

RESOLUTION ADOPTING SECOND AMENDED RECODIFIED
ARCHITECTURAL AND LANDSCAPING STANDARDS AND GUIDELINES

WHEREAS, the West Fort Bend Management District (the "District") has been legally created and operates pursuant to the general laws of the State of Texas applicable to municipal management districts, including, without limitation, Chapter 375 of the Texas Local Government Code, Chapter 49 of the Texas Water Code, and Chapter 3835 of the Texas Special District Local Laws Code; and

WHEREAS, Section 375.096(c), Texas Local Government Code, authorizes the District to adopt and enforce reasonable rules and regulations governing the administration of the District and its programs and projects; and

WHEREAS, Section 3835.102, Texas Special District Local Laws Code, authorizes the District to establish architectural and landscaping standards and guidelines if the governing bodies of the City of Richmond and the City of Rosenberg consent by resolution or ordinance to the establishment of such standards or guidelines; and

WHEREAS, the Board of Directors of the District (the "Board") has previously adopted recodified architectural and landscaping standards and guidelines (the "Recodified Standards") relating to U.S. 59, Portions of Highway 36, Portions of Highway 90A, FM 359, Portions of FM 762, FM 2218, and Spur 10 Corridors (the "Corridors") within the boundaries of the District, as amended; and

WHEREAS, the City of Richmond and the City of Rosenberg ("Cities") have consented to the adoption of the Recodified Standards on these Corridors; and

WHEREAS, the Board desires to amend the Recodified Standards herein described; NOW, THEREFORE,

BE IT RESOLVED BY THE BOARD OF DIRECTORS OF WEST FORT BEND MANAGEMENT DISTRICT THAT:

Section 1: The Second Amended Recodified Architectural and Landscaping Standards and Guidelines for New Construction, Development and Redevelopment for U.S. 59, Portions of Highway 36, Portions of Highway 90A, FM 359, Portions of FM 762, FM 2218 and Spur 10 Corridors (the "Second Amended Recodified Standards"), a copy of which is attached, are hereby adopted and are in full force and effect.

Section 2: The Board hereby authorizes the District's consultants to provide copies of this Resolution and the Second Amended Recodified Standards, as appropriate, to Fort Bend County, the City of Rosenberg, and the City of Richmond.

Section 3: This Resolution and the Second Amended Recodified Standards shall be effective as of April 17, 2018.

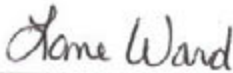
Section 3: This Resolution and the Second Amended Recodified Standards shall be effective as of April 17, 2018.

PASSED AND APPROVED this 17th day of April, 2018.



Todd Johnson
President, Board of Directors

ATTEST:



Lane Ward
Secretary, Board of Directors

Attachments: Second Amendment to the Recodified Standards

(SEAL)



WEST FORT BEND MANAGEMENT DISTRICT

***Second Amended
Recodified Architectural and
Landscaping Standards and
Guidelines
for
New Construction, Development
and Redevelopment for
U.S. 59
Portions of Highway 36
Portions of Highway 90A
FM 359
Portions of FM 762
FM 2218 and
Spur 10
Corridors***

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SECOND AMENDED
ARCHITECTURAL AND LANDSCAPING
STANDARDS AND GUIDELINES

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CHAPTER 1. GENERAL PURPOSE AND DESCRIPTION

These Standards have been created to establish minimum standards for new Commercial and Industrial Development and Redevelopment within portions of the **U.S. 59, Highway 36, Highway 90A, FM 359, FM 762, FM 2218 and Spur 10** Corridors, as described in the definition of Corridors below. These Standards apply to Tracts that have been developed for Commercial and Industrial purposes, and include Multi-Family housing complexes. Tracts that have previously been developed for these purposes are exempted from the requirements of the Standards defined herein, unless and until such tracts are Redeveloped. With the exception of residential entry monuments and signage and perimeter fencing around residential communities, these Standards do not apply to any single family, duplex, triplex, or quadraplex use or structure.

As required by the statute creating the West Fort Bend Management District, the Cities of Richmond and Rosenberg have consented to the establishment of these Standards. Review and enforcement of these Standards will be carried out by the District or its designees.

These Standards apply to the District or areas within the District as noted herein. The District is developing additional architectural and landscaping standards and guidelines for other areas within the District's boundaries and will update these Standards accordingly.

Rapid commercial growth expanding into Fort Bend County creates the opportunity for positive economic expansion in the County but also presents a challenge to maintain, protect and expand infrastructure and quality of life. Announced and ongoing expansion of U.S. 59 and other state roadways within the region is required to maintain acceptable mobility standards. With the highway expansion comes the rather pressing need to develop, impose, monitor and enforce streetscape, landscape, lighting, signage, and other minimum Development and Redevelopment standards.

With the support of the Cities of Rosenberg and Richmond, the 79th Texas Legislature created the District to promote, develop, encourage, and maintain employment, commerce, transportation, housing, tourism, recreation, the arts, entertainment, economic development, safety, and the public welfare in the District, in order to establish an economic climate that encourages sustainable growth and improves the quality of life of citizens. The District's work is intended to supplement and not to supplant services of Fort Bend County or the Cities of Richmond and Rosenberg.

The District's scope extends along the Cities' entry Corridors including **U.S. 59, Highway 36, Highway 90A, FM 359, FM 762, FM 2218 and Spur 10**. There is a multiplicity of land ownerships within and along the Corridors, and no common planning mechanism available to promote consistent quality. The diversity of interests along the Corridors and lack of unified standards suggest that a coordinated effort involving all affected entities is the best approach to developing an action plan to foster standards of

improvement within the identified areas directed at enhancing their long term quality of life and economic growth.

The aesthetic presentation of the Corridors is critical in creating a positive image for communities served by the District. A positive image will add value to all property within the District. A team effort by all property owners within the corridors will ensure success in creating a gateway that all residents and property owners will be proud of.

Time is of the essence. Design is progressing on several of the state roadways and decisions are being made that will have a long-term impact on Fort Bend County and the neighboring communities of Richmond and Rosenberg.

The intent of the District is to improve the aesthetic and functional characteristics of Development and Redevelopment along major entry Corridors within the Cities of Richmond and Rosenberg and their extraterritorial jurisdictions where higher Development and Redevelopment standards can effectively enhance the region's image as a desirable place to live, work, and shop, and further benefit not only the landowners within the District's boundaries, but also the employees, employers, consumers, and general public.

The title of these Standards shall be known and may be cited as the "West Fort Bend Management District Architectural and Landscaping Standards and Guidelines," the purpose of which is to overlay the entry Corridors of the Cities of Richmond and Rosenberg and their respective extraterritorial jurisdictions into a single district. These Standards have been established with reasonable consideration of the character of the District and its suitability for the particular uses, and with the view of conserving the value of buildings and the environment by encouraging high quality Development and Redevelopment standards along and through the Corridors, pursuant to Texas Local Government Code Section 375.096(c).

Any violation of these Standards that is not rectified or corrected after receiving notice from the District shall be subject to enforcement by the District, including penalties and procedures as described in Exhibit E of the Regulations.

These Standards shall be considered minimum requirements. A standard or guideline established hereunder is in addition to applicable ordinances of the Cities of Richmond and Rosenberg. To the extent of any conflict between a standard or guideline herein and an ordinance of the City of Richmond or Rosenberg, the more restrictive standard, guideline, or ordinance controls.

CHAPTER 2. DEFINITIONS

For the purpose of these Standards, certain words as used herein are defined as follows. Definitions not expressly prescribed herein are to be construed in accordance with customary usage in municipal planning and engineering practices.

APPLICANT: A person or entity who submits an application to the District requesting approval of a Development/Redevelopment Application, Variance, or other Development or Redevelopment related matter pursuant to the Standards and/or the Regulations. An applicant may include a property owner, real estate agent, engineer, surveyor, architect, planning professional, or other agent of the property owner.

BOARD: The Board of Directors of the District.

BUILDING: Any structure built for the support, shelter, or enclosure of persons, chattels or movable property of any kind and which is affixed to the land. The word "building" shall include the word "structure." This does not include fences unless they are structurally a part of the building.

BUILDING SIGN: Any sign affixed to a building.

CITY: The City of Richmond and/or the City of Rosenberg, as applicable.

COMMERCIAL: Any Development, Redevelopment or building which is not single-family detached residential, a duplex, triplex or quadraplex dwelling, but including Multi-Family housing complexes and entry or monument signage and perimeter fencing for residential communities.

CORRIDOR: The boundaries of the District, encompassing U.S. 59, Highway 36, Highway 90A, FM 359, FM 762, FM 2218 and Spur 10, as shown in the map and metes and bounds description in Exhibit A. Each Corridor extends out from the centerline of U.S. 59, Highway 36, Highway 90A, FM 359, FM 762, FM 2218 and Spur 10, as shown on Exhibit A, and includes both Primary Roads and Secondary Roads.

The portions of the Corridors which have Standards are listed below:

The U.S. 59 Corridor includes property on both sides of U.S. 59 and extends from the Grand Parkway on the east to just short of the City of Beasley on the west.

The Highway 36 Corridor includes property on both sides of Highway 36 and extends from the Rosenberg city limit line on the northwest to the northern right-of-way line of the Union Pacific Railroad on the southeast.

The Highway 90A Corridor includes property on both sides of Highway 90A and extends from the Richmond ETJ line on the east to the Brazos River on the west.

The FM 359 Corridor includes property on both sides of FM 359 and extends from Highway 90A on the south to Farmer Road on the north then west to Jones Creek.

The FM 762 Corridor includes property on both sides of FM 762 and extends from FM 2218 on the northwest to FM 2759 on the southeast.

The FM 2218 Corridor includes property on both sides of FM 2218 and extends from U.S. 59 on the southwest to FM 762 on the northeast.

The Spur 10 Corridor includes property on both sides of Spur 10 and extends from Highway 36 on the north to U.S. 59 on the south.

DEVELOPMENT: The process of placing improvements on or to a tract of land; projects where such improvements are being made. Such improvements may include buildings, parking lots, fencing, landscaping, signage, and/or lighting.

