

**IDC MEETING**

**1.13.2026**

*Joyce Hudman*

Joyce Hudman  
County Clerk  
Brazoria County, Texas

## CERTIFICATE OF POSTING OF NOTICE OF MEETING

I, the undersigned officer of the **BRAZORIA COUNTY INDUSTRIAL DEVELOPMENT CORPORATION** (the "Corporation") hereby executes this certificate for the benefit of all person interested in the posting of a **NOTICE OF MEETING OF THE BOARD OF DIRECTORS OF THE BRAZORIA COUNTY INDUSTRIAL DEVELOPMENT CORPORATION** ("the Corporation"), as required by the Open Meeting Act, Chapter 551 of the Texas Government Code, and the validity of all actions and proceedings taken at such meeting, and I do hereby certify as follows:

1. I am duly qualified and acting officer of agent of the Unit and Corporation as shown beneath my signature, and in such capacity I am familiar with matters contained in this Certificate.
2. Attached hereto is a true and correct copy of the NOTICE OF MEETING which was posted by me on the 1<sup>st</sup> day of January, 2026, on a bulletin board located at a place convenient and readily accessible to the general public at all times at the Brazoria County Courthouse, 111 E. Locust, Suite 100-A, Angleton, Texas 77515.

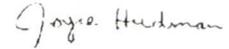
Witness my hand this 1<sup>st</sup> day January 2026.

Brazoria County Industrial Development Corporation

By: *T. Penitzsch*

Name: TAMARA Penitzsch

Title: Deputy clerk



Joyce Hudman  
County Clerk  
Brazoria County, Texas

## NOTICE OF MEETING

### BRAZORIA COUNTY INDUSTRIAL DEVELOPMENT CORPORATION

Notice is hereby given that the Board of Directors of the Brazoria County Industrial Development Corporation of Brazoria County, Texas will hold a Regular Meeting, open to the public, on **Tuesday, January 13, 2026, at 8:30 a.m., at Brazoria County Courthouse Campus – Administrative Building, 237 East Locust Street 2<sup>nd</sup> Floor Room #205, Angleton, Texas 77515.** At said meeting, the Board of Directors will deliberate, discuss, consider, and/or take final action on any, or all, of the following matters:

#### AGENDA

I. **Call to Order**

II. **Roll Call**

III. **Approve minutes**

**Meeting of November 18, 2025**

IV. **New Business:**

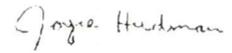
A. **Amend IDC Local Regulations and Application**

V. **Closed Session:**

**Potential Litigation – Gladiuex Metals Recycling, LLC (GMR) and Aleon Renewable Metals, LLC**

V. **Adjourn**

This meeting and hearing will be open to the public at all times during which such subjects are discussed, considered and formally acted upon in compliance with the open meetings law (Chapter 551, Texas Government Code).

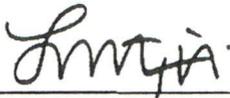


Joyce Hudman  
County Clerk  
Brazoria County, Texas

This NOTICE shall be posted for at least 3 days preceding the scheduled time of meeting.

DATED this 7th day of January, 2026

BRAZORIA COUNTY INDUSTRIAL  
DEVELOPMENT CORPORATION



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L.M. "Matt" Sebesta, Jr.  
President

PLEASE NOTE: AGENDA ITEMS MAY NOT NECESSARILY BE PRESENTED IN THE ORDER  
THEY ARE POSTED ON THIS NOTICE.



**MEETING NOTICE**  
**BRAZORIA COUNTY INDUSTRIAL DEVELOPMENT CORPORATION**  
**BRAZORIA COUNTY**

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**Tuesday, January 13, 2026**

**8:30 AM**

**Commissioners Courtroom**

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**AGENDA**

- A. CALL TO ORDER**
- B. ROLL CALL**
- C. APPROVAL OF MINUTES**
  - C.1. Industrial Development Corporation Session - November 18, 2025
- D. NEW BUSINESS**
  - D.1. Amend IDC Local Regulations and Application
- E. CLOSED SESSION**
  - E.1. Potential Litigation - Gladiuex Metals Recycling, LLC (GMR) and Aleon Renewable Metals, LLC
- F. ADJOURN**

This meeting and hearing will be open to the public at all times during which such subjects are discussed, considered and formally acted upon in compliance with the open meetings law (Chapter 551, Texas Government Code).



**BRAZORIA COUNTY INDUSTRIAL  
DEVELOPMENT CORPORATION OF BRAZORIA  
COUNTY**

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**ORDER NO. C.1.**

**1/13/2026**

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Industrial Development Corporation Session - November 18, 2025



**BRAZORIA COUNTY INDUSTRIAL  
DEVELOPMENT CORPORATION OF BRAZORIA  
COUNTY**

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**ORDER NO. D.1.**

**1/13/2026**

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Amend IDC Local Regulations and Application

*Joyce Hudman*

Joyce Hudman  
County Clerk  
Brazoria County, Texas

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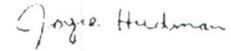
Witness my hand this 1<sup>st</sup> day January 2026.

Brazoria County Industrial Development Corporation

By: *T. Penitzsch*

Name: TAMARA Penitzsch

Title: Deputy clerk



Joyce Hudman  
County Clerk  
Brazoria County, Texas

## NOTICE OF MEETING

### BRAZORIA COUNTY INDUSTRIAL DEVELOPMENT CORPORATION

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I. **Call to Order**

II. **Roll Call**

III. **Approve minutes**

**Meeting of November 18, 2025**

IV. **New Business:**

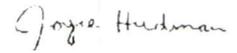
A. **Amend IDC Local Regulations and Application**

V. **Closed Session:**

**Potential Litigation – Gladiuex Metals Recycling, LLC (GMR) and Aleon Renewable Metals, LLC**

V. **Adjourn**

This meeting and hearing will be open to the public at all times during which such subjects are discussed, considered and formally acted upon in compliance with the open meetings law (Chapter 551, Texas Government Code).

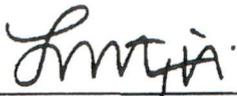


Joyce Hudman  
County Clerk  
Brazoria County, Texas

This NOTICE shall be posted for at least 3 days preceding the scheduled time of meeting.

DATED this 7th day of January, 2026

BRAZORIA COUNTY INDUSTRIAL  
DEVELOPMENT CORPORATION



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L.M. "Matt" Sebesta, Jr.  
President

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**BRAZORIA COUNTY INDUSTRIAL  
DEVELOPMENT CORPORATION OF BRAZORIA  
COUNTY**

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**ORDER NO. E.1.**

**1/13/2026**

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Potential Litigation - Gladiuex Metals Recycling, LLC (GMR) and Aleon Renewable Metals, LLC

# **Exhibit**

# **A**

**Approve  
Minutes for  
11.18.25**



# BRAZORIA COUNTY BRAZORIA COUNTY INDUSTRIAL DEVELOPMENT CORPORATION

## MINUTES

Due to technical difficulties the audio and video for this meeting was not captured in full.

