the facility to determine compliance with the terms and conditions of the agreement. All inspections will be made only after the giving of twenty-four (24) hours prior notice and will be conducted in such manner as to not unreasonably interfere with the construction and/or operation the facility. All City inspections will be made with one or more representatives of the company or individual and in accordance with its safety standards.

All proprietary information acquired by any affected jurisdiction for purposes of monitoring compliance with the terms and conditions of a property Tax Phase-In incentive agreement shall be considered confidential to the extent allowed by law.

Compliance will be monitored in the following manner:

- (a) A Compliance Review Committee shall collect from the applicant a sworn statement of compliance and verifying documents and conduct any inspections on or before June 30 of each calendar year. The Committee shall be comprised of 5 representatives, with 2 appointed by the Mayor, 2 appointed by the County Judge and 1 by the Chief Appraiser. They will be appointed by January 30 of even numbered years for a two year term. Any vacancy on the committee will be filled by the designated official who appointed the vacating committee person. The designated official may remove an appointee at any time. The company/individual receiving the property Tax Phase-In incentive shall furnish the Committee with such information as may be necessary to verify compliance, including the number of new or retained employees associated with the facility and their salaries.
- (b) The Chief Appraiser of the County shall annually determine an assessment of the real and personal property in the Reinvestment Zone. This shall be done on or before October 1 of each calendar year.
- (c) The Committee shall provide a report on the status of all Tax Phase-In incentive agreements to the City Council on or before December 15 of each calendar year.

IX. DEFAULT

Should the City determine that a company or individual is in default according to the terms and conditions of its agreement, the City shall notify the company or individual in writing at the address stated in the agreement, and if such default is not cured within thirty (30) days or begun to be cured (in the case of a default that cannot reasonably be cured within 30 days) from the date of such notice ("Cure Period"), then the agreement shall be terminated.

In the event that the company or individual:

- (1) allows its ad valorem taxes owed the City to become delinquent and fails to timely and properly follow the legal procedures for their protest and/or contest; or
- (2) does not create jobs as outlined in the agreement; or
- (3) if an Existing Local Business falls below fifty percent (50%) of their base year employment number; or
- (3) violates any of the terms and conditions of the Tax Phase-In incentive agreement and fails to cure same during the Cure Period; or
- (4) if the facility is completed and begins producing product or service, but subsequently discontinues producing product or service for any reason excepting fire, explosion or other casualty or accident or natural disaster, for a period of more than one (1) year during the Tax Phase-In incentive period;

then the agreement shall terminate and so shall the Tax Phase-In incentive of taxes for the calendar year during which the agreement is terminated. The taxes otherwise abated for that calendar year shall be paid to the City within sixty (60) days from the date of termination.

X. ASSIGNMENT

- (a) The Tax Phase-In incentive may be transferred and assigned by the holder to a new owner or lessee of the same facility upon the approval by resolution of the City, subject to the financial capacity of the assignee and provided that all conditions and obligations in the Tax Phase-In incentive agreement are guaranteed by the execution of a new contractual agreement with the City.
- (b) The contractual agreement with the new owner or lessee shall not exceed the termination date of the Tax Phase-In incentive agreement with the original owner and/or lessee.
- (c) No assignment or transfer shall be approved if the parties to the existing agreement, the new owner or new lessee are liable to the City for outstanding taxes or other obligations.
- (d) Approval shall not be unreasonably withheld.

XI. SUNSET PROVISION

- (a) This policy is effective upon the date of the adoption and will remain in force for two (2) years, at which time all Reinvestment Zones and Tax Phase-In incentive contracts created pursuant to its provisions may be reviewed by the City to determine whether the goals have been achieved. Based on that review, this policy may be modified, renewed or eliminated, providing that such actions shall not affect existing contracts.
- (b) This policy does not amend any existing Industrial District Contracts or agreements with the owners of real property in areas deserving of specific attention as agreed by the City.
- (c) Prior to the date for review, as defined above, this Policy Statement may be modified by a three fourths (3/4) vote of members each governing body, as provided for under the laws of the State of Texas.

XII. SEVERABILITY AND LIMITATIONS

- (a) In the event that any section, clause, sentence, paragraph or any part of this Policy Statement shall, for any reason, be adjudged by any court of competent jurisdiction to be invalid, such invalidity shall not affect, impair, or invalidate the remainder of this Policy Statement.
- (b) Property that is owned or leased by the following is excluded from the property Tax Phase-In incentive:
 - (1) a member of the governing body of the City of Brenham or a member of a planning board or commission of the City; or
 - (2) a member of the Commissioners Court or a member of a planning board or commission of Washington County.
- (c) If this Policy Statement has omitted any mandatory requirements of the applicable Tax Phase-In incentive laws of the State of Texas, then such requirements are hereby incorporated as a part of this Policy Statement.

XIII. VARIANCE

Requests for any variances from this Policy may be made in written form to the City Manager. Such request shall include a complete description of the circumstances explaining why the applicant, company or individual should be granted a variance. Approval of a request for variance requires a three- fourths (3/4) majority vote of the governing body of the City.

GLOSSARY

- (a) "City" means the City of Brenham, Texas that levies ad valorem taxes upon and/or provides services to property located within the City limits.
- (b) "Agreement" means a contractual agreement between a property owner and/or lessee and the City for the purpose of the Tax Phase-In incentive.
- (c) "Base year employment" means the average number of employees for each quarter at an existing local business of the year prior to the execution of the agreement.
- (d) "Base year value" means the assessed value of eligible property on January 1 preceding the execution of the agreement plus the agreed upon value of eligible property improvements made after January 1 but before the filing of an application for the Tax Phase-In incentive.
- (e) "Committee" means the Compliance Review Committee, consisting of representatives appointed by the City, County and Chief Appraiser's office to annually review documents verifying compliance of all projects receiving the Tax Phase-In incentive.
- (f) "Deferred maintenance" means improvements necessary for continued operations which do not improve productivity or alter the process technology.
- (g) "Existing Local Business" means a business that has been located in the City of Brenham and has paid property taxes for at least one full year prior to submitting any application for the property Tax Phase-In incentive.
- (h) "Expansion" means the addition of buildings, employees, structures, machinery or equipment for purposes of increasing production capacity.
- (i) "Facility" means property improvements completed or in the process of construction which together comprise an integral whole.
- (j) "Job(s)" shall represent a newly created or a retained employment position on a full-time permanent basis at an average base salary of \$36,000 or higher, including any benefits, whether hired directly or leased through an employee leasing service.
- (k) "Modernization" means the upgrading and or replacement of existing facilities which increases the productive input or output, updates the technology or substantially lowers the unit cost of the operation. Modernization may result from the construction, alteration or installation of buildings, structures, fixed machinery or equipment. It shall not be for the purpose of reconditioning, refurbishing or repairing.
- (l) "New Facility" means improvements to real estate previously undeveloped which is placed into service by means other than or in conjunction with expansion or modernization.
- (m) "Productive Life" means the number of years a property improvement is expected to be in service in a facility.

EXHIBIT A
PRIMARY JOBS EMPLOYER DEFINITION

Sec. III (a)

Be a facility used or to be used by a Primary Jobs Employer.

"Primary job" means a job that is:

- (i) available at a company for which a majority of the products or services of that company are ultimately exported to regional, statewide, national, or international markets infusing new dollars into the local economy; and
- (ii) included in one of the following sectors of the North American Industry Classification System (NAICS):

NAICS Sector #	Description
111	Crop Production
112	Animal Production
113	Forestry and Logging
11411	Commercial Fishing
115	Support Activities for Agriculture and Forestry
211-213	Mining
221	Utilities
311-339	Manufacturing
42	Wholesale Trade
48-49	Transportation and Warehousing
51 (excluding 512131 and 512132)	Information (excluding motion picture theaters and drive-in motion picture theaters)
523-525	Securities, Commodity Contracts, and Other Financial Investments and Related Activities; Insurance Carriers and Related Activities; Funds, Trusts, and Other Financial Vehicles
5413, 5415, 5416, 5417, and 5419	Architectural, Engineering, and Related Services; Computer System Design and Related Services; Management, Scientific, and Technical Consulting Services; Scientific Research and Development Services; Other Professional, Scientific, and Technical Services
551	Management of Companies and Enterprises
56142	Telephone Call Centers
922140	Correctional Institutions

EXHIBIT B TAX PHASE-IN INCENTIVE SCHEDULES

Applicants may receive property Tax Phase-In incentive according to the schedules in Tables 1 and 2, depending on their combination of property value creation and job creation/retention.

TABLE 1 (earns 50% of incentive)

1A - Property Improvements by an Existing Local Business

Level	Amount of Valuation of Eligible Improvements as determined by the Tax Appraisal District:		Percent of property tax to be abated each year							
	From	To	1	2	3	4	5	6	7	8
1	\$ 150,000	\$1,000,000	45	40	30	20	0	0	0	0
2	\$1,000,001	\$2,500,000	45	45	40	30	20	0	0	0
3	\$2,500,001	\$4,000,000	45	45	45	40	30	20	0	0
4	\$4,000,001	\$5,500,000	45	45	45	45	40	30	20	0
5	More than	\$5,500,000	45	45	45	45	45	40	30	20

1B - Property Improvements by a New Business

Level	Amount of Valuation of Eligible Improvements as determined by the Tax Appraisal District:		Percent of property tax to be abated each year							
	From	To	1	2	3	4	5	6	7	8
1	\$ 300,000	\$1,000,000	45	40	30	20	0	0	0	0
2	\$1,000,001	\$2,500,000	45	45	40	30	20	0	0	0
3	\$2,500,001	\$4,000,000	45	45	45	40	30	20	0	0
4	\$4,000,001	\$5,500,000	45	45	45	45	40	30	20	0
5	More than	\$5,500,000	45	45	45	45	45	40	30	20

TABLE 2 (earns 50% of incentive)

2 - Jobs Created & Retained - by Existing Businesses or New/Relocating Businesses

Level	The number of new and/or retained full-time employees with an average salary level of \$36,000+/year including benefits averaged during the twelve calendar months prior to the tax assessment date of January 1:		Percent of property tax to be abated each year							
	From	To	1	2	3	4	5	6	7	8
1	10	19	45	40	30	20	0	0	0	0
2	20	29	45	45	40	30	20	0	0	0
3	30	39	45	45	45	40	30	20	0	0
4	40	49	45	45	45	45	40	30	20	0
5	50 and more		45	45	45	45	45	40	30	20

TABLE 3 Downtown Zone

Amount of valuation of
downtown reinvestment
determined by tax appraisal:

Percent of property tax to be abated each year

Valuation	1	2	3	4	5	6	7	8
\$ 50,000 to \$150,000	90	90	90	60	40	20	0	0
\$150,001 to \$250,000	90	90	90	90	60	40	20	0
\$250,001 and beyond	90	90	90	90	90	60	40	20

EXHIBIT C
MAP OF DOWNTOWN ZONE





AGENDA ITEM 8

DATE OF MEETING: December 19, 2019	DATE SUBMITTED: December 10, 2019	
DEPT. OF ORIGIN: Public Works	SUBMITTED BY: Dane Rau	
MEETING TYPE: ☒ REGULAR ☐ SPECIAL ☐ EXECUTIVE SESSION	CLASSIFICATION: ☐ PUBLIC HEARING ☐ CONSENT ☒ REGULAR ☐ WORK SESSION	ORDINANCE: ☐ 1ST READING ☐ 2ND READING ☐ RESOLUTION
AGENDA ITEM DESCRIPTION: Discuss and Possibly Act Upon Contract No. 2017-03 Related to the Jackson Street Storm Damage Repairs and Authorize the Mayor to Execute Any Necessary Documentation		
SUMMARY: On November 19, 2019 Strand and Associates along with City of Brenham staff opened bids regarding the Jackson Street Park Storm Damages. These damages were directly related to Hog Branch that runs through the park and crosses S. Jackson Street. There were 4 bids received and were very competitive. Solid Bridge Construction provided the lowest base bid at \$126,400.00. In this bid, there were 4 alternates listed and detailed out. We have chosen to accept Alternate 1 which gives us the most impact added to the base bid and still falls within our range when considering NRCS budget and our expected contribution. The other alternates are considered minor and staff recommends not awarding them especially since this will add to a budget overrun. This project stems from the 2016 flood events and is in need of repair from W. Mansfield St. to S. Jackson St. regarding the creek channel. In 2016, this channel took a hit and caused major erosion to occur throughout the channel. The most notable area is closest to S. Jackson St in which a large area was eroded and needs attention. The other areas will also need work in order to make the park safe and protect our assets such as the bridges, trail, and basketball courts. We have had success receiving funding through NRCS and the USDA relating to this project. NRCS has allocated roughly \$144,823 toward the restoration of this creek channel. This will be a 90/10 match in which the City of Brenham will be responsible for roughly \$15,000 of the costs to restore the channel. This has been confirmed and approved as seen in the attached notice and agreement award by USDA. Our portion of the restoration costs is currently budgeted in the FEMA Fund that was established in the 2018-19 budget. The scope of work is to remove and dispose of accumulated sediment along approximately 1,570 feet of channel by reestablishing flow lines, side slopes and armor areas that have been compromised due to storm events. It will beef up many areas by adding concrete along with riprap to sensate areas such as the area behind the basketball courts near S. Jackson St.		

We would like to ask council to approve the base bid along with Alternate 1 and award the project to Solid Bridge Construction in the amount of \$153,735. Strand and Associates has reviewed the documents and recommends moving forward as both Strand and the City of Brenham have worked with Solid Bridge on several projects recently such as the Wastewater Plant Creek Protection Project and the LouAnna Subdivision Drainage Project. They are very responsive, communicative and do great work.
STAFF ANALYSIS (For Ordinances or Regular Agenda Items): A. PROS: Another project moving forward and this one we will get significant support on. B. CONS: Will not get reimbursed on engineering fees and also have a 10% match totaling around \$15,000.
ALTERNATIVES (In Suggested Order of Staff Preference):
ATTACHMENTS: (1) Construction Award/Bid Tab; (2) USDA Notice of Grant and Agreement Award; and (3) Scope of Work Map
FUNDING SOURCE (Where Applicable): FEMA FUND
RECOMMENDED ACTION: Award Contract No. 2017-03 to Solid Bridge Construction for the Base Bid along with Alternate Bid No. 1, in the amount of \$153,735.00, related to the Jackson Street Storm Damage Repairs and authorize the Mayor to execute any necessary documentation
APPROVALS: James Fisher



Strand Associates, Inc.®
1906 Niebuhr Street
Brenham, TX 77833
(P) 979-836-7937

December 4, 2019

Mr. Dane Rau, Director of Public Works
City of Brenham
200 West Vulcan
Brenham, TX 77833

Re: 2017 Jackson Street Storm Damage Repairs
Contract No. 2017-03
City of Brenham, Texas

Dear Dane,

Bids for the above-referenced project were opened on November 19, 2019. Four bids were received with the resulting bid tabulation enclosed.

Based on the expressed desire to award the Base Bid plus Alternate Bid No. 1, Solid Bridge Construction of Huntsville, Texas, was the apparent low bidder at \$153,735.00. The bid included a bid bond for 5 percent.

Strand Associates, Inc.® has previously worked with Solid Bridge Construction on projects for drainage improvements with the City of Brenham. Based on our previous experience with this contractor, we have found Solid Bridge Construction to be responsible.

We suggest that you consider evaluating Solid Bridge Construction's financial status prior to award and other information submitted to you as required by Article 19.05.2 found in the Instructions to Bidders of the Contract Documents.

Sincerely,

STRAND ASSOCIATES, INC.®

A handwritten signature in dark ink, appearing to read 'Hollie Janecka'.

Hollie A. Janecka, P.E.

Enclosure

TBPE No. F-8405
TBPLS No. 10030000

3900.081\\NAJ.r\\NR\\BRE\\Documents\\Specifications\\Archive\\2019\\Brenham, City of\\3900.081.2017-03.RJW\\(16) Specification Letters\\(a) Resulting Bid Tabulation\\120419.docx

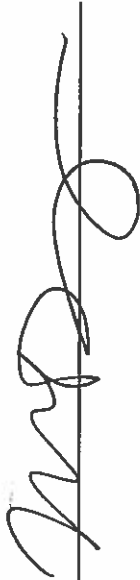
Bids Received: 02:15 P.M.
November 19, 2019

STRAND ASSOCIATES, INC.®
1906 Niebuhr Street
Brenham, TX 77833

2017 JACKSON STREET STORM DAMAGE REPAIRS
CITY OF BRENHAM PROJECT NO. 2017-03
CITY OF BRENHAM, TEXAS

BID TABULATION SUMMARY

Bidder and Address	Bid Bond or Guarantee	Addenda Acknowledged	Total Base Unit Prices	Additive Alternate No. 1	Additive Alternate No. 2	Additive Alternate No. 3	Additive Alternate No. 4
Solid Bridge Construction 1204 Sam Houston Avenue Huntsville, Texas 77340	5%	YES	\$126,400.00	\$27,335.00	\$27,983.00	\$4,403.00	\$80,800.00
Barclays Premier Utility Srv, LLC 1630 Gault Road Houston, Texas 77039	5%	YES	\$153,125.00	\$13,400.00	\$10,920.00	\$2,120.00	\$75,500.00
WJC Constructors, LLC 702 Old Antioch Street Smithville, Texas 78957	5%	YES	\$195,083.00	\$130,450.00	\$73,162.00	\$43,190.00	\$62,200.00
ERS of MS, Inc. 1635 Leila Drive, Suite 202 Jackson, MS 39216	5%	YES	\$237,540.00	\$23,825.00	\$28,350.00	\$6,196.00	\$115,500.00

Reviewed by: 

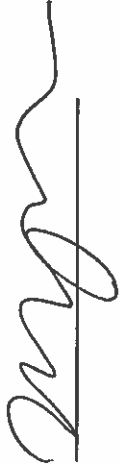


Hollie Janecka
12-4-19

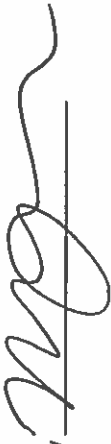
Bids Received: 2:15 P.M., November 19, 2019				STRAND ASSOCIATES, INC. • 1906 Niebuhr Street Brenham, TX 77833					
2017 JACKSON STREET STORM DAMAGE REPAIRS CITY OF BRENHAM CONTRACT NO. 2017-03 CITY OF BRENHAM, TEXAS				BID TABULATION BREAKDOWN					
				Solid Bridge Construction 1204 Sam Houston Avenue Huntsville, Texas 77340	Barclays Premier Utility Srv, LLC 1630 Gault Road Houston, Texas 77039	WJC Constructors, LLC 702 Old Antioch Street Smithville, Texas 78957	ERS of MS, Inc. 1635 Lelia Drive, Suite 202 Jackson, MS 39216		
No.	Description	Quantity	Unit	Unit Price	Total Price	Unit Price	Total Price	Unit Price	Total Price
1.	Mobilization	1	LS	\$ 12,000.00	\$ 12,000.00	\$ 22,500.00	\$ 22,500.00	\$ 40,000.00	\$ 40,000.00
2.	Rock Filter Dam (Type 4)	30	LF	\$ 100.00	\$ 3,000.00	\$ 10.00	\$ 300.00	\$ 400.00	\$ 12,000.00
3.	Embankment (Eroded/Undermined Areas)	100	CY	\$ 26.00	\$ 2,600.00	\$ 10.00	\$ 1,000.00	\$ 300.00	\$ 30,000.00
4.	Excavation (Channel)	380	CY	\$ 15.00	\$ 5,700.00	\$ 20.00	\$ 7,600.00	\$ 130.00	\$ 49,400.00
5.	5-Inch Thick Concrete Slope Paving	160	CY	\$ 525.00	\$ 84,000.00	\$ 700.00	\$ 112,000.00	\$ 160.00	\$ 25,600.00
6.	Pressure Relief Valve	6	EA	\$ 1,000.00	\$ 6,000.00	\$ 350.00	\$ 2,100.00	\$ 2,000.00	\$ 12,000.00
7.	Riprap (Stone Type R)(Grouted)(12-Inch)	30	CY	\$ 220.00	\$ 6,600.00	\$ 200.00	\$ 6,000.00	\$ 250.00	\$ 7,500.00
8.	R&D Existing Sidewalk and Replace w/5-Inch Thick Sidewalk	6	SY	\$ 400.00	\$ 2,400.00	\$ 100.00	\$ 600.00	\$ 1,833.00	\$ 10,998.00
								\$ 150.00	\$ 900.00

			Solid Bridge Construction 1204 Sam Houston Avenue Huntsville, Texas 77340		Bardlays Premier Utility Srv, LLC 1630 Gault Road Houston, Texas 77039		WJC Constructors, LLC 702 Old Antioch Street Smithville, Texas 78957		ERS of MS, Inc. 1635 Lelia Drive, Suite 202 Jackson, MS 39216		
No.	Description	Quantity	Unit	Unit Price	Total Price	Unit Price	Total Price	Unit Price	Total Price		
9.	Block Sodding or Hydromulch Seeding	205	SY	\$ 20.00	\$ 4,100.00	\$ 5.00	\$ 1,025.00	\$ 37.00	\$ 7,585.00	\$ 8.00	\$ 1,640.00
ENGINEER'S COMPUTED TOTAL ITEMS NO. 1 THROUGH 9					\$ 126,400.00		\$ 153,125.00		\$ 195,083.00		\$ 237,540.00
CONTRACTOR'S COMPUTED TOTAL ITEMS NO. 1 THROUGH 9					\$ 126,400.00		\$ 153,125.00		\$ 195,083.00		\$ 237,540.00

Reviewed by

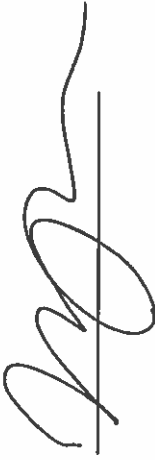


Bids Received: 2:15 P.M., November 19, 2019 STRAND ASSOCIATES, INC.● 1906 Niebuhr Street Brenham, TX 77833 2017 JACKSON STREET STORM DAMAGE REPAIRS CITY OF BRENHAM CONTRACT NO. 2017-03 CITY OF BRENHAM, TEXAS									
ADDITIVE ALTERNATE NO. 1 BREAKDOWN									
			Solid Bridge Construction 1204 Sam Houston Avenue Huntsville, Texas 77340		Bardays Premier Utility Srv, LLC 1630 Gault Road Houston, Texas 77039		WJC Constructors, LLC 702 Old Antioch Street Smithville, Texas 78957		ERS of MS, Inc. 1635 Lelia Drive, Suite 202 Jackson, MS 39216
No.	Description	Quantity	Unit	Unit Price	Total Price	Unit Price	Total Price	Unit Price	Total Price
Additive Alternate No. 1									
1.	Rock Filler Dam (Type 4)	30	LF	\$ 100.00	\$ 3,000.00	\$ 10.00	\$ 300.00	\$ 400.00	\$ 12,000.00
2.	Storm Drain Inlet Protection	110	LF	\$ 4.00	\$ 440.00	\$ 10.00	\$ 1,100.00	\$ 500.00	\$ 55,000.00
3.	Embankment (Eroded/Undermined Areas)	20	CY	\$ 26.00	\$ 520.00	\$ 10.00	\$ 200.00	\$ 300.00	\$ 6,000.00
4.	Excavation (Channel)	185	CY	\$ 15.00	\$ 2,775.00	\$ 20.00	\$ 3,700.00	\$ 130.00	\$ 24,050.00
5.	Riprap (Stone Type R)(Grouted) (12-Inch)	30	CY	\$ 220.00	\$ 6,600.00	\$ 200.00	\$ 6,000.00	\$ 250.00	\$ 7,500.00
6.	Block Sodding or Hydromulch Seeding	700	SY	\$ 20.00	\$ 14,000.00	\$ 3.00	\$ 2,100.00	\$ 37.00	\$ 25,900.00
ENGINEER'S COMPUTED TOTAL FOR ADDITIVE ALTERNATE NO. 1 - ITEM NO. 1 THROUGH 6					\$ 27,335.00		\$ 13,400.00		\$ 130,450.00
CONTRACTOR'S COMPUTED TOTAL FOR ADDITIVE ALTERNATE NO. 1 - ITEM NO. 1 THROUGH 6					\$ 27,335.00		\$ 13,400.00		\$ 130,450.00