DIRECTIONAL SIGN: Any sign that provides information, to reduce confusion and enhance traffic or pedestrian movement within a Commercial or Industrial Development or Redevelopment that has multiple entrances and/or structures. The purpose of a Directional Sign is not to advertise a business or service but to direct the public to the appropriate location within a Commercial or Industrial Development or Redevelopment.

DISTRICT: The West Fort Bend Management District. A map and metes and bounds description of the District boundaries are attached as Exhibit A.

DUMPSTER: A large, metal refuse receptacle specifically designed to be emptied by heavy machinery and which is otherwise stationary.

ENFORCING OFFICER: The designated Enforcing Officer of the District.

FENCE: Any structure or hedge greater than thirty (30) inches in height and of any material, the purpose of which is to provide protection from intrusion (both physical and visual), prevent escape, mark a boundary, or provide decoration. All walls except for dikes and retaining walls for the purpose of diverting water and retaining soil are classified as fences. Includes perimeter fencing for residential communities.

FREESTANDING SIGN: Any non-movable sign which is supported by one or more uprights, poles, braces or a base that is affixed in or upon the ground. This does not include signs affixed to a building.

GREENSPACE: Any vegetated land or water within or adjoining a developed area.

HERITAGE TREE: Any tree greater than thirty inches (30") in diameter, measured at a level of twenty-four inches (24") above natural ground.

INDUSTRIAL: Establishments engaged in the storage, assembly, manufacturing, fabrication, or transformation of materials into new products. These establishments can also be described as warehouses, plants, factories, and bulk storage facilities. Industrial products are generally carried on the wholesale market rather than direct sale to a consumer.

LANDSCAPE OR LANDSCAPING: Adorn or improve by contouring land and placing thereon live flowers, shrubs, trees, grass or other vegetation.

MASONRY: Brick, stone, brick veneer, custom treated tilt wall, decorative or textured concrete block, split face block, stucco, or EIFS (exterior insulation and finish systems).

MULTI-FAMILY: A residential building designed with more than four units, that is, greater than a quadraplex.

PARKING AREA: An off-street area for the temporary storage of motor vehicles, whether free, for compensation or as an accommodation for clients or customers.

PARKING LOT: An area, enclosed or unenclosed, sufficient in size to store automobiles, pickups and/or trucks and permitting ingress and egress of vehicles to a street or alley.

PRIMARY ROAD: Those portions of U.S. 59, Highway 36, Highway 90A, FM 359, FM 762, FM 2218, and Spur 10 within the District's boundaries.

REDEVELOPMENT: Exterior restoration, renovation, or expansion of an existing Commercial or Industrial Structure, including Multi-Family, that improves its appearance or changes its architectural character; or new building construction on a site that had pre-existing uses. Structures in existence as of the date of these Standards' adoption are not subject to the Standards unless or until they undergo Redevelopment. Please note that: (1) Redevelopment under one category of the Standards (such as fencing or lighting) does not trigger a requirement that the Structure or Tract meet all Standards; and (2) depending on its scope, a proposed improvement may not necessarily constitute Redevelopment. For example, if a Fence is renovated, the Applicant may be required to meet the Standards for Fences but the Applicant will not be required to meet any other Standards.

The District or its designee(s) will assist Applicants in determining whether a proposed restoration, renovation, or expansion constitutes Redevelopment within the meaning of these Standards.

REGULATIONS: The West Fort Bend Management District Rules and Regulations for Implementation of Architectural and Landscaping Standards and Guidelines, as they may be amended from time to time by the Board.

SECONDARY ROAD: Any public roadway within the Corridors that is not a Primary Road.

SETBACK LINE: A line which marks distance from the property line that establishes the minimum required front, side or rear yard space of a building plot.

SHALL: Mandatory and not discretionary.

STANDARDS: The West Fort Bend Management District Architectural and Landscaping Standards and Guidelines adopted in accordance with Chapter 3835, Texas Special District Local Laws Code, and Chapter 375, Texas Local Government Code, as such Standards may be amended from time to time by the Board.

STRUCTURE: Anything constructed, the use of which requires permanent location on the ground or attachment to something having a permanent location on the ground. See "Building."

TRACT: Each physical and undivided tract or parcel of land as shown on a duly recorded plat.

TRACT MEASUREMENT:

- a. Area of a tract shall be the net area of the tract, expressed in square feet or acreage, and shall not include portions of any public street or alley.
- b. Depth of a tract shall be considered to be the distance between the midpoints of straight lines connecting the foremost points of the side tract lines in front and the rearmost points of the side tract lines in the rear (the mean horizontal distance between the front and rear tract line).
- c. Width of a tract shall be considered to be the distance between straight lines connecting front and rear tract lines at each side of the tract, measured across the rear of the required front yard; provided, however, that width between side tract lines at their foremost points (where they intersect with the street line) shall not be less than eighty (80) percent of the required tract width except in the case of tracts on the turning circle of cul-de-sacs, where the eighty (80) percent requirement shall not apply.

VARIANCE: Authorization to deviate or vary a Standard applicable to Development or Redevelopment—including but not limited to landscaping, signs, Setback Lines, off-street parking and loading regulations, height, access, screening, building materials, fencing, lighting, and tree preservation—granted due to the unique conditions existing within a Tract, and for which a Variance Application has been made and such variance has been authorized pursuant to the District's Resolution Regarding Variance Requests, as such Resolution may be amended from time to time.

CHAPTER 3. STANDARDS FOR MINIMUM BUILDING AND PARKING SETBACK LINES

Section 3.1. Purpose.

It is the purpose of this chapter to establish required minimum building and parking Setback Lines for Commercial and Industrial Development and Redevelopment within the Corridors to insure that adequate area for landscaping and greenspace is preserved.

Section 3.2. Applicability of Standards.

The Setback Line requirements of this chapter shall be minimum standards for and applicable to all Commercial and Industrial Development and Redevelopment, including Multi-Family. This chapter does not apply to single family, duplex, triplex or quadraplex uses and structures.

Section 3.3. Standards.

- (1) Setback Lines from U.S. 59, Spur 10 and Highway 36:
 - (a) All buildings shall be set back a minimum of forty feet (40') from the right-of-way line of U.S. 59, Spur 10 and Highway 36.
 - (b) All surface parking shall be set back a minimum of thirty-five feet (35') from the right-of-way line of U.S. 59, Spur 10 and Highway 36.
- (2) Setback Lines from Secondary Roads within U.S. 59, Spur 10 and Highway 36 Corridors:
 - (a) All buildings shall be set back a minimum of thirty-five feet (35') from the right-of-way line of the Secondary Roads within the U.S. 59, Spur 10 and Highway 36 Corridors.
 - (b) All surface parking shall be set back a minimum of twenty-five feet (25') from the right-of-way line of the Secondary Roads within the U.S. 59, Spur 10 and Highway 36 Corridors.
- (3) Setback Lines from Highway 90A, FM 359, FM 762 and FM 2218 Corridors, including all Primary Roads and Secondary Roads within those Corridors:
 - (a) All buildings shall be set back a minimum of thirty five feet (35') from the right-of-way line of Highway 90A, FM 359, FM 762, FM 2218, and the Secondary Roads within those Corridors.

- (b) All surface parking shall be set back a minimum of twenty-five (25') from the right-of-way line of Highway 90A, FM 359, FM 762, FM 2218, and the Secondary Roads within those Corridors.
- (4) Setback Lines from Side and Rear Property Lines within all Corridors:
 - (a) All buildings shall be set back a minimum of ten feet (10') from all side and rear property lines.
 - (b) All surface parking shall be set back a minimum of six feet (6') from all side and rear property lines.

CHAPTER 4. STANDARDS FOR BUILDING MATERIALS, SCREENING, AND FENCING

Section 4.1. Purpose.

It is the purpose of this chapter to establish required minimum quality of building materials, screening and fencing Standards to allow Commercial and Industrial Development and Redevelopment to be independent in character yet harmonize with adjacent development and the natural environment.

Section 4.2. Applicability of Standards.

This chapter applies to all new and Re-developed Commercial and Industrial Structures and parking lots, including Multi-Family Structures, but excludes single family, duplex, triplex or quadraplex uses and Structures, except as provided in Section 4.5.

Additional standards shall apply to Industrial Development and Redevelopment as enumerated in Section 4.6.

Section 4.3. Building Material Standards.

- (1) Minimum exterior wall standards (facade) shall be eighty percent (80%) Masonry, glass or combination thereof.
- (2) Parking Lots shall be:
 - (a) Constructed of reinforced concrete.
 - (b) Properly drained.

Section 4.4. Screening Standards.

- (1) All service and utility areas shall be screened from public view by screens, Masonry fences, or other devices approved by the District or its designee.
- (2) All trash areas and dumpster locations:
 - (a) Shall be permanently fenced or screened with Masonry enclosures that closely resemble the associated building's exterior color, with solid metal gates at the enclosure opening.
 - (b) Shall be located so they are not visible from a public street and gated.
 - (c) Shall have the gated side facing the back of the associated building when located in close proximity to the building.

- (d) Shall be landscaped on all visible sides.
- (3) All air-conditioning or ventilating equipment, mechanical equipment such as water towers, storage tanks, cooling towers, heating equipment, or electrical equipment shall be screened from public view by fencing or landscaping.
- (4) Rooftop-mounted equipment must be screened with materials that match the building components or a screened parapet wall that surrounds the entire building. If a parapet wall is used for screening, and any rooftop equipment is higher than the parapet that surrounds the building, a site line study shall be submitted to the District or its designee that illustrates that the rooftop equipment is not visible from a distance of less than two-thousand feet (2,000') from any direction at ground level.

Section 4.5. Fencing Standards.

Any fences constructed for purposes of security or to screen site elements, including perimeter fencing for residential communities, shall be constructed of Masonry, concrete, wrought iron, or tubular metal. The use of chicken-wire, hog-wire, razor wire, barbed wire, or wood fencing is prohibited.

The minimum height of a fence shall be six feet (6') and the maximum height of a fence shall be 8 feet (8'), and all fences for Commercial and Industrial Development and Redevelopment, including Multi-Family, shall be set back a minimum distance of six feet (6') from the front property lines.