BE IT REMEMBERED THAT ON NOVEMBER 18, 2025, THERE WAS BEGUN AND HOLDEN A MEETING OF THE BRAZORIA COUNTY INDUSTRIAL DEVELOPMENT CORPORATION OF BRAZORIA COUNTY, TEXAS.

### A. CALL TO ORDER

This meeting was called to order at 8:30 AM.

### B. ROLL CALL

<b>Present</b>	Judge L.M. "Matt" Sebesta Jr. Commissioner Ryan Cade Commissioner Stacy L. Adams Commissioner David R. Linder County Clerk Joyce Hudman
<b>Absent</b>	Commissioner Jay Burrige

### C. APPROVAL OF MINUTES

C.1 Brazoria County Industrial Development Corporation May 9, 2023 8:30 AM

<b>RESULT:</b>	APPROVED
<b>MOVER:</b>	David R. Linder
<b>SECONDER:</b>	Ryan Cade
<b>AYES:</b>	Judge Sebesta Jr., Commissioner Cade, Commissioner Adams, and Commissioner Linder

### D. NEW BUSINESS

D.1 APPOINTMENT OF OFFICERS

<b>RESULT:</b>	PASSED
<b>MOVER:</b>	David R. Linder
<b>SECONDER:</b>	Ryan Cade
<b>AYES:</b>	Judge Sebesta Jr., Commissioner Cade, Commissioner Adams, and Commissioner Linder

**E. ADJOURN**

As no further matters were to be had, Commissioners Court adjourned this meeting of the Brazoria County Industrial Development Corporation at 8:32 AM.

JOYCE HUDMAN, COUNTY CLERK  
BRAZORIA COUNTY  
EX-OFFICIO MEMBER COMMISSIONERS COURT  
*Joyce Hudman*



**BRAZORIA COUNTY INDUSTRIAL  
DEVELOPMENT CORPORATION OF BRAZORIA  
COUNTY**

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**ORDER NO. C.1**

**11/18/2025**

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Brazoria County Industrial Development Corporation May 9, 2023 8:30 AM



**BRAZORIA COUNTY INDUSTRIAL  
DEVELOPMENT CORPORATION OF BRAZORIA  
COUNTY**

---

**ORDER NO. D.1**

**11/18/2025**

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**APPOINTMENT OF OFFICERS**

## New Business

RE: APPOINTMENTS OF OFFICERS

The Board here by appoints the following officers:

President	<u>County Judge L.M. "Matt" Sebesta, Jr.</u>
Vice President	<u>Commissioner David Linder</u>
Treasurer	<u>Commissioner Stacy L. Adams</u>
Secretary	<u>Commissioner Ryan Cade</u>
Assistant Secretary	<u>County Clerk Joyce Hudman</u>
Assistant Treasurer	<u>County Auditor Kaysie Stewart</u>

*Joyce Hudman*

Joyce Hudman  
County Clerk  
Brazoria County, Texas

**CERTIFICATE OF POSTING OF NOTICE OF MEETING**

I, the undersigned officer of the **BRAZORIA COUNTY INDUSTRIAL DEVELOPMENT CORPORATION** (the "Corporation") hereby executes this certificate for the benefit of all person interested in the posting of a **NOTICE OF MEETING OF THE BOARD OF DIRECTORS OF THE BRAZORIA COUNTY INDUSTRIAL DEVELOPMENT CORPORATION** ("the Corporation"), as required by the Open Meeting Act, Chapter 551 of the Texas Government Code, and the validity of all actions and proceedings taken at such meeting, and I do hereby certify as follows:

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2. Attached hereto is a true and correct copy of the NOTICE OF MEETING which was posted by me on the \_\_\_ day of November, 2025, on a bulletin board located at a place convenient and readily accessible to the general public at all times at the Brazoria County Courthouse, 111 E. Locust, Suite 100-A, Angleton, Texas 77515.

Witness my hand this \_\_\_ day November 2025.

Brazoria County Industrial Development Corporation

By: *Tamara Poenitesch*

Name: Tamara Poenitesch

Title: Deputy Clerk

*Joyce Hudman*

Joyce Hudman  
County Clerk  
Brazoria County, Texas

## NOTICE OF MEETING

### BRAZORIA COUNTY INDUSTRIAL DEVELOPMENT CORPORATION

Notice is hereby given that the Board of Directors of the Brazoria County Industrial Development Corporation of Brazoria County, Texas will hold a Regular Meeting, open to the public, on **Tuesday, November 18, 2025, at 8:30 a.m., at Brazoria County Courthouse Campus – Administrative Building, 237 East Locust Street 2<sup>nd</sup> Floor Room #205, Angleton, Texas 77515.** At said meeting, the Board of Directors will deliberate, discuss, consider, and/or take final action on any, or all, of the following matters:

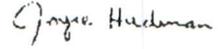
#### AGENDA

- I. Call to Order
- II. Roll Call
- III. Approve minutes

Meeting of May 9, 2023, at 8:30 AM

- IV. New Business:
  - A. APPOINTMENT OF OFFICERS
- V. Adjourn

This meeting and hearing will be open to the public at all times during which such subjects are discussed, considered and formally acted upon in compliance with the open meetings law (Chapter 551, Texas Government Code).

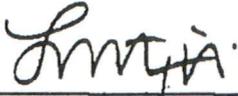


Joyce Hudman  
County Clerk  
Brazoria County, Texas

This NOTICE shall be posted for at least 3 days preceding the scheduled time of meeting.

DATED this 5th day of November, 2025

BRAZORIA COUNTY INDUSTRIAL  
DEVELOPMENT CORPORATION



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L.M. "Matt" Sebesta, Jr.  
President

PLEASE NOTE: AGENDA ITEMS MAY NOT NECESSARILY BE PRESENTED IN THE ORDER  
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# **New Business**

**BRAZORIA COUNTY INDUSTRIAL DEVELOPMENT CORPORATION**

**GENERAL INFORMATION, PROCEDURES AND REQUIREMENTS  
FOR SUBMITTING AN APPLICATION FOR FINANCING**

An individual, corporation, partnership, limited liability company or other entity desiring to request that the **Brazoria County Industrial Development Corporation** (the "Corporation") issue bonds to provide financing for an industrial development project must file with the Corporation's designated representative and its legal counsel, in accordance with the attached Local Regulations, copies of a completed and executed Application for Financing and Project Financing Questionnaire (collectively the "Application") together with copies of any attachments or exhibits required by the Application and Local Regulations. The non-refundable filing fee specified in the Local Regulations must accompany the copy of the Application and must be filed no later than 10:00 a.m. on the day which is two weeks prior to the date of any meeting at which the Application will be considered, unless the Corporation elects to waive or modify this requirement.

APPROVED this \_\_\_\_ day of \_\_\_\_\_, 2026, by the BRAZORIA COUNTY INDUSTRIAL DEVELOPMENT CORPORATION.