Reviewed by 

				Solid Bridge Construction 1204 Sam Houston Avenue Huntsville, Texas 77340		Bardlays Premier Utility Srv, LLC 1630 Gault Road Houston, Texas 77039		WJC Constructors, LLC 702 Old Antioch Street Smithville, Texas 78957		ERS of MS, Inc. 1635 Lelia Drive, Suite 202 Jackson, MS 39216	
No.	Description	Quantity	Unit	Unit Price	Total Price	Unit Price	Total Price	Unit Price	Total Price	Unit Price	Total Price
Additive Alternate No. 2											
9.	Block Sodding or Hydromulch Seeding	200	SY	\$ 20.00	\$ 4,000.00	\$ 5.00	\$ 1,000.00	\$ 37.00	\$ 7,400.00	\$ 7.00	\$ 1,400.00
ENGINEER'S COMPUTED TOTAL FOR ADDITIVE ALTERNATE NO. 2 - ITEM NO. 1 THROUGH 9											
CONTRACTOR'S COMPUTED TOTAL FOR ADDITIVE ALTERNATE NO. 2 - ITEM NO. 1 THROUGH 9											

Reviewed by



Bids Received: 2:15 P.M., November 19, 2019											
STRAND ASSOCIATES, INC.● 1906 Niebuhr Street Brenham, TX 77833											
2017 JACKSON STREET STORM DAMAGE REPAIRS CITY OF BRENHAM CONTRACT NO. 2017-03 CITY OF BRENHAM, TEXAS											
ADDITIVE ALTERNATE NO. 3 BREAKDOWN											
				Solid Bridge Construction 1204 Sam Houston Avenue Huntsville, Texas 77340		Barclays Premier Utility Srv, LLC 1630 Gault Road Houston, Texas 77039		WJC Constructors, LLC 702 Old Antioch Street Smithville, Texas 78957		ERS of MS, Inc. 1635 Lelia Drive, Suite 202 Jackson, MS 39216	
No.	Description	Quantity	Unit	Unit Price	Total Price	Unit Price	Total Price	Unit Price	Total Price	Unit Price	Total Price
Additive Alternate No. 3											
1.	Storm Drain Inlet Protection	70	LF	\$ 4.00	\$ 280.00	\$ 10.00	\$ 700.00	\$ 500.00	\$ 35,000.00	\$ 10.00	\$ 700.00
2.	Embankment (Eroded/Undermined Areas)	3	CY	\$ 26.00	\$ 78.00	\$ 20.00	\$ 60.00	\$ 300.00	\$ 900.00	\$ 50.00	\$ 150.00
3.	Excavation (Channel)	3	CY	\$ 15.00	\$ 45.00	\$ 20.00	\$ 60.00	\$ 130.00	\$ 390.00	\$ 50.00	\$ 150.00
4.	Riprap (Concrete)(5-Inch)	4	CY	\$ 500.00	\$ 2,000.00	\$ 200.00	\$ 800.00	\$ 800.00	\$ 3,200.00	\$ 1,099.00	\$ 4,396.00
5.	Block Sodding or Hydromulch Seeding	100	SY	\$ 20.00	\$ 2,000.00	\$ 5.00	\$ 500.00	\$ 37.00	\$ 3,700.00	\$ 8.00	\$ 800.00
ENGINEER'S COMPUTED TOTAL FOR ADDITIVE ALTERNATE NO. 3 - ITEM NO. 1 THROUGH 5					\$ 4,403.00		\$ 2,120.00		\$ 43,190.00		\$ 6,196.00
CONTRACTOR'S COMPUTED TOTAL FOR ADDITIVE ALTERNATE NO. 3 - ITEM NO. 1 THROUGH 5					\$ 4,403.00		\$ 2,120.00		\$ 43,190.00		\$ 6,196.00

Reviewed by



Bids Received: 2:15 P.M., November 19, 2019

STRAND ASSOCIATES, INC. •
1906 Niebuhr Street
Brenham, TX 77833

2017 JACKSON STREET STORM DAMAGE REPAIRS
CITY OF BRENHAM CONTRACT NO. 2017-03
CITY OF BRENHAM, TEXAS

ADDITIVE ALTERNATE NO. 4 BREAKDOWN

No.	Description	Quantity	Unit	Unit Price	Total Price	Unit Price	Total Price	Unit Price	Total Price	Unit Price	Total Price
1.	Riprap (Stone Type R)(Grouted) (12-Inch)	220	CY	\$ 265.00	\$ 58,300.00	\$ 200.00	\$ 44,000.00	\$ 250.00	\$ 55,000.00	\$ 300.00	\$ 66,000.00
2.	5-inch Thick Concrete Slope Paving	45	CY	\$ 500.00	\$ 22,500.00	\$ 700.00	\$ 31,500.00	\$ 160.00	\$ 7,200.00	\$ 1,100.00	\$ 49,500.00
ENGINEER'S COMPUTED TOTAL FOR ADDITIVE ALTERNATE NO. 4 - ITEM NO. 1 THROUGH 2					\$ 80,800.00		\$ 75,500.00		\$ 62,200.00		\$ 115,500.00
CONTRACTOR'S COMPUTED TOTAL FOR ADDITIVE ALTERNATE NO. 4 - ITEM NO. 1 THROUGH 2					\$ 80,800.00		\$ 75,500.00		\$ 62,200.00		\$ 115,500.00

Reviewed by _____



U.S. Department of Agriculture
Natural Resources Conservation Service

NRCS-ADS-093

NOTICE OF GRANT AND AGREEMENT AWARD

1. Award Identifying Number NR197442XXXXC037	2. Amendment Number	3. Award /Project Period Date of Final Signature- 220 Days From Final Signature	4. Type of award instrument: Cooperative Agreement
5. Agency (Name and Address) Natural Resources Conservation Service 101 South Main Street Temple, TX 76501		6. Recipient Organization (Name and Address) CITY OF BRENHAM PO BOX 1059 BRENHAM TX 77834-1059 DUNS: 074164922 EIN:	
7. NRCS Program Contact Name: Mark Northcut Phone: 254-742-9824 Email: Mark.Northcut@tx.usda.gov	8. NRCS Administrative Contact Name: KAYLIE ALDERMAN Phone: 919-875-4825 Email: kaylie.alderman@wdc.usda.gov	9. Recipient Program - Contact Name: Dane Rau Phone: 979-337-7407 Email: drau@cityofbrenham.org	10. Recipient Administrative Contact Name: Dane Rau Phone: 979-337-7407 Email: drau@cityofbrenham.org
11. CFDA 10.923	12. Authority 33 U.S.C. 701b-1	13. Type of Action New Agreement	14. Program Director Name: James Fisher Phone: 979-337-7590 Email: jfisher@cityofbrenham.org
15. Project Title/ Description: EWP City of Brenham Hog Branch 002			
16. Entity Type: C = City or township Government			
17. Select Funding Type			
Select funding type:	☒ Federal	☒ Non-Federal	
Original funds total	\$157,132.96	\$16,091.44	
Additional funds total	\$0.00	\$0.00	
Grand total	\$157,132.96	\$16,091.44	
18. Approved Budget			

Personnel	\$0.00	Fringe Benefits	\$0.00
Travel	\$0.00	Equipment	\$0.00
Supplies	\$0.00	Contractual	\$0.00
Construction	\$144,823.00	Other	\$12,309.96
Total Direct Cost	\$157,132.96	Total Indirect Cost	\$0.00
		Total Non-Federal Funds	\$16,091.44
		Total Federal Funds Awarded	\$157,132.96
		Total Approved Budget	\$173,224.40

This agreement is subject to applicable USDA NRCS statutory provisions and Financial Assistance Regulations. In accepting this award or amendment and any payments made pursuant thereto, the undersigned represents that he or she is duly authorized to act on behalf of the awardee organization, agrees that the award is subject to the applicable provisions of this agreement (and all attachments), and agrees that acceptance of any payments constitutes an agreement by the payee that the amounts, if any, found by NRCS to have been overpaid, will be refunded or credited in full to NRCS.

Name and Title of Authorized Government Representative Kristy Oates Acting State Conservationist	Signature  Digitally signed by KRISTY OATES Date: 2019.09.26 13:53:12 -05'00'	Date
Name and Title of Authorized Recipient Representative James Fisher City Manager	Signature 	Date September 26, 2019

NONDISCRIMINATION STATEMENT

The U.S. Department of Agriculture (USDA) prohibits discrimination in all its programs and activities on the basis of race, color, national origin, age, disability, and where applicable, sex, marital status, familial status, parental status, religion, sexual orientation, genetic information, political beliefs, reprisal, or because all or a part of an individual's income is derived from any public assistance program. (Not all prohibited bases apply to all programs.) Persons with disabilities who require alternative means for communication of program information (Braille, large print, audiotape, etc.) should contact USDA's TARGET Center at (202) 720-2600 (voice and TDD). To file a complaint of discrimination write to USDA, Director, Office of Civil Rights, 1400 Independence Avenue, SW., Washington, DC 20250-9410 or call (800) 795-3272 (voice) or (202) 720-6382 (TDD). USDA is an equal opportunity provider and employer.

PRIVACY ACT STATEMENT

The above statements are made in accordance with the Privacy Act of 1974 (5 U.S.C. Section 522a).

Statement of Work

Purpose

The purpose of this agreement is for the United States Department of Agriculture, Natural Resources Conservation Service, hereinafter referred to as the "NRCS", to provide technical and financial assistance to City of Brenham, hereinafter referred to as the "Sponsor", for EWP Project # 5103 in Washington County, TX for implementation of recovery measures, that, if left undone, pose a risk to life and/or property.

Objectives

The design and installation of EWP measures as detailed in the individual Damage Survey Report (DSR) and described here:

- City of Brenham-48477-COB-002: Remove and dispose of accumulated sediment along approximately 1570 feet of channel by reestablishing flow lines, side slopes, and armor areas that have been compromised due to storm events. Harvey (DR4332) \$160,914.44

Budget Narrative

A. The estimated costs for the Project:

1. Total Estimated Project Budget: \$ 173,224.40

The budget includes:

Financial Assistance (FA) Costs:

Construction Costs (90% NRCS \$144,823.00 + 10% Sponsor \$ 16,091.44): \$ 160,914.44

Technical Assistance (TA) Costs:

100% NRCS (8.5% of total NRCS contribution): \$12,309.96

2. NRCS pays up to 90 percent of eligible construction costs, and Sponsor pays 10 percent of construction costs. NRCS will contribute up to 8.5 percent of the total NRCS contribution for contract administration and construction management costs. It is possible that technical and administrative costs will exceed this amount, requiring the Sponsor to contribute resources to complete technical and administrative work.

3. NRCS funding for this project is provided to the Sponsor in two separate NRCS funding accounts, one for financial assistance (FA) and one for technical assistance (TA). FA costs are associated with construction activities; TA costs are associated with services. These expenditures shall be accounted for separately in order for expenses to be eligible for reimbursement.

4. NRCS will provide FA for actual costs as reimbursement to the Sponsor for approved on-the-ground construction costs, subject to above limits. If costs are reduced, reimbursement will be reduced accordingly. Construction costs are associated with the installation of the project measures including labor, equipment and materials.

5. NRCS will provide TA reimbursement to the Sponsor for technical and administrative costs directly charged to the project, subject to the above limits. If costs are reduced, reimbursement will be reduced accordingly. These costs include

a. engineering costs include, but not limited to, developing a project design that includes construction drawings and specifications, an operation and maintenance plan, a quality assurance/inspection plan and an engineer's estimate of the project installation costs in addition to providing necessary quality assurance during construction.

b. contract administration costs include, but not limited to, soliciting, evaluating, awarding and administering contracts for construction and engineering services, including project management, verifying invoices and record keeping.

6. The Sponsor will contribute funds toward the total construction costs in either direct cash expenditures, the value of non-cash materials or services, or in-kind contributions. The value of any in-kind contribution shall be agreed to in writing prior to implementation.

Responsibilities of the Parties:

A. Sponsor will—

1. Accomplish construction of the EWP project measures by contracting, in-kind construction services, or a combination of both.
2. Ensure and certify by signing this agreement that its cost share obligation is from a non-Federal source.
3. Designate a project liaison to serve between the Sponsor and NRCS and identify that person's contact information with this executed agreement. Any change in the project liaison during the terms of this agreement must be immediately communicated to NRCS.
4. Appoint a contracting officer and an authorized representative who will have authority to act for the contracting officer, listing their duties, responsibilities, and authorities. Furnish such information in writing to the NRCS State Conservationist.
5. Comply with the terms and conditions of this agreement and the attached general terms and conditions except those that are not applicable to State and local governments.
6. Acquire and provide certification to NRCS that real property rights (land and water), permits and licenses in accordance with local, state, and Federal laws necessary for the installation of EWP project measures have been obtained at no cost to NRCS prior to construction. This includes any rights associated with required environmental mitigation. Sponsors shall provide such certification on Form NRCS-ADS-78, Assurances Relating to Real Property Acquisition. Sponsors shall also provide an attorney's opinion supporting this certification. Costs related to land rights and permits are the Sponsor's responsibility and ineligible for reimbursement.
7. Accept all financial and other responsibility for excess costs resulting from their failure to obtain, or their delay in obtaining, adequate land and water rights, permits and licenses needed for the Project.
8. Provide the agreed-to portion of the actual, eligible and approved construction cost. These costs may be in the form of cash, in-kind construction services, or a combination of both. Final construction items that are eligible construction costs will be agreed upon during the pre-design conference. These costs consist of costs from contracts awarded to contractors and eligible Sponsor in-kind construction costs for materials, labor, and equipment. The Sponsor shall provide NRCS documentation to support all eligible construction costs. Construction costs incurred prior to the Sponsor and NRCS signing this agreement are ineligible and will not be reimbursed.
9. Be responsible for 100 percent of all ineligible construction costs and 100 percent of any unapproved upgrade to increase the level of protection over and above that described in the DSR.
10. Account for and report FA and TA expenditures separately in order for expenses to be eligible for reimbursement. NRCS funding for this project is provided to the Sponsor in two separate NRCS funding accounts, one for TA and one for FA, requiring this separation.
11. Prepare design, construction specifications, and drawings in accordance with standard engineering principles that comply with NRCS programmatic requirements; and/or contract/install the designed construction. Any design services will be by a professional registered engineer. Sponsor will obtain NRCS review and concurrence on the design, construction plans, and specifications. The Sponsor must ensure description of work is reviewed, concurred, and approved by NRCS. A copy of the final signed and sealed plans and specifications shall be provided to NRCS.
12. Contract for services and construction in accordance with the Code of Federal Regulations (CFR), 2 CFR § 200.317 through 200.326, applicable State regulations, and the Sponsor's procurement regulations, as appropriate. (See general terms and conditions attached to this agreement for a link to the CFR.) In accordance with 2 CFR § 200.326, contracts must contain the applicable provisions described in Appendix II to Part 200. Davis-Bacon Act would not apply under this Federal program legislation.
13. The contracts for design services and construction described in this Agreement shall not be awarded to the Sponsor or to any firm in which any Sponsor's official or any member of such official's immediate family has direct or indirect interest in the pecuniary profits or contracts of such firms. Reference 2 CFR § 200.318 regarding standards of conduct covering conflicts of interest and governing the performance of its employees engaged in the selection, award, and administration of contracts.
14. For contracts, provide NRCS a copy of solicitation notice, bid abstract, and notice of contract award, or other basis of

cost and accomplishment.

15. For in-kind construction services (materials, labor, and/or equipment supplied by the Sponsor), develop a Plan of Operations describing the construction services to be performed including estimated quantities and values. The Plan of Operations shall be concurred in by NRCS at the pre-design conference. In-kind construction services for equipment shall not exceed published FEMA equipment rates unless otherwise documented and concurred in advance by NRCS.

16. The following documentation is required to support the Sponsor's request for reimbursement of in-kind construction services:

- a. Invoices covering actual costs of materials used in constructing the eligible EWP project measures.
- b. Records documenting the type, quality, and quantities of materials actually used in constructing the eligible EWP project measures.
- c. Daily time records for each employee showing name, classification, wage rate, hours, and dates actually employed for constructing the eligible EWP project measures.
- d. Equipment operating records showing the type and size of equipment, hourly rate, actual hours of operation and dates used to install the eligible EWP project measures. Equipment idle time is not eligible in-kind construction services, even if on the job site, and should not be included in the equipment operating records.

17. Prior to commencement of work and/or solicitation of bids, submit for NRCS review and concurrence a Quality Assurance Plan (QAP). The QAP shall outline technical and administrative expertise required to ensure the EWP project measures are installed in accordance with the plans and specifications, identify individuals with the expertise, describe items to be inspected, list equipment required for inspection, outline the frequency and timing of inspection (continuous or periodic), outline inspection procedures, and record keeping requirements. A copy of the final QAP shall be provided to NRCS prior to commencement of construction.

18. Provide construction inspection in accordance with the QAP.

19. Prepare and submit for NRCS concurrence an Operation and Maintenance (O&M) Plan, if applicable, prior to commence of work. The O&M Plan shall describe the activities the Sponsor will do to ensure the project performs as designed. Upon completion of the project measures, the Sponsor shall assume responsibility for O&M.

20. Provide copies of site maps to appropriate Federal and State agencies for environmental review. Sponsor will notify NRCS of environmental clearance, modification of construction plans, or any unresolved concerns as well as copies of all permits, licenses, and other documents required by Federal, state, and local statutes and ordinances prior to solicitation for installation of the EWP project measures. All modifications to the plans and specifications shall be reviewed and concurred on by NRCS.

21. Ensure that any special requirements for compliance with environmental and/or cultural resource laws are incorporated into the project.

22. The Sponsor must secure at its own expense all Federal, State, and local permits and licenses necessary for completion of the work described in this agreement as well as any necessary natural resource rights and provide copies of all permits and licenses obtained to NRCS.

23. Will arrange and pay for any necessary location, removal, or relocation of utilities. EWP program regulations prohibit NRCS from reimbursing the Sponsor or otherwise paying for any such costs; nor do the costs qualify as a Sponsor cost-share contribution.

24. Ensure that technical and engineering standards and specifications of NRCS are adhered to during construction of the Project, as interpreted by NRCS Program/Technical Contact. Provide NRCS Program/Technical Contact progress reports as necessary and agreed to. Progress reports should include technical on-site inspections of work accomplished for the period, work planned, results of material tests, deficient work products and/or tests with corrective actions taken, modifications anticipated, technical problems encountered, contractual issues and other relevant information.

25. Ensure that adequate accident prevention measures are incorporated into the construction contract for the EWP measures described in this agreement. Contractors on NRCS assisted projects are to perform their work in accordance with OSHA regulations and the Contract Work Hours and Safety Standards Act (40 USC 3701-3708) as supplemented by Department of Labor regulations (29 CFR Part 5). This may require the inclusion of an appropriate accident prevention clause and supplement such as the NRCS supplement to OSHA Parts 1910 and 1926, be made a part of the construction contract. Secure concurrence of the State Conservationist before approving a waiver or an adaptation of any of the safety provisions. The Sponsor is responsible for checking the contractor's compliance with safety requirements.

26. Arrange for and conduct final inspection of completed project with NRCS to determine whether all work has been

performed in accordance with contractual requirements. Provide a PE certification that the Project was installed in accordance with approved plans and specifications.

27. Provide PE-certified as-built drawings and quantities for the project. A copy of the as-built drawings will be submitted to the NRCS Program/Technical Contact.

28. Pay the contractor(s) for work performed in accordance with the agreement and submit a SF-270, "Request for Advance or Reimbursement" to the NRCS Program/Technical Contact with all documentation to support the request. Final payment request shall be submitted within 90 calendar days of completion of the EWP project measures. Payments will be withheld until all required documentation is submitted and complete.

a. The required supporting documentation for reimbursement of construction costs include invoices and proof of payment to the contractor showing the items and quantities installed and certified by the engineer of record along with any supporting documentation such as quantity calculations, rock weight tickets, etc.

b. The required supporting documentation for reimbursement of in-kind construction expenses will include employee time sheets, employee hourly rate, equipment operating logs, equipment hourly rate, and material quantities and invoices.

c. The required documentation for reimbursement of technical and administrative services will be invoices and proof of payment to consultants and/or employee time sheets along with the employee's hourly rate, hours worked, and date work was performed.

29. Ensure that information in the System for Award Management (SAM) is current and accurate until the final financial report (SF-425) under this award or final payment is received, whichever is later.

30. Take reasonable and necessary actions to dispose of all contractual and administrative issues arising out of the contract(s) awarded under this Agreement. This includes, but is not limited to disputes, claims, protests of award, source evaluation, and litigation that may result from the Project. Such actions will be at the expense of the Sponsor, including any legal expenses. The Sponsor will advise, consult with, and obtain prior written concurrence of NRCS on any litigation matters in which NRCS could have a financial interest.

31. Sponsor must indemnify and hold NRCS harmless to the extent permitted by State law for any costs, damages, claims, liabilities, and judgments arising from past, present, and future acts or omissions of the Sponsor in connection with its acquisition and management of the Emergency Watershed Protection Program pursuant to this agreement. Further, the Sponsor agrees that NRCS will have no responsibility for acts and omissions of the Sponsor, its agents, successors, assigns, employees, contractors, or lessees in connection with the acquisition and management of the Emergency Watershed Protection Program pursuant to this agreement that result in violation of any laws and regulations that are now or that may in the future become applicable.

32. Retain all records dealing with the award and administration of the contract(s) for 3 years from the date of the Sponsor's submission of the final request for reimbursement or until final audit findings have been resolved, whichever is longer. If any litigation is started before the expiration of the 3-year period, records are to be retained until the litigation is resolved or the end of the 3-year period, whichever is longer. Make such records available to the Comptroller General of the United States or his or her duly authorized representative and accredited representatives of the Department of Agriculture or cognizant audit agency for the purpose of making audit, examination, excerpts, and transcriptions.