Any residential development adjacent to a Commercial Development or Redevelopment shall be screened with a Masonry fence. The second project to develop shall be required to construct the Masonry fence.

Section 4.6. Additional Standards for Industrial Development and Redevelopment.

This section only applies to Industrial Development and Redevelopment. Industrial Development and Redevelopment shall be subject to all Standards, including the following additional Industrial Standards. To the extent that any Industrial Standard conflicts with any other provision in these Standards, the Industrial Standard shall govern.

Section 4.6.1. Architectural Design.

- (1) Industrial structures often present unattractive and monotonous facades. There is, however, a variety of design techniques which can be utilized to help overcome this situation and to direct development into a cohesive design statement. The following design elements shall be incorporated in the design:

- (a) Employ variety in structure forms to create visual character and interest.
 - (b) Avoid long, unarticulated facades. Facades with varied front Setback Lines are strongly encouraged.
 - (c) All structure elevations should be architecturally treated.
 - (d) Windows and doors are key elements of any structure's form and should relate to the scale of the elevation on which they appear. Windows and doors can establish character by their rhythm and variety. Recessed openings help to provide depth and contrast on elevation planes.
 - (e) Sensitive alteration of colors and materials can produce diversity and enhance architectural forms.
 - (f) Use of metal as a building façade material may be allowed but is subject to review and approval by the District or its designee prior to construction.
- (2) Design elements which are prohibited include:
- (a) Highly reflective surfaces at the ground story;
 - (b) Exposed, untreated precision block walls;
 - (c) False fronts;
 - (d) "Stuck on" mansard roofs on small portions of the roofline; and
 - (e) Unarticulated building facades.

Section 4.6.2. Loading Facilities.

To alleviate the unsightly appearance of loading facilities, these areas shall not be located at the front of buildings nor visible from the Corridors.

Section 4.6.3. Screening.

- (1) Screening shall serve a major function in the landscape and shall be used to screen automobiles, loading and storage areas and utility structures.
- (2) Screening should be designed to blend with the site's architecture. Plant materials may be used in combination with appropriate fencing materials in accordance with District Standards.

- (3) Any equipment, whether on the roof, side of building or ground, shall be screened. The method of screening shall be architecturally integrated in terms of materials, color, shape and size. The screening design shall blend with the building design.

Section 4.6.4. Fencing Standards.

Use of screened chain link fencing for Industrial Development and Redevelopment may be allowed but is subject to review and approval by the District or its designee prior to construction.

Barbed wire as an accessory material to another type of fence in an Industrial Development or Redevelopment shall be permitted, when the barbed wire material is located along the top of a fence, beginning at a height of at least 6 feet (6') above ground level.

CHAPTER 5. MINIMUM LANDSCAPE STANDARDS

Section 5.1. Purpose.

This intent of this chapter is to establish minimum standards for landscaping and screening; promote safety, privacy, and public well-being; protect and preserves the appearance, character, and value of property and surrounding properties.

Section 5.2. Applicability of Standards.

This chapter applies to all new and Re-developed Commercial and Industrial Structures and parking lots, including Multi-Family. This chapter does not apply to single family, duplex, triplex or quadraplex uses and structures.

Additional standards shall apply to Industrial Development and Redevelopment as enumerated in Section 5.4.

Section 5.3. Standards.

- (1) Trees, shrubs and grass shall be the primary landscape materials that provide a landscape buffer in the parking Setback Lines between (1) the Primary Road or Secondary Road right-of-way lines and (2) the Commercial or Industrial Development or Redevelopment.
- (2) Only those trees listed in Exhibit D under the category of "Large Trees" shall be planted to satisfy the tree-related requirements of this chapter, with the exception of Section 5.3(6)(b) below, which requires Live Oak trees.
- (3) Trees planted under power lines shall comply with any applicable height requirements imposed by CenterPoint Energy.
- (4) All parking setback areas shall have grass, shrubs and trees as the primary landscape materials.
 - (a) Grass ground cover shall be sodded or hydro-mulched on a graded surface that provides adequate drainage.
 - (i) Weeds and underbrush shall be removed and topsoil provided to allow for a healthy stand of grass.
 - (ii) If Winter Rye is planted during the winter months, Bermuda seed shall be added to provide for growth during warmer temperatures.
 - (iii) All grass turf and other landscaping shall be irrigated with an automatic sprinkler system.

- (b) Single trunk, sixty-five (65) gallon trees, three and one-half inch (3.5") caliper, twelve feet (12') to fourteen feet (14') in height, shall be planted with trees spaced on thirty foot (30') to forty foot (40') centers.
 - (i) Trees shall be randomly spaced along the entire frontage of the Primary Roads and Secondary Roads.
 - (ii) The total minimum number of trees required shall be determined by a formula that takes the linear front footage along the frontage and divides it by 30. If, for example, a property owner has six hundred linear feet of frontage, they would be required to install a minimum of twenty trees ($600/30 = 20$).
 - (iii) All trees shall be adequately irrigated with an automated drip system.
- (5) All side property lines shall have shrub hedges and trees installed the greater of the back of the building or 200 feet (200').
 - (a) A double row of five (5) gallon or larger Wax Leaf Ligustrums or Wax Myrtles shall be installed in a triangular spacing of eighteen inches (18") along all side property lines.
 - (b) Single trunk, sixty-five (65) gallon trees, three and one-half inch (3.5") caliper, twelve feet (12') to fourteen feet (14') in height, shall also be installed along all side property lines, spaced at forty feet (40') on center.
 - (c) If there is an adjoining site to the side property line, the first owner to develop the property will provide the trees and the other property owner will provide the shrubs.
- (6) Parking lots must be properly screened from public streets and adjacent properties with the use of shrub hedges and trees. The intent of this screening requirement is to break up the view of the lower portion of cars with the use of high density shrubs. Trees shall be used to provide shade and soften large expanses of concrete.
 - (a) Planting islands shall be required at the end of all parking bays.
 - (i) Two trees shall be planted within each end of the parking bays, ten feet (10') from the edge of the bay planter as shown on Exhibit B. The trees shall be single trunk, sixty-five (65) gallon, three and one-half inch (3.5") caliper, twelve feet (12') to fourteen feet (14') in height.

- (b) For parking lots with two or more rows of cars, in every other row every fourth space shall contain a six foot (6') curbed planter diamond.
 - (i) Live Oak trees shall be planted in each diamond planter. See Exhibit C. The trees shall be single trunk, sixty-five (65) gallon, three and one-half inch (3.5") caliper, twelve feet (12') to fourteen feet (14') in height.
 - (c) The outside border of all parking lots shall be bordered with five (5) gallon or larger Wax Leaf Ligustrum or Wax Myrtle hedges planted in a double row, triangularly spaced on eighteen inch (18") centers and four feet (4') in height.
- (7) Drive-thru lanes for fast food restaurants, financial institutions, pharmacies, or any other use requiring a drive-thru lane shall require a minimum of two (2) double rows of landscaping to completely screen vehicles from public view.
 - (a) The row of landscaping closest to the drive-thru lane shall be five (5) gallon or larger Wax Myrtles or Wax Leaf Ligustrums planted eighteen inches (18") on center in a triangular pattern in a double row to create a hedge that is six feet (6') in height.
 - (b) The second row shall be five (5) gallon or larger Dwarf Wax Myrtles or Ligustrums planted eighteen inches (18") on center in a double row and three feet (3') in height.
 - (8) Dry-bottom detention areas shall be screened by hedges or an earth berm so that they are screened from public view.

Section 5.4. Additional Standards for Industrial Development and Redevelopment.

This section only applies to Industrial Development and Redevelopment. Industrial Development and Redevelopment, shall be subject to all Standards, including the following additional Industrial Standards. To the extent that any Industrial Standard conflicts with any other provision in these Standards, the Industrial Standard shall govern.

- (1) Landscaping should be used to define areas by helping to focus on entrances to buildings, parking lots, and loading areas; defining the edges of various land use; providing transition between neighboring properties (buffering); and providing screening for outdoor storage, loading and equipment areas.
- (2) Landscaping should be in scale with adjacent buildings and be of appropriate size at maturity to accomplish its intended goals. The use of native, disease-resistant, drought-resistant varieties of plant materials is strongly encouraged.

Please refer to Exhibit D for a list of recommended landscaping plants, shrubs and trees.

- (3) Landscaping around the base of buildings is recommended to soften the edge between the parking lot and the structure. These should be accented at entrances to provide focus.
- (4) Trees should be located throughout the parking lot and not simply at the ends of parking aisles.
- (5) Landscaping should be protected from vehicular and pedestrian encroachment by raised planting surfaces, depressed walks, or the use of curbs.
- (6) Berming in conjunction with landscaping can be used at the building edge to reduce structure mass and height along facades.
- (7) All landscaping shall be irrigated with an automatic system.

CHAPTER 6. TREE PRESERVATION

Section 6.1. Purpose.

It is the purpose of this chapter to preserve and protect trees, including but not limited to Heritage Trees, throughout the Corridors. The District recognizes that preservation of such trees enhances the natural scenic beauty, encourages quality development, and helps create an identity and a quality which enhance the attractiveness of the District to visitors.

Section 6.2. Applicability of Standards.

The tree preservation requirements of this chapter shall be minimum standards for and applicable to all Commercial and Industrial Development and Redevelopment, including Multi-Family. This chapter does not apply to single family, duplex, triplex and quadraplex uses and structures.

Section 6.3. Survey Required.

A tree survey of all trees greater than eighteen inches (18") in diameter and a long-term tree preservation plan drawn by a registered urban forester or surveyor shall be submitted to the District or its designees, pursuant to Section 6.4 of the Regulations.

Section 6.4. Permit Required.

- (1) No person shall remove, destroy, or disfigure any trees growing within the Corridors without a site clearing permit from the District.
- (2) Normal maintenance pruning of trees within the Corridors shall not require a site clearing permit but shall in all cases be in conformance with the guidelines of the International Society of Arboriculture, Tree Pruning Guidelines, current edition. Pruning which, in the opinion of the Enforcing Officer, varies from these guidelines shall be considered in violation of the Standards.
- (3) The site clearing permit does not authorize the removal of Heritage Trees. Heritage Trees shall not be removed from any site within the Corridors without a Heritage Tree removal permit.