**BRAZORIA COUNTY INDUSTRIAL  
DEVELOPMENT CORPORATION**

By: \_\_\_\_\_  
Its President

ATTEST:

By: \_\_\_\_\_  
Its Secretary

## **BRAZORIA COUNTY INDUSTRIAL DEVELOPMENT CORPORATION**

### **LOCAL REGULATIONS FOR RECEIVING AND APPROVING APPLICATIONS FOR FINANCING INDUSTRIAL DEVELOPMENT PROJECTS**

#### **I. GENERAL PURPOSE AND SCOPE OF LOCAL REGULATIONS**

A. The **BRAZORIA COUNTY INDUSTRIAL DEVELOPMENT CORPORATION** (the "Corporation") was created as a nonprofit corporation and a public instrumentality of Brazoria County, Texas (the "County"), pursuant to the *Texas Development Corporation Act, Chapter 501, Texas Local Government Code* (the "Act"), for the public purposes set forth in the Act, including the acquisition, construction and financing of commercial and industrial facilities. The Act authorizes the Corporation to issue its revenue obligations to accomplish such public purposes. The Corporation has adopted these Regulations to set forth the general requirements and procedures applicable to the issuance of obligations by the Corporation to provide financing for industrial facility development projects.

B. The activities of the Corporation shall be limited solely to the accomplishment of the public purposes set forth in the Act, and no plan of financing of any project, as defined in the Act, and in applicable parts of these Regulations, will be approved by the Board of Directors (the "Board") of the Corporation unless and until the Board shall first affirmatively find that such financing and its related project will be in furtherance of such public purpose, to be determined in accordance with the procedures set forth in these Regulations and the Act.

C. These Regulations are intended to apply to obligations issued to provide financing for commercial and industrial development projects and for no other purpose.

D. The Corporation shall not issue obligations to provide financing for any commercial or industrial development project unless the user of the project (the "Applicant") has satisfied the requirements set forth herein. The Corporation reserves the right to impose additional specific requirements with respect to any project. Specific provisions of these Regulations may be waived by a majority vote of the Board of Directors present at the meeting at which such action is taken.

#### **II. APPLICATION AND APPROVAL PROCEDURES**

##### **A. Filing Requirements**

An individual, corporation or other entity desiring that the Corporation participate in the financing of an industrial development project (the "Project") shall complete and file with the Corporation the following items: (1) three copies of the Application for Financing and the Development Project Financing Questionnaire, including required attachments, in the forms attached hereto; and (2) the non-refundable fee required by these Regulations.

The documents and fee required by this paragraph shall be filed with the Corporation by mailing or delivering the same to the Corporation at the address specified below. Please call the Corporation prior to submission.

Brazoria County Industrial Development Corporation  
Attention: County Judge  
237 East Locust Street, Suite 401  
Angleton, Texas 77515  
(979) 864-1200

A copy of each of the documents required in paragraph (1) above shall be sent to each of the following:

Brazoria County Criminal District Attorney's Office  
Attention: Civil Division Chief  
237 E. Locust, Suite 305  
Angleton, Texas 77515  
(979) 864-1233  
(979) 864-1712 (Fax)

Unless otherwise agreed to by the Corporation, the materials specified in (1) above must be provided to the Corporation (together with the non-refundable fee) and its legal counsel at least two (2) weeks prior to the date of any meeting at which the Application for Financing will be considered. Additionally, representatives of the Applicant must be available to provide to the Board of Directors of the Corporation an on-site inspection of the proposed Project if such an inspection is required by the Corporation. Such inspection should be made prior to the meeting at which the Application for Financing will be considered.

B. Preliminary Official Action

1. Upon compliance with the filing requirements set forth in II.A., the Corporation will conduct a preliminary review of the Application for Financing. Preliminary official action will be scheduled for the next regular meeting or for a special meeting of the Board.

2. The Board will take preliminary official action, expressing its present intention to issue the obligations requested if preliminary review of the Application demonstrates with reasonable certainty that:

- (a) the Application, the obligations and the Project will qualify for final approval by the Board in accordance with these Regulations; and
- (b) all governmental approvals with respect to the obligations and the Project will be obtained.

3. If the Board determines to grant preliminary approval of the Application, the Board will adopt a resolution authorizing the Corporation to execute an agreement to issue bonds pursuant to its lawful authority, subject to such conditions as the Corporation may impose (including but not limited to the final approval of the Corporation and the County).

4. If the Board determines not to grant preliminary approval of the Application, the Corporation will so advise the Applicant.

C. Subsequent Filing Requirements and Document Preparation

1. Prior to review of the Application for final approval by the Board, the Applicant may file such additional documents or statements in support thereof as the Applicant shall consider relevant and appropriate and shall file the following:

- (a) such additional information as may be requested by the Board;
- (b) a pro forma copy of any official statement, prospectus, investment letter, or other offering memoranda, through the use of which the proposed obligations are to be offered, sold or placed with any lender, purchaser, or investor, which offering, sale or placement material shall contain prominent disclosure satisfactory to the Corporation and substantially to the effect that:
  - (i) neither the Corporation nor the County has undertaken to review or has assumed any responsibility for the matters contained therein except solely as to matters relating to the Corporation and to a description of the obligations being offered thereby;
  - (ii) all findings and determinations by the Corporation and the County, respectively, are and have been made by each for its own internal uses and purposes in performing its duties under the Act and these Regulations;
  - (iii) notwithstanding its approval of the obligations and the Project, neither the County nor the Corporation endorses or in any manner, directly or indirectly, guarantees or promises to pay such obligations from any source of funds of either or guarantees, warrants or endorses the creditworthiness or credit standing of the Applicant or of any guarantor of such obligations, or in any manner guarantees, warrants or endorses the investment quality or value of such obligations; and
  - (iv) such obligations are payable solely from funds and secured solely by property furnished and to be furnished and provided by the Applicant and any guarantor and are not in any manner payable wholly or partially from any funds or properties otherwise belonging to the Corporation or the County.

2. Counsel shall have the primary responsibility for review of the legal instruments and documents to be utilized in connection with the financing of any Project by the Corporation. No bonds or other obligations will be sold or delivered unless the legality and validity thereof have been approved by Counsel for the Corporation. The Applicant and its legal counsel shall cooperate fully with the Corporation's agents in the preparation of such materials. The Applicant shall be responsible for paying the legal fees of Counsel for the Corporation relating to the proposed financing and Counsel's review of the application and other related documents.