33. Be liable to the NRCS for damages sustained by the NRCS as a result of the contractor failing to complete the work within the specified time. The damages will be based upon the additional costs incurred by the NRCS resulting from the contractor not completing the work within the allowable performance period. These costs include but are not limited to personnel costs, travel, etc. The NRCS will have the right to withhold such amount out of any monies that may be then due or that may become due and payable to the Sponsor. This liability is not applicable to the extent that the contract performance time is extended by court judgment unless such judgment results from actions of the Sponsor not concurred in by NRCS.

34. Take necessary legal action, including bringing suit, to collect from the contractor any monies due in connection with the contract, or upon request of NRCS, assign and transfer to NRCS any or all claims, demands, and causes of action of every kind whatsoever that the Sponsor has against the contractor or his or her sureties.

B. NRCS will—

1. Assist Sponsor in establishing design parameters; determine eligible construction costs during the pre-design conference.

2. Designate a Government representative (GR) to serve as liaison with the Sponsor and identify that person's contact information with this executed agreement.

3. Review, comment and concur in preliminary and final plans, specifications, O&M Plan, Plan of Operations (if required) and QAP.
4. Make periodic site visits during the installation of the EWP project measures to review construction progress, document conformance to engineering plans and specifications, and provide any necessary clarification on the Sponsor's responsibilities.
5. Upon notification of the completion of the EWP project measures, NRCS shall promptly review the performance of the Sponsor to determine if the requirements of this agreement and fund expenditures as agreed have been met.
6. Make payment to the Sponsor covering NRCS' share of the cost upon receipt and approval of Form SF-270 and supporting documentation, withholding the amount of damages sustained by NRCS as provided for in this agreement. In the event there are questions regarding the SF 270 and supporting documentation, NRCS will contact the Sponsor in a timely manner to resolve concerns.

SPECIAL PROVISIONS

- A. The furnishing of financial, administrative, and/or technical assistance above the original funding amount by NRCS is contingent on there being sufficient unobligated and uncommitted funding in the Emergency Watershed Protection Program that is available for obligation in the year in which the assistance will be provided. NRCS may not make commitments in excess of funds authorized by law or made administratively available. Congress may impose obligational limits on program funding that constrains NRCS's ability to provide such assistance.
- B. In the event of default of a construction contract awarded pursuant to this agreement, any additional funds properly allocable as construction costs required to ensure completion of the job are to be provided in the same ratio as construction funds are contributed by the parties under the terms of this agreement. Any excess costs including interest resulting from a judgment collected from the defaulting contractor, or his or her surety, will be prorated between the Sponsor and NRCS in the same ratio as construction funds are contributed under the terms of the agreement.
- C. Additional funds, including interest properly allocable as construction costs as determined by NRCS, required as a result of decision of the CO or a court judgment in favor of a claimant will be provided in the same ratio as construction funds are contributed under the terms of this agreement. NRCS will not be obligated to contribute funds under any agreement or commitment made by the Sponsor without prior concurrence of NRCS.
- D. The State Conservationist may make adjustments in the estimated cost to NRCS set forth in this agreement for constructing the EWP measures. Such adjustments may increase or decrease the amount of estimated funds that are related to differences between such estimated cost and the amount of the awarded contract or to changes, differing site conditions, quantity variations, or other actions taken under the provisions of the contract. No adjustment will be made to change the cost sharing assistance provided by NRCS as set forth in this agreement, nor reduce funds below the amount required to carry out NRCS' share of the contract.
- E. Except for item D. above, this document may be revised as mutually agreed through a written amendment duly executed by authorized officials of all signatory parties to this agreement.
- F. NRCS, at its sole discretion, may refuse to cost share should the Sponsor, in administering the contract, elect to proceed without obtaining concurrence as set out in this agreement.
- G. Once the project is completed and all requests for reimbursement submitted, any excess funding remaining in the agreement will be de-obligated from the agreement.
- H. If inconsistencies arise between the language in the Statement of Work (SOW) in the agreement and the general terms and conditions, the language in the SOW takes precedence.

Expected Accomplishments and Deliverables

The following accomplishments and deliverable will be provided to NRCS.

1. One copy of the final engineering plans, specifications signed and sealed by a licensed professional engineer, including engineer's cost estimate, and approved Plan of Operations (if applicable).
2. Signed NRCS-ADS-78 supported by an attorney's opinion.
3. One copy of the quality assurance plan.
4. One copy of the operation and maintenance plan.
5. One copy of the notice of solicitation, bid abstract, and notice of award.

6. Certification that the project was installed in accordance with the plans and specifications.
7. As-built drawings of final construction sign by a licensed professional engineer within 30 days of completion of construction.
8. Quantities of the units of work applied for each site within 30 days of completion of construction.

Resources Required

No additional resources required other than funding.

Milestones

Milestones shall include, but not limited to, the following items:

1. Pre-construction design conference within 30 days of signing agreement.
2. Submit to NRCS a schedule with time lines of major items to be completed within 14 days of the pre-design conference.
3. Acquire needed real property rights and permits (signed NRCS-ADS-78 supported by an attorney's opinion) prior to start of construction.
4. Obtaining permits.
5. Completing any necessary surveys.
6. Completing draft engineering plans and specifications for NRCS review.
7. Completing final engineering plans and specifications.
8. Completing quality assurance plan.
9. Solicit bids.
10. Award contract.

GENERAL TERMS AND CONDITIONS

Please reference the below link(s) for the General Terms and Conditions pertaining to this award:

NATURAL RESOURCES CONSERVATION SERVICE U.S. DEPARTMENT OF AGRICULTURE

GENERAL TERMS AND CONDITIONS GRANTS AND COOPERATIVE AGREEMENTS

I. APPLICABLE REGULATIONS

a. The recipient, and recipients of any subawards under this award, agree to comply with the following regulations, as applicable. The full text of Code of Federal Regulations references may be found at <https://www.gpo.gov/fdsys/browse/collectionCfr.action?collectionCode=CFR> and <http://www.ecfr.gov/>.

(1) 2 CFR Part 25, "Universal Identifier and System of Award Management" (2) 2 CFR Part 170, "Reporting Subaward and Executive Compensation Information" (3) 2 CFR Part 180, "OMB Guidelines To Agencies On Governmentwide Debarment And Suspension (Nonprocurement)" (4) 2 CFR Part 182, "Governmentwide Requirements for Drug-Free Workplace (Financial Assistance)" (5) 2 CFR Part 200, "Uniform Administrative Requirements, Cost Principles, And Audit Requirements for Federal Awards"

b. The recipient, and recipients of any subawards under this award, assure and certify that they have and/or will comply with the following regulations, as applicable. The full text of Code of Federal Regulations references may be found at <https://www.gpo.gov/fdsys/browse/collectionCfr.action?collectionCode=CFR> and <http://www.ecfr.gov/>.

(1) 2 CFR Part 175, "Award Term for Trafficking in Persons" (2) 2 CFR Part 417, "Nonprocurement Debarment and Suspension" (3) 2 CFR Part 418, "New Restrictions on Lobbying" (4) 2 CFR Part 421, "Requirements for Drug-Free Workplace (Financial Assistance)"

c. Allowable project costs will be determined in accordance with the authorizing statute, the purpose of the award, and to the extent applicable to the type of organizations receiving the award, regardless of tier. The following portions of the Code of Federal Regulations are hereby incorporated by reference. The full text of Code of Federal Regulations references may be found at <https://www.gpo.gov/fdsys/browse/collectionCfr.action?collectionCode=CFR> and <http://www.ecfr.gov/>.

(1) 2 CFR Part 200, "Uniform Administrative Requirements, Cost Principles And Audit Requirements For Federal Awards" (2) 48 CFR Part 31, "Contract Cost Principles and Procedures"

II. UNALLOWABLE COSTS

The following costs are not allowed:

a. Costs above the amount authorized for the project b. Costs incurred after the expiration of the award including any no-cost extensions of time c. Costs that lie outside the scope of the approved project and any amendments thereto d. Compensation for injuries to persons or damage to property arising from project activities

This list is not exhaustive. For general information about the allowability of particular items of costs, please see 2 CFR Part 200, "Subpart E – Cost Principles", or direct specific inquiries to the NRCS administrative contact identified in the award.

III. CONFIDENTIALITY

a. Activities performed under this award may involve access to confidential and potentially sensitive information about governmental and landowner issues. The term "confidential information" means proprietary information or data of a personal nature about an individual, or information or data submitted by or pertaining to an organization. This information must not be disclosed without the prior written consent of NRCS.

b. The recipient's personnel will follow the rules and procedures of disclosure set forth in the Privacy Act of 1974, 5 U.S.C. Section 552a, and implementing regulations and policies with respect to systems of records determined to be subject to the Privacy Act. The recipient's personnel must also comply with privacy of personal information relating to natural resources conservation programs in accordance with section 1244 of Title II of the Farm Security and Rural Investment Act of 2002 (Public Law 107-171).

c. The recipient agrees to comply with NRCS guidelines and requirements regarding the disclosure of information protected under Section 1619 of the Food, Conservation, and Energy Act of 2008 (PL 110-246), U.S.C. 8791.

d. The recipient agrees to comply with the "Prohibition Against Certain Internal Confidentiality Agreements:"

1. You may not require your employees, contractors, or subrecipients seeking to report fraud, waste, or abuse to sign or comply with internal confidentiality agreements or statements prohibiting or otherwise restricting them from lawfully reporting that waste, fraud, or abuse to a designated investigative or law enforcement representative of a Federal department or agency authorized to receive such information. 2. You must notify your employees, contractors, or subrecipients that the prohibitions and restrictions of any internal confidentiality agreements inconsistent with paragraph (1) of this award provision are no longer in effect. 3. The prohibition in paragraph (1) of this award provision does not contravene requirements applicable to any other form issued by a Federal department or agency governing the nondisclosure of classified information. 4. If NRCS determines that you are not in compliance with this award provision, NRCS: a. Will prohibit your use of funds under this award, in accordance with sections 743 and 744 of Division E of the Consolidated Appropriations Act, 2016, (Pub. L. 114-113) or any successor provision of law; b. May pursue other remedies available for your material failure to comply with award terms and conditions.

IV. PRIOR APPROVAL REQUIREMENTS

The following are the most common situations requiring prior approval. However, the recipient is also bound by any other prior approval requirements of the applicable administrative provisions and Federal cost principles.

a. Purpose or Deliverables.—When it is necessary for the recipient to modify the purpose or deliverables, the recipient must submit a written request and justification for the change along with the revised purpose or deliverables of the award to the NRCS administrative contact. The request should contain the following: 1. Grant or agreement number 2. Narrative explaining the requested modification to the project purpose or deliverables 3. A description of the revised purpose or deliverables 4. Signatures of the authorized representative, project director, or both

b. Subaward/contractual Arrangement.—The recipient must submit a justification for the proposed subaward/contractual arrangements, a statement of work to be performed, and a detailed budget for the subaward/contract to the NRCS administrative contact. Subaward/contractual arrangements disclosed in the application do not require additional postaward approval.

c. Absence or Change in Project Leadership.—When a project director or the person responsible for the direction or management of the project—

1. Relinquishes active direction of the project for more than 3 consecutive months or has a 25 percent or more reduction in time devoted to the project, the grantee must notify the NRCS administrative contact in writing, identifying who will be in charge during the project director's absence. The notification must include the qualifications and the signature of the replacement, signifying his or her willingness to serve on the project.

2. Severs his or her affiliation with the grantee, the grantee's options include— i. Replacing the project director. The grantee must request written approval of the replacement from the NRCS administrative contact and must include the qualifications and the signature of the replacement signifying his or her willingness to serve on the project. ii. Subcontracting to the former project director's new organization. The grantee must request approval from the administrative contact to replace the project manager and retain the award, and to subcontract to the former project director's new organization certain portions of the project to be completed by the former project director. iii. Relinquishing the award. The grantee must submit to the NRCS administrative contact a signed letter by the grantee and the project director that indicates that the grantee is relinquishing the award. The letter must include the date the project director is leaving and a summary of progress to date. A final Standard Form (SF) 425 reflecting the total amount of funds spent by the recipient must be attached to the letter.

3. Transfers the award to his or her new organization, the authorized organization's representative at the new organization must submit the following to the NRCS administrative contact as soon as the transfer date is firm and the amount of funds to be transferred is known: i. The forms and certifications included in the application package ii. A project summary and work statement covering the work to be completed under the project (deliverables and objectives must be the same as those outlined in the approved proposal) iii. An updated qualifications statement for the project director showing his or her new organizational affiliation iv. Any cost-sharing requirements under the original award transfer to the new institution; therefore, cost-sharing information must be included in the proposal from the new organization

Note: The transfer of an award from one organization to another can take up to 90 calendar days to accomplish, which may result in a delay in the project director resuming the project at the new organization.

d. Budget Revisions.—Budget revisions will be in accordance with 2 CFR Part 200.308.

e. No-Cost Extensions of Time.—When a no-cost extension of time is required, the recipient must submit a written request to the NRCS administrative contact no later than 30 calendar days before the expiration date of the award. The request must contain the following: The length of additional time required to complete the project and a justification for the extension A summary of progress to date An estimate of funds expected to remain unobligated on the scheduled expiration date A projected timetable to complete the portions of the project for which the extension is being requested Signature of the grantee and the project director A status of cost sharing to date (if applicable)

Note: An extension will not exceed 12 months. Requests for no-cost extensions received after the expiration of the award will not be granted. V. PAYMENTS

a. Payment by NRCS to the entity will be made monthly or quarterly (whichever is mutually agreed upon by both parties) on a reimbursable or advanced basis upon completion of work outlined herein. Payment will be executed upon the submission of a properly executed form SF-270 with supporting documentation. The SF-270 must cite the agreement number, remittance address, and billing period. The SF-270 must be sent to the NRCS administrative contact at the email address identified in block 8 of the Notice of Grant/Agreement Award.

b. Unless otherwise specified in the award, the recipient must receive payments through electronic funds transfers.

c. Recipients requesting advances should request payments in amounts necessary to meet their current needs pursuant to procedures contained in the Federal administrative provisions and 31 CFR Part 205.

d. The method of payment between the recipient and its contractors will be in accordance with the policies and procedures established by the recipient except that the contractors may not use the USDA Office of Financial Management/National Finance Center method to request payments. If the grantee makes advance payments to contractors, the grantee must ensure that the timing of such payments is designed to minimize elapsed time between the advance payment and the disbursement of funds. Payment requests from the grantee's contractors will not be sent to NRCS for review or approval.

e. Accounting records for all costs incurred under this award must be supported by source documentation. Such documentation includes, but is not limited to, canceled checks, paid bills, payroll records, and subaward documents. Labor cost charges to this award must be based upon salaries actually earned and the time actually worked on this award. All project costs must be incurred within the approved project period of this award, including any approved no-cost extension of time. Costs that cannot be supported by source documentation or that are incurred outside of the approved project period and budget may be disallowed and may result in award funds being returned to the Federal Government by the recipient.

VI. ACCRUALS

a. Recipients must submit an accrual estimate to the NRCS Program/Technical no later than 15 calendar days prior to the end of the quarter (submit by March 15, June 15, September 15 and December 15th). b. An accrual represents the value of goods or services provided to NRCS for which you have not requested payment. The quality and completeness of NRCS audited financial statements depends on your continuing cooperation and timely information. c. At a minimum, the signed accrual statement should include, "Under agreement number _____, at the close of the quarter ending _____, we have provided or anticipate providing goods or services that we have not requested payment for in the amount of \$_____." Include the name and title of the person preparing the accrual estimate.

VII. FINANCIAL REPORTING

a. Recipients must submit a Federal Financial Report (FFR), SF 425 and 425A, in accordance with the following schedule:

Quarterly Schedule Report Due Date October 1 to December 31 January 31 January 1 to March 31 April 30 April 1 to June 30 July 31 July 1 to September 30 October 31

Reports must be submitted on an accrual accounting basis. Failure to submit reports in accordance with the above schedule may result in suspension or termination of award.

b. A final Report must be submitted no later than 90 calendar days after the completion of the award. For final FFRs, reporting end date must be the end date of the project or agreement period. The reports should be submitted to the NRCS administrative contact identified in award notifications.

VIII. PERFORMANCE MONITORING AND REPORTING

a. The recipient is responsible for monitoring day-to-day performance and for reporting to NRCS. If the project involves subaward arrangements, the recipient is also responsible for monitoring the performance of project activities under those arrangements to ensure that approved goals and schedules are met.

b. Every 6 months the recipient must submit a written progress report. Each report must cover— 1. A comparison of actual accomplishments with the goals and objectives established for the reporting period and, where project output can be quantified, a computation of the costs per unit of output.

2. The reasons why goals and objectives were not met, if appropriate.

3. Additional pertinent information including, where appropriate, analysis and explanation of cost overruns or high unit cost.

c. The recipient must submit a final performance report within 90 calendar days after completion of project.

IX. AUDIT REQUIREMENTS

The recipient is responsible for complying with audit requirements in accordance with 2 CFR 200, Subpart F. A non-Federal entity that expends \$750,000 or more during the non-Federal entity's fiscal year in Federal awards must have a single or program-specific audit conducted for that year.

X. SPECIAL PROVISIONS

a. The recipient assures and certifies that it will comply with the minimum-wage and maximum-hour provisions of the Federal Fair Labor Standards Act.

b. Employees of NRCS will participate in efforts under this agreement solely as representatives of the United States. To this end, they may not participate as directors, officers, employees, or otherwise serve or hold themselves out as representatives of the recipient. They also may not assist the recipient with efforts to lobby Congress or to raise money through fundraising efforts. Further, NRCS employees must report to their immediate supervisor any negotiations with the recipient concerning future employment and must refrain from participation in efforts regarding such parties until approved by the agency.

c. Employees of the recipient will not be considered Federal employees or agents of the United States for any purposes under this agreement.

XI. PATENTS, INVENTIONS, COPYRIGHTS, AND ACKNOWLEDGMENT OF SUPPORT AND DISCLAIMER

a. Allocation of rights of patents, inventions, and copyrights must be in accordance with 2 CFR Part 200.315. This regulation provides that small businesses normally may retain the principal worldwide patent rights to any invention developed with USDA support.

b. In accordance with 37 CFR Section 401.14, each subject invention must be disclosed to the Federal agency within 2 months after the inventor discloses it in writing to contractor personnel responsible for patent matters. Invention disclosure statements pursuant to 37 CFR Section 401.14(c) must be made in writing to:

Acquisitions Division Grants and Agreements Services Branch 1400 Independence Avenue, SW. Room 6823 South Building Washington, DC 20250

c. USDA receives a royalty-free license for Federal Government use, reserves the right to require the patentee to license others in certain circumstances, and requires that anyone exclusively licensed to sell the invention in the United States must manufacture it domestically.

d. The following acknowledgment of NRCS support must appear in the publication of any material, whether copyrighted or not, and any products in electronic formats (World Wide Web pages, computer programs, etc.) that is substantially based upon or developed under this award:

• "This material is based upon work supported by the Natural Resources Conservation Service, U.S. Department of Agriculture, under number [recipient should enter the applicable award number here]."

In addition, all publications and other materials, except scientific articles or papers published in scientific journals, must include the following statement:

• "Any opinions, findings, conclusions, or recommendations expressed in this publication are those of the author(s) and do not necessarily reflect the views of the U.S. Department of Agriculture."

e. All publications printed with Federal Government funds will include the most current USDA nondiscrimination statement, available from the Public Affairs Division, Civil Rights Division, or on the USDA and NRCS home pages. If the material is too small to permit the full nondiscrimination statement to be included, the material must, at a minimum, include the statement:

• "USDA is an equal opportunity provider and employer." Any publication prepared with funding from this agreement must include acknowledgement to USDA, Natural Resources Conservation Service."

The recipient is responsible for ensuring that an acknowledgment of NRCS is made during news media interviews, including popular media such as radio, television, and news magazines, that discuss in a substantial way work funded by this award.

XII. COST-SHARING REQUIREMENTS

a. If the award has specific cost-sharing requirements, the cost-sharing participation in other projects may not be counted toward meeting the specific cost-share requirement of this award, and must come from non-Federal sources unless otherwise stated in the applicable program announcement.

b. Should the recipient become aware that it may be unable to provide the cost-sharing amount identified in this award, it must— 1. Immediately notify the NRCS administrative contact of the situation. 2. Specify the steps it plans to take to secure replacement cost sharing. 3. Indicate the plans to either continue or phase out the project in the absence of cost sharing.

c. If NRCS agrees to the organization's proposed plans, the recipient will be notified accordingly. If the organization's plans are not acceptable to NRCS, the award may be subject to termination. NRCS modifications to proposed cost sharing revisions are made on a case-by-case basis.

d. Failure by the recipient to notify NRCS in accordance with paragraph (b) above may result in the disallowance of some or all the costs charged to the award, the subsequent recovery by NRCS of some of the NRCS funds provided under the award, and possible termination of the award, and may constitute a violation of the terms and conditions of the award so serious as to provide grounds for subsequent suspension or debarment.

e. The recipient must maintain records of all project costs that are claimed by the recipient as cost sharing as well records of costs to be paid by NRCS. If the recipient's cost participation includes in-kind contributions, the basis for determining the valuation for volunteer services and donated property must be documented.

XIII. PROGRAM INCOME

Income derived from patents, inventions, or copyrights will be disposed of in accordance with the recipient's own policies. General program income earned under this award during the period of NRCS support must be added to total project funds and used to further the purpose and scope of this award or the legislation under which this award is made.

XIV. NONEXPENDABLE EQUIPMENT

Recipients purchasing equipment or products with funds provided under this award are encouraged to use such funds to purchase only American-made equipment and products. Title to nonexpendable equipment purchased with award funds will vest in the recipient upon completion of the award project and acceptance by NRCS of required final reports. When equipment is no longer needed by the recipient and the per-unit fair market value is less than \$5,000, the recipient may retain, sell, or dispose of the equipment with no further obligation to NRCS. However, if the per-unit fair market value is \$5,000 or more, the recipient must submit a written request to the NRCS administrative contact for disposition instructions.

XV. LIMIT OF FEDERAL LIABILITY

The maximum financial obligation of NRCS to the recipient is the amount of funds indicated in the award as obligated by NRCS. However, in the event that an erroneous amount is stated on the approved budget, or any supporting document relating to the award, NRCS will have the unilateral right to make the correction and to make an appropriate adjustment in the NRCS share of the award to align with the Federal amount authorized.

XVI. MODIFICATIONS AND TERMINATIONS

NRCS may amend or modify the award through an exchange of correspondence between authorized officials of the recipient and NRCS. The award is subject to termination if NRCS determines that the recipient has failed to comply with the terms and conditions of the award. In the event that the award is terminated, the financial obligations of the parties

will be those set forth in 2 CFR Part 200.339.

XVII. AWARD CLOSEOUT

Award closeout is the process by which NRCS determines that all required project activities have been performed satisfactorily and all necessary administrative actions have been completed.