CHAPTER 7. SIGNAGE STANDARDS

Section 7.1. Purpose.

This chapter provides uniform sign Standards to emphasize public safety, to improve the Corridors' visual environment and to protect property values. The intent of these Standards is to foster sign systems that ease transportation and enhance business, while reducing sign proliferation and attendant clutter.

Section 7.2. Applicability of Standards.

- (1) This chapter applies to all signs in any Commercial and Industrial Development or Redevelopment, including Multi-Family.
- (2) Any sign existing as of the adoption of these Standards is not subject to the provisions of this chapter.
- (3) All signs subject to these Standards must be approved by the District or its designee and must be placed on the owner's or tenant's property.
- (4) Sign ordinances and/or Standards adopted by the Cities of Richmond and Rosenberg shall apply to signs erected in their respective jurisdictions.

Section 7.3. Freestanding Signs in the Corridors.

- (1) Freestanding signs shall be constructed of Masonry or other materials approved by the Board which matches the façade of the related establishment.
- (2) Freestanding signs shall be landscaped around the base with small shrubs a minimum of two feet in height at planting. The landscape material shall also include perennials and turf or other ground cover. The landscaping around the base of a Freestanding sign shall extend a minimum of three feet on all sides.

CHAPTER 8. LIGHTING STANDARDS

Section 8.1. Purpose.

It is the purpose of this chapter to establish appropriate lighting levels on Commercial and Industrial sites within the District to prevent glare or overflow onto the Corridors, or adjoining sites. Appropriate lighting will not only improve safety and security, but will enhance the evening driving experience for residents and visitors.

Section 8.2. Applicability of Standards.

- (1) This chapter applies to all outdoor lighting fixtures installed on Commercial and Industrial Development and Redevelopment, including Multi-Family. This chapter generally does not apply to interior lighting. However, overly bright inside light emitted outdoors from any structure will be subject to control by this chapter if it is determined by the Enforcing Officer that the light creates a nuisance glare or a disabling glare.
- (2) When an existing fixture is replaced, the replacement fixture shall meet the requirements of this chapter.
- (3) Additional standards shall apply to Industrial Development and Redevelopment as enumerated in Section 8.4.
- (4) In the extraterritorial jurisdiction of a City, in the event the provisions of this chapter conflict with the Fort Bend County Lighting Ordinance, the more restrictive requirement shall apply.
- (5) This chapter does not apply to single family, duplex, triplex and quadraplex uses and structures.

Section 8.3. Standards.

- (1) The objective of these lighting standards is to provide for an appropriate level light on a site without glare or overflow onto Corridors or adjoining sites. In order to accomplish this, a photometric drawing shall be submitted to the District or its designee. The photometric drawing shall depict the design layout with a point-by-point footcandle lighting level for the entire site, including parking areas and the exterior of the buildings.
- (2) All retail lighting shall achieve a minimum average level of ten (10) footcandles with a maximum/minimum uniformity ratio of 14 to 1.
- (3) All other Commercial (excluding retail) office building lighting shall achieve a minimum average lighting level of three (3) footcandles with a

maximum/minimum uniformity ratio of 12 to 1. The size and style of the lighting fixtures shall also appear in the form of a schedule.

- (4) No flood lights shall be mounted on buildings except for wall packs on the rear of buildings.
- (5) Exterior lighting must enhance the atmosphere of all public parking areas, walkways, and entrances.
- (6) Lighting shall be low-key and the placement of fixtures shall coincide with major walkway areas.
- (7) The choice of fixtures shall reflect the theme and architecture of the building.
- (8) Site structure lighting shall be illuminated with a concealed, stationary shielded light source.

Section 8.4. Additional Standards for Industrial Development and Redevelopment.

This section only applies to Industrial Development and Redevelopment. Industrial Development and Redevelopment within the Corridors shall be subject to all Standards, including the following additional Industrial Standards. To the extent that any Industrial Standard conflicts with any other provision in these Standards, the Industrial Standard shall govern.

- (1) Appropriate lighting within the District will not only improve safety and security but will enhance the evening driving experience for residents and visitors. The objective of the lighting standard is to provide an appropriate level light on a site without glare or overflow onto the Corridors or adjoining sites.
- (2) The design of light fixtures and their structural support shall be architecturally compatible with main buildings on-site. Illuminators should be integrated within the architectural design for the buildings.
- (3) As a security device, lighting should be adequate but not overly bright. All building entrances should be well lighted.
- (4) All lighting should be shielded to confine light spread within the site boundaries.

CHAPTER 9. VARIANCES

Section 9.1. General Requirements.

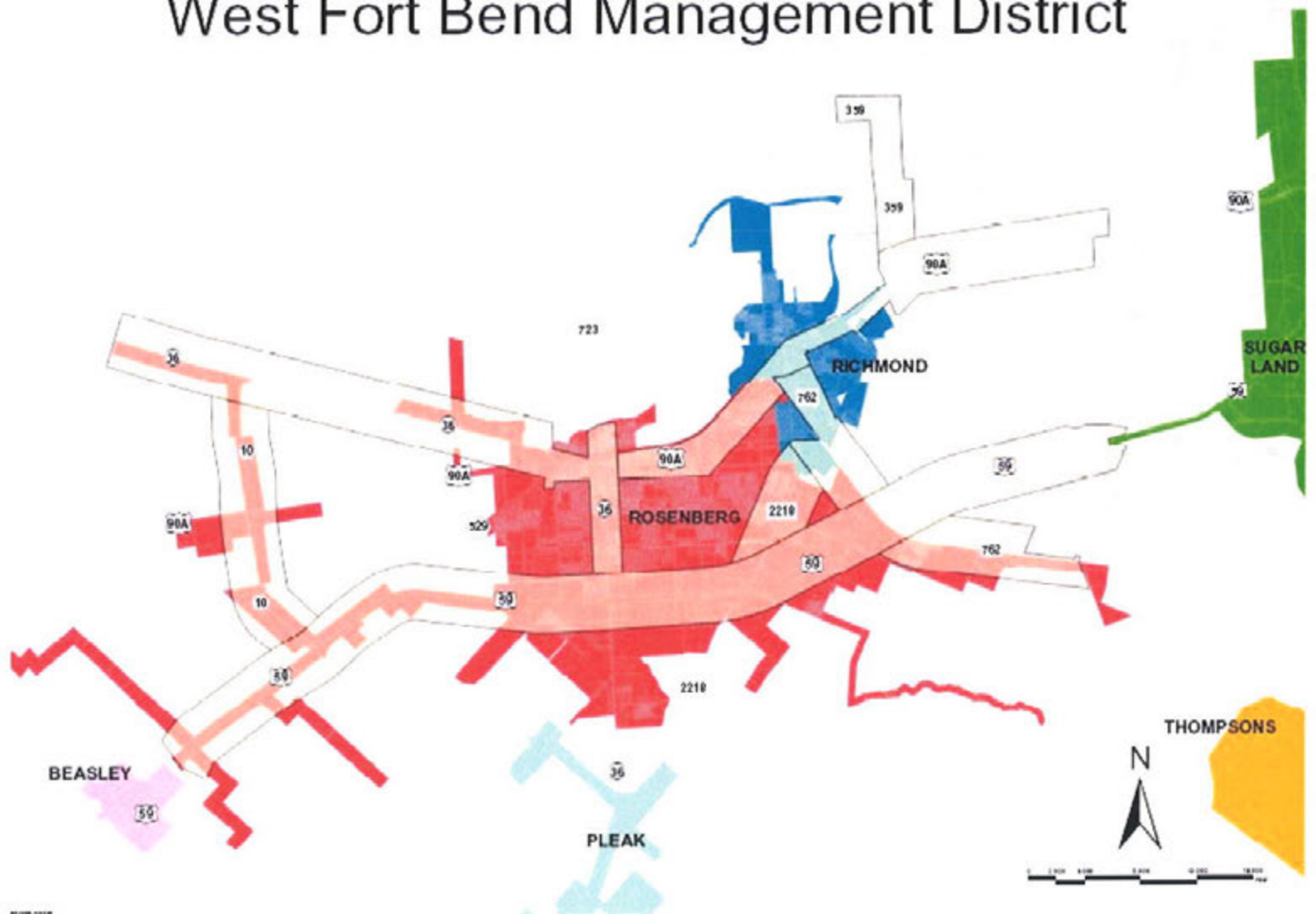
- (1) The Board will review administratively complete requests for variance from the Standards on a case by case basis, and only under exceptional and extraordinary circumstances will a variance be granted. The Board may delegate consideration of the variance to a committee of the Board, or to a designated representative, such as the applicable City.
- (2) To be considered for a variance the property must possess unique physical limitations that are not generally shared by other properties that prevent compliance with the Standards.
- (3) Mitigation will be required for each proposed variance. Proposed mitigation for the variance must provide landscaping or architectural improvements above and beyond the minimum standards set forth by the District.
- (4) An applicant may not claim unnecessary hardship because of conditions which are self-imposed or created by a prior owner. Additionally, economic or financial hardship does not justify a variance. The property owner bears the burden of proving the reasons for the issuance of the variance, to the satisfaction of the District or its designee.
- (5) See the Regulations for additional information regarding the application for variance and the variance application fee.

Section 9.2. Issuance of Variance.

Only applications deemed administratively complete by the District's administrator or the District's City designee will be considered. Variances will be issued after careful review and due consideration, in the sole discretion of the Board, or the Board's designee(s).