D. Final Approval and Closing

1. The Board will take up and consider final action on the Application when requested to do so by the Applicant. The Board shall adopt a resolution, in such form as is recommended by Counsel, authorizing the issuance of obligations to provide financing for the Project. Final approval will be granted only upon:

- (a) receipt of all documents, certificates, indemnities, releases, opinions, certificates and other documents requested by the Corporation in form and substance satisfactory to the Corporation and its legal counsel;
- (b) receipt by the Board of evidence satisfactory that the Applicant has complied with these Regulations in all material respects not otherwise waived by the Board; and
- (c) an affirmative determination of the Board that:
  - (i) all requirements for and prerequisites to final approval under these Regulations have either been satisfied or waived and are in form and substance satisfactory to the Board; and
  - (ii) the operation of the Project will constitute a lawful activity, is qualified for approval by the Corporation and the County and complies with and promotes the purposes and satisfies the requirements of the Act and the statement of policy contained in these Regulations.

2. Prior to or simultaneous with the consideration of the Application for final approval, the Corporation will hold a public hearing relating to the Project and the issuance of obligations to finance the Project. Such public hearing shall be held at such dates and times to comply with any statutory authority; such public hearing to be conducted following publication of proper notice of the public hearing in the newspaper of general circulation for the County and in any and all other newspapers of general circulation as directed by the Commissioners Court. Unless otherwise agreed to in writing by the Corporation, the Applicant shall be responsible for making all arrangements to prepare and publish the notice of public hearing and a copy of such notice shall be submitted to the Corporation for approval prior to publication. The Applicant shall attend the hearing and answer questions pertaining to the Project.

3. Following the public hearing and final approval by the Board, the Corporation will seek approval by the Sponsoring Jurisdiction (i.e., the Commissioners Court of the County), and upon such approval, will proceed to close the financing in accordance with the documents approved by the Board and when finally approved by Bond Counsel in accordance with terms of sale or placement.

### III. FEES AND OTHER COSTS

#### A. Application Fees, Closing Fees and Costs

1. Concurrently with the filing of an Application, the Applicant shall pay to the Corporation a non-refundable application fee in the amount of \$5,000.00 of such other amount announced and determined by the County Judge and payable to the Corporation or the County, as the Corporation may direct. The application fee shall be applied in the same manner as the administrative fee prescribed in III. B. of this Application.

2. By execution and filing of the Application and regardless of whether the financing is closed, the Applicant shall agree to pay or cause to be paid the following professional fees and other costs:

- (a) fees and expenses of Corporation's legal counsel and other professional advisors;
- (b) fees and expenses of other professional consultants to the Corporation for services rendered to the Corporation in connection with the Project or the issuance of the obligations, including any legal counsel, financial advisor and other advisors retained by the Corporation;
- (c) the actual amount of any closing or acceptance fees of any trustee for the obligations, bond counsel fees, any fees and premiums for casualty and title insurance, any security filing costs, any fees for placing the obligations, any transcript or other fees payable to the Texas Attorney General and any other governmental agency for approval of the obligations, any premium for insurance guarantying payment of the obligations, any out-of-pocket expenses incurred by professionals acting on behalf of the Corporation, and any other costs and expenses, including issuance expenses, relating to the obligations, their security, and the Project; and
- (d) a closing fee to the Corporation of equal to the greater of \$5,000.00 or 1/8 of 1% of the par amount of obligations issued.

3. At closing, Applicant shall to deposit \$\_\_\_\_\_ with the Corporation at closing. This sum will be applied to cover costs of any IRS audit(s) if Applicant fails to properly manage or satisfy the audit requirements set by the IRS. The Corporation will return the funds to the Applicant once the IRS statute of limitations expires.

4. At the discretion of the Board, the Applicant may be required to make deposits with the Corporation to be applied toward payment of such professional fees and other costs in such amount or amounts and at such time or times as the Board deems appropriate.

5. The Corporation's financial advisor would be paid a fee to be determined by the Corporation on a transaction-by-transaction basis in light of the terms and conditions of the financing proposed by the Applicant.

B. Administrative Fees

1. Each Applicant shall pay to the Corporation, within thirty (30) days after receipt of a bill or statement therefore, an annual fee of .10% of the principal amount of the obligations on the first day of each year up to a maximum annual payment of \$25,000.

2. Such administrative fee shall be payable to the Corporation or to the County, as the Corporation may direct, at the closing of the financing for the Project, and shall be used to defray any administrative costs. The Board of Directors of the Corporation shall have the power to reduce the amount of the administrative fee upon a showing of good cause by the Applicant. If after the closing of the financing of the Project additional assistance is requested from the Corporation or its financial or legal advisors, Applicant and the owner of the Project shall pay to the Corporation such additional fees as it may reasonably impose in connection with providing such assistance.

C. Changes in Fees

The Corporation reserves the right at any time to change, increase or reduce the fees payable under these Regulations, and to make the same effective as to any Applicant whose Application is filed subsequent to the date of such change.

D. Assumption

The Issuer will charge an amount equal to 1/8 of 1% in connection with any assumption of an outstanding bond issue with a minimum assumption fee of \$5,000 and a maximum assumption fee of \$50,000. The payment of the assumption fee does not forego the payment of administrative fees under paragraph B. above. Further, all fees of Issuer's Counsel, Bond Counsel, and the Financial Advisor shall be paid as a cost in the assumption and shall be based on each counsel and advisors regular hourly rates and time expended, as well as reimbursement of all out-of-pocket expenses and subject to the minimum fee set forth in this Application.

IV. MISCELLANEOUS

A. IRS Documentation and Audits

1. Applicant shall be responsible for any Department of the Treasury Internal Revenue Service Information Document Request.

B. Documents to be provided to Corporation

1. Applicant shall provide to Corporation on an annual basis and no later than March 1 of each year the following documents, if they exist at the time:

- a. Any and all documents relating to outstanding, retired, refunded or defeased bonds;
- b. The CUSIP numbers for any bonds that have been partially or totally refunded including copies of Official Statements and any verification report created if the refunding transaction was an advanced funding;
- c. Complete copy of the bond transcript along with all amendments to the documents within the bond transcript;
- d. All Trustee or Bank statements for all accounts established under the trust indenture from the bond's inception to the most current statement date;
- e. Detailed list of all funds and assets that have a nexus to the Bonds, including any pledged funds from the bond's inception to the most current date;
- f. Detailed description of the specific project financed with the bonds;
- g. Detailed reports on performance of the specific project financed;
- h. General ledgers or detailed listing of the facilities and assets acquired or financed with bond proceeds, including
  - i. Acquisition date
  - ii. Placed in service date
  - iii. Payment dates
  - iv. Payees
  - v. Total cost of each item listed
- i. Detailed final allocation of assets between bonds financing and other sources of funding;
- j. Detailed information on subordinate facilities or assets functionally related to the project financed;
- k. Site plans and system maps;
- l. If any change is made to the use of proceeds and sales of bond-financed assets, provide a detailed description;
- m. If bonds used to finance office space, provide size, location and description of office space;
- n. Documentation identifying:
  - i. Sale proceeds
  - ii. Investment proceeds
  - iii. Disposition proceeds; and
  - iv. Replacement proceeds.
- o. Documentation identifying amount of proceeds used for a reasonably required reserve and replacement fund;
- p. Schedule of costs of issuance for the bonds including payee, amount paid, date paid, purpose of expenditure and source of payment.
- q. Explanation of unspent proceeds – original intent and current plans for use;
- r. Identification of accounting method used for gross proceeds, investments, and expenditures and any deviations from the method used.