Jackson St Park Work Area

← Jackson St Park Work Area →

1 inch = 217 feet



312



AGENDA ITEM 9

DATE OF MEETING: December 19, 2019	DATE SUBMITTED: December 12, 2019	
DEPT. OF ORIGIN: Public Works	SUBMITTED BY: Dane Rau	
MEETING TYPE: ☒ REGULAR ☐ SPECIAL ☐ EXECUTIVE SESSION	CLASSIFICATION: ☐ PUBLIC HEARING ☐ CONSENT ☒ REGULAR ☐ WORK SESSION	ORDINANCE: ☐ 1ST READING ☐ 2ND READING ☐ RESOLUTION
AGENDA ITEM DESCRIPTION: Discuss and Possibly Act Upon Contract No. 2019-02 Related to Hohlt Park Stream Restoration and Authorize the Mayor to Execute Any Necessary Documentation		
SUMMARY: On November 19, 2019 Strand and Associates along with City of Brenham staff opened bids regarding the Hohlt Park Stream Restoration Project. These damages were directly related to Little Sandy Creek that runs through Hohlt park and crosses HWY 36 North. There were 8 bids received and were very competitive. Solid Bridge Construction provided the lowest base bid at \$284,839. In this bid, there was 1 alternate listed and detailed out. By listing out an alternate in allowed us options to consider if the base bid came in at or above project cost. With the alternate coming in at \$86,620, we would like to award Alternate 1 in this project which will take care of all the erosion areas that are coming closer to our assets such as a parking lot, walking trail, and bridges. This will assure us that all areas have been addressed in the channel and have protection. This project stems from the 2016 flood events and is in need of repair from the southern property line near the Amphitheatre pedestrian bridge wrapping around to the main vehicular bridge in the middle parking lot. In 2016, this channel took a hit and caused major erosion to occur throughout the channel. Many of the eroded areas are becoming close to the walking trail and even inching closer to the parking lots. We have had success receiving funding through NRCS and the USDA relating to this project. NRCS has allocated roughly \$301,217 toward the restoration of this creek channel. This will be a 90/10 match in which the City of Brenham will be responsible for remainder of the costs to restore the channel. This has been confirmed and approved as seen in the attached notice and agreement award by USDA. Our portion of the restoration costs is currently budgeted in the FEMA Fund that was established in the 2018-19 budget. With awarding the alternate 1 city costs will be close to \$70,000 on this \$371,000 project. The scope of work is to remove and dispose of accumulated sediment along approximately 1,570 feet of channel by reestablishing flow lines, side slopes and armor areas that have been compromised due to storm events. It will beef up many areas by adding riprap to sensitive areas along the channel.		

We would like to ask council to approve the base bid along with Alternate 1 and award the project to Solid Bridge Construction in the amount of \$371,459.00. Strand and Associates has reviewed the documents and recommends moving forward as both Strand and the City of Brenham have worked with Solid Bridge on several projects recently such as the Wastewater Plant Creek Protection Project and the LouAnna Subdivision Drainage Project. They are very responsive and communicative.
STAFF ANALYSIS (For Ordinances or Regular Agenda Items): A. PROS: Another project moving forward and this one we will get significant support on. B. CONS: Will not get reimbursed on engineering fees and will have to contribute around \$70,000 to complete project.
ALTERNATIVES (In Suggested Order of Staff Preference):
ATTACHMENTS: (1) Construction Award/Bid Tab; (2) USDA Notice of Grant and Agreement Award; and (3) Scope of Work Map
FUNDING SOURCE (Where Applicable): FEMA FUND
RECOMMENDED ACTION: Award Contract No. 2019-02 to Solid Bridge Construction for the Base Bid along with Alternate Bid No. 1, in the amount of \$371,459, related to Hohlt Park Stream Restoration and authorize the Mayor to execute any necessary documentation
APPROVALS: James Fisher



Strand Associates, Inc.®

1906 Niebuhr Street

Brenham, TX 77833

(P) 979-836-7937

December 4, 2019

Mr. Dane Rau, Director of Public Works
City of Brenham
200 West Vulcan
Brenham, TX 77833

Re: Hohlt Park Stream Restoration
Contract No. 2019-02
City of Brenham, Texas

Dear Dane,

Bids for the above-referenced project were opened on November 19, 2019. Eight bids were received with the resulting bid tabulation enclosed.

Based on the expressed desire to award the Base Bid plus Alternate Bid No. 1, Solid Bridge Construction of Huntsville, Texas, was the apparent low bidder at \$371,459.00. The bid included a bid bond for 5 percent.

Strand Associates, Inc.® has previously worked with Solid Bridge Construction on projects for drainage improvements with the City of Brenham. Based on our previous experience with this contractor, we have found Solid Bridge Construction to be responsible.

We suggest that you consider evaluating Solid Bridge Construction's financial status prior to award and other information submitted to you as required by Article 19.05.2 found in the Instructions to Bidders of the Contract Documents.

Sincerely,

STRAND ASSOCIATES, INC.®

Hollie A. Janecka, P.E.

Enclosure

TBPE No. F-8405
TBPLS No. 10030000

J:\900 229\HAI\BREN\BREN\Documents\Specifications\Archive\2019\Brenham, City of\900 229\2019-02\HAS\16\Specification Letters(a)\Resulting Bid Tabulation\120419.docx

Bids Received: 02:00 P.M.
November 19, 2019

STRAND ASSOCIATES, INC.®
1906 Niebuhr Street
Brenham, TX 77833

HOHLT PARK STREAM RESTORATION
CITY OF BRENHAM PROJECT NO. 2019-02
CITY OF BRENHAM, TEXAS

BID TABULATION SUMMARY

Bidder and Address	Bid Bond or Guarantee	Addenda Acknowledged	Total Base Unit Prices	Additive Alternate Bid No. 1
Solid Bridge Construction 1204 Sam Houston Avenue Huntsville, TX 77340	5%	N/A	\$284,839.00	\$86,620.00
NBM Development, Inc. 2141 Bauer Drive Houston, TX 77080	5%	N/A	\$289,020.00	\$87,020.00
TW Dirt, LLC 216 Titus Street Gilmer, TX 75644	5%	N/A	\$292,020.00	\$83,680.00
Leland Bradlee Construction, Inc 4815 Whitehurst Drive Longview, TX 75602	5%	N/A	\$306,500.00	\$122,100.00 *\$89,700.00
ERS of MS, Inc. 1635 Lelia Drive, Suite 202 Jackson, MS 39216	5%	N/A	\$313,180.00	\$81,640.00
DJ Hansen Construction Corp. 650 South 300 East Ephraim, UT 84627	5%	N/A	\$322,460.00	\$101,280.00
Barclays Premier Utility Srv, LLC 1630 Gault Road Houston, TX 77039	5%	N/A	\$358,902.00	\$98,410.00
Myers Concrete Construction, LP 2301 FM 3237 Wimberley, TX 78676	5%	N/A	\$361,589.00	\$96,527.00

*CONTRACTOR'S COMPUTED TOTAL

Reviewed by: _____



Hollie Janecka
11-17-4-19

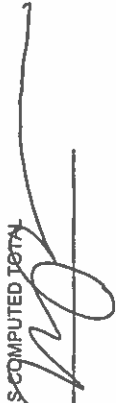
Bids Received: 2 P.M., November 19, 2019

STRAND ASSOCIATES, INC.*
1906 Niebuhr Street
Brenham, TX 77833

HOHLT PARK STREAM RESTORATION
CITY OF BRENHAM PROJECT NO. 2019-02
CITY OF BRENHAM, TEXAS

ADDITIVE ALTERNATE BID NO. 1 BREAKDOWN

No.		Description	Quantity	Unit	Unit Price	Total Price	Solid Bridge Construction 1204 Sam Houston Avenue Huntsville, TX 77340	NBM Development, Inc. 2141 Bauer Drive Houston, TX 77080	TW Dirt, LLC 216 Titus Street Glimer, TX 75644	Leland Bradlee Construction, Inc. 4815 Whitehurst Drive Longview, TX 75602	ERS of MS, Inc. 1635 Lella Drive, Suite 202 Jackson, MS 39216	DJ Hansen Construction Corp. 650 South 300 East Ephraim, UT 84627	Barclays Premier Utility Srv, LLC 1630 Gault Road Houston, TX 77039	Myers Concrete Construction, L 2301 FM 3237 Wimberley, TX 78676
No.		Description	Quantity	Unit	Unit Price	Total Price	Unit Price	Unit Price	Unit Price	Unit Price	Unit Price	Unit Price	Unit Price	Unit Price
1.		Erosion Control (Silt Fence)	360	LF	\$ 2.00	\$ 720.00	\$ 5.00	\$ 1,800.00	\$ 3.00	\$ 1,080.00	\$ 4.00	\$ 1,440.00	\$ 1.00	\$ 360.00
2.		Riprap (Common Stone)(Dry)(18-Inch)	440	CY	\$ 165.00	\$ 72,600.00	\$ 180.00	\$ 79,200.00	\$ 115.00	\$ 50,600.00	\$ 160.00	\$ 70,400.00	\$ 200.00	\$ 88,000.00
3.		Excavation and Disposal of Existing Spoils	440	CY	\$ 20.00	\$ 8,800.00	\$ 8.00	\$ 3,520.00	\$ 50.00	\$ 22,000.00	\$ 20.00	\$ 8,800.00	\$ 20.00	\$ 8,800.00
4.		Seeding	1	LS	\$ 4,500.00	\$ 4,500.00	\$ 2,500.00	\$ 2,500.00	\$ 10,000.00	\$ 2,500.00	\$ 1,000.00	\$ 16,000.00	\$ 1,250.00	\$ 5,327.00
ENGINEER'S COMPUTED TOTAL ITEMS NO. 1 THROUGH 4						\$ 86,620.00	\$ 87,020.00	\$ 83,680.00	\$ 122,100.00	\$ 81,640.00	\$ 101,280.00	\$ 98,410.00		\$ 96,527.00
CONTRACTOR'S COMPUTED TOTAL ITEMS NO. 1 THROUGH 4						\$ 86,620.00	\$ 87,020.00	\$ 83,680.00	\$ 89,700.00	\$ 81,640.00	\$ 101,280.00	\$ 98,410.00		\$ 96,527.00

* CONTRACTOR'S COMPUTED TOTAL
Reviewed by 

Bids Received: 2 P.M., November 19, 2019

STRAND ASSOCIATES, INC.*
1906 Nibuhr Street
Brenham, TX 77833

HOHLT PARK STREAM RESTORATION
CITY OF BRENHAM PROJECT NO. 2019-02
CITY OF BRENHAM, TEXAS

BID TABULATION BREAKDOWN

		Solid Bridge Construction 1204 Sam Houston Avenue Huntsville, TX 77340		NBM Development, Inc. 2141 Bauer Drive Houston, TX 77080		TW Dirt, LLC 218 Titus Street Glimer, TX 75844		Leland Bradlee Construction, Inc. 4815 Whitehurst Drive Longview, TX 75602		ERS of MS, Inc. 1835 Lelia Drive, Suite 202 Jackson, MS 39218		DJ Hansen Construction Corp 850 South 300 East Ephraim, UT 84627		Barclays Premier Utility Srv, LLC 1830 Gault Road Houston, TX 77039		Myers Concrete Construction, LP 2301 FM 3237 Wimberley, TX 78678	
No.	Description	Quantity	Unit	Unit Price	Total Price	Unit Price	Total Price	Unit Price	Total Price	Unit Price	Total Price	Unit Price	Total Price	Unit Price	Total Price	Unit Price	Total Price
1.	Mobilization	1	LS	\$ 15,000.00	\$ 15,000.00	\$ 18,000.00	\$ 18,000.00	\$ 20,000.00	\$ 20,000.00	\$ 12,500.00	\$ 12,500.00	\$ 32,000.00	\$ 32,000.00	\$ 75,000.00	\$ 75,000.00	\$ 35,989.00	\$ 35,989.00
2.	Debris Removal	1	LS	\$ 12,000.00	\$ 12,000.00	\$ 25,000.00	\$ 25,000.00	\$ 40,000.00	\$ 40,000.00	\$ 30,000.00	\$ 30,000.00	\$ 6,900.00	\$ 6,900.00	\$ 1,500.00	\$ 1,500.00	\$ 33,590.00	\$ 33,590.00
3.	Erosion Control (Silt Fence)	940	LF	\$ 1.85	\$ 1,739.00	\$ 5.00	\$ 4,700.00	\$ 3.00	\$ 2,820.00	\$ 4.00	\$ 3,760.00	\$ 12.00	\$ 11,280.00	\$ 1.00	\$ 940.00	\$ 4.00	\$ 3,760.00
4.	Riprap (Common Stone)(Dry)(18-Inch)	1,260	CY	\$ 165.00	\$ 207,900.00	\$ 180.00	\$ 226,800.00	\$ 115.00	\$ 144,900.00	\$ 180.00	\$ 228,800.00	\$ 169.00	\$ 212,940.00	\$ 200.00	\$ 252,000.00	\$ 165.00	\$ 207,900.00
5.	Excavation and Disposal of Existing Spoils	1,260	CY	\$ 20.00	\$ 25,200.00	\$ 8.00	\$ 10,080.00	\$ 50.00	\$ 63,000.00	\$ 25.00	\$ 31,500.00	\$ 15.00	\$ 18,900.00	\$ 20.00	\$ 25,200.00	\$ 42.00	\$ 52,920.00
6.	Embankment	100	CY	\$ 28.00	\$ 2,800.00	\$ 8.00	\$ 800.00	\$ 20.00	\$ 2,000.00	\$ 18.00	\$ 1,800.00	\$ 80.00	\$ 8,000.00	\$ 10.00	\$ 1,000.00	\$ 42.00	\$ 4,200.00
7.	Remove and Dispose of Existing 18-inch CMP	12	LF	\$ 50.00	\$ 600.00	\$ 20.00	\$ 240.00	\$ 125.00	\$ 1,500.00	\$ 60.00	\$ 720.00	\$ 370.00	\$ 4,440.00	\$ 1.00	\$ 12.00	\$ 73.00	\$ 876.00
8.	Install 18-inch CMP Storm Sewer	20	LF	\$ 80.00	\$ 1,600.00	\$ 45.00	\$ 900.00	\$ 140.00	\$ 2,800.00	\$ 155.00	\$ 3,100.00	\$ 400.00	\$ 8,000.00	\$ 100.00	\$ 2,000.00	\$ 173.00	\$ 3,460.00
9.	Seeding	1	LS	\$ 18,000.00	\$ 18,000.00	\$ 2,500.00	\$ 2,500.00	\$ 15,000.00	\$ 15,000.00	\$ 3,000.00	\$ 3,000.00	\$ 20,000.00	\$ 20,000.00	\$ 1,250.00	\$ 1,250.00	\$ 18,894.00	\$ 18,894.00
ENGINEER'S COMPUTED TOTAL ITEMS NO. 1 THROUGH 9					\$ 284,839.00		\$ 289,020.00		\$ 292,020.00		\$ 313,180.00		\$ 322,460.00		\$ 358,902.00		\$ 381,569.00
CONTRACTOR'S COMPUTED TOTAL ITEMS NO. 1 THROUGH 9					\$ 284,839.00		\$ 289,020.00		\$ 292,020.00		\$ 313,180.00		\$ 322,460.00		\$ 358,902.00		\$ 381,569.00

* CONTRACTOR'S COMPUTED TOTAL
Reviewed by 



U.S. Department of Agriculture
Natural Resources Conservation Service

NRCS-ADS-093

NOTICE OF GRANT AND AGREEMENT AWARD

1. Award Identifying Number NR197442XXXXC039	2. Amendment Number	3. Award /Project Period Date of Final Signature- 220 Days From Final Signature	4. Type of award instrument: Cooperative Agreement
5. Agency (Name and Address) Natural Resources Conservation Service 101 South Main Street Temple, TX 76501		6. Recipient Organization (Name and Address) CITY OF BRENHAM PO BOX 1059 BRENHAM TX 77834-1059 DUNS: 074164922 EIN:	
7. NRCS Program Contact Name: Mark Northcut Phone: 254-742-9824 Email: Mark.Northcut@tx.usda.gov	8. NRCS Administrative Contact Name: KAYLIE ALDERMAN Phone: 919-875-4825 Email: kaylie.alderman@wdc.usda.gov	9. Recipient Program Contact Name: Dane Rau Phone: 979-337-7407 Email: drau@cityofbrenham.org	10. Recipient Administrative Contact Name: Dane Rau Phone: 979-337-7407 Email: drau@cityofbrenham.org
11. CFDA 10.923	12. Authority 33 U.S.C. 701b-1	13. Type of Action New Agreement	14. Program Director Name: James Fisher Phone: 979-337-7590 Email: jfisher@cityofbrenham.org
15. Project Title/ Description: City of Brenham Little Sandy Creek 003			
16. Entity Type: C = City or township Government			
17. Select Funding Type			
Select funding type:	☒ Federal	☒ Non-Federal	
Original funds total	\$326,820.45	\$33,468.56	
Additional funds total	\$0.00	\$0.00	
Grand total	\$326,820.45	\$33,468.56	
18. Approved Budget			

Personnel	\$0.00	Fringe Benefits	\$0.00
Travel	\$0.00	Equipment	\$0.00
Supplies	\$0.00	Contractual	\$0.00
Construction	\$301,217.00	Other	\$25,603.45
Total Direct Cost	\$326,820.45	Total Indirect Cost	\$0.00
		Total Non-Federal Funds	\$33,468.56
		Total Federal Funds Awarded	\$326,820.45
		Total Approved Budget	\$360,289.01

This agreement is subject to applicable USDA NRCS statutory provisions and Financial Assistance Regulations. In accepting this award or amendment and any payments made pursuant thereto, the undersigned represents that he or she is duly authorized to act on behalf of the awardee organization, agrees that the award is subject to the applicable provisions of this agreement (and all attachments), and agrees that acceptance of any payments constitutes an agreement by the payee that the amounts, if any, found by NRCS to have been overpaid, will be refunded or credited in full to NRCS.

Name and Title of Authorized Government Representative Kristy Oates Acting State Conservationist	Signature  Digitally signed by KRISTY OATES Date: 2019.09.26 13:52:29 -05'00'	Date
Name and Title of Authorized Recipient Representative James Fisher City Manager	Signature 	Date Sept. 26, 2019

NONDISCRIMINATION STATEMENT

The U.S. Department of Agriculture (USDA) prohibits discrimination in all its programs and activities on the basis of race, color, national origin, age, disability, and where applicable, sex, marital status, familial status, parental status, religion, sexual orientation, genetic information, political beliefs, reprisal, or because all or a part of an individual's income is derived from any public assistance program. (Not all prohibited bases apply to all programs.) Persons with disabilities who require alternative means for communication of program information (Braille, large print, audiotape, etc.) should contact USDA's TARGET Center at (202) 720-2600 (voice and TDD). To file a complaint of discrimination write to USDA, Director, Office of Civil Rights, 1400 Independence Avenue, SW., Washington, DC 20250-9410 or call (800) 795-3272 (voice) or (202) 720-6382 (TDD). USDA is an equal opportunity provider and employer.

PRIVACY ACT STATEMENT

The above statements are made in accordance with the Privacy Act of 1974 (5 U.S.C. Section 522a).

Statement of Work

Purpose

The purpose of this agreement is for the United States Department of Agriculture, Natural Resources Conservation Service, hereinafter referred to as the "NRCS", to provide technical and financial assistance to City of Brenham, hereinafter referred to as the "Sponsor", for EWP Project # 5103 in Washington County, TX for implementation of recovery measures, that, if left undone, pose a risk to life and/or property.

Objectives

The design and installation of EWP measures as detailed in the individual Damage Survey Report (DSR) and described here:

- City of Brenham-48477-COB-003 :Remove and dispose of accumulated sediment along approximately 1570 feet of channel by reestablishing flow lines, side slopes, and armor areas that have been compromised due to storm events. . Harvey (DR4332) \$334,685.56

Budget Narrative

A. The estimated costs for the Project:

1. Total Estimated Project Budget: \$ 360,289.01

The budget includes:

Financial Assistance (FA) Costs:

Construction Costs (90% NRCS \$301,217.00 + 10% Sponsor \$ 33,468.56): \$ 334,685.56

Technical Assistance (TA) Costs:

100% NRCS (8.5% of total NRCS contribution): \$25,603.45

2. NRCS pays up to 90 percent of eligible construction costs, and Sponsor pays 10 percent of construction costs. NRCS will contribute up to 8.5 percent of the total NRCS contribution for contract administration and construction management costs. It is possible that technical and administrative costs will exceed this amount, requiring the Sponsor to contribute resources to complete technical and administrative work.

3. NRCS funding for this project is provided to the Sponsor in two separate NRCS funding accounts, one for financial assistance (FA) and one for technical assistance (TA). FA costs are associated with construction activities; TA costs are associated with services. These expenditures shall be accounted for separately in order for expenses to be eligible for reimbursement.

4. NRCS will provide FA for actual costs as reimbursement to the Sponsor for approved on-the-ground construction costs, subject to above limits. If costs are reduced, reimbursement will be reduced accordingly. Construction costs are associated with the installation of the project measures including labor, equipment and materials.

5. NRCS will provide TA reimbursement to the Sponsor for technical and administrative costs directly charged to the project, subject to the above limits. If costs are reduced, reimbursement will be reduced accordingly. These costs include

a. engineering costs include, but not limited to, developing a project design that includes construction drawings and specifications, an operation and maintenance plan, a quality assurance/inspection plan and an engineer's estimate of the project installation costs in addition to providing necessary quality assurance during construction.

b. contract administration costs include, but not limited to, soliciting, evaluating, awarding and administering contracts for construction and engineering services, including project management, verifying invoices and record keeping.

6. The Sponsor will contribute funds toward the total construction costs in either direct cash expenditures, the value of non-cash materials or services, or in-kind contributions. The value of any in-kind contribution shall be agreed to in writing prior to implementation.