EXHIBIT A

West Fort Bend Management District



Metes and Bounds description of the District:

TRACT A - U.S. HIGHWAY 59

FIELD NOTES FOR A 6,683.04 ACRE TRACT OF LAND IN THE LESTER E. CROSS SURVEY, ABSTRACT 384, THE I. & G. N. RAILROAD COMPANY SURVEY, ABSTRACT 355, THE J. B. WATSON SURVEY, ABSTRACT 639, THE E. A. GIRAUD SURVEY, ABSTRACT 721, THE JOHN HUMMEL SURVEY, ABSTRACT 476, THE S. A. & M. G. RAILROAD COMPANY SURVEY SECTION 17, ABSTRACT 331, THE W. J. JONES SURVEY, ABSTRACT 553, THE ALEXANDER VALLET SURVEY, ABSTRACT 535, THE S. A. & M. G. RAILROAD CO. SURVEY SECTION 19, ABSTRACT 330, THE H. & T.C. RAILROAD CO. SURVEY SECTION 7, ABSTRACT 210, THE LESTER E. CROSS SURVEY, ABSTRACT 408, THE EMMA MEYER SURVEY, ABSTRACT 701, THE J. M. COOPER SURVEY, ABSTRACT 707, THE F. AUGUST MOERS SURVEY, ABSTRACT 695, THE CHARLES N. SIMPSON SURVEY, ABSTRACT 485, THE H. & T.C. RAILROAD COMPANY SURVEY SECTION 11, ABSTRACT 212, THE J. F. WEED SURVEY, ABSTRACT 663, THE HUGH ROGERS SURVEY, ABSTRACT 310, THE HENRY SCOTT LEAGUE, ABSTRACT 83, THE S. A. STONE SURVEY, ABSTRACT 392, THE KINCH HILLYER SURVEY, ABSTRACT 749, THE I. & G. N. RAILROAD COMPANY SURVEY, ABSTRACT 358, THE JOSEPH D. VERMILLION SURVEY, ABSTRACT 341, THE G. M. STONE SURVEY, ABSTRACT 312, THE B. B. B. & C. RAILROAD COMPANY SURVEY SECTION 13, ABSTRACT 140, THE JOSEPH D. VERMILLION SURVEY, ABSTRACT 340, THE FRANCIS H. DEMAY SURVEY, ABSTRACT 350, THE ANTHONY P. DEMAY SURVEY, ABSTRACT 349, THE S. B. PENTECOST SURVEY, ABSTRACT 378, THE ROBERT HANDY SURVEY, ABSTRACT 187, THE SIMON JONES SURVEY, ABSTRACT 271, THE WILLIAM LUSK SURVEY, ABSTRACT 276, THE JANE LONG LEAGUE, ABSTRACT 55, AND THE JOSEPH KUYKENDALL SURVEY, ABSTRACT 49, FORT BEND COUNTY, TEXAS, WITH ALL BEARINGS BEING GRID AND COORDINATES BEING TEXAS STATE PLANE, SOUTH CENTRAL ZONE, NAD83(1993) BASED UPON GPS OBSERVATIONS OF THE CITY OF ROSENBERG MONUMENTATION SYSTEM, SCALE FACTOR USED = 0.99987165.

BEGINNING at the point of intersection of the centerline of U.S. Highway 59 with the west most line of the City Limits of the City of Rosenberg for an angle point in the southwest line and Place of Beginning of the herein described tract, said point having coordinates X = 2,952,885.92, Y = 13,743,180.79, from which point U.S. Highway 59 Engineer's Station 439+42.47 bears South 24 degrees 55 minutes 21 seconds West, 920.01 feet;

THENCE North 36 degrees 44 minutes 27 seconds West along the southwest line the herein described tract, same being the most westerly line of the City Limits of the City of Rosenberg, at 182.01 feet pass a 1/2 inch iron pipe with cap marked "Kalkomey Surveying" (X = 2,952,777.05, Y = 13,743,326.63) on said line in the northerly right-of-way of U.S. Highway 59, at 923.72 feet pass a 1/2 inch iron pipe with cap marked "Kalkomey Surveying" found on said line at its intersection with the south right-of-way line of Spur Highway 540, same being a westerly corner of the City Limits of the City of Rosenberg, and continuing for a total distance of 2,265.57 feet to a point being in a curve to the right for the most westerly corner of the herein described tract, said point being the point of intersection of said line with a curve being 2,000.00 feet northerly of and parallel to the centerline of U.S. Highway 59;

THENCE along said curve to the right having a central angle of 25 degrees 46 minutes 13 seconds, a radius of 5,820.28 feet, an arc length of 2,617.84 feet, and a chord bearing North 40 degrees 24 minutes 33 seconds East, 2,595.82 feet to the Point of Tangency of said curve;

THENCE North 53 degrees 17 minutes 40 seconds East along a line being 2,000.00 feet northerly of and parallel to the centerline of U.S. Highway 59, 5,962.44 feet to the Point of Curvature of a curve to the right;

THENCE along said curve to the right having a central angle of 07 degrees 30 minutes 00 seconds, a radius of 24,918.33 feet, at an arc length of 1,594.47 feet pass a point on said curve for the southwest corner of an adjoining 1,619.75 acre tract (Tract B) surveyed by the undersigned this date, and continuing for a total arc length of 3,261.79 feet, and a chord bearing North 57 degrees 02 minutes 39 seconds East, 3,259.46 feet to the Point of Tangency of said curve;

THENCE North 60 degrees 47 minutes 40 seconds East continuing along a line being 2,000.00 feet northerly of and parallel to the centerline of U.S. Highway 59, same being the common line of the herein described tract and said adjoining Tract B, 53.90 feet to the Point of Curvature of a curve to the left;

THENCE along said curve to the left having a central angle of 14 degrees 59 minutes 09 seconds, a radius of 5,639.49 feet, at an arc length of 369.70 feet pass a point on said line at its intersection with the centerline of Spur Highway 10, and continuing for a total arc length of 1,475.02 feet, and a chord bearing North 53 degrees 18 minutes 05 seconds East, 1,470.82 feet to the Point of Tangency of said curve;

THENCE North 45 degrees 48 minutes 31 seconds East continuing along a line being 2,000.00 feet northerly of parallel to the centerline of U.S. Highway 59, same being the common line of the herein described tract and said adjoining Tract B, 225.00 feet to the Point of Curvature of the curve to the right;

THENCE along said curve to the right having a central angle of 04 degrees 00 minutes 00 seconds, a radius of 24,918.33 feet, at an arc length of 689.02 feet pass a point on said curve at its intersection with a line being 2,000.00 feet easterly of and parallel to the centerline of Spur Highway 10, being the southeast corner of said adjoining Tract B, and continuing for a total arc length of 1,739.63 feet, and a chord bearing North 47 degrees 48 minutes 31 seconds East, 1,739.27 feet to the Point Compound Curvature of curve to the right;

THENCE along said curve to the right having a central angle of 01 degree or 30 minutes 00 seconds, a radius of 13,459.19 feet, an arc length of 352.36 feet, and a chord bearing North 50 degrees 33 minutes 31 seconds East, 352.35 feet to the Point of Compound Curvature of a curve to the right;

THENCE along said curve to the right having a central angle of 04 degrees 00 minutes 00 seconds, a radius of 24,918.33 feet, an arc length of 1,739.64 feet, and a chord bearing North 53 degrees 18 minutes 30 seconds East, 1,739.28 feet, to the Point of Tangency of said curve;

THENCE North 55 degrees 18 minutes 31 seconds East continuing along a line being 2,000.00 feet northerly of and parallel to the centerline of U.S. Highway 59, 1,329.87 feet to Point of Curvature to curve to the right;

THENCE along said curve to the right having a central angle of 41 degrees 05 minutes 14 seconds, a radius of 5,818.08 feet, an arc length of 4,172.17 feet, and a chord bearing North 75 degrees 51 minutes 07 seconds East, 4,083.35 feet to the Point of Tangency of said curve;

THENCE South 83 degrees 36 minutes 16 seconds East continuing along a line being 2,000.00 feet northerly of and parallel to the centerline of U.S. Highway 59, 8,162.08 feet to Point of Curvature of a curve to the left;

THENCE along said curve to the left having a central angle of 09 degrees 11 minutes 45 seconds, a radius of 3,730.59 feet, an arc length of 598.75 feet, and a chord bearing South 88 degrees 12 minutes 08 seconds East, 598.10 feet to the Point of Tangency of said curve;

THENCE North 87 degrees 11 minutes 59 seconds East continuing along a line being 2,000.00 feet northerly of and parallel to the centerline of U.S. Highway 59, 3,123.96 feet to Point of Curvature of a curve to the left;

THENCE along said curve to the left having a central angle of 01 degree 01 minute 27 seconds, a radius of 20,648.79 feet, at an arc length of 238.32 feet pass a point on said curve for the lower southwest corner of an adjoining 3,581.82 acre tract (Tract C) surveyed by the undersigned this date, and continuing for a total arc length of 369.35 feet, and a chord bearing North 86 degrees 41 minutes 16 seconds East, 369.35 feet to the Point of Tangency of said curve;

THENCE North 86 degrees 10 minutes 32 seconds East continuing along a line being 2,000.00 feet and northerly of and parallel to the centerline of U.S. Highway 59, at 1,936.12 feet pass a point on said line for the lower southeast corner of said adjoining Tract C, and continuing for a total distance of 7,940.68 feet to the Point of Curvature of a curve to the left;

THENCE around said curve to the left having a central angle of 23 degrees 43 minutes 07 seconds, a radius of 9,465.15 feet, at an arc length of 1,691.84 feet pass a point on said curve for the west corner of an adjoining 588.94 acre tract (Tract F) surveyed by the undersigned this date, and continuing for a total arc length of 3,918.33 feet, and the chord bearing North 74 degrees 18 minutes 58 seconds East, 3,890.41 feet to the Point of Tangency of said curve;

THENCE North 62 degrees 27 minutes 31 seconds East continuing along a line being 2,000.00 feet northerly of and parallel to the centerline of U.S. Highway 59, at 585.56 feet pass a point on said line at its intersection with the centerline of F.M. Highway 2218, at 3,685.79 feet pass a point on said line for the southeast corner of said adjoining Tract F, at 6,371.31 feet pass a point on said line for the south corner of an adjoining 755.95 acre tract (Tract G) surveyed by the undersigned this date, at 8,297.81 feet pass a point on said line at its intersection with the centerline of the Burlington Northern & Santa Fe Railroad right-of-way, at 10,325.69 feet pass a point on said line for the east corner of said adjoining Tract G, and continuing for a total distance of 12,724.94 feet to the Point of Curvature of a curve to the right;