- s. Identification of any bond proceeds used to reimburse expenditures incurred prior to bond issuance including intent resolution, detailed dates, payment amounts, sources of funds, and payees;
- t. Qualified guarantees related to bond issuance
- u. Project proposals, feasibility studies, and economic projections;
- v. Meeting minutes of issuer and other related entities or an party to an intergovernmental agreement
- w. Sold assets acquired with bond proceeds including amount of proceeds, date of sale or disposition, how proceeds were used,
- x. Amendments, modifications or extensions to lease agreements, operation agreements, management contracts, service contracts and other agreements or contracts
- y. If applicable, any arbitrage reports or spending exception reports prepared for the bonds.

C. Unauthorized Representations and Bond Marketing Practices

1. No Applicant, or any representative of the Applicant or the Corporation, shall represent, directly or indirectly, to any lender, interim or otherwise, supplier, contractor, other person, firm or entity that the Corporation has agreed or is firmly committed to issue any obligations in relation to any Project or Application until the Board has given final approval for the issuance thereof under these Regulations, and then subject to the governmental approval of the County required by applicable law and these Regulations and subject to any requirements imposed by the Corporation's Articles of Incorporation.

2. No Applicant, or any representative of the Applicant or the Corporation, shall ever make any representation, directly or indirectly, express or implied, of any fact or facts contrary to the disclosures required to be made by paragraph II.C.1.(b) of these Regulations.

3. Neither the Applicant nor any securities firm, underwriter, broker, dealer, salesman or other person, firm or entity shall offer, sell, distribute or place any obligations authorized by the Corporation by any process, method or technique or in any manner, transaction or circumstances to any person or persons, the effect of which would be to require such obligations to be registered or would require filings to be made with regard thereto under the laws of the state or jurisdiction where such offer, sale, distribution or placement is made without first registering the same or making the filings regarding the same required by such laws.

B. Amendments, Waivers, Effective Date

1. The Corporation reserves the right at any time to amend these Regulations effective as to any Applications filed subsequent to the effective date of any such amendment.

2. The Board reserves the right to waive any portion of these Regulations as to any Applicant, Application or Project upon written request seeking such waiver and stating the reasons therefor.

3. These Regulations are and shall be effective from and after their adoption by the Board and shall continue in effect until and unless amended, modified or repealed and shall be effective as to any Application pending at the time of their adoption and approval.

C. Transfers of Property

No ownership or other majority interest in any Project (whether direct or indirect) financed pursuant to these Regulations may be subsequently sold or otherwise transferred to any entity without the prior and express written consent of the Corporation.

D. Ratings Requirements

The Corporation reserves the right to reject any application for a proposed financing that will be unrated or that will not have an investment grade rating.

E. Selection of Bond Counsel

The Applicant shall use a nationally recognized bond counsel firm with experience in industrial development bond financings in the State of Texas. The Corporation reserves the right to maintain an approved list of qualified bond counsel firms.

F. Selection of Trustee

The Corporation reserves the right to name the trustee in any bond issue undertaken by the Corporation and reserves the right to replace the trustee without the consent or approval of the Applicant.

APPROVED this \_\_\_\_ day of \_\_\_\_\_, 2026, by the BRAZORIA COUNTY INDUSTRIAL DEVELOPMENT CORPORATION.

**BRAZORIA COUNTY INDUSTRIAL DEVELOPMENT CORPORATION**

By: \_\_\_\_\_  
Its President

ATTEST:

By: \_\_\_\_\_  
Its Secretary

**BRAZORIA COUNTY INDUSTRIAL DEVELOPMENT CORPORATION**

**APPLICATION FOR FINANCING**

The undersigned, duly authorized representative of \_\_\_\_\_ (the "Applicant"), the owner of the Project described in the Project Financing Questionnaire, hereby applies to the **Brazoria County Industrial Development Corporation** (the "Corporation") for project financing pursuant to the *Development Corporation Act, Chapter 501, Texas Local Government Code*, and in accordance with the Issuer's Local Regulations for Receiving and Approving Applications for Financing Projects (the "Regulations"). In connection therewith, I hereby declare, represent and warrant as follows:

1. The Applicant intends to own or lease, construct and operate an industrial development project (the "Project") to be located at \_\_\_\_\_, Texas, and desires that the Corporation issue obligations to provide financing for such industrial development project in accordance with the Regulations.

2. The Applicant has received and reviewed the Regulations in effect on the date hereof and hereby agrees to comply with all terms and provisions of the Regulations. Without limitation, the Applicant hereby agrees to pay or cause to be paid all fees, costs, and expenses required by such Regulations.

3. The Applicant submits herewith five (5) completed copies of this Application and the Project Financing Questionnaire (the "Questionnaire"). The Questionnaire has been completed to the best of the Applicant's ability, and the information contained therein and on any attachments thereto is true and correct and represents a reasonably comprehensive outline of the Project for which this Application for Financing is made.

4. As required by the Regulations, the Applicant submits herewith a non-refundable fee of **\$2,500**. The Applicant acknowledges that the Corporation reserves the right to require one or more deposits to pay the Corporation's professional fees and other costs directly associated with the Applicant's financing, and the Applicant agrees to promptly make such deposits within thirty (30) days after the request is received.

5. The Applicant shall advise the Corporation in writing of any material changes in the information contained in the Application or submitted in connection therewith within five (5) days from the date Applicant or any officer or representative of Applicant first has knowledge of such changes.

The Applicant requests that the Board of Directors of the Corporation grant preliminary approval of this Application for Financing.

**INDEMNITY**. As an inducement to the Corporation and to **Brazoria County, Texas**, to accept, review and favorably consider and approve the Application and to issue the obligations therein contemplated, and whether or not all or any part thereof are ever actually approved or issued