Responsibilities of the Parties:

A. Sponsor will—

1. Accomplish construction of the EWP project measures by contracting, in-kind construction services, or a combination of both.
2. Ensure and certify by signing this agreement that its cost share obligation is from a non-Federal source.
3. Designate a project liaison to serve between the Sponsor and NRCS and identify that person's contact information with this executed agreement. Any change in the project liaison during the terms of this agreement must be immediately communicated to NRCS.
4. Appoint a contracting officer and an authorized representative who will have authority to act for the contracting officer, listing their duties, responsibilities, and authorities. Furnish such information in writing to the NRCS State Conservationist.
5. Comply with the terms and conditions of this agreement and the attached general terms and conditions except those that are not applicable to State and local governments.
6. Acquire and provide certification to NRCS that real property rights (land and water), permits and licenses in accordance with local, state, and Federal laws necessary for the installation of EWP project measures have been obtained at no cost to NRCS prior to construction. This includes any rights associated with required environmental mitigation. Sponsors shall provide such certification on Form NRCS-ADS-78, Assurances Relating to Real Property Acquisition. Sponsors shall also provide an attorney's opinion supporting this certification. Costs related to land rights and permits are the Sponsor's responsibility and ineligible for reimbursement.
7. Accept all financial and other responsibility for excess costs resulting from their failure to obtain, or their delay in obtaining, adequate land and water rights, permits and licenses needed for the Project.
8. Provide the agreed-to portion of the actual, eligible and approved construction cost. These costs may be in the form of cash, in-kind construction services, or a combination of both. Final construction items that are eligible construction costs will be agreed upon during the pre-design conference. These costs consist of costs from contracts awarded to contractors and eligible Sponsor in-kind construction costs for materials, labor, and equipment. The Sponsor shall provide NRCS documentation to support all eligible construction costs. Construction costs incurred prior to the Sponsor and NRCS signing this agreement are ineligible and will not be reimbursed.
9. Be responsible for 100 percent of all ineligible construction costs and 100 percent of any unapproved upgrade to increase the level of protection over and above that described in the DSR.
10. Account for and report FA and TA expenditures separately in order for expenses to be eligible for reimbursement. NRCS funding for this project is provided to the Sponsor in two separate NRCS funding accounts, one for TA and one for FA, requiring this separation.
11. Prepare design, construction specifications, and drawings in accordance with standard engineering principles that comply with NRCS programmatic requirements; and/or contract/install the designed construction. Any design services will be by a professional registered engineer. Sponsor will obtain NRCS review and concurrence on the design, construction plans, and specifications. The Sponsor must ensure description of work is reviewed, concurred, and approved by NRCS. A copy of the final signed and sealed plans and specifications shall be provided to NRCS.
12. Contract for services and construction in accordance with the Code of Federal Regulations (CFR), 2 CFR § 200.317 through 200.326, applicable State regulations, and the Sponsor's procurement regulations, as appropriate. (See general terms and conditions attached to this agreement for a link to the CFR.) In accordance with 2 CFR § 200.326, contracts must contain the applicable provisions described in Appendix II to Part 200. Davis-Bacon Act would not apply under this Federal program legislation.
13. The contracts for design services and construction described in this Agreement shall not be awarded to the Sponsor or to any firm in which any Sponsor's official or any member of such official's immediate family has direct or indirect interest in the pecuniary profits or contracts of such firms. Reference 2 CFR § 200.318 regarding standards of conduct covering conflicts of interest and governing the performance of its employees engaged in the selection, award, and administration of contracts.

14. For contracts, provide NRCS a copy of solicitation notice, bid abstract, and notice of contract award, or other basis of cost and accomplishment.

15. For in-kind construction services (materials, labor, and/or equipment supplied by the Sponsor), develop a Plan of Operations describing the construction services to be performed including estimated quantities and values. The Plan of Operations shall be concurred in by NRCS at the pre-design conference. In-kind construction services for equipment shall not exceed published FEMA equipment rates unless otherwise documented and concurred in advance by NRCS.

16. The following documentation is required to support the Sponsor's request for reimbursement of in-kind construction services:

- a. Invoices covering actual costs of materials used in constructing the eligible EWP project measures.
- b. Records documenting the type, quality, and quantities of materials actually used in constructing the eligible EWP project measures.
- c. Daily time records for each employee showing name, classification, wage rate, hours, and dates actually employed for constructing the eligible EWP project measures.
- d. Equipment operating records showing the type and size of equipment, hourly rate, actual hours of operation and dates used to install the eligible EWP project measures. Equipment idle time is not eligible in-kind construction services, even if on the job site, and should not be included in the equipment operating records.

17. Prior to commencement of work and/or solicitation of bids, submit for NRCS review and concurrence a Quality Assurance Plan (QAP). The QAP shall outline technical and administrative expertise required to ensure the EWP project measures are installed in accordance with the plans and specifications, identify individuals with the expertise, describe items to be inspected, list equipment required for inspection, outline the frequency and timing of inspection (continuous or periodic), outline inspection procedures, and record keeping requirements. A copy of the final QAP shall be provided to NRCS prior to commencement of construction.

18. Provide construction inspection in accordance with the QAP.

19. Prepare and submit for NRCS concurrence an Operation and Maintenance (O&M) Plan, if applicable, prior to commence of work. The O&M Plan shall describe the activities the Sponsor will do to ensure the project performs as designed. Upon completion of the project measures, the Sponsor shall assume responsibility for O&M.

20. Provide copies of site maps to appropriate Federal and State agencies for environmental review. Sponsor will notify NRCS of environmental clearance, modification of construction plans, or any unresolved concerns as well as copies of all permits, licenses, and other documents required by Federal, state, and local statutes and ordinances prior to solicitation for installation of the EWP project measures. All modifications to the plans and specifications shall be reviewed and concurred on by NRCS.

21. Ensure that any special requirements for compliance with environmental and/or cultural resource laws are incorporated into the project.

22. The Sponsor must secure at its own expense all Federal, State, and local permits and licenses necessary for completion of the work described in this agreement as well as any necessary natural resource rights and provide copies of all permits and licenses obtained to NRCS.

23. Will arrange and pay for any necessary location, removal, or relocation of utilities. EWP program regulations prohibit NRCS from reimbursing the Sponsor or otherwise paying for any such costs; nor do the costs qualify as a Sponsor cost-share contribution.

24. Ensure that technical and engineering standards and specifications of NRCS are adhered to during construction of the Project, as interpreted by NRCS Program/Technical Contact. Provide NRCS Program/Technical Contact progress reports as necessary and agreed to. Progress reports should include technical on-site inspections of work accomplished for the period, work planned, results of material tests, deficient work products and/or tests with corrective actions taken, modifications anticipated, technical problems encountered, contractual issues and other relevant information.

25. Ensure that adequate accident prevention measures are incorporated into the construction contract for the EWP measures described in this agreement. Contractors on NRCS assisted projects are to perform their work in accordance with OSHA regulations and the Contract Work Hours and Safety Standards Act (40 USC 3701-3708) as supplemented by Department of Labor regulations (29 CFR Part 5). This may require the inclusion of an appropriate accident prevention clause and supplement such as the NRCS supplement to OSHA Parts 1910 and 1926, be made a part of the construction contract. Secure concurrence of the State Conservationist before approving a waiver or an adaptation of any of the safety provisions. The Sponsor is responsible for checking the contractor's compliance with safety requirements.

26. Arrange for and conduct final inspection of completed project with NRCS to determine whether all work has been performed in accordance with contractual requirements. Provide a PE certification that the Project was installed in accordance with approved plans and specifications.

27. Provide PE-certified as-built drawings and quantities for the project. A copy of the as-built drawings will be submitted to the NRCS Program/Technical Contact.

28. Pay the contractor(s) for work performed in accordance with the agreement and submit a SF-270, "Request for Advance or Reimbursement" to the NRCS Program/Technical Contact with all documentation to support the request. Final payment request shall be submitted within 90 calendar days of completion of the EWP project measures. Payments will be withheld until all required documentation is submitted and complete.

a. The required supporting documentation for reimbursement of construction costs include invoices and proof of payment to the contractor showing the items and quantities installed and certified by the engineer of record along with any supporting documentation such as quantity calculations, rock weight tickets, etc.

b. The required supporting documentation for reimbursement of in-kind construction expenses will include employee time sheets, employee hourly rate, equipment operating logs, equipment hourly rate, and material quantities and invoices.

c. The required documentation for reimbursement of technical and administrative services will be invoices and proof of payment to consultants and/or employee time sheets along with the employee's hourly rate, hours worked, and date work was performed.

29. Ensure that information in the System for Award Management (SAM) is current and accurate until the final financial report (SF-425) under this award or final payment is received, whichever is later.

30. Take reasonable and necessary actions to dispose of all contractual and administrative issues arising out of the contract(s) awarded under this Agreement. This includes, but is not limited to disputes, claims, protests of award, source evaluation, and litigation that may result from the Project. Such actions will be at the expense of the Sponsor, including any legal expenses. The Sponsor will advise, consult with, and obtain prior written concurrence of NRCS on any litigation matters in which NRCS could have a financial interest.

31. Sponsor must indemnify and hold NRCS harmless to the extent permitted by State law for any costs, damages, claims, liabilities, and judgments arising from past, present, and future acts or omissions of the Sponsor in connection with its acquisition and management of the Emergency Watershed Protection Program pursuant to this agreement. Further, the Sponsor agrees that NRCS will have no responsibility for acts and omissions of the Sponsor, its agents, successors, assigns, employees, contractors, or lessees in connection with the acquisition and management of the Emergency Watershed Protection Program pursuant to this agreement that result in violation of any laws and regulations that are now or that may in the future become applicable.

32. Retain all records dealing with the award and administration of the contract(s) for 3 years from the date of the Sponsor's submission of the final request for reimbursement or until final audit findings have been resolved, whichever is longer. If any litigation is started before the expiration of the 3-year period, records are to be retained until the litigation is resolved or the end of the 3-year period, whichever is longer. Make such records available to the Comptroller General of the United States or his or her duly authorized representative and accredited representatives of the Department of Agriculture or cognizant audit agency for the purpose of making audit, examination, excerpts, and transcriptions.

33. Be liable to the NRCS for damages sustained by the NRCS as a result of the contractor failing to complete the work within the specified time. The damages will be based upon the additional costs incurred by the NRCS resulting from the contractor not completing the work within the allowable performance period. These costs include but are not limited to personnel costs, travel, etc. The NRCS will have the right to withhold such amount out of any monies that may be then due or that may become due and payable to the Sponsor. This liability is not applicable to the extent that the contract performance time is extended by court judgment unless such judgment results from actions of the Sponsor not concurred in by NRCS.

34. Take necessary legal action, including bringing suit, to collect from the contractor any monies due in connection with the contract, or upon request of NRCS, assign and transfer to NRCS any or all claims, demands, and causes of action of every kind whatsoever that the Sponsor has against the contractor or his or her sureties.

B. NRCS will—

1. Assist Sponsor in establishing design parameters; determine eligible construction costs during the pre-design conference.

2. Designate a Government representative (GR) to serve as liaison with the Sponsor and identify that person's contact information with this executed agreement.
3. Review, comment and concur in preliminary and final plans, specifications, O&M Plan, Plan of Operations (if required) and QAP.
4. Make periodic site visits during the installation of the EWP project measures to review construction progress, document conformance to engineering plans and specifications, and provide any necessary clarification on the Sponsor's responsibilities.
5. Upon notification of the completion of the EWP project measures, NRCS shall promptly review the performance of the Sponsor to determine if the requirements of this agreement and fund expenditures as agreed have been met.
6. Make payment to the Sponsor covering NRCS' share of the cost upon receipt and approval of Form SF-270 and supporting documentation, withholding the amount of damages sustained by NRCS as provided for in this agreement. In the event there are questions regarding the SF 270 and supporting documentation, NRCS will contact the Sponsor in a timely manner to resolve concerns.

SPECIAL PROVISIONS

- A. The furnishing of financial, administrative, and/or technical assistance above the original funding amount by NRCS is contingent on there being sufficient unobligated and uncommitted funding in the Emergency Watershed Protection Program that is available for obligation in the year in which the assistance will be provided. NRCS may not make commitments in excess of funds authorized by law or made administratively available. Congress may impose obligational limits on program funding that constrains NRCS's ability to provide such assistance.
- B. In the event of default of a construction contract awarded pursuant to this agreement, any additional funds properly allocable as construction costs required to ensure completion of the job are to be provided in the same ratio as construction funds are contributed by the parties under the terms of this agreement. Any excess costs including interest resulting from a judgment collected from the defaulting contractor, or his or her surety, will be prorated between the Sponsor and NRCS in the same ratio as construction funds are contributed under the terms of the agreement.
- C. Additional funds, including interest properly allocable as construction costs as determined by NRCS, required as a result of decision of the CO or a court judgment in favor of a claimant will be provided in the same ratio as construction funds are contributed under the terms of this agreement. NRCS will not be obligated to contribute funds under any agreement or commitment made by the Sponsor without prior concurrence of NRCS.
- D. The State Conservationist may make adjustments in the estimated cost to NRCS set forth in this agreement for constructing the EWP measures. Such adjustments may increase or decrease the amount of estimated funds that are related to differences between such estimated cost and the amount of the awarded contract or to changes, differing site conditions, quantity variations, or other actions taken under the provisions of the contract. No adjustment will be made to change the cost sharing assistance provided by NRCS as set forth in this agreement, nor reduce funds below the amount required to carry out NRCS' share of the contract.
- E. Except for item D. above, this document may be revised as mutually agreed through a written amendment duly executed by authorized officials of all signatory parties to this agreement.
- F. NRCS, at its sole discretion, may refuse to cost share should the Sponsor, in administering the contract, elect to proceed without obtaining concurrence as set out in this agreement.
- G. Once the project is completed and all requests for reimbursement submitted, any excess funding remaining in the agreement will be de-obligated from the agreement.
- H. If inconsistencies arise between the language in the Statement of Work (SOW) in the agreement and the general terms and conditions, the language in the SOW takes precedence.

Expected Accomplishments and Deliverables

The following accomplishments and deliverable will be provided to NRCS.

1. One copy of the final engineering plans, specifications signed and sealed by a licensed professional engineer, including engineer's cost estimate, and approved Plan of Operations (if applicable).

2. Signed NRCS-ADS-78 supported by an attorney's opinion.
3. One copy of the quality assurance plan.
4. One copy of the operation and maintenance plan.
5. One copy of the notice of solicitation, bid abstract, and notice of award.
6. Certification that the project was installed in accordance with the plans and specifications.
7. As-built drawings of final construction sign by a licensed professional engineer within 30 days of completion of construction.
8. Quantities of the units of work applied for each site within 30 days of completion of construction.

Resources Required

No additional resources required other than funding.

Milestones

Milestones shall include, but not limited to, the following items:

1. Pre-construction design conference within 30 days of signing agreement.
2. Submit to NRCS a schedule with time lines of major items to be completed within 14 days of the pre-design conference.
3. Acquire needed real property rights and permits (signed NRCS-ADS-78 supported by an attorney's opinion) prior to start of construction.
4. Obtaining permits.
5. Completing any necessary surveys.
6. Completing draft engineering plans and specifications for NRCS review.
7. Completing final engineering plans and specifications.
8. Completing quality assurance plan.
9. Solicit bids.
10. Award contract.

GENERAL TERMS AND CONDITIONS

Please reference the below link(s) for the General Terms and Conditions pertaining to this award

NATURAL RESOURCES CONSERVATION SERVICE U.S. DEPARTMENT OF AGRICULTURE

GENERAL TERMS AND CONDITIONS GRANTS AND COOPERATIVE AGREEMENTS

I. APPLICABLE REGULATIONS

a. The recipient, and recipients of any subawards under this award, agree to comply with the following regulations, as applicable. The full text of Code of Federal Regulations references may be found at <https://www.gpo.gov/fdsys/browse/collectionCfr.action?collectionCode=CFR> and <http://www.ecfr.gov/>.

(1) 2 CFR Part 25, "Universal Identifier and System of Award Management" (2) 2 CFR Part 170, "Reporting Subaward and Executive Compensation Information" (3) 2 CFR Part 180, "OMB Guidelines To Agencies On Governmentwide Debarment And Suspension (Nonprocurement)" (4) 2 CFR Part 182, "Governmentwide Requirements for Drug-Free Workplace (Financial Assistance)" (5) 2 CFR Part 200, "Uniform Administrative Requirements, Cost Principles, And Audit Requirements for Federal Awards"

b. The recipient, and recipients of any subawards under this award, assure and certify that they have and/or will comply with the following regulations, as applicable. The full text of Code of Federal Regulations references may be found at <https://www.gpo.gov/fdsys/browse/collectionCfr.action?collectionCode=CFR> and <http://www.ecfr.gov/>.

(1) 2 CFR Part 175, "Award Term for Trafficking in Persons" (2) 2 CFR Part 417, "Nonprocurement Debarment and Suspension" (3) 2 CFR Part 418, "New Restrictions on Lobbying" (4) 2 CFR Part 421, "Requirements for Drug-Free Workplace (Financial Assistance)"

c. Allowable project costs will be determined in accordance with the authorizing statute, the purpose of the award, and to the extent applicable to the type of organizations receiving the award, regardless of tier. The following portions of the Code of Federal Regulations are hereby incorporated by reference. The full text of Code of Federal Regulations references may be found at <https://www.gpo.gov/fdsys/browse/collectionCfr.action?collectionCode=CFR> and <http://www.ecfr.gov/>.

(1) 2 CFR Part 200, "Uniform Administrative Requirements, Cost Principles And Audit Requirements For Federal Awards" (2) 48 CFR Part 31, "Contract Cost Principles and Procedures"

II. UNALLOWABLE COSTS

The following costs are not allowed:

a. Costs above the amount authorized for the project b. Costs incurred after the expiration of the award including any no-cost extensions of time c. Costs that lie outside the scope of the approved project and any amendments thereto d. Compensation for injuries to persons or damage to property arising from project activities

This list is not exhaustive. For general information about the allowability of particular items of costs, please see 2 CFR Part 200, "Subpart E – Cost Principles", or direct specific inquiries to the NRCS administrative contact identified in the award.

III. CONFIDENTIALITY

a. Activities performed under this award may involve access to confidential and potentially sensitive information about governmental and landowner issues. The term "confidential information" means proprietary information or data of a personal nature about an individual, or information or data submitted by or pertaining to an organization. This information must not be disclosed without the prior written consent of NRCS.

b. The recipient's personnel will follow the rules and procedures of disclosure set forth in the Privacy Act of 1974, 5 U.S.C. Section 552a, and implementing regulations and policies with respect to systems of records determined to be subject to the Privacy Act. The recipient's personnel must also comply with privacy of personal information relating to natural resources conservation programs in accordance with section 1244 of Title II of the Farm Security and Rural Investment Act of 2002 (Public Law 107-171).

c. The recipient agrees to comply with NRCS guidelines and requirements regarding the disclosure of information protected under Section 1619 of the Food, Conservation, and Energy Act of 2008 (PL 110-246), U.S.C. 8791.

d. The recipient agrees to comply with the "Prohibition Against Certain Internal Confidentiality Agreements:"

1. You may not require your employees, contractors, or subrecipients seeking to report fraud, waste, or abuse to sign or comply with internal confidentiality agreements or statements prohibiting or otherwise restricting them from lawfully reporting that waste, fraud, or abuse to a designated investigative or law enforcement representative of a Federal department or agency authorized to receive such information. 2. You must notify your employees, contractors, or subrecipients that the prohibitions and restrictions of any internal confidentiality agreements inconsistent with paragraph (1) of this award provision are no longer in effect. 3. The prohibition in paragraph (1) of this award provision does not contravene requirements applicable to any other form issued by a Federal department or agency governing the nondisclosure of classified information. 4. If NRCS determines that you are not in compliance with this award provision, NRCS: a. Will prohibit your use of funds under this award, in accordance with sections 743 and 744 of Division E of the Consolidated Appropriations Act, 2016, (Pub. L. 114-113) or any successor provision of law; b. May pursue other remedies available for your material failure to comply with award terms and conditions.

IV. PRIOR APPROVAL REQUIREMENTS

The following are the most common situations requiring prior approval. However, the recipient is also bound by any other prior approval requirements of the applicable administrative provisions and Federal cost principles.

a. Purpose or Deliverables.—When it is necessary for the recipient to modify the purpose or deliverables, the recipient must submit a written request and justification for the change along with the revised purpose or deliverables of the award to the NRCS administrative contact. The request should contain the following: 1. Grant or agreement number 2. Narrative explaining the requested modification to the project purpose or deliverables 3. A description of the revised purpose or deliverables 4. Signatures of the authorized representative, project director, or both

b. Subaward/contractual Arrangement.—The recipient must submit a justification for the proposed subaward/contractual arrangements, a statement of work to be performed, and a detailed budget for the subaward/contract to the NRCS administrative contact. Subaward/contractual arrangements disclosed in the application do not require additional postaward approval.

c. Absence or Change in Project Leadership.—When a project director or the person responsible for the direction or management of the project—

1. Relinquishes active direction of the project for more than 3 consecutive months or has a 25 percent or more reduction in time devoted to the project, the grantee must notify the NRCS administrative contact in writing, identifying who will be in charge during the project director's absence. The notification must include the qualifications and the signature of the replacement, signifying his or her willingness to serve on the project.

2. Severs his or her affiliation with the grantee, the grantee's options include— i. Replacing the project director. The grantee must request written approval of the replacement from the NRCS administrative contact and must include the qualifications and the signature of the replacement signifying his or her willingness to serve on the project. ii. Subcontracting to the former project director's new organization. The grantee must request approval from the administrative contact to replace the project manager and retain the award, and to subcontract to the former project director's new organization certain portions of the project to be completed by the former project director. iii. Relinquishing the award. The grantee must submit to the NRCS administrative contact a signed letter by the grantee and the project director that indicates that the grantee is relinquishing the award. The letter must include the date the project director is leaving and a summary of progress to date. A final Standard Form (SF) 425 reflecting the total amount of funds spent by the recipient must be attached to the letter.

3. Transfers the award to his or her new organization, the authorized organization's representative at the new organization must submit the following to the NRCS administrative contact as soon as the transfer date is firm and the amount of funds to be transferred is known: i. The forms and certifications included in the application package ii. A project summary and work statement covering the work to be completed under the project (deliverables and objectives must be the same as those outlined in the approved proposal) iii. An updated qualifications statement for the project director showing his or her new organizational affiliation iv. Any cost-sharing requirements under the original award transfer to the new institution; therefore, cost-sharing information must be included in the proposal from the new organization

Note: The transfer of an award from one organization to another can take up to 90 calendar days to accomplish, which may result in a delay in the project director resuming the project at the new organization.

d. Budget Revisions.—Budget revisions will be in accordance with 2 CFR Part 200.308.

e. No-Cost Extensions of Time.—When a no-cost extension of time is required, the recipient must submit a written request to the NRCS administrative contact no later than 30 calendar days before the expiration date of the award. The request must contain the following: The length of additional time required to complete the project and a justification for the extension A summary of progress to date An estimate of funds expected to remain unobligated on the scheduled expiration date A projected timetable to complete the portions of the project for which the extension is being requested Signature of the grantee and the project director A status of cost sharing to date (if applicable)

Note: An extension will not exceed 12 months. Requests for no-cost extensions received after the expiration of the award will not be granted. V. PAYMENTS

a. Payment by NRCS to the entity will be made monthly or quarterly (whichever is mutually agreed upon by both parties) on a reimbursable or advanced basis upon completion of work outlined herein. Payment will be executed upon the submission of a properly executed form SF-270 with supporting documentation. The SF-270 must cite the agreement number, remittance address, and billing period. The SF-270 must be sent to the NRCS administrative contact at the email address identified in block 8 of the Notice of Grant/Agreement Award.

b. Unless otherwise specified in the award, the recipient must receive payments through electronic funds transfers.

c. Recipients requesting advances should request payments in amounts necessary to meet their current needs pursuant to procedures contained in the Federal administrative provisions and 31 CFR Part 205.

d. The method of payment between the recipient and its contractors will be in accordance with the policies and procedures established by the recipient except that the contractors may not use the USDA Office of Financial Management/National Finance Center method to request payments. If the grantee makes advance payments to contractors, the grantee must ensure that the timing of such payments is designed to minimize elapsed time between the advance payment and the disbursement of funds. Payment requests from the grantee's contractors will not be sent to NRCS for review or approval.

e. Accounting records for all costs incurred under this award must be supported by source documentation. Such documentation includes, but is not limited to, canceled checks, paid bills, payroll records, and subaward documents. Labor cost charges to this award must be based upon salaries actually earned and the time actually worked on this award. All project costs must be incurred within the approved project period of this award, including any approved no-cost extension of time. Costs that cannot be supported by source documentation or that are incurred outside of the approved project period and budget may be disallowed and may result in award funds being returned to the Federal Government by the recipient.