THENCE along said curve to the right having a central angle of 12 degrees 47 minutes 15 seconds, a radius of 13,453.51 feet, an arc length of 3,002.63 feet, and a chord bearing North 68 degrees 51 minutes 09 seconds East, 2,996.40 feet to the Point of Tangency of said curve;

THENCE North 75 degrees 14 minutes 47 seconds East continuing along a line being 2,000.00 feet northerly of and parallel to the centerline of U.S. Highway 59, 7,966.31 feet to a point on said line at its intersection with the centerline of Ransom Road, same being the northerly limits of the City of Richmond Extraterritorial Jurisdiction according to City Ordinance Number 85-25;

THENCE along the northerly line of the herein described tract, same being the northerly limits of the City of Richmond Extraterritorial Jurisdiction, as located within the margins of Ransom Road, the following courses:

South 72 degrees 02 minutes 27 seconds East, 120.81 feet,
South 76 degrees 30 minutes 07 seconds East, 376.22 feet,
South 82 degrees 35 minutes 55 seconds East, 191.02 feet,
North 87 degrees 12 minutes 44 seconds East, 119.95 feet,
North 81 degrees 06 minutes 53 seconds East, 229.38 feet,
North 76 degrees 54 minutes 58 seconds East, 130.63 feet,
North 68 degrees 58 minutes 05 seconds East, 59.05 feet,
North 55 degrees 58 minutes 05 seconds East, 111.03 feet,
North 68 degrees 42 minutes 06 seconds East, 195.91 feet, and
South 89 degrees 07 minutes 32 seconds East, 831.00 feet to a point on said line being the northeast corner of said City Ordinance Number 85-25, same being the northwest corner of a tract of land establishing the limits of the City of Richmond Extraterritorial Jurisdiction according to City Ordinance number 85-34;

THENCE South 88 degrees 38 minutes 28 seconds East along the northerly line of the herein described tract and the northerly limits of the City of Richmond Extraterritorial Jurisdiction, 552.45 feet to a point on said line for the northeast corner of said City Ordinance Number 85-34, same being the northwest corner of a tract of land establishing the limits of the City of Richmond Extraterritorial Jurisdiction according to Ordinance Numbers and 85-36 and 85-37;

THENCE South 88 degrees 38 minutes 28 seconds East continuing along the northerly line the herein described tract and the northerly limits of the City of Richmond Extraterritorial Jurisdiction, 248.90 feet to an angle point on said line;

THENCE South 81 degrees 55 minutes 29 seconds East continuing along said line, 1,308.17 feet to a point for the northeast corner of the herein described tract;

THENCE South 08 degrees 04 minutes 31 seconds West along the easterly line the herein described tract, 26.19 feet to a concrete monument (X = 3,020,160.95, Y = 13,751,305.04) found on said line for angle point, being at the intersection of the northerly right-of-way of U.S. Highway 59 with the westerly right-of-way of State Highway 99;

THENCE South 12 degrees 06 minutes 37 seconds East continuing along the easterly line of the herein described tract, 47.61 feet to a 5/8 inch iron rod with cap marked "6311" found on said line at the beginning of a non-tangent curve to the left having a radius bearing South 50 degrees 03 minutes 15 seconds East;

THENCE along said curve to the left having a central angle of 17 degrees 42 minutes 17 seconds, a radius of 423.00 feet, an arc length of 130.71 feet, and a chord bearing South 31 degrees 05 minutes 36 seconds West, 130.19 feet to a 5/8 inch iron rod found at the end of said curve;

THENCE South 22 degrees 08 minutes 46 seconds West continuing along the easterly line of the herein described tract, 91.09 feet to a 5/8 inch iron rod with TxDOT disk found at the beginning of a non-tangent curve to the right having a radius bearing North 67 degrees 56 minutes 22 seconds West;

THENCE along said curve to the right having a central angle of 14 degrees 28 minutes 40 seconds, a radius of 877.19 feet, an arc length of 221.65 feet, and a chord bearing South 29 degrees 17 minutes 58 seconds West, 221.06 feet to a point on said curve at its intersection with the City Limits of the City of Sugar Land;

THENCE South 75 degrees 14 minutes 47 seconds West along a line being 175.00 feet northerly of and parallel to the centerline of U.S. Highway 59, same being the City Limits of the City of Sugar Land, 1,218.22 feet to a point for reentry corner of the herein described tract;

THENCE South 14 degrees 45 minutes 13 seconds East continuing along the City Limits line of the City of Sugar Land, at 350.00 feet pass a point on said line at its intersection with the centerline of U.S. Highway 59 (X = 3,018,872.43, Y = 13,766,126.53), being U.S. Highway 59 Engineer's Station 553+50.00, at 5000.00 feet pass a southwest corner of the City Limits of the City of Sugar Land, and continuing for total distance of 555.00 feet to a point for reentry corner of the herein described tract, said point being in the southerly right-of-way line of U.S. Highway 59;

THENCE North 75 degrees 14 minutes 47 seconds East along the southerly right-of-way line of U.S. Highway 59, 489.74 feet to a 5/8 inch iron rod found for an angle point on said line;

THENCE South 84 degrees 52 minutes 34 seconds East continuing along the southerly right-of-way line of U.S. Highway 59, 357.38 feet to a concrete monument found on said line for angle point;

THENCE South 65 degrees 20 minutes 57 seconds East continuing along the southerly right-of-way line of U.S. Highway 59, 281.14 feet to a concrete monument found on said line for angle point;

THENCE South 31 degrees 45 minutes 27 seconds East continuing along the southerly right-of-way line of U.S. Highway 59, 158.65 feet to a concrete monument found on said line for angle point, being at the intersection of the southerly right-of-way of U.S. Highway 59 with the westerly right-of-way of F.M. Highway 2759 (Crabb River Road), and being at the beginning of a non-tangent curve to the right having a radius bearing North 78 degrees 25 minutes 25 seconds West;

THENCE along said curve to the right having a central angle of 03 degrees 08 minutes 53 seconds, a radius of 1,849.86 feet, an arc length of 101.64 feet, and a chord bearing South 13 degrees 09 minutes 02 seconds West, 101.63 feet to a point for the end of said curve;

THENCE South 22 degrees 38 minutes 03 seconds West along the easterly line of the herein described tract, same being the easterly line of Fort Bend County Municipal Utility District No. 116, 186.57 feet to a point on said line, said point being the south corner of a called 0.9865 acre tract of land described in deed recorded under County Clerk's File Number 1999008371, Official Public Records, Fort Bend County, Texas, same being the east corner of an adjoining called 0.5 acre tract described in deed recorded in Volume 74, Page 59, Deed Records, Fort Bend County, Texas;

THENCE North 69 degrees 17 minutes 42 seconds West along the common line of said called 0.9865 acre tract and said adjoining called 0.5 acre tract, 103.05 feet to a point on said line for reentry corner to the herein described tract, said point being the north corner of said adjoining called 0.5 acre tract;

THENCE South 20 degrees 36 minutes 36 seconds West along the northwesterly line of said adjoining called 0.5 acre tract, 210.10 feet to a point on said line for reentry corner to the herein described tract, same being the west corner of said adjoining called 0.5 acre tract;

THENCE South 57 degrees 04 minutes 50 seconds East along the southwesterly line of said adjoining called 0.5 acre tract, 107.43 feet to a point on said line at its intersection with the westerly right-of-way line of F.M. Highway 2759, same being the south corner of said adjoining called 0.5 acre tract;

THENCE South 25 degrees 49 minutes 20 seconds West along the easterly line the herein described tract, and the easterly line of said Fort Bend County Municipal Utility District No. 116, same being the westerly right-of-way line of F.M. Highway 2759, 1,192.94 feet to a concrete monument found on said line, and being at the beginning of a non-tangent curve to the left having a radius bearing South 64 degrees 10 minutes 40 seconds East;

THENCE along said curve to the left having a central angle of 00 degrees 06 minutes 24 seconds, a radius of 5,789.58 feet, an arc length 10.77 feet, and a chord bearing South 25 degrees 46 minutes 08 seconds West, 10.77 feet to a point on said curve at its intersection with a line being 2,000.00 feet southerly of parallel to the centerline of U.S. Highway 59 for the southeast corner of the herein described tract, from which point a found concrete monument (X = 3,019,398.43, Y = 13,7664,205.58) bears South 24 degrees 26 minutes 49 seconds West, 254.10 feet;

THENCE South 75 degrees 14 minutes 47 seconds West along the southerly line of the herein described tract, being a line 2,000.00 feet southerly of parallel to the centerline of U.S. Highway 59, 10,666.43 feet to the Point of Curvature of a curve to the left;

THENCE along said curve to the left having a central angle of 12 degrees 47 minutes 15 seconds, a radius of 9,453.51 feet, at an arc length of 1,669.99 feet pass a point on said curve for the northwest corner of an adjoining 976.98 acre tract (Tract H) surveyed by the undersigned this date, and continuing for a total arc length of 2,109.89 feet, and a chord bearing South 68 degrees 51 minutes 09 seconds West, 2,105.51 feet to the Point of Tangency of said curve;

THENCE South 62 degrees 27 minutes 31 seconds West continuing along a line being 2,000.00 feet southerly of and parallel to the centerline of U.S. Highway 59, same being the common line of the herein described tract and said adjoining Tract H, at 2,821.68 feet pass a point on said line at its intersection with the centerline of F.M. Highway 762, at 5,251.13 feet pass a point on said line for the southwest corner of said adjoining Tract H, and continuing for a total distance of 12,724.87 feet to the Point of Curvature of a curve to the right;

THENCE along said curve to the right having a central angle of 23 degrees 43 minutes 07 seconds, a radius of 13,465.15 feet, an arc length of 5,574.14 feet, and a chord bearing South 74 degrees 18 minutes 59 seconds West, 5,534.42 feet to the Point of Tangency of said curve;

THENCE South 86 degrees 10 minutes 32 seconds West continuing along a line being 2,000.00 feet southerly of and parallel to the centerline of U.S. Highway 59, 7,940.89 feet to the Point of Curvature of a curve to the right;