by the Corporation, the Applicant hereby irrevocably agrees that it will (a) pay all Project costs which are not or cannot be paid or reimbursed from the proceeds of obligations issued by the Corporation, and (b) at all times indemnify, defend and hold harmless the Corporation and the members and officers of its Board of Directors and Brazoria County, Texas, and the members and officers of its governing body, against all losses, costs, demands, expenses and liabilities of whatsoever nature or kind (including but not limited to attorneys' fees, litigation and court costs, amounts paid in settlement, and amounts paid to discharge judgments) directly or indirectly resulting from, arising out of or related to (i) the acceptance, consideration and approval or delivery of any such obligations, (ii) the design, construction, installation, operation, use, occupancy, maintenance, ownership or condition of the Project and (iii) the issuance, offering, sale or delivery of any debt instruments including but not limited to bonds to finance the Project brought against any indemnified party or to which any indemnified party is a party, even if groundless, false or fraudulent that directly rendered or directly revolves from or rises out of or relates to the issuance, offering, sale or delivery of the debt instruments including but not limited to bonds. THE FOREGOING INDEMNITY SHALL APPLY REGARDLESS OF WHETHER ANY SUCH LOSS, COST, DEMAND, EXPENSE OR LIABILITY IS CAUSED, WHETHER DIRECTLY OR INDIRECTLY, BY THE CONCURRENT OR SOLE NEGLIGENCE OR FAULT OF THE CORPORATION, THE OFFICERS AND MEMBERS OF ITS BOARD OF DIRECTORS OR BRAZORIA COUNTY, TEXAS, AND THE MEMBERS AND OFFICERS OF ITS GOVERNING BODY, AND ALSO EVEN THOUGH THE CORPORATION, THE OFFICERS AND MEMBERS OF ITS BOARD OF DIRECTORS, OR BRAZORIA COUNTY, TEXAS, AND THE MEMBERS AND OFFICERS OF ITS GOVERNING BODY, ARE STRICTLY LIABLE FOR ANY SUCH LOSS, COST, DEMAND, EXPENSE OR LIABILITY. UNDER THE PROVISIONS OF THIS INDEMNITY, THE APPLICANT IS AGREEING TO INDEMNIFY THE CORPORATION, THE OFFICERS AND MEMBERS OF ITS BOARD OF DIRECTORS, AND BRAZORIA COUNTY, TEXAS AND THE MEMBERS AND OFFICERS OF ITS GOVERNING BODY, FROM THEIR OWN NEGLIGENCE OR FAULT.

None of the indemnified parties shall be liable to the Applicant for, and the Applicant hereby releases each of them from all liability to the Applicant for all injuries, damages or destruction of all or any part or parts of any property owned or claimed by the Applicant that directly or indirectly result from, arise out of or relate to the design, construction, operation, use, occupancy, maintenance or ownership of the Project or any part thereof, even if such injuries, damage or destruction directly or indirectly result from, arise out of or relate to, in whole or in part, one or more negligent acts or omissions of the indemnified parties in connection with the issuance of the bonds or in connection with the Project.

It is understood and agreed that this indemnity agreement shall be continuing and shall survive and continue to be effective after any approval or disapproval of the Application and the issuance or failure to issue any such obligations for the Project. It is also understood that additional indemnity agreements may be required from the Applicant or others, such as guarantors, prior to the final approval of such Application.

The undersigned, both in his individual and representative capacities, does hereby upon his or her oath swear or affirm that all information contained in the Application and submitted in connection therewith is true, accurate and complete.

Executed this \_\_\_\_\_ day of \_\_\_\_\_, 20\_\_\_\_\_.

(Name of Applicant/Owner)

Presently Estimated  
Amount of Project Financing  
Requested:

By: \_\_\_\_\_  
Its: \_\_\_\_\_

\$ \_\_\_\_\_

STATE OF \_\_\_\_\_

§

COUNTY OF \_\_\_\_\_

§

§

BEFORE ME, the undersigned authority, on this day personally appeared \_\_\_\_\_ of \_\_\_\_\_, known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he or she executed the same in the capacity and for the purpose and consideration therein expressed and, who, upon his or her oath, did swear or affirm that all information contained in the Application referred to above and submitted in connection therewith is true, accurate and complete.

GIVEN UNDER MY HAND AND SEAL OF OFFICE on this the \_\_\_\_\_ day of \_\_\_\_\_, 20\_\_\_\_\_.

\_\_\_\_\_  
Notary Public, State of \_\_\_\_\_

**BRAZORIA COUNTY INDUSTRIAL DEVELOPMENT CORPORATION**

**PROJECT FINANCING QUESTIONNAIRE**

INSTRUCTIONS

The purpose of this Questionnaire is to provide the Corporation a comprehensive outline of the industrial development project (the "Project") for which financing is being requested. Fill in all the blanks, using "None" or "Not Applicable" where necessary. If additional space is needed, attach separate sheets as exhibits.

INFORMATION AS TO APPLICANT

1. Full legal name, address, telephone number and email address of the entity that will own the Project (the "Applicant").
  
2. Name, address, telephone number and email address of the representative of the Applicant with whom the Corporation should communicate.
  
3. Name, address, telephone number and email address of legal counsel to the Applicant in connection with the Project.
  
4. Name, address, telephone number and email address of any financial consultant, investment banker or mortgage banker advising the Applicant in connection with the Project.
  
5. Name, address, telephone and email address of bond counsel proposed by the Applicant.
  
6. Form of organization of the Applicant.

\_\_\_\_\_ Limited Liability Company/Partnership  
\_\_\_\_\_ Corporation  
\_\_\_\_\_ Limited Partnership  
\_\_\_\_\_ General Partnership  
\_\_\_\_\_ Sole Proprietorship

Date of Organization: \_\_\_\_\_  
State of Organization: \_\_\_\_\_  
Taxpayer Identification Number: \_\_\_\_\_

Attach copies of the certificate of formation, charter or other organizing document of the Applicant and proof of its taxpayer identification number.

Does Applicant presently exist or is it to be formed?

\_\_\_\_\_ Exists \_\_\_\_\_ to be formed

If Applicant is not organized in the State of Texas, has Applicant qualified to conduct business in the State of Texas as a foreign entity registered with the Texas Secretary of State? Attach proof of such registration and qualification.

7. If the Applicant is a corporation or a limited liability company, list the names, titles and addresses of its officers. If the Applicant is a partnership, list all of its general partners and limited partners.
8. List the names and addresses of all persons or entities owning a 5% or greater interest in the Applicant or any entity affected with Applicant relative to the Project.
9. Summarize the prior industrial development experience of the Applicant and its principals. Indicate date of the project, size, type and location of project, and method of financing. (Attach separate pages if necessary).
10. List the names and addresses of any guarantors.
11. List banks and other credit references. Attach a bank reference letter.
12. Has the Applicant or any person or entity owning a 5% or greater interest in the Applicant been through any bankruptcy proceeding or made an assignment for the benefit of creditors. If so, please detail the facts surrounding such event indicating at a minimum the names of the affected parties, the reason or reasons for the bankruptcy or assignment and the current status of any such proceeding. (Attach separate sheets if necessary.)

13. Has the Applicant or any person or entity owning a 5% or greater interest in the Applicant been a party to any lawsuit or are there any unsatisfied judgments against any of the foregoing? If so, please detail the facts surrounding such lawsuit or lawsuits, the names of the affected parties and the current status of the lawsuit or lawsuits. If an unsatisfied judgment is outstanding against the Applicant or any of the foregoing persons or entities, what plans or provisions, if any, are being made to satisfy such judgment. (Attach separate sheets if necessary.)
14. Has the Applicant or any person or entity owning a 5% or greater interest in the Applicant ever failed to pay, when due, applicable local, state or federal taxes? If so, please detail the facts surrounding such failure and the current status of any such failed payment. (Attach separate sheets if necessary.)
15. Has the Applicant or any person or entity owning a 5% or greater interest in the Applicant ever applied for financing through the Corporation prior to the application accompanying this Questionnaire? If so, please state when such application was made, who the interested parties were, the outcome of the application and the current status of the financing, if any.
16. Please describe whether there is any credit enhancement device (such as insurance, letter of credit, surety bonds or policies) to be used in connection with the proposed financing. Has the Applicant or any principal of the Applicant ever worked with the entity or entities providing such credit enhancement device prior to the proposed financing? If so, please state the details of such prior relationship including the method used to finance the project, the issuer of the debt instruments, if applicable, and the date of closing, if applicable.