VI. ACCRUALS

a. Recipients must submit an accrual estimate to the NRCS Program/Technical no later than 15 calendar days prior to the end of the quarter (submit by March 15, June 15, September 15 and December 15th). b. An accrual represents the value of goods or services provided to NRCS for which you have not requested payment. The quality and completeness of NRCS audited financial statements depends on your continuing cooperation and timely information. c. At a minimum, the signed accrual statement should include, "Under agreement number _____, at the close of the quarter ending _____, we have provided or anticipate providing goods or services that we have not requested payment for in the amount of \$_____." Include the name and title of the person preparing the accrual estimate.

VII. FINANCIAL REPORTING

a. Recipients must submit a Federal Financial Report (FFR), SF 425 and 425A, in accordance with the following schedule:

Quarterly Schedule Report Due Date October 1 to December 31 January 31 January 1 to March 31 April 30 April 1 to June 30 July 31 July 1 to September 30 October 31

Reports must be submitted on an accrual accounting basis. Failure to submit reports in accordance with the above schedule may result in suspension or termination of award.

b. A final Report must be submitted no later than 90 calendar days after the completion of the award. For final FFRs, reporting end date must be the end date of the project or agreement period. The reports should be submitted to the NRCS administrative contact identified in award notifications.

VIII. PERFORMANCE MONITORING AND REPORTING

a. The recipient is responsible for monitoring day-to-day performance and for reporting to NRCS. If the project involves subaward arrangements, the recipient is also responsible for monitoring the performance of project activities under those arrangements to ensure that approved goals and schedules are met.

b. Every 6 months the recipient must submit a written progress report. Each report must cover— 1. A comparison of actual accomplishments with the goals and objectives established for the reporting period and, where project output can be quantified, a computation of the costs per unit of output.

2. The reasons why goals and objectives were not met, if appropriate.

3. Additional pertinent information including, where appropriate, analysis and explanation of cost overruns or high unit cost.

c. The recipient must submit a final performance report within 90 calendar days after completion of project.

IX. AUDIT REQUIREMENTS

The recipient is responsible for complying with audit requirements in accordance with 2 CFR 200, Subpart F. A non-Federal entity that expends \$750,000 or more during the non-Federal entity's fiscal year in Federal awards must have a single or program-specific audit conducted for that year.

X. SPECIAL PROVISIONS

a. The recipient assures and certifies that it will comply with the minimum-wage and maximum-hour provisions of the Federal Fair Labor Standards Act.

b. Employees of NRCS will participate in efforts under this agreement solely as representatives of the United States. To this end, they may not participate as directors, officers, employees, or otherwise serve or hold themselves out as representatives of the recipient. They also may not assist the recipient with efforts to lobby Congress or to raise money through fundraising efforts. Further, NRCS employees must report to their immediate supervisor any negotiations with the recipient concerning future employment and must refrain from participation in efforts regarding such parties until approved by the agency.

c. Employees of the recipient will not be considered Federal employees or agents of the United States for any purposes under this agreement.

XI. PATENTS, INVENTIONS, COPYRIGHTS, AND ACKNOWLEDGMENT OF SUPPORT AND DISCLAIMER

a. Allocation of rights of patents, inventions, and copyrights must be in accordance with 2 CFR Part 200.315. This regulation provides that small businesses normally may retain the principal worldwide patent rights to any invention developed with USDA support.

b. In accordance with 37 CFR Section 401.14, each subject invention must be disclosed to the Federal agency within 2 months after the inventor discloses it in writing to contractor personnel responsible for patent matters. Invention disclosure statements pursuant to 37 CFR Section 401.14(c) must be made in writing to:

Acquisitions Division Grants and Agreements Services Branch 1400 Independence Avenue, SW, Room 6823 South Building Washington, DC 20250

c. USDA receives a royalty-free license for Federal Government use, reserves the right to require the patentee to license others in certain circumstances, and requires that anyone exclusively licensed to sell the invention in the United States must manufacture it domestically.

d. The following acknowledgment of NRCS support must appear in the publication of any material, whether copyrighted or not, and any products in electronic formats (World Wide Web pages, computer programs, etc.) that is substantially based upon or developed under this award:

• "This material is based upon work supported by the Natural Resources Conservation Service, U.S. Department of Agriculture, under number [recipient should enter the applicable award number here]."

In addition, all publications and other materials, except scientific articles or papers published in scientific journals, must include the following statement:

• "Any opinions, findings, conclusions, or recommendations expressed in this publication are those of the author(s) and do not necessarily reflect the views of the U.S. Department of Agriculture."

e. All publications printed with Federal Government funds will include the most current USDA nondiscrimination statement, available from the Public Affairs Division, Civil Rights Division, or on the USDA and NRCS home pages. If the material is too small to permit the full nondiscrimination statement to be included, the material must, at a minimum, include the statement:

• "USDA is an equal opportunity provider and employer." Any publication prepared with funding from this agreement must include acknowledgement to USDA, Natural Resources Conservation Service."

The recipient is responsible for ensuring that an acknowledgment of NRCS is made during news media interviews, including popular media such as radio, television, and news magazines, that discuss in a substantial way work funded by this award.

XII. COST-SHARING REQUIREMENTS

a. If the award has specific cost-sharing requirements, the cost-sharing participation in other projects may not be counted toward meeting the specific cost-share requirement of this award, and must come from non-Federal sources unless otherwise stated in the applicable program announcement.

b. Should the recipient become aware that it may be unable to provide the cost-sharing amount identified in this award, it must— 1. Immediately notify the NRCS administrative contact of the situation. 2. Specify the steps it plans to take to secure replacement cost sharing. 3. Indicate the plans to either continue or phase out the project in the absence of cost sharing.

c. If NRCS agrees to the organization's proposed plans, the recipient will be notified accordingly. If the organization's plans are not acceptable to NRCS, the award may be subject to termination. NRCS modifications to proposed cost sharing revisions are made on a case-by-case basis.

d. Failure by the recipient to notify NRCS in accordance with paragraph (b) above may result in the disallowance of some or all the costs charged to the award, the subsequent recovery by NRCS of some of the NRCS funds provided under the award, and possible termination of the award, and may constitute a violation of the terms and conditions of the award so serious as to provide grounds for subsequent suspension or debarment.

e. The recipient must maintain records of all project costs that are claimed by the recipient as cost sharing as well records of costs to be paid by NRCS. If the recipient's cost participation includes in-kind contributions, the basis for determining the valuation for volunteer services and donated property must be documented.

XIII. PROGRAM INCOME

Income derived from patents, inventions, or copyrights will be disposed of in accordance with the recipient's own policies. General program income earned under this award during the period of NRCS support must be added to total project funds and used to further the purpose and scope of this award or the legislation under which this award is made.

XIV. NONEXPENDABLE EQUIPMENT

Recipients purchasing equipment or products with funds provided under this award are encouraged to use such funds to purchase only American-made equipment and products. Title to nonexpendable equipment purchased with award funds will vest in the recipient upon completion of the award project and acceptance by NRCS of required final reports. When equipment is no longer needed by the recipient and the per-unit fair market value is less than \$5,000, the recipient may retain, sell, or dispose of the equipment with no further obligation to NRCS. However, if the per-unit fair market value is \$5,000 or more, the recipient must submit a written request to the NRCS administrative contact for disposition instructions.

XV. LIMIT OF FEDERAL LIABILITY

The maximum financial obligation of NRCS to the recipient is the amount of funds indicated in the award as obligated by NRCS. However, in the event that an erroneous amount is stated on the approved budget, or any supporting document relating to the award, NRCS will have the unilateral right to make the correction and to make an appropriate adjustment in the NRCS share of the award to align with the Federal amount authorized.

XVI. MODIFICATIONS AND TERMINATIONS

NRCS may amend or modify the award through an exchange of correspondence between authorized officials of the recipient and NRCS. The award is subject to termination if NRCS determines that the recipient has failed to comply with the terms and conditions of the award. In the event that the award is terminated, the financial obligations of the parties

will be those set forth in 2 CFR Part 200.339.

XVII. AWARD CLOSEOUT

Award closeout is the process by which NRCS determines that all required project activities have been performed satisfactorily and all necessary administrative actions have been completed.



Hohlt Park Work Area

1 inch = 166 feet



←→ Hohlt Park Work Area



333

Document Path: Z:\GIS PROJECTS\PUBLIC WORKS\Construction 2019\Hohlt Park Work Area.mxd



AGENDA ITEM 10

DATE OF MEETING: December 19, 2019	DATE SUBMITTED: December 11, 2019	
DEPT. OF ORIGIN: Public Works	SUBMITTED BY: Dane Rau	
MEETING TYPE: ☒ REGULAR ☐ SPECIAL ☐ EXECUTIVE SESSION	CLASSIFICATION: ☐ PUBLIC HEARING ☐ CONSENT ☒ REGULAR ☐ WORK SESSION	ORDINANCE: ☐ 1ST READING ☐ 2ND READING ☐ RESOLUTION
AGENDA ITEM DESCRIPTION: Discuss and Possibly Act Upon a Professional Services Agreement with Strand Associates, Inc. Related to Salem Road Improvements and Authorize the Mayor to Execute Any Necessary Documentation		
SUMMARY: Over the last 5-7 years staff has targeted Salem Rd for major improvements. We have finally dedicated funds to reconstruct Salem Rd from HWY 36 South to the RR tracks (City Limits). This reconstruction will involve widening, storm sewer addition and concrete surface with curb and gutter. It will also involve making a better transition when exiting or entering Salem Rd from HWY 36 South. In order to begin design and go through the bid process of selecting a contractor we will need to enter into a Professional Services Agreement with Strand and Associates to design, coordinate, and prepare plans for these improvements. The total project cost is estimated at \$1.4 million dollars. The major costs are taking this road from asphalt to concrete and also the addition of storm sewer. We have chosen to design to an all concrete roadway due to the amount of heavy trucks that constantly use this roadway for pickup and deliveries to several of the businesses on Salem Rd. We would like to ask council to approve the Professional Service Agreement with Strand and Associates in the amount of \$185,000. Once the agreement is signed Strand will begin design and get the project ready to go out for bid. We would expect design to be 3-4 months with construction beginning in the early Summer of 2020. This project is funded with 2020 Certificates of Obligation.		
STAFF ANALYSIS (For Ordinances or Regular Agenda Items): A. PROS: Improving a roadway that is in bad shape. B. CONS: None		
ALTERNATIVES (In Suggested Order of Staff Preference):		

ATTACHMENTS: (1) Professional Services Agreement; and (2) Salem Road Map
FUNDING SOURCE (Where Applicable): 2020 Certificates of Obligation
RECOMMENDED ACTION: Approve a Professional Services Agreement with Strand Associates, Inc. related to Salem Road Improvements and authorize the Mayor to execute any necessary documentation
APPROVALS: James Fisher

**PROFESSIONAL SERVICES AGREEMENT
FOR
ENGINEERING SERVICES
RELATED TO
CITY OF BRENHAM
PROJECT NO. _____
SALEM ROAD STREET IMPROVEMENTS**

**THE STATE OF TEXAS §
 §
COUNTY OF WASHINGTON §**

THIS AGREEMENT made on the _____ day of _____, 20____, entered into, and executed by and between the City of Brenham, Texas (the "City"), a municipal corporation of the State of Texas, and Strand Associates, Inc.® ("Engineer").

WITNESSETH:

WHEREAS, the City desires to design and reconstruct Salem Road with concrete pavement starting at the intersection of Highway 36 and Salem Road to the railroad tracks approximately 2,100 linear feet in length, as further described in Part A of Attachment "A" (the "Project"); and

WHEREAS, the services of a professional engineering firm are necessary to provide land surveying, project planning, project design, and preparation of construction documents, and

WHEREAS, the Engineer represents that it is fully capable and qualified to provide professional engineering services to the City;

NOW, THEREFORE, the City and Engineer, in consideration of the mutual covenants and agreements herein contained, do mutually agree as follows:

**SECTION I
SCOPE OF AGREEMENT**

Engineer agrees to perform certain professional engineering services as defined in Attachment "A" attached hereto and made a part hereof for all purposes, hereinafter sometimes referred to as "Scope of Services," and for having rendered such services, the City agrees to pay Engineer compensation as stated in Section VII.

SECTION II CHARACTER AND EXTENT OF SERVICES

Engineer shall do all things necessary to render the engineering services and perform the Scope of Services with the professional skill and care ordinarily provided by competent engineers practicing in the same or similar locality and under the same or similar circumstances and professional license. It is expressly understood and agreed that Engineer is an Independent Contractor in the performance of the services agreed to herein. It is further understood and agreed that Engineer shall not have the authority to obligate or bind the City, or make representations or commitments on behalf of the City or its officers or employees without the express prior written approval of the City. The City shall be under no obligation to pay for services rendered not identified in Attachment "A" without prior written authorization from the City.

SECTION III OWNERSHIP OF WORK PRODUCT

Engineer agrees that the City shall have the right to use all exhibits, maps, reports, analyses and other documents prepared or compiled by Engineer pursuant to this Agreement. The City shall be the absolute and unqualified owner of all studies, exhibits, maps, reports, analyses, determinations, recommendations, computer files, and other documents prepared or acquired pursuant to this Agreement with the same force and effect as if the City had prepared or acquired the same. The City's use of any work product prepared by the Engineer for purposes other than for the intended project shall be at the City's sole risk and without liability to the Engineer.

SECTION IV TIME FOR PERFORMANCE

The time for performance of the Scope of Services is 365 calendar days beginning from the execution date of this Agreement. Upon written request of Engineer, the City may grant time extensions to the extent of any delays caused by the City or other agencies with which the services must be coordinated and over which Engineer has no control.

SECTION V COMPLIANCE AND STANDARDS

Engineer agrees to perform the services hereunder in accordance with generally accepted standards applicable thereto and shall use that degree of care and skill commensurate with the applicable profession to comply with all applicable state, federal, and local laws, ordinances, rules, and regulations relating to the services to be performed hereunder and Engineer's performance.

SECTION VI INDEMNIFICATION

To the fullest extent permitted by Texas Local Government Code Section 271.904, Engineer shall and does hereby agree to indemnify, hold harmless and defend the City, its officers, agents, and employees against liability for damage caused by or resulting from an act of negligence, intentional tort, intellectual property infringement, or failure to pay a subcontractor or supplier committed by the Engineer, the Engineer's agent, consultant under contract, or another entity over which the Engineer exercises control.

SECTION VII ENGINEER'S COMPENSATION

For and in consideration of the services rendered by Engineer pursuant to this Agreement, the City shall pay Engineer only for the actual services performed under the Scope of Services, on the basis set forth in Attachment "A," up to an amount not to exceed \$185,000.00, as identified in Attachment "A."

SECTION VIII TERMINATION

The City may terminate this Agreement at any time by giving written notice to Engineer. Upon receipt of such notice, Engineer shall discontinue all services in connection with the performance of this Agreement and shall proceed to promptly cancel all existing orders and contracts insofar as such orders or contracts are chargeable to the Agreement. As soon as practicable after receipt of notice of termination, Engineer shall submit a sworn statement, showing in detail the services performed under this Agreement to the date of termination. The City shall then pay Engineer for such services performed under this Agreement as those services bear to the total services called for under this Agreement, less such payments on account of the charges as have been previously made. Copies of all completed or partially completed designs, maps, studies, documents and other work product prepared under this Agreement shall be delivered to the City when and if this Agreement is terminated.

SECTION IX ADDRESSES, NOTICES AND COMMUNICATIONS

All notices and communications under this Agreement shall be mailed by certified mail, return receipt requested, to Engineer at the following address:

Strand Associates, Inc.®
1906 Niebuhr Street
Brenham, TX 77833
Attn: Ryan D. Tinsley, P.E., ENV SP

All notices and communications under this Agreement shall be mailed by certified mail, return receipt requested, to the City at the following address:

City of Brenham
200 W. Vulcan Street
Brenham, TX 77833
Attn: City Engineer

SECTION X LIMIT OF APPROPRIATION

Prior to the execution of this Agreement, Engineer has been advised by the City and Engineer clearly understands and agrees, such understanding and agreement being of the absolute essence to this Agreement, that the City shall have available only those sums as expressly provided for under this Agreement to discharge any and all liabilities which may be incurred by the City and that the total compensation that Engineer may become entitled to hereunder and the total sum that the City shall become liable to pay to Engineer hereunder shall not under any conditions, circumstances, or interpretations hereof exceed the amounts as provided for in this Agreement.

SECTION XI SUCCESSORS AND ASSIGNS

The City and Engineer bind themselves and their successors and assigns to the other party of this Agreement and to the successors and assigns of such other party, in respect to all covenants of this Agreement. Engineer shall not assign, sublet, or transfer its interest in this Agreement without the written consent of the City. Nothing herein shall be construed as creating any personal liability on the part of any officer or agent of the City or any public body which may be a party hereto.

SECTION XII MODIFICATIONS

This instrument, including Attachment "A," contains the entire Agreement between the parties relating to the rights herein granted and the obligations herein assumed. To the extent there is a conflict between the provisions of this Agreement and the provisions of Attachment "A," this Agreement shall control. Any oral or written representations or modifications concerning this instrument shall be of no force and effect excepting a subsequent modification in writing signed by both parties hereto.

SECTION XIII ADDITIONAL SERVICES OF ENGINEER

If authorized in writing by the City, Engineer shall furnish, or obtain from others, Additional Services that may be required because of significant changes in the scope, extent or character of the portions of the Project designed or specified by the Engineer,

as defined in Attachment "A." These Additional Services, plus reimbursable expenses, will be paid for by the City on the basis set forth in Attachment "A," up to the amount authorized in writing by the City.

SECTION XIV CONFLICTS OF INTEREST

Pursuant to the requirements of the Chapter 176 of the Texas Local Government Code, Engineer shall fully complete and file with the City Secretary a Conflict of Interest Questionnaire.

SECTION XV PAYMENT TO ENGINEER FOR SERVICES AND REIMBURSABLE EXPENSES

Invoices for Basic and Additional Services and reimbursable expenses will be prepared in accordance with Engineer's standard invoicing practices and will be submitted to the City by Engineer at least monthly. Invoices are due and payable thirty (30) days after receipt by the City. Non-payment within 45 days of receipt of invoice by the City, may at Engineers option, result in suspension of services upon 5 days written notice to the City. Upon receipt of payment in full Engineer will resume services without liability to City for such suspension.

SECTION XVI INSURANCE

Engineer shall procure and maintain insurance in accordance with the terms and conditions set forth in Attachment "B," for protection from workers' compensation claims, claims for damages because of bodily injury, including personal injury, sickness or disease or death, claims or damages because of injury to or destruction of property including loss of use resulting therefrom, and claims of errors and omissions.

SECTION XVII MISCELLANEOUS PROVISIONS

A. This Agreement is subject to the provisions of the Texas Prompt Payment Act, Chapter 2251 of the Texas Government Code. The approval or payment of any invoice shall not be considered to be evidence of performance by Engineer or of the receipt of or acceptance by the City of the services covered by such invoice.

B. Venue for any legal actions arising out of this Agreement shall lie exclusively in the federal and state courts of Washington County, Texas.

C. This Agreement is for sole benefit of the City and Engineer, and no provision of this Agreement shall be interpreted to grant or convey to any other person any benefits or rights.

ATTACHMENT "A"

PART A–SCOPE OF SERVICES

CITY OF BRENHAM PROJECT NO. _____ SALEM ROAD STREET IMPROVEMENTS

Description of Project

The scope of services is to provide topographic survey, preliminary and final design, permitting-related, bidding-related, and construction-related services for the Salem Road reconstruction project. The project is approximately 2,100 linear feet in length extending from Highway 36 west to the railroad tracks.

A. Basic Services

Data Collection and Survey

1. Perform geotechnical investigation and prepare geotechnical report for the project corridor. Up to five soil borings are anticipated. The geotechnical report will evaluate the existing subsurface soil conditions and provide design criteria for the proposed improvements including pavement design and life cycle analysis.
2. Provide topographic survey from Highway 36 to BNSF Railroad crossing to include applicable features such as paving limits, crossing arm locations, rail, signals, and other existing features. Survey crews will obtain this data without entering the railroad property using direct reflect or other survey methods.

Preliminary Design Services

1. Attend kickoff meeting with City.
2. Prepare up to three conceptual roadway design alternatives including geometric layout, typical section, and drainage improvement impacts.
3. Prepare preliminary opinion of probable construction cost for up to three conceptual design alternatives.
4. Meet with City to review the conceptual design alternatives, opinions of probable construction cost, and potential utility impacts. Incorporate City comments into the design.

5. Prepare 50 percent design drawings for City preferred design concept including:
 - a. Roadway plan and profile
 - b. Roadway typical section
 - c. Storm sewer plan and profile
 - d. Roadway cross sections at 50-foot intervals
6. Prepare 50-percent design opinion of probable construction cost for proposed improvements.
7. Define preliminary regulatory permit requirements for the Texas Department of Transportation (TxDOT), BNSF Railroad, and the Texas Commission on Environmental Quality (TCEQ).
8. Meet with City to review the 50 percent Design Documents, regulatory permit requirements, and potential utility impacts, and incorporate City comments as appropriate.
9. Attend one meeting with BNSF Railroad to discuss proposed improvements within their right-of-way.

Final Design Services

1. Prepare 90 percent design drawings including:
 - a. Roadway plan and profile
 - b. Roadway typical section
 - c. Storm sewer plan and profile
 - d. Stormwater management feature layout details
 - e. Roadway cross sections at 50-foot intervals
 - f. Miscellaneous construction details
 - g. Erosion control and site restoration plan
 - h. Pavement markings and signage plan
2. Prepare 90 percent design opinion of probable construction cost for the proposed improvements.
3. Meet with City to review the 90 percent design documents and incorporate City comments as appropriate. Provide utility correspondence at the design review meeting.
4. Prepare Bidding Documents using Engineers Joint Contract Documents Committee C700 Standard General Conditions of the Construction Contract, 2013 edition, technical specifications, and engineering drawings.
5. Prepare and submit TxDOT, Railroad, and TCEQ permit applications and assist City with obtaining permits.

Bidding-Related Services

1. Distribute Bidding Documents electronically through CivCast, available at www.civcastusa.com. Submit Advertisement to Bid to City for publishing.
2. Attend prebid meeting, prepare addenda, and answer questions during bidding.
3. Attend bid opening, tabulate and analyze bid results, and assist City in the award of the Construction Contract.
4. Prepare three sets of Contract Documents for signature.

Construction-Related Services

1. Provide contract administration Services, including attendance at preconstruction conference, review of contractor's shop drawing submittals, review of contractor's periodic pay requests, attendance at construction progress meetings, periodic site visits, and participation in project closeout. Services are based on a 120-day construction schedule.
2. Provide record drawings in paper format from information compiled from contractor's records. Engineer is providing drafting services only for record drawings based on the records presented to Engineer by contractor and City. Engineer will not be liable for the accuracy of the record drawing information provided by contractor and City.