THENCE along said curve to the right having a central angle of 01 degree 01 minute 27 seconds, a radius of 24,648.79 feet, an arc length of 440.43 feet, and a chord bearing South 86 degrees 41 minutes 16 seconds West, 440.43 feet to the Point of Tangency of said curve;

THENCE South 87 degrees 11 minutes 59 seconds West continuing along a line being 2,000.00 feet southerly of and parallel to the centerline of U.S. Highway 59, 3,124.18 feet to the Point of Curvature of a curve to the right;

THENCE along said curve to the right having a central angle of 09 degrees 11 minutes 45 seconds, a radius of 7,730.59 feet, an arc length of 1,240.73 feet, and a chord bearing North 88 degrees 12 minutes 08 seconds West, 1,239.40 feet to the Point of Tangency of said curve;

THENCE North 83 degrees 36 minutes 16 seconds West continuing along a line being 2,000.00 feet southerly of and parallel to the centerline of U.S. Highway 59, 8,162.07 feet to the Point of Curvature of a curve to the left;

THENCE along said curve to the left having a central angle of 41 degrees 05 minutes 13 seconds, a radius of 1,818.08 feet, an arc length of 1,303.75 feet, and a chord bearing South 75 degrees 51 minutes 07 seconds West, 1,275.99 feet to the Point of Tangency of said curve;

THENCE South 55 degrees 18 minutes 31 seconds West continuing along a line being 2,000.00 feet southerly of and parallel to the centerline of U.S. Highway 59, 1,329.86 feet to the Point of Curvature curve to the left;

THENCE along said curve to the left having a central angle of 04 degrees 00 minutes 00 seconds, a radius of 20,918.33 feet, an arc length of 1,460.38 feet, and a chord bearing South 53 degrees 18 minutes 30 seconds West, 1,460.09 feet to the Point of Compound Curvature of a curve to the left;

THENCE along said curve to the left having a central angle of 01 degree 30 minutes 00 seconds, a radius of 9,459.19 feet, an arc length of 247.64 feet, and a chord bearing South 50 degrees 33 minutes 31 seconds West, 247.63 feet to the Point of Compound Curvature of a curve to the left;

THENCE along said curve to the left having a central angle of 04 degrees 00 minutes 00 seconds, a radius of 20,918.33 feet, an arc length of 1,460.37 feet, and a chord bearing South 47 degrees 48 minutes 31 seconds West, 1,460.08 feet to the Point of Tangency of said curve;

THENCE South 45 degrees 48 minutes 31 seconds West continuing along a line being 2,000.00 feet southerly of and parallel to the centerline of U.S. Highway 59, 225.00 feet to the Point of Curvature of a curve to the right;

THENCE along said curve to the right having central angle of 14 degrees 59 minutes 09 seconds, a radius of 9,639.49 feet, an arc length of 2,521.23 feet, and a chord bearing South 53 degrees 18 minutes 05 seconds West, 2,514.05 feet to the Point of Tangency of said curve;

THENCE South 60 degrees 47 minutes 40 seconds West continuing along a line being 2,000.00 feet southerly of and parallel to the centerline of U.S. Highway 59, 53.90 feet to the Point of Curvature of a curve to the left;

THENCE along said curve to the left having a central angle of 07 degrees 30 minutes 00 seconds, a radius of 20,918.33 feet, an arc length of 2,738.19 feet, and a chord bearing South 57 degrees 02 minutes 39 seconds West, 2,736.24 feet to the Point of Tangency of said curve;

THENCE South 53 degrees 17 minutes 40 seconds West continuing along a line being 2,000.00 feet southerly of and parallel to the centerline of U.S. Highway 59, 5,962.45 feet to the Point of Curvature of a curve to the left;

THENCE along said curve to left having a central angle of 28 degrees 22 minutes 19 seconds, a radius of 1,820.28 feet, an arc length of 901.37 feet, and a chord bearing South 39 degrees 06 minutes 30 seconds West, 892.19 feet to the Point of Tangency of said curve;

THENCE South 24 degrees 55 minutes 21 seconds West continuing along a line being 2,000.00 feet southerly of and parallel to the centerline of U.S. Highway 59, 811.36 feet to a point on said line for the southwest corner of the herein described tract;

THENCE North 65 degrees 04 minutes 39 seconds West along the westerly line of the herein described tract, 2,000.00 feet to the Place of Beginning and containing 6,683.04 acres of land, more or less.

TRACT B - SPUR HIGHWAY 10

FIELD NOTES FOR A 1,619.63 ACRE TRACT OF LAND IN THE B.B.B. & C. RAILROAD COMPANY SURVEY, SECTION 17, ABSTRACT 134, THE YANDELL FERRIS SURVEY, ABSTRACT 374, THE BROOKS & BURLESON SURVEY, ABSTRACT 146, THE B.B.B. & C. RAILROAD COMPANY SURVEY SECTION 25, ABSTRACT 138, THE FRED G. SCHMIDT SURVEY, ABSTRACT 461, THE LILLIARD, ARNOLD & STERZING SURVEY, ABSTRACT 649, THE LESTER E. CROSS SURVEY, ABSTRACT 419, THE LESTER E. CROSS SURVEY, ABSTRACT 408, AND THE S.A. & M. G. RAILROAD COMPANY SURVEY SECTION 19, ABSTRACT 330, FORT BEND COUNTY, TEXAS, WITH ALL BEARINGS BEING GRID AND ALL COORDINATES BEING TEXAS STATE PLANE, SOUTH CENTRAL ZONE, NAD-83(1993) BASED UPON GPS OBSERVATIONS OF THE CITY OF ROSENBERG MONUMENTATION SYSTEM, SCALE FACTOR USED = 0.99987165.

BEGINNING at a point being at the intersection of the centerline of Spur Highway 10 with a line being 2,000.00 feet southwesterly of and parallel to State Highway 36, same being the southerly line of an adjoining 3,581.82 acre tract (Tract C) surveyed by the undersigned this date, said point having coordinates of X = 2,957,021.63, Y = 13,769,100.78;

THENCE South 75 degrees 58 minutes 33 seconds East along the northerly line of the herein described tract, same being the southwesterly line of the aforementioned adjoining Tract C, 2,082.19 feet to a point on said line for the northeast corner of the herein described tract;

THENCE South 02 degrees 07 minutes 40 seconds East along a line being 2,000.00 feet easterly of and parallel to the centerline of Spur Highway 10, 1,581.40 feet to the Point of Curvature of a curve to the left;

THENCE around said curve to the left having a central angle of 07 degrees 47 minutes 13 seconds, a radius of 864.79 feet, and arc length of 117.52 feet, and a chord bearing South 06 degrees 01 minute 16 seconds East, 117.43 feet to the Point of Tangency of said curve;

THENCE South 09 degrees 47 minutes 53 seconds East continuing along a line being 2,000.00 feet easterly of and parallel to the centerline of Spur Highway 10, 1,381.08 feet to an angle point on said line;

THENCE South 09 degrees 03 minutes 15 seconds East, continuing along said line, 1,387.00 feet to the Point of Curvature of a curve to the right;

THENCE around said curve to the right having a central angle of 09 degrees 00 minutes 01 second, a radius of 5,000.00 feet, an arc length of 785.41 feet, and a chord bearing South 04 degrees 33 minutes 16 seconds East, 784.60 feet to the Point of Tangency of said curve;

THENCE South 00 degrees 03 minutes 15 seconds East, continuing along a line being 2,000.00 feet easterly of and parallel to the centerline of Spur Highway 10, 778.25 feet to the Point of Curvature of a curve to the left;

THENCE along said curve to the left having a central angle of 09 degrees 04 minutes 35 seconds, a radius of 20,918.31 feet, an arc length of 3,313.70 feet, and a chord bearing South 04 degrees 35 minutes 33 seconds East, 3,310.24 feet to the Point of Tangency of said curve;

THENCE South 09 degrees 07 minutes 50 seconds East, continuing along a line being 2,000.00 feet easterly of and parallel to the centerline of Spur Highway 10, 3,206.83 feet to the Point of Curvature of a curve to the left;

THENCE along said curve to the left having a central angle of 38 degrees 51 minutes 27 seconds, a radius of 1,050.00 feet, an arc length of 712.12 feet, and a chord bearing South 28 degrees 33 minutes 34 seconds East, 698.55 feet to the Point of Tangency of said curve;

THENCE South 47 degrees 59 minutes 17 seconds East, continuing along a line being 2,000.00 feet easterly of and parallel to the centerline of Spur Highway 10, 2,538.59 feet to a point for the southeast corner of the herein described tract, said point being in a line being 2,000.00 feet northwesterly of and parallel to the centerline of U.S. Highway 59, same being the northwesterly line of an adjoining 6,683.04 acre tract (Tract A) surveyed by the undersigned this date, and being in a curve to the left;

THENCE around said curve to the left having a central angle of 01 degree 35 minutes 03 seconds, a radius of 24,918.33 feet, an arc length of 689.02 feet, and a chord bearing South 46 degrees 36 minutes 02 seconds West, 689.00 feet to the Point of Tangency of said curve;

THENCE South 45 degrees 48 minutes 31 seconds West along the southeasterly line of the herein described tract, same being the northwesterly line of said adjoining Tract A, 225.00 feet to the Point of Curvature of a curve to the right;

THENCE along said curve to the right having a central angle of 11 degrees 13 minutes 47 seconds, a radius of 5,639.49 feet, an arc length of 1,105.33 feet, and a chord bearing South 51 degrees 25 minutes 24 seconds West, 1,103.56 feet to a point on said curve being at the intersection of the centerline of Spur Highway 10 with a line being 2,000.00 feet northwesterly of and parallel to the centerline of U.S. Highway 59, said point having coordinates of $X = 2,961,091.27$, $Y = 13,752,525.81$;

THENCE continuing along said curve to the right having a central angle of 03 degrees 45 minutes 22 seconds, a radius of 5,639.49 feet, an arc length of 369.69 feet, and a chord bearing South 58 degrees 54 minutes 59 seconds West, 369.63 feet to the Point of Tangency of said curve;