#### INFORMATION AS TO PROJECT

If the application is for construction of a new commercial or industrial facility, complete paragraphs 17-23. If the project is the rehabilitation of an existing commercial or industrial facility, complete paragraphs 24 and 25, and then for all applications, complete paragraphs 26-29 in the Information as to Project.

17. Street address and description of exact location of the Project. Attach a legal description of Project site and a map of the area with the Project site highlighted.
18. If the Applicant now owns the Project site, indicate:
  - (a) Purchase Date: \_\_\_\_\_
  - (b) Balance of Existing Mortgage: \_\_\_\_\_

- (c) Holder of Existing Mortgage: \_\_\_\_\_
- (d) Attach proof of ownership.
19. If the Applicant now holds an option to purchase the Project site, indicate:
- (a) Present Owner: \_\_\_\_\_
- (b) Date of Option Agreement: \_\_\_\_\_
- (c) Purchase Price: \_\_\_\_\_
- (d) Expiration Date of Option Agreement: \_\_\_\_\_
- (e) Attach copy of Option Agreement.
20. If the Applicant has executed a contract to purchase the Project site, indicate:
- (a) Present Owner: \_\_\_\_\_
- (b) Date of Contract: \_\_\_\_\_
- (c) Purchase Price: \_\_\_\_\_
- (d) Settlement or Closing Date: \_\_\_\_\_
- (e) Attach copy of Purchase Contract.
21. If the Applicant does not now own the Project site, describe any relationship which exists by virtue of common control of ownership between the Applicant and the present owner of the Project site. If none, write "none."
22. Describe any existing improvements or structures presently located on the Project site. If none, write "none."
23. Is the cost of the Project site to be included in the financing?
- \_\_\_\_\_ Yes \_\_\_\_\_ No
24. Street address and description of the existing location of the industrial development project. Attach a legal description of the Project site and a map of the area with the Project site highlighted.
25. As to the Project indicate:
- (a) Owner of the Project site: \_\_\_\_\_
- (b) Balance of existing mortgage: \$ \_\_\_\_\_
- (c) The holder of the existing mortgage: \_\_\_\_\_
- (d) Attached proof of ownership.

26. Has the Applicant undertaken a Phase I and a Phase II environmental site assessment? If so, please attach a copy. If not, prior to the approval of any application for financing, Applicant must prepare and submit a Phase I and a Phase II environmental site assessment. Further, if the presence of any hazardous material or any environmental site assessment remediation projects are required as a result of the Phase I and the Phase II environmental site assessment, Applicant must confirm its intentions to perform any remediation or environmental site clean up that might be required as a result of a Phase I and a Phase II environmental site assessment. Applicant further acknowledges that the Corporation may request financial commitments, indemnities and guarantees sufficient to the Corporation to assure any environmental site assessment clean up or remediation requirements.
27. Describe in detail any improvements or structures to be constructed on the Project site. Attach separate pages together with any preliminary drawings and designs.
28. Describe in detail the nature of the business to be operated on the Project, attaching if available any feasibility or marketing studies and any projections of operating expenses and income resulting from the business.
29. Describe briefly the anticipated arrangements for Project management. If a professional management company is to be employed, identify the company and the anticipated fee to be paid the management company.
30. Describe briefly the utilities onsite or to the site and whether any of the Project site are for the Project or for offsite or onsite utility infrastructure.
- Water: \_\_\_\_\_  
Gas: \_\_\_\_\_  
Electric: \_\_\_\_\_  
Sanitary/Storm Sewer: \_\_\_\_\_
31. Identify the entity responsible for zoning at the Project site and the current zoning and whether any zoning classification change is necessary for the operation of the Project and whether any municipal ordinance or zoning variances are required for operation of the Project at the site.

32. Estimate how many new jobs will be created or attained as a result of the Project and advise whether any jobs in Brazoria County, Texas will be lost or replaced as a result of the Project:

Construction jobs

Existing jobs replaced: \_\_\_\_\_

New jobs created: \_\_\_\_\_

33. Describe briefly the annual payroll for each of the relevant periods shown.

Construction period first year after completion of the Project: \_\_\_\_\_

Second and subsequent years after completion of the Project: \_\_\_\_\_

### FINANCING INFORMATION

In lieu of answering paragraphs 30-48, the Applicant may provide to the Corporation, the County and their legal counsel a preliminary official statement if it contains all of the information specified in paragraphs 30-48 of the Financing Information. If a preliminary official statement is furnished, the Corporation reserves the right to request more detailed information in response to such questions as it may determine in its discretion.

34. Total cost of Project: \$ \_\_\_\_\_

35. Amount of financing applied for: \$ \_\_\_\_\_

36. Indicate the percentage of development costs for which the Applicant desires financing and the amount of equity investment which the Applicant intends to make in the Project. Indicate source of equity amount.

37. If the Applicant is a limited partnership, is it anticipated that there will be a syndicated offering of partnership shares?

38. Describe the plan of financing and whether financing has been secured for interim construction financing separately from permanent financing? Please describe all financing including interim construction and permanent financing that will be necessary for the Project.

(a) Permanent financing only

(b) Construction financing

39. Indicate source of both interim and construction financing and provide detailed contact information for all banks, investment banks or others providing any portion of the financing for the Project.
40. Indicate the amount and percentage of the requested financing to be applied to refinance any existing mortgage or loans. If none, write "none."
41. If the Applicant has applied to another source for financing with respect to the Project, please provide the details below.
42. Explain how the Project will be financed if a portion of the amount applied for is denied.
43. Indicate any supplement, loan guarantee, grant or mortgage insurance for which the Applicant has made, or intends to make, application with respect to the Project. If none, write "none."
44. List name, address, and name of representative of the financial institution (bank, investment banking firm, etc.), if determined, which may be interested in purchasing the bonds if and when such bonds are approved for sale. (It is the responsibility of the Applicant to arrange for the marketing of the bonds, if the financing is approved, with the concurrence of the Corporation.)
45. If approved, are the bonds to be offered at a public sale or will they be placed privately with a purchaser?
46. To the extent not specified in items 38 and 39 above, please provide a detailed description of the proposed bond offering and plan of financing.
47. If the proposed financing will be sold at a public sale, please identify whether the bonds will be offered primarily to institutional investors, and if not, the manner by which the proposed marketing of the bonds will be conducted to the public and in what public markets.