Additional Services

1. Perform one iteration of initial construction staking of the street improvements. Construction stakes and other markings, as necessary, will be made every 50 feet along the alignments and at horizontal or vertical points. Storm sewer line and grade, including structures and outfalls, will be staked as needed.
2. Provide resident project representative (RPR) for part-time observation (eight hours per week) of construction for up to 18 weeks. In furnishing observation services, Engineer's efforts will be directed toward determining for City that the completed project will, in general, conform to the Contract Documents; but Engineer will not supervise, direct, or have control over the contractor's work and will not be responsible for the contractor's construction means, methods, techniques, sequences, procedures, or health and safety precautions or programs, or for the contractor's failure to perform the construction work in accordance with the Contract Documents. Services are based on a 120-day construction schedule, which will need to be adjusted if the schedule is extended.

PART B-BASIS OF COMPENSATION AND REIMBURSABLE EXPENSES

CITY OF BRENHAM PROJECT NO. _____ SALEM ROAD STREET IMPROVEMENTS

The following represents the maximum compensation for the scope of services documented in Attachment A, Part A of this Agreement. If services beyond those specifically identified are determined necessary during the Project, Engineer shall not proceed with those services until such time written approval of the scope and any additional fees are approved by the City.

City shall compensate Engineer for basic services a lump sum of \$155,000. Additional Services will be performed on an hourly basis at the rates shown in the Schedule of Charges, not to exceed \$30,000.

Basic Services		Fee
1-2	Data Collection and Survey	\$20,000
3-10	Preliminary Design	\$40,000
11-15	Final Design	\$57,000
16-19	Bidding-Related Services	\$8,000
20-21	Construction-Related Services	\$30,000
Total		\$155,000

Additional Services		Fee
1	Initial Construction Staking	\$10,000
2	Part-Time RPR Services	\$20,000
Total		\$30,000

SCHEDULE OF CHARGES

Compensation for engineering services shall be on an hourly basis at the rates set forth below which are subject to change annually on July 1.

Engineering Services Classification	Hourly Billing Rates*
Principal Engineer	\$280
Senior Associate	\$255
Senior Project Manager	\$225
Project Manager	\$175
Senior Project Engineer	\$150
Project Engineer	\$135
Graduate Engineer	\$120
Senior Engineering Technicians	\$120
Engineering Technician	\$105
Junior Engineering Technician	\$ 70
NACE Certified Project Representative (Tank Construction)	\$105
Project Representative	\$105
Senior Computer-Aided Design and Drafting (CADD)	\$ 95
Operator	
CADD Operator	\$ 70
Administrative	\$ 80

* Updated annually on July 1

Compensation for surveying services shall be on an hourly basis at the rates set forth below which are subject to change annually on July 1.

Surveying Services Classification	Hourly Billing Rates*
Registered Professional Land Surveyor	\$190
Surveying Technician	\$105
Three-Man Field Party	\$225
Two-Man Field Party	\$165
One-Man Field Party	\$105
Global Positioning System (GPS) Equipment	
(Half Day)	\$185
GPS Equipment (Full Day)	\$300
Robotic Total Station (Half Day)	\$135
Robotic Total Station (Full Day)	\$220

* Updated annually on July 1

Subcontract costs shall be billed at invoice cost plus 10 percent for handling.

ATTACHMENT "B"

INSURANCE

**CITY OF BRENHAM
PROJECT NO. _____
SALEM ROAD STREET IMPROVEMENTS**



CERTIFICATE OF LIABILITY INSURANCE

DATE (MM/DD/YYYY)
11/21/2019

THIS CERTIFICATE IS ISSUED AS A MATTER OF INFORMATION ONLY AND CONFERS NO RIGHTS UPON THE CERTIFICATE HOLDER. THIS CERTIFICATE DOES NOT AFFIRMATIVELY OR NEGATIVELY AMEND, EXTEND OR ALTER THE COVERAGE AFFORDED BY THE POLICIES BELOW. THIS CERTIFICATE OF INSURANCE DOES NOT CONSTITUTE A CONTRACT BETWEEN THE ISSUING INSURER(S), AUTHORIZED REPRESENTATIVE OR PRODUCER, AND THE CERTIFICATE HOLDER.

IMPORTANT: If the certificate holder is an ADDITIONAL INSURED, the policy(ies) must be endorsed. If SUBROGATION IS WAIVED, subject to the terms and conditions of the policy, certain policies may require an endorsement. A statement on this certificate does not confer rights to the certificate holder in lieu of such endorsement(s).

PRODUCER Ansay & Associates, LLC. MSN 2901 W. Beltline Hwy. Suite 202 Madison WI 53713	CONTACT NAME: Susan Simoneau	
	PHONE (A/C, No, Ext): 800-643-6133 FAX (A/C, No): 608-831-4777	
INSURED Strand Associates, Inc. 910 W. Wingra Drive Madison WI 53715	E-MAIL ADDRESS: sue.simoneau@ansay.com	
	INSURER(S) AFFORDING COVERAGE	NAIC #
	INSURER A: CNA Insurance Companies	35289
	INSURER B:	
	INSURER C:	
	INSURER D:	
	INSURER E:	
	INSURER F:	

COVERAGES

CERTIFICATE NUMBER: 399108871

REVISION NUMBER:

THIS IS TO CERTIFY THAT THE POLICIES OF INSURANCE LISTED BELOW HAVE BEEN ISSUED TO THE INSURED NAMED ABOVE FOR THE POLICY PERIOD INDICATED. NOTWITHSTANDING ANY REQUIREMENT, TERM OR CONDITION OF ANY CONTRACT OR OTHER DOCUMENT WITH RESPECT TO WHICH THIS CERTIFICATE MAY BE ISSUED OR MAY PERTAIN, THE INSURANCE AFFORDED BY THE POLICIES DESCRIBED HEREIN IS SUBJECT TO ALL THE TERMS, EXCLUSIONS AND CONDITIONS OF SUCH POLICIES. LIMITS SHOWN MAY HAVE BEEN REDUCED BY PAID CLAIMS.

INSR LTR	TYPE OF INSURANCE	ADDL INSR	SUBR WVD	POLICY NUMBER	POLICY EFF (MM/DD/YYYY)	POLICY EXP (MM/DD/YYYY)	LIMITS
A	GENERAL LIABILITY ☒ COMMERCIAL GENERAL LIABILITY ☐ CLAIMS-MADE ☒ OCCUR ☒ Bktl. Contractua ☒ XCU cov. Incl. GEN'L AGGREGATE LIMIT APPLIES PER: ☐ POLICY ☒ PRO-JECT ☐ LOC	Y		5099170076	1/1/2019	1/1/2020	EACH OCCURRENCE \$ 1,000,000 DAMAGE TO RENTED PREMISES (Ea occurrence) \$ 900,000 MED EXP (Any one person) \$ 5,000 PERSONAL & ADV INJURY \$ 1,000,000 GENERAL AGGREGATE \$ 2,000,000 PRODUCTS - COM/OP AGG \$ 2,000,000 \$
A	AUTOMOBILE LIABILITY ☒ ANY AUTO ☐ ALL OWNED AUTOS ☒ HIRED AUTOS ☐ SCHEDULED AUTOS ☒ NON-OWNED AUTOS			5099170062	1/1/2019	1/1/2020	COMBINED SINGLE LIMIT (Ea accident) \$ 1,000,000 BODILY INJURY (Per person) \$ BODILY INJURY (Per accident) \$ PROPERTY DAMAGE (Per accident) \$ \$
A	☒ UMBRELLA LIAB ☒ EXCESS LIAB DED ☒ RETENTION \$ 10,000			5099170059	1/1/2019	1/1/2020	EACH OCCURRENCE \$ 2,000,000 AGGREGATE \$ 2,000,000 \$
A	WORKERS COMPENSATION AND EMPLOYERS' LIABILITY ANY PROPRIETOR/PARTNER/EXECUTIVE OFFICER/MEMBER EXCLUDED? (Mandatory in NH) If yes, describe under DESCRIPTION OF OPERATIONS below	Y/N	N/A	WC595126844	1/1/2019	1/1/2020	☒ WC STATU-TORY LIMITS ☐ OTH-ER E.L. EACH ACCIDENT \$ 1,000,000 E.L. DISEASE - EA EMPLOYEE \$ 1,000,000 E.L. DISEASE - POLICY LIMIT \$ 1,000,000
A	Professional Liability Full Prior Acts			AEH113974097	7/11/2019	7/11/2020	Each Claim Aggregate Full Prior Acts 2,000,000 2,000,000

DESCRIPTION OF OPERATIONS / LOCATIONS / VEHICLES (Attach ACORD 101, Additional Remarks Schedule, if more space is required)
PROJECT: Design & Reconstruct Salem Road at Intersection of Hwy. 36 and Salem Road to the railroad tracks
Project #: 3900.237

CERTIFICATE HOLDER

CANCELLATION

City of Brenham
Attn: City Engineer
200 W. Vulcan Street
Brenham TX 77833

SHOULD ANY OF THE ABOVE DESCRIBED POLICIES BE CANCELLED BEFORE THE EXPIRATION DATE THEREOF, NOTICE WILL BE DELIVERED IN ACCORDANCE WITH THE POLICY PROVISIONS.

AUTHORIZED REPRESENTATIVE



1 inch = 300 feet



Future Road Improvement 2050'

←→ Salem Rd



349

Document Path: Z:\GIS PROJECTS\PUBLIC WORKS\Construction 2019\Salem Rd.mxd



AGENDA ITEM 11

DATE OF MEETING: December 19, 2019	DATE SUBMITTED: December 12, 2019
DEPT. OF ORIGIN: Public Works	SUBMITTED BY: Dane Rau
MEETING TYPE: ☒ REGULAR ☐ SPECIAL ☐ EXECUTIVE SESSION	CLASSIFICATION: ☐ PUBLIC HEARING ☐ CONSENT ☒ REGULAR ☐ WORK SESSION
ORDINANCE: ☒ 1ST READING ☐ 2ND READING ☐ RESOLUTION	
AGENDA ITEM DESCRIPTION: Discuss and Possibly Act Upon an Ordinance on Its First Reading Authorizing the Placement of Stop Signs on Cantey Street at Its Intersection with Gun and Rod Road	
SUMMARY: Over the last year we have been evaluating the area between Cantey Street and Gun and Rod Road. With two large residential developments coming into the area it has increased the amount of traffic in this area. It has also developed into a shorter route for vehicular traffic trying to avoid higher volume areas particularly during the morning and afternoon hours. The other issue that we have seen is that the visibility in this area along Cantey is restricted due to a curve in the roadway that blocks visibility when pulling out from the Dillion Street intersections. With the combination of all these situations arising over the last year the Brenham PD along with residents along Dillion Street have requested that a three way stop sign be place at the intersection of Cantey Street and Gun and Rod Road. Currently vehicular traffic on Gun and Rod Road stops to traffic on Cantey Street. By placing two stop signs on Cantey Street it will allow for a controlled intersection for the higher volume roadway and reduce the speed of traffic that is traveling around the sharp curve. This will make this roadway safer for residents on Dillion Street as well as residents exiting Oak Hollow Lane which is from the new residential development off Cantey Street. We would like to ask Council to approve on its first reading, the placement of stop sign on Cantey Street at its intersection with Gun and Rod Road. If approved this item will move to a second reading adopting the ordinance and then the stop signs can be placed. City of Brenham staff will take all measures to warn vehicular traffic of the new signs by using warning signs on both sides of the intersection for some time after signs are erected.	
STAFF ANALYSIS (For Ordinances or Regular Agenda Items): A. PROS: Will make Cantey St safer by slowing traffic down and having a controlled intersection where vehicular volumes have increased due to new residential developments. B. CONS: Public will have to get used to new stop signs	
ALTERNATIVES (In Suggested Order of Staff Preference):	
ATTACHMENTS: (1) Ordinance for first reading; (2) Letter from Brenham PD; and (3) Map	

FUNDING SOURCE (Where Applicable):
RECOMMENDED ACTION: Approve an Ordinance on its first reading authorizing the placement of stop signs on Cantey Street at its intersection with Gun and Rod Road
APPROVALS: James Fisher

ORDINANCE NO. _____

AN ORDINANCE OF THE CITY OF BRENHAM, TEXAS REQUIRING THE PLACEMENT OF CERTAIN STOP SIGNS IN THE CITY OF BRENHAM, TEXAS; ESTABLISHING THE LOCATION OF SAID STOP SIGNS; REGULATING THE TRAFFIC AT SAID STOP SIGNS; PROVIDING FOR A PENALTY; AND PROVIDING FOR AN EFFECTIVE DATE.

WHEREAS, it is necessary to place stop signs at certain locations in the City of Brenham to prevent accidents, collisions and damages; to promote the flow of traffic along and into such streets; and to regulate the same;

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

Section 1. That there shall be established and installed two (2) stop signs on Cantey Street regulating northbound and southbound vehicular traffic, at its intersection with Gun and Rod Road.

The stop signs shall be erected at the top of a standard pole, installed in the ground on the right-hand side of the streets identified herein in accordance with the most recent edition of the Texas Manual on Uniform Traffic Control Devices.

Section 2. That every person, firm or corporation, operating a motor vehicle or other vehicle of any kind, in, on, along and into the streets or street intersections designated in Section 1 hereof, upon reaching a stop sign at the location so designated, shall bring said vehicle to a full and complete stop in compliance with the provisions of applicable state law, before proceeding further along said street or into or on said street intersection.

Section 3. That any person, firm or corporation, violating Section 2 hereof, shall be fined a sum of not less than \$1.00 and not more than \$200.00, plus applicable court costs.

Section 4. This Ordinance shall take full force and effect from and after its passage, approval and publication as required by applicable law.

PASSED and APPROVED on its first reading this the ____ day of December 2019.

PASSED and APPROVED on its second reading this the ____ day of January 2020.

Milton Y. Tate, Jr.
Mayor

ATTEST:

Jeana Bellinger, TRMC, CMC
City Secretary

BRENHAM POLICE DEPARTMENT

PHONE: (979) 337-7272
FAX: (979) 337-7343



P. O. BOX 682
BRENHAM, TEXAS 77834-0682

1800 LONGWOOD DRIVE

December 5, 2019

Ref: Traffic Control Recommendation

Cantey Street at Gun and Rod Road

Chief Pancoast,

In response to concerns conveyed by both residents and City staff, the Police Department has conducted a traffic study for the stretch of Cantey Street between South Market Street and East Stone Street. Some of the initial concerns included speeding vehicles, pedestrian safety and the volume of vehicles traveling this roadway.

We deployed officers to monitor this area and we deployed a speed trailer that captures the number of passers-by, time of day/night and the speeds traveled. We collected this data for both southbound and northbound travelers over a period of two weeks.

The data collected revealed that speed was not necessarily an issue, as the majority of travelers were within the posted limit, but the volume of traffic was more than expected. The volume of travelers were high in early morning, mid-day, and late afternoon. The data suggests this section of street is being used as an alternative for avoiding early morning and late afternoon school traffic.

We also observed this area to contain more pedestrian and bicyclist travel from the adjoining neighborhoods where those residents tend to enjoy an early morning or late evening walk or ride. This element along with a long curve in that roadway does bring about some concern for the safety of the residents walking that roadway and/or pulling out onto that roadway from side streets.

In conclusion, our review and study of the concerns brought to us for this stretch of roadway, we would recommend stop signs be placed for both southbound and northbound travel at the Cantey Street and Gun and Rod Road Street intersection, making this a three-way stop intersection. We would also recommend warning signs be placed prior to that intersection notifying motorists of the stop ahead. We believe this would alleviate the concerns of those residents and provide a safer path of travel for all.


Captain Dant Lange



1 inch = 100 feet



Proposed Stop Sign



Existing Stop Sign





AGENDA ITEM 12

DATE OF MEETING: December 19, 2019	DATE SUBMITTED: December 12, 2019	
DEPT. OF ORIGIN: Purchasing	SUBMITTED BY: Jeana Bellinger	
MEETING TYPE: ☒ REGULAR ☐ SPECIAL ☐ EXECUTIVE SESSION	CLASSIFICATION: ☐ PUBLIC HEARING ☐ CONSENT ☒ REGULAR ☐ WORK SESSION	ORDINANCE: ☐ 1 ST READING ☐ 2 ND READING ☐ RESOLUTION
AGENDA ITEM DESCRIPTION: Discuss and Possibly Act Upon Bid No. 19-009 Related to the Resurface of the Leisure Deck at the Blue Bell Aquatic Center and Authorize the Mayor to Execute Any Necessary Documentation		
SUMMARY STATEMENT: On December 10, 2019 the City of Brenham opened bids for the resurface of the leisure deck at the Blue Bell Aquatic Center. The bid was advertised in the Banner and available on the City's website. The City only received two (2) bids: - Koolcote (Hutto, TX): \$73,765.91 - Progressive Commercial Aquatics, Inc. (Houston, TX): \$73,885.00 Since the bids were so close in total cost, it is staff's recommendation to award Bid No, 19-009 to Progressive Commercial Aquatics based on the best value for the City as allowed in Local Government Code 252.043(b) and as explained below: - The reputation that Progressive has due to their work on other City projects in the past; - The quality of Progressive's work for the City; and - The relationship the City has with Progressive.		
STAFF ANALYSIS (For Ordinances or Regular Agenda Items): A. PROS: B. CONS:		
ALTERNATIVES (In Suggested Order of Staff Preference):		
ATTACHMENTS: (1) Bid Tabulation Sheet		
FUNDING SOURCE (Where Applicable): BCDC is funding this repair		

RECOMMENDED ACTION: Award Bid No. 19-009 for the resurface of the leisure deck at the Blue Bell Aquatic Center to Progressive Commercial Aquatics, Inc. in the amount of \$73,885.00 and authorize the Mayor to execute any necessary documentation.

APPROVALS: James Fisher



ITB No. 19-009 - Resurface of Leisure Deck

Bid Tabulation

BIDDERS	Progressive Commercial Aquatics, Inc.	Koolcote
Total Cost	\$73,885.00	\$73,765.91

NOTE: *Staff recommendation will be to award ITB 19-009 to Progressive Commercial Aquatics, Inc. based on best value for the City, in compliance with Texas Local Government Code, Section 252.043*



AGENDA ITEM 13

DATE OF MEETING: December 19, 2019	DATE SUBMITTED: December 11, 2019															
DEPT. OF ORIGIN: Administration	SUBMITTED BY: Keith Herring															
<table style="width: 100%; border: none;"> <tr> <td style="width: 33%; vertical-align: top;">MEETING TYPE:</td> <td style="width: 33%; vertical-align: top;">CLASSIFICATION:</td> <td style="width: 33%; vertical-align: top;">ORDINANCE:</td> </tr> <tr> <td>☒ REGULAR</td> <td>☐ PUBLIC HEARING</td> <td>☐ 1ST READING</td> </tr> <tr> <td>☐ SPECIAL</td> <td>☐ CONSENT</td> <td>☐ 2ND READING</td> </tr> <tr> <td>☐ EXECUTIVE SESSION</td> <td>☒ REGULAR</td> <td>☐ RESOLUTION</td> </tr> <tr> <td></td> <td>☐ WORK SESSION</td> <td></td> </tr> </table>		MEETING TYPE:	CLASSIFICATION:	ORDINANCE:	☒ REGULAR	☐ PUBLIC HEARING	☐ 1 ST READING	☐ SPECIAL	☐ CONSENT	☐ 2 ND READING	☐ EXECUTIVE SESSION	☒ REGULAR	☐ RESOLUTION		☐ WORK SESSION	
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☐ SPECIAL	☐ CONSENT	☐ 2 ND READING														
☐ EXECUTIVE SESSION	☒ REGULAR	☐ RESOLUTION														
	☐ WORK SESSION															
AGENDA ITEM DESCRIPTION: Discuss and Possibly Act Upon an Amendment to the City of Brenham Non-Consent Tow Contract for Participation in the City's Rotation Log for Non-Consent Tows and Authorize the Mayor to Execute Any Necessary Documentation																
SUMMARY STATEMENT: The Non-Consent Tow Task Force met on December 9, 2019 to discuss changes to the Non-Consent Tow Contract. The task force decided that they would like to increase the towing rate for regular, medium and heavy tows. Councilmember Herring requested that this item be presented to the Council for consideration.																
<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 25%;">Type of Towing</th> <th style="width: 35%;">Current Rate</th> <th style="width: 40%;">Proposed Rate</th> </tr> </thead> <tbody> <tr> <td>Regular Tow</td> <td>\$175.00 – first hour on scene, per unit</td> <td>\$225.00 – first hour on scene, per unit</td> </tr> <tr> <td>Medium Tow</td> <td>\$225.00 – first hour on scene, per unit</td> <td>\$275.00 – first hour on scene, per unit</td> </tr> <tr> <td>Heavy Tow</td> <td>\$500.00 – first hour on scene, per unit</td> <td>\$550.00 – first hour on scene, per unit</td> </tr> </tbody> </table>		Type of Towing	Current Rate	Proposed Rate	Regular Tow	\$175.00 – first hour on scene, per unit	\$225.00 – first hour on scene, per unit	Medium Tow	\$225.00 – first hour on scene, per unit	\$275.00 – first hour on scene, per unit	Heavy Tow	\$500.00 – first hour on scene, per unit	\$550.00 – first hour on scene, per unit			
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Regular Tow	\$175.00 – first hour on scene, per unit	\$225.00 – first hour on scene, per unit														
Medium Tow	\$225.00 – first hour on scene, per unit	\$275.00 – first hour on scene, per unit														
Heavy Tow	\$500.00 – first hour on scene, per unit	\$550.00 – first hour on scene, per unit														
STAFF ANALYSIS (For Ordinances or Regular Agenda Items): A. PROS: B. CONS:																
ALTERNATIVES (In Suggested Order of Staff Preference):																
ATTACHMENTS: (1) Redlined version of Non-Consent Tow Fee Schedule showing the changes																
FUNDING SOURCE (Where Applicable):																
RECOMMENDED ACTION: Approve an amendment to the City of Brenham Non-Consent Tow Contract for participation in the City's rotation log for non-consent tows and authorize the Mayor to execute any necessary documentation																
APPROVALS: James Fisher																

SECTION XVI. FEES

OPERATOR shall neither charge nor attempt to collect any other fees or charges of any kind or character for the towing, waiting, debris removal, storage, security, or release of any vehicles except those fees authorized by this Contract. Any additional services and their associated fees specifically authorized in writing by the scene commander or the on-scene supervisor will be considered as authorized fees. Storage charges shall cease when a properly completed request for release is made.

All DEPARTMENT initiated requests for Towing Services shall be considered Non-Consent tows pursuant to the terms of this Contract. The signature of an owner, operator, or person with possession, custody, and control of said vehicle on any documents or forms provided by OPERATOR does not constitute said tow as a Consent Tow.