48. Please attach a letter or certificate from the underwriter stating that the proposed bond issuance is feasible under current market conditions.
49. Please attach a copy of any letter or certification that the underwriter plans to provide to proposed investors stating their familiarity with investments and bonds such as those to be issued to finance the Project. If the bonds are to be sold without a rating or without any credit enhancement, please identify whether the underwriter intends to secure a sophisticated investor letter and a copy of such letter to be provided by bond purchasers. If the Applicant has a credit rating, please state the rating and agency.
50. Please attach a suggested time schedule for issuance of the proposed bonds.
51. Please attach as an exhibit hereto the complete name, address, phone number and e-mail address for all persons from whom the Corporation may secure information necessary to meet its obligations for making continuing disclosures. Please describe the Applicant's continuing disclosure compliance history, if any.
52. Please indicate whether any approval by any agency of the State of Texas is required for the issuance of the proposed bonds other than approval of the bonds by the Texas Attorney General, and if so, what approvals must be secured?
53. Please complete the following cost benefit analysis:

<b>Costs = Financial Assistance</b>		<b>Benefits = Economic Development</b>	
Estimated Property Tax Abatement		Jobs Created	
Estimated Interest Savings for IRB Issue		Jobs Retained	
		Private Funds Invested	
		Other Benefits	

**CONSTRUCTION INFORMATION**

If the project is for construction of a new Industrial development project or for capital improvements to an existing Industrial development project, complete paragraphs 49-57, or in lieu thereof, the applicant can submit a preliminary official statement if it contains the responses to paragraphs 49-57 of the Construction Information. If a preliminary official statement is furnished, the Corporation reserves the right to request more detailed information in response to such questions as it may determine in its discretion.

54. Has construction of the Project begun? \_\_\_\_ Yes \_\_\_\_ No

If yes, give date construction began: \_\_\_\_\_

If no, give estimated date for commencement of construction: \_\_\_\_\_

55. State estimated date of completion: \_\_\_\_\_

56. State estimated date Project will be placed in operation: \_\_\_\_\_

57. If construction on the Project has begun, complete the following:

Site Clearance	_____	% complete
Foundation	_____	% complete
Footings	_____	% complete
Steel	_____	% complete
Masonry	_____	% complete
Other _____	_____	% complete

58. Indicate the estimated costs of developing, constructing and equipping the Project. Attach a separate sheet if necessary to provide a complete summary of Project costs.

Land	\$ _____
Construction	_____
Design	_____
Surveys and Soil Test	_____
Equipment	_____
Construction Insurance	_____
Construction Period Interest	_____
Engineering	_____
Other _____	_____
Refinancing of existing debt	_____
 TOTAL	 \$ _____

Examples of costs are included, but Applicant may provide more detail to Project costs than that set forth below.

59. Indicate the type and amount of costs expended with respect to the Project prior to the current date. If none, write "none."

60. Have any costs (including orders for Project facilities) been incurred but not paid? If yes, identify and explain.

61. Are any operating expenses or working capital included in the amount of financing requested? If yes, state amount.
  
62. Provide a pro forma cash flow statement for the Project's first three years of operation. Include assumption and, specifically, administrative, operating and maintenance costs, taxes, and cash flow available for debt service for each of the three years.
  
63. Give a time estimate and schedule to complete the Project and a critical path for all phases of the Project.
  
64. Please complete environmental compliance review under Part B of this Application.

APPLICANT, GUARANTOR AND PARTICIPANT INFORMATION

In lieu of providing the responses to paragraphs 58-63, the applicant may submit a preliminary official statement if it provides responses to paragraphs 58-63 of the Applicant, Guarantor and Participant Information. If a preliminary official statement is furnished, the Corporation reserves the right to request more detailed information in response to such questions as it may determine in its discretion.

65. Attach audited financial statements and the other information for the preceding five years for the Applicant, and Guarantors, if any.

\_\_\_\_\_ Balance sheet  
 \_\_\_\_\_ Profit and loss statement  
 \_\_\_\_\_ Statement of change in financial position

or

\_\_\_\_\_ Annual Report to Stockholders  
 \_\_\_\_\_ Report on Form 10-K to the Securities and Exchange Commission

66. Attach unaudited financial statement, current within 90 days, if the audited financial information is not current within 90 days (Form 10-Q is available).
  
67. Detail any changes subsequent to the date of the most recent financial statements which may have a material effect on the Applicant's financial position.

68. State name, address and telephone number of contractor for development. Attach information concerning projects previously completed by the contractor. Include location, year of completion, and approximate construction cost of each project.
69. State name, address and telephone number of the architect for the Project. Attach information concerning projects designed by the architect.
70. State name, address and telephone number of the managing agent for the Project. Attach information concerning prior project management experience including projects managed and number of years of project management.

#### REPRESENTATIONS BY APPLICANT

By executing this application, and in consideration for the Corporation's consideration of this application, the Applicant agrees to the following terms and conditions:

1. First Consideration of Employment. Applicant agrees that if the Project receives financial assistance from the Corporation, except as otherwise may be provided by collective bargaining agreements, where applicable, Applicant will first consider persons eligible to participate in employment from Brazoria County, Texas.
2. Annual Employment Reports and Outstanding Bonds. Applicant understands and agrees that if the Project receives any financial assistance from the Corporation, Applicant agrees to file or cause to be filed with the Corporation on an annual basis reports regarding the number of persons employed at the Project site. Applicant also agrees to provide in a timely manner and on an annual basis any information regarding the bonds, if any, issued by the Corporation for the Project that may be required for continuing disclosure or by the Comptroller of Public Accounts for the State of Texas, the Texas Attorney General or any other local, state or federal regulatory authority.

3. Recapture of Tax Abatements/Exemptions. Applicant understands and agrees that any benefits received from tax abatements/exemptions shall be subject to recapture in accordance with the Brazoria County, Texas Tax Abatement Policy.
  
4. Local Labor, Local Content/Supplies Policy. Applicant agrees that to the extent practical, local labor contractors and suppliers will be used for the construction of the Project, and local contractors shall have the opportunity to bid on contracts relating to the Project including but not limited to professional and construction contracts.
  
5. Absence of Conflicts of Interest. Applicant has received a list from the Corporation of members, officers and employees of the Corporation and the members of the Commissioners' Court of Brazoria County, Texas. No member, officer or employee of the Corporation nor any officer, agent or employee of Brazoria County, Texas has an interest, whether direct or indirect, in any transaction contemplated by this Application except as hereinafter specifically described.
  
6. Conflict of Interest Questionnaire. Applicant will execute and provide the attached Conflict of Interest Questionnaire contemporaneous with the submission of its Application for Financing.

Submitted by the undersigned Applicant on the \_\_\_\_\_ day of \_\_\_\_\_, 20\_\_\_\_.

\_\_\_\_\_  
Applicant

**We will now move into Close Session**

**Close Session:**

RE: Retaining Legal Services from GreenbergTraurig LLP