The following are the maximum fees OPERATOR can charge for any vehicle or service under this Contract:

Permissible Charges	Regular Tow (0 – 9,999 lbs.)	Medium Tow (10,000 – 25,000 lbs.)	Heavy Tow (Above 25,00 lbs.)	Notes
Towing	\$225.00 – first hour on scene, per unit	\$275.00 – first hour on scene, per unit	\$550.00 – first hour on scene, per unit	Unit is defined as the registered vehicle (car, truck, trailer, etc.)
Additional time on scene or at another site as approved by law enforcement	\$50.00 – per 30 minutes, per wrecker in excess of the first hour	\$75.00 – per 30 minutes, per wrecker in excess of the first hour	\$175.00 – per 30 minutes, per wrecker in excess of the first hour	Time is calculated as defined for “Time at Scene”. This does not include the time traveling to and from the scene. At every accident, OPERATOR and/or their employees must pick up glass, metal, plastic debris and properly dispose of such at storage facility.
Winching	\$100.00 – flat fee per wrecker	\$175.00 – flat fee per wrecker	See separate fee schedule for Heavy Tows	Winching charges apply to off road recoveries only. This fee may not be charged to pull apart vehicles involved in an incident or accident.

Deleted: 175.00

Deleted: 225.00

Deleted: 500.00



AGENDA ITEM 14

DATE OF MEETING: December 19, 2019	DATE SUBMITTED: December 13, 2019
DEPT. OF ORIGIN: Administration	SUBMITTED BY: James Fisher
MEETING TYPE: ☒ REGULAR ☐ SPECIAL ☐ EXECUTIVE SESSION	CLASSIFICATION: ☐ PUBLIC HEARING ☐ CONSENT ☒ REGULAR ☐ WORK SESSION
ORDINANCE: ☐ 1 ST READING ☐ 2 ND READING ☐ RESOLUTION	
AGENDA ITEM DESCRIPTION: Discuss and Possibly Act Upon Authorizing City of Brenham Staff to Engage in Contract Negotiations with the Brannon Industrial Group Regarding RFP No. 19-003 for the Provision of Municipal Solid Waste Collection, Transfer, Removal, Disposal and Recycling Services to the City of Brenham and, Subject to the Progress of Said Contract Negotiations, the City Council Anticipates Awarding and Approving a Contract for RFP No. 19-003 at the January 16, 2020 City Council Meeting	
SUMMARY STATEMENT: The City solicited sanitation proposals this fall for the outsourcing of residential collection, curbside recycling, collection station operation and transfer station operations. The City received a great response from several responsible companies that allowed staff the opportunity to select the best one for our community. The staff has been in discussions with the Brannon Industrial Group about outsourcing our sanitation operations to them. They have been very responsive to our concerns about exceeding customer expectations and understanding that this is a significant step for the City. We are working on a draft contract for these services; however, it is taking longer than anticipated. There is a lot of territory to cover and we want to ensure that all parties are treated fairly, expectations are clear, obligations are understood, and the transition is smooth. It is staff's intention to have a contract finalized for Council consideration on the January 16, 2020 council agenda.	
STAFF ANALYSIS (For Ordinances or Regular Agenda Items): A. PROS: B. CONS:	
ALTERNATIVES (In Suggested Order of Staff Preference):	
ATTACHMENTS: None	

FUNDING SOURCE (Where Applicable):
RECOMMENDED ACTION: Authorize City of Brenham staff to engage in contract negotiations with the Brannon Industrial Group regarding RFP No. 19-003 for the provision of Municipal Solid Waste Collection, Transfer, Removal, Disposal and Recycling Services to the City of Brenham and, subject to the progress of said contract negotiations, the City Council anticipates awarding and approving a contract for RFP No. 19-003 at the January 16, 2020 City Council meeting
APPROVALS: James Fisher



AGENDA ITEM 15

DATE OF MEETING: December 19, 2019	DATE SUBMITTED: December 13, 2019
DEPT. OF ORIGIN: Administration	SUBMITTED BY: James Fisher
MEETING TYPE: ☒ REGULAR ☐ SPECIAL ☐ EXECUTIVE SESSION	CLASSIFICATION: ☐ PUBLIC HEARING ☐ CONSENT ☒ REGULAR ☐ WORK SESSION
ORDINANCE: ☐ 1 ST READING ☐ 2 ND READING ☐ RESOLUTION	
AGENDA ITEM DESCRIPTION: Discuss and Possibly Act Upon a Lease Agreement Between the City of Brenham and Brenham Heritage Museum, Inc. for the Lease of Real Property Being Located at 105 South Market Street, Brenham, Texas and Authorize the Mayor to Execute Any Necessary Documentation	
SUMMARY STATEMENT: The City has been in negotiations regarding this lease agreement for over two years. The new lease has placed some performance measures that will help with the opening of the Museum in 2022. The Museum Board has reviewed the agreement and is agreeable with the proposed document. It has also received favorable review from the Federal government agencies responsible for the oversight of this building.	
STAFF ANALYSIS (For Ordinances or Regular Agenda Items): A. PROS: B. CONS:	
ALTERNATIVES (In Suggested Order of Staff Preference):	
ATTACHMENTS: (1) Lease Agreement	
FUNDING SOURCE (Where Applicable):	
RECOMMENDED ACTION: Approve a Lease Agreement between the City of Brenham and Brenham Heritage Museum, Inc. for the lease of real property being located at 105 South Market Street, Brenham, Texas and authorize the Mayor to execute any necessary documentation	
APPROVALS: James Fisher	

LEASE AGREEMENT

WHEREAS, the City of Brenham, a Texas home rule municipal corporation, owns the real property and improvements thereon located at 105 South Market Street, Brenham, Texas ("Premises"); and

WHEREAS, Brenham Heritage Museum, Inc., a Texas non-profit corporation, desires to lease from the City of Brenham the Premises for the exclusive purpose of operating a museum which promotes and preserves the history and heritage of Brenham and the surrounding area; and

WHEREAS, this Lease Agreement, hereinafter referred to as "this lease," is made and entered into by and between Brenham Heritage Museum, Inc. (hereinafter referred to as "Lessee" or "Museum") and the City of Brenham, as Lessor (hereinafter referred to as "City" or "Lessor").

WITNESSETH:

I.

City, in consideration of the covenants and agreements to be performed by Lessee and upon terms and conditions hereinafter stated, does hereby lease to Lessee the Premises located at 105 South Market Street, Brenham, Texas, said Premises further described in Exhibit "A" attached hereto and incorporated herein for all pertinent purposes. The term of this lease shall be for a period of fifty (50) years, commencing on August 1, 2019 and ending on July 31, 2069 ("Term"); provided however, that City and Lessee shall have the right to terminate this lease as provided elsewhere herein.

II.

For and in consideration of this lease, upon execution hereof by all parties, Lessee shall pay ONE DOLLAR AND NO/100 (\$1.00) per year ("Annual Rent") to City during the Term. Said Annual Rent shall be paid to the City in advance each year on or before the 1st day of February. Any rent funds collected pursuant to this lease shall be used to maintain and preserve the building.

As additional consideration, Lessee agrees that the Premises shall be used solely to operate, during the Term, at no cost to the City, a museum which promotes and preserves the history and heritage of Brenham and the surrounding area. Lessee hereby accepts the Premises in its "as is" condition. THERE ARE NO IMPLIED WARRANTIES OF MERCHANTABILITY, OF FITNESS FOR A PARTICULAR PURPOSE, OR OF ANY OTHER KIND ARISING OUT OF THIS LEASE, AND THERE ARE NO WARRANTIES THAT EXTEND BEYOND THOSE EXPRESSLY STATED IN THIS LEASE. Further, Lessee shall be responsible for any and all improvements to or retrofitting of the Premises as may be required by law for compliance with the Americans with Disabilities Act or similar state or federal law, and any regulations promulgated thereunder.

It is also agreed by Lessee that a violation of any covenant herein contained shall constitute forfeiture of Lessee's right to occupy the Premises, and City shall be entitled to terminate this lease in accordance with Article XII and take possession of the Premises without the necessity of legal proceedings.

City and City's officials, employees, agents and representatives shall have the right to enter upon and inspect the Premises at any reasonable time after providing Lessee notice at least twenty-four (24) hours before entering the Premises, for the purpose of ascertaining compliance with the terms of this lease and/or the condition of the Premises.

City shall be entitled to designate two (2) persons to serve on the Board of Directors of Brenham Heritage Museum, Inc. ("City Board Members"), having the same authority and terms of office as all other Board members. The City Board Members shall also be entitled to serve on the Board of Directors of any successor organization to the Brenham Heritage Museum, Inc. Within thirty (30) days after the commencement of this lease, the Brenham Heritage Museum Board of Directors shall take any and all action appropriate and necessary to appoint the City Board Members to immediately begin serving on the Brenham Heritage Museum Board of Directors.

III.

City shall pay the cost of all utility services, including, but not limited to, initial utility connection charges, and all charges for gas, water, wastewater, garbage, and electricity utility services used on the Premises.

Lessee shall be responsible for the installation, maintenance and expense of its own telephone service and security system if said services are desired by Lessee.

Lessee shall not permit any mechanic's lien to be placed upon the Land, Building or Premises, caused by or resulting from work performed, materials furnished or obligations incurred by or at the request of Lessee, and in the case of such filing of such lien, Lessee agrees to promptly pay the same or otherwise cause the immediate release of the same.

Lessee shall be responsible for all payment of taxes levied or assessed against the Premises and/or personal property located thereon, during the Term.

IV.

Lessee shall, at its own cost and expense, make all improvements needed to use Premises as a museum which promotes and preserves the history and heritage of Brenham and the surrounding area.

City shall, at its own cost and expense, keep and maintain the roof, foundation, driveway and parking area(s) of the Premises in good condition, making all necessary repairs.

Lessee shall, at its own cost and expense, keep and maintain all other parts of the Premises in good condition, promptly making all necessary repairs and replacements, including but not limited to the windows, exterior and interior walls, finish work, elevator, backflow preventer, fire alarm system, floors and floor covering, fixtures, pest extermination, and regular removal of trash and debris. Lessee shall be responsible for structural repair and maintenance of the Building and Premises, including but not limited to, plumbing, electrical wiring and system, and heating and air conditioning systems. No major maintenance project may begin until Lessee has contacted the National Parks Service and Texas Historical Commission, if required, for review of the project and obtained the approval of said entities.

Lessee may request funding from the City for specific maintenance or repair projects, and the City, in its sole discretion, may authorize the expenditure of funds for the project. With the exception of costs associated with the maintenance or repair of the roof, foundation, driveway and parking area(s) the City shall bear no cost of maintenance or repair of any sort to the Premises, unless funding is authorized by the City for a specific maintenance or repair project in response to a request from Lessee.

Renovations to be made to the Premises, if any, shall be the subject of a separate Renovation Agreement. Lessee shall pay all costs associated with any renovations. During any renovation of the Premises by the Lessee, the Lessee shall obtain, or require its general contractor to obtain, builder's risk ("all-risk" coverage) insurance covering the renovation project from its commencement through the date of completion of the renovation project. Such builder's risk insurance coverage must: 1) include the interests of the Lessor, contractor and subcontractors of all tiers; and 2) be approved in writing by the Lessor prior to Lessee's commencement of a renovation project. No improvements, changes, additions or alterations shall be made to the Premises by the Lessee until Lessee has contacted the National Parks Service and Texas Historical Commission, on behalf of the City, for review and obtained approval of the improvements, changes, additions or alterations from said entities and the Lessee has obtained written approval from the City. Further, any improvements, changes, additions or alterations to the Premises shall meet the SOI Standards for the Treatment of Historic Properties and shall be made in a good and workmanlike manner, and in accordance with plans approved by the City.

V.

Upon termination of this lease by City or Lessee, City and Lessee agree that Lessee may at Lessee's sole expense, remove its trade fixtures, including equipment, provided that such removal shall not impair the structural integrity of the Premises; such determination shall be made by the Brenham City Manager, or his designee acting reasonably, and same shall be binding on the parties hereto: and Lessee shall repair any damages caused by such removal to the reasonable satisfaction of the Brenham City Manager, or his designee.

VI.

Lessee shall, at Lessee's expense, obtain all governmental licenses and permits necessary for the permitted uses of the Premises and shall comply with all governmental laws, ordinances and regulations applicable to the use of the Premises; also Lessee shall promptly comply with all

governmental orders and directives for the correction, prevention and abatement of violations, nuisances and hazardous conditions in or upon, or connected with the Premises. Lessee shall prepare, on behalf of the City, all reports required to be submitted, including, but not limited to: biennial reports setting forth the use made of the Premises during the preceding two-year period, said reports shall be submitted to the Secretary at the National Park Service, Intermountain Regional Office, Historic Surplus Property Program, Heritage Partnerships Program, 12795 W. Alameda Parkway, Lakewood, CO 80228.

VII.

AS A CONDITION HEREOF, LESSEE AGREES TO INDEMNIFY AND DEFEND CITY AGAINST ANY AND ALL CLAIMS FOR INJURIES, DAMAGES, COSTS AND EXPENSE, TO PERSONS OR PROPERTY THAT MAY ARISE OUT OF, OR BE OCCASIONED BY THE USE, OCCUPANCY OR MAINTENANCE OF THE PREMISES BY LESSEE, OR FROM ANY NEGLIGENT OR WILLFUL ACT OR OMISSION OF ANY OFFICER, REPRESENTATIVE, AGENT, INVITEE AND/OR EMPLOYEE OF LESSEE. LESSEE HEREBY AGREES TO DEFEND ANY AND ALL SUITS, CLAIMS, OR CAUSES OF ACTION BROUGHT AGAINST CITY ON ACCOUNT OF SAME, AND DISCHARGE ANY JUDGMENT OR JUDGMENTS THAT MAY BE RENDERED AGAINST CITY IN CONNECTION THEREWITH.

VIII.

The Lessor shall procure and maintain at its sole cost and expense for the duration of this lease property and casualty insurance at replacement cost for the building and fixtures. The Lessee shall procure and maintain at its sole cost and expense for the duration of this lease commercial general liability insurance against claims for injuries to persons or damages to property that may arise from or in connection with the use and occupancy of the Premises by the Lessee, and the Lessee's officers, agents, representatives, volunteers, employees or subcontractors. Additionally, Lessee shall maintain at its expense property and casualty insurance on all of its personal property, including trade fixtures and other property placed by Lessee in, on or about the Premises. Lessor shall not be responsible for maintaining insurance on any of the lessee's personal property, trade fixtures or other property placed by Lessee in, on or about the Premises. The Lessee's insurance coverage shall be primary insurance with respect to the City, its officials, employees and volunteers. Any insurance or self-insurance maintained by the City, its officials, employees or volunteers shall be considered in excess of the Lessee's insurance and shall not contribute to it. All insurance premiums shall be paid by Lessee. Further, the Lessee shall include the City as an additional insured under its commercial general liability insurance policy. Certificates of Insurance and endorsements shall be furnished to the City in a timely manner to demonstrate Lessee's ongoing compliance with this Article VIII.

Standard Insurance Policies Required:

- (a) Property and Casualty Insurance for Lessee's Personal Property
- (b) Commercial General Liability Policy

General Requirements Applicable to All Policies:

- (a) Policies shall be written by a carrier with a A:VIII or better rating in accordance with the current Best Key Rating Guide.
- (b) Only Insurance Carriers licensed and admitted to do business in the State of Texas will be accepted.
- (c) Deductibles shall be listed on the Certificate of Insurance and are acceptable only on a per occurrence basis for property damage only.
- (d) "Claims Made" policies will not be accepted.
- (e) The City of Brenham, its officials, employees and volunteers, are to be added as "Additional Insured" to the Commercial General Liability Policy. The coverage shall contain no special limitations on the scope of protection afforded to the City, its officials, employees or volunteers.
- (f) Each insurance policy shall be endorsed to state that coverage shall not be suspended, voided, canceled, reduced in coverage or in limits except after thirty (30) days prior written notice by certified mail, return receipt requested, has been given to the City of Brenham.
- (h) Certified copies of all insurance policies shall be furnished to the City of Brenham.

Commercial General Liability

- (a) Minimum Combined Single Limit of \$1,000,000.00 per occurrence for bodily injury and property damage.
- (b) No coverage shall be deleted from the standard policy without notification of individual exclusions being attached for review and acceptance.

IX.

Lessee shall not assign this lease or sublet the Premises or any part thereof without the prior written consent of City.

Lessee shall not occupy or allow the Premises to be occupied for any business or purpose deemed extra hazardous because of the threat of fire or otherwise, such determination to be made by the Brenham City Manager or his designee.

X.

In the event the Premises are substantially or totally damaged or destroyed or rendered partially unfit for occupancy by natural disaster, or fire or water damage or other casualty, either party may elect to terminate this Lease. City shall not be liable for any damage to any museum property or other personal property located on the Premises caused by natural disaster, fire, water damage or other casualty.

XI.

Beginning on or before October 1, 2022, and continuing thereafter for the remainder of the Term, Lessee shall operate a museum, regularly open to the public on at least a weekly basis, which promotes and preserves the history and heritage of Brenham and the surrounding area. Beginning no later than six (6) months after the commencement of the Term of this Lease and continuing on a semi-annual basis thereafter until Lessee completes the renovation of and opens the museum as required herein, Lessee shall provide the City with written progress reports and updates regarding the Lessee's museum fundraising efforts and accomplishments (including goals and amounts raised), Board of Directors actions, undertakings and meetings, museum operations and similar activities. No later than April 1, 2021, Lessee shall commence construction of the improvements necessary to open said museum to the public on or before October 1, 2022. In the event Lessee fails to comply with any provision of this Article XI, including but not limited to: 1) Lessee fails to provide the City with written progress reports and updates as required herein; 2) Lessee fails to open said museum to the public on or before October 1, 2022; or 3) at any time after October 1, 2022, Lessee allows said museum to remain closed to the public for a period of forty-five (45) or more consecutive calendar days, City may, by written notice to Lessee, immediately terminate this lease, notwithstanding the provisions of Article XII or any other provision herein. Lessee may, by written notice to City, terminate this lease at any time with sixty (60) days' notice.

XII.

If either party defaults in the performance of any obligation or covenant herein, the non-defaulting party may enforce the performance of this lease in any manner provided by law. This lease may be terminated at the non-defaulting party's discretion if such default continues for a period of thirty (30) days after written notification of such default and of the intention of the non-defaulting party to declare this lease terminated, provided, however, if the default is not capable of being fully cured within thirty (30) days, the defaulting party shall be allowed the needed additional time to cure the default if (i) the defaulting party begins the cure within the thirty (30) day period, (ii) diligently pursues the cure thereafter until it is fully cured, and (iii) has been given advance written approval to proceed by the non-defaulting party. Such notice shall be sent by the non-defaulting party to the party in default. If Lessee, as the defaulting party, has not substantially cured the default within the time period referenced above, this lease shall terminate. Thereafter, City, if the non-defaulting party, or its agents, shall have the right, without further notice or demand, to enter the Premises and remove all persons and property there from without being deemed guilty of trespass and without waiving any other remedies for arrears of rent or breach of covenant. City or its agents may resume possession of the Premises and relet the same for the remainder of the Term, and/or exercise any other remedy available to the City by law or equity.

XIII.

City and its officers, employees and agents shall not be liable to Lessee or to Lessee's officers, employees, patrons, visitors, invitees or any other persons for any injury to any such persons or any damage to personal property occurring on the Premises caused by the negligence or misconduct of Lessee and/or its officers, employees, agents or volunteers.

XIV.

Subject to and only after written approval of the Brenham City Manager or his designee, Lessee shall have the right to erect signs on the Premises, provided that Lessee bears the expense of all signs it places on the Premises and the sign(s) conform to the ordinances, regulations, requirements, and conditions of approval of the City of Brenham.

XV.

Any waiver by City or Lessee of any default or breach of any term, covenant, condition, agreement, provision or stipulation herein contained must be in writing and shall not constitute a waiver of any subsequent default or breach of the same or any other term, covenant, condition, agreement, provision or stipulation hereof.

XVI.

This lease agreement constitutes the full and final expression of the agreement between City and Lessee, through the entire Term, and it may not be amended except by written instrument signed by both parties.

XVII.

In the event Lessee defaults in the performance of any of the terms, covenants, agreements, or conditions contained in this lease and City places in the hands of its attorney the enforcement of all or any part of this lease, the collection of any rent due or to become due or recovery of the possession of the Premises, Lessee agrees to pay City reasonable attorney's fees for the services of its attorney, whether a suit is actually filed or not.

XVIII.

As security for payment of rent, damages and all other payment required to be made by this lease, Lessee hereby grants to City a lien upon all property, including personal property, of Lessee now or subsequently located upon the Premises. If Lessee abandons or vacates any substantial portion of the Premises or is in default in the payment of any rentals, damages or other payments required to be made by this lease or is in default of any other provision of this lease, City may enter upon the Premises, by picking or changing locks if necessary, and take possession of all or any part of the personal property, and may sell all or any part of the personal property at a public or private sale, in one or successive sales, with or without notice, to the highest bidder for cash, and, on behalf of Lessee, sell and convey all or part of the personal property to the highest bidder. All of Lessee's title and interest in the personal property shall be applied by Lessor toward the reasonable costs and expenses of the sale, including attorney's fees, and then the terms of this lease; any excess remaining shall be paid to Lessee or any other person entitled thereto by law.

XIX.

All notices required under this lease shall be made in writing. Any notice or document required or permitted to be delivered herein shall be deemed to be delivered, whether actually received or not, when deposited in the United States mail, postage prepaid, registered or certified mail, return receipt requested, addressed to the parties hereto at the addresses set out below, or at such other addresses as they may specify by notice delivered in accordance herewith:

Chairperson, Board of Directors
Brenham Heritage Museum
P.O. Box 1122
Brenham, Texas 77834

City Manager
City of Brenham
P.O. Box 1059
Brenham, Texas 77834

XX.

This lease is expressly made subject to the Charter and ordinances of the City of Brenham, and all applicable state and federal laws. Should any legal action be instituted in connection with this lease, legal venue for all purposes shall lie exclusively in Washington County, Texas.

IN TESTIMONY WHEREOF, the parties have hereunto set their hands this _____ day of _____, 2019.

LESSEE:

BRENNHAM HERITAGE MUSEUM, INC.

LESSOR:

CITY OF BRENNHAM

By: _____
Name:
Title:

By: _____
Hon. Milton Y. Tate, Jr., Mayor

ATTEST:

By: _____
Name:
Title:

ATTEST:

By: _____
Jeana Bellinger, TRMC, CMC
City Secretary



AGENDA ITEM 17

DATE OF MEETING: December 19, 2019	DATE SUBMITTED: December 12, 2019	
DEPT. OF ORIGIN: Administration	SUBMITTED BY: James Fisher	
MEETING TYPE: ☐ REGULAR ☐ SPECIAL ☒ EXECUTIVE SESSION	CLASSIFICATION: ☐ PUBLIC HEARING ☐ CONSENT ☒ REGULAR ☐ WORK SESSION	ORDINANCE: ☐ 1 ST READING ☐ 2 ND READING ☐ RESOLUTION
AGENDA ITEM DESCRIPTION: Section 551.074 – Texas Government Code – Personnel Matters – Discussion and Deliberation Regarding the Appointment, Employment, Evaluation and/or Duties of the City of Brenham Chief of Police		
SUMMARY STATEMENT: To be discussed in Executive Session.		
STAFF ANALYSIS (For Ordinances or Regular Agenda Items): A. PROS: B. CONS:		
ALTERNATIVES (In Suggested Order of Staff Preference):		
ATTACHMENTS: None		
FUNDING SOURCE (Where Applicable):		
RECOMMENDED ACTION: None		
APPROVALS: Milton Y. Tate, Jr.		