THENCE South 60 degrees 47 minutes 40 seconds West, continuing along the common line of the herein described tract and said adjoining Tract A, 53.90 feet to the Point of Curvature of a curve to the left;

THENCE along said curve to the left having a central angle of 03 degrees 50 minutes 02 seconds, a radius of 24,918.33 feet, an arc length of 1,667.33 feet, and a chord bearing South 58 degrees 52 minutes 39 seconds West, 1,667.01 feet to a point on said curve for the southwest corner of the herein described tract;

THENCE North 47 degrees 59 minutes 17 seconds West along a line being 2,000.00 feet westerly of and parallel to the centerline of Spur Highway 10, 1,667.03 feet to the Point of Curvature of a curve to the right;

THENCE along said curve to the right having a central angle of 38 degrees 51 minutes 27 seconds, a radius of 5,050.00 feet, an arc length of 3,424.88 feet, and a chord bearing North 28 degrees 33 minutes 34 seconds West, 3,359.62 feet to the Point of Tangency of said curve;

THENCE North 09 degrees 07 minutes 50 seconds West continuing along a line being 2,000.00 feet westerly of and parallel to the centerline of Spur Highway 10, 3,194.23 feet to the Point of Curvature of a curve to the right;

THENCE along said curve to the right having a central angle of 09 degrees 04 minutes 35 seconds, a radius of 24,918.31 feet, an arc length of 3,947.35 feet, and a chord bearing North 04 degrees 35 minutes 33 seconds west, 3,943.23 feet to the Point of Tangency of said curve;

THENCE North 00 degrees 03 minutes 15 seconds West, continuing along a line being 2,000.00 feet westerly of and parallel to the centerline of Spur Highway 10, 778.25 feet to the Point of Curvature of a curve to the left;

THENCE along said curve to the left having a central angle of 09 degrees 00 minutes 01 second, a radius of 1,000.00 feet, an arc length of 157.08 feet, and a chord bearing North 04 degrees 33 minutes 16 seconds West, 156.92 feet to the Point of Tangency of said curve;

THENCE North 09 degrees 03 minutes 15 seconds West, continuing along a line being 2,000.00 feet westerly of and parallel to the centerline of Spur Highway 10, 1,387.00 feet to the Point of Curvature of a curve to the left;

THENCE along said curve to the left having a central angle of 00 degrees 51 minutes 37 seconds, a radius of 20,918.31 feet, an arc length of 314.04 feet, and a chord bearing North 09 degrees 29 minutes 04 seconds West, 314.04 feet to the Point of Tangency of said curve;

THENCE North 09 degrees 54 minutes 53 seconds West continuing along a line being 2,000.00 feet westerly of and parallel to the centerline of Spur Highway 10, 1,007.00 feet to the Point of Curvature of a curve to the right;

THENCE along said curve to the right having a central angle of 07 degrees 47 minutes 13 seconds, a radius of 4,864.79 feet, an arc length of 661.12 feet, and a chord bearing North 06 degrees 01 minute 16 seconds west, 660.61 feet to the Point of Tangency of said curve;

THENCE North 02 degrees 07 minutes 40 seconds West continuing along a line being 2,000.00 feet westerly of and parallel to the centerline of Spur Highway 10, 2739.89 feet to a point for the northwest corner of the herein described tract, said point being the point of intersection of said line with a line being 2,000.00 feet southerly of and parallel to the centerline of State Highway 36, same being the southerly line of said adjoining Tract C;

THENCE South 75 degrees 58 minutes 33 seconds East, along the northerly line of the herein described tract, same being the southerly line of said adjoining Tract C, 2,082.89 feet to the Place of Beginning and containing 1,619.63 acres of land, more or less.

TRACT C - STATE HIGHWAY 36

FIELD NOTES FOR A 3,581.82 ACRE TRACT OF LAND IN THE YANDELL FERRIS SURVEY, ABSTRACT 376, THE B. B. B. & C. RAILROAD COMPANY SURVEY SECTION 21, ABSTRACT 136, THE NANCY SPENCER SURVEY, ABSTRACT 88, THE GRIFFIN WILGUS SURVEY, ABSTRACT 381, THE GRIFFIN WILGUS SURVEY, ABSTRACT 382, THE B. B. B. & C. RAILROAD COMPANY SURVEY SECTION 17, ABSTRACT 134, THE YANDELL FERRIS SURVEY, ABSTRACT 377, THE YANDELL FERRIS SURVEY, ABSTRACT 375, THE B. B. B. & C. RAILROAD COMPANY SURVEY SECTION 15, ABSTRACT 133, THE J. F. DYER SURVEY, ABSTRACT 371, THE HENRY SCOTT LEAGUE, ABSTRACT 83, AND THE SAMUEL ISAACS SURVEY, ABSTRACT 36, FORT BEND COUNTY, TEXAS, WITH ALL BEARINGS BEING GRID AND COORDINATES BEING TEXAS STATE PLANE, SOUTH CENTRAL ZONE, NAD-83 (1993) BASED ON GPS OBSERVATIONS OF THE CITY OF ROSENBERG MONUMENTATION SYSTEM, SCALE FACTOR USED =0.99987165.

BEGINNING at a point in the centerline of State Highway 36 at its intersection with the west most line of the city limits of the City of Rosenberg, said point having coordinates of X = 2,948,119.61, Y = 13,773,672.81;

THENCE North 16 degrees 50 minutes 07 seconds east along the northwesterly line of the herein described tract, 2,000.00 feet to a point for the northwest corner of the herein described tract;

THENCE South 73 degrees 09 minutes 53 seconds East along a line being 2,000.00 feet northerly of and parallel to the centerline of State Highway 36, 5,402.23 feet to the Point of Curvature of a curve to the left;

THENCE along said curve to the left having a central angle of 02 degrees 48 minutes 40 seconds, a radius of 9,516.38 feet, an arc length of 466.88 feet, and a chord bearing South 74 degrees 34 minutes 13 seconds East, 466.84 feet to the Point of Tangency of said curve;

THENCE South 75 degrees 58 minutes 33 seconds East continuing along a line being 2,000.00 feet northerly of and parallel to the centerline of State Highway 36, 7,925.72 feet to an angle point on said line;

THENCE South 75 degrees 58 minutes 16 seconds East continuing along a line being 2,000.00 feet northerly of and parallel to the centerline of State Highway 36, 17,419.98 feet to the beginning of a non-tangent curve to the right having a radius bearing South 15 degrees 11 minutes 36 seconds West;

THENCE along said curve to the right having a central angle of 06 degrees 41 minutes 04 seconds, a radius of 2,956.76 feet, an arc length of 344.96 feet, and a chord bearing South 71 degrees 27 minutes 52 seconds East, 344.76 feet to a point on said curve for a corner of the herein described tract;

THENCE South 01 degree 47 minutes 59 seconds East along the upper east line of the herein described tract, at 1,818.80 feet pass a fence corner post found on said line at its intersection with the north right-of-way line of Walnut Street, and continuing for a total distance of 1,921.58 feet to a point in the centerline of the Burlington Northern & Santa Fe railroad right-of-way for a reentry corner to the herein described tract;

THENCE South 75 degrees 57 minutes 53 seconds East along the centerline of said railroad, 2,572.36 feet to a point for a reentry corner to the herein described tract, said point being at the intersection of the centerline of said railroad with a line within the right-of-way of Mulcahy Street, said point having coordinates of $X = 2,981,787.91$, $Y = 13,765,101.83$;

THENCE North 02 degrees 45 minutes 32 seconds West along a line within the right-of-way of Mulcahy Street, 1,997.03 feet to a point for a corner of the herein described tract, said point being on the southerly bank of the Brazos River;

THENCE North 65 degrees 28 minutes 06 seconds East along the southerly bank of the Brazos River, 1,115.10 feet to an angle point on said line;

THENCE North 84 degrees 20 minutes 33 seconds East continuing along the southerly bank of the Brazos River, 1,021.25 feet to a point for the northeast corner of the herein described tract, said point being at the intersection of said line along the southerly bank of the Brazos River with a line being within the right-of-way of 4th Street;

THENCE South 02 degrees 49 minutes 09 seconds East along a line within the right-of-way line of 4th Street, at 2,240.00 feet pass a point on said line at its intersection with the centerline of the Burlington Northern & Santa Fe Railroad ($X = 2,983,832.41$, $Y = 13,765,422.87$), same being the lower northwest corner of an adjoining 2,572.01 acre tract (Tract D) surveyed by the undersigned this date, at 4,114.64 feet pass a point on said line at its intersection with a line within the right-of-way of Avenue J, same being the southwest corner of said adjoining Tract D, and continuing for a total distance of 10,742.73 feet to a point for

the southeast corner of the herein described tract ($X = 2,983,832.41$, $Y = 13,765,422.87$), said point being at the intersection of the east line of the herein described tract with a line being 2,000.00 feet northerly of and parallel to the centerline of U.S. Highway 59, same being the north line of an adjoining 6,683.04 acre tract (Tract A) surveyed by the undersigned this date;

THENCE South 86 degrees 10 minutes 32 seconds West along the common line of the herein described tract and said adjoining Tract A, same being a line 2,000.00 feet northerly of and parallel to the centerline of U.S. Highway 59, 1,936.12 feet to the Point of Curvature of a curve to the right;

THENCE around said curve to the right having a central angle of 00 degrees 21 minutes 32 seconds, a radius of 20,648.79, an arc length of 131.03 feet, and a chord bearing South 86 degrees 21 minutes 26 seconds West, 131.03 feet to a point on said curve for the lower southwest corner of the herein described tract, said point being at the intersection of said curve with the extension of a line within the right-of-way of Mulcahy Street;

THENCE North 02 degrees 45 minutes 32 seconds West along the extension of a line within the right-of-way line of Mulcahy Street, at 3,058.40 feet pass a point on said line within the intersection of Southgate Street, and continuing for a total distance of 6,759.59 feet to a point on said line at its intersection with a line within the right-of-way of Avenue J ($X = 2,981,682.94$, $Y = 13,763,544.97$) for a reentry corner to the herein described tract;

THENCE South 87 degrees 11 minutes 35 seconds West along a line within the right-of-way of Avenue J, 2,470.43 feet to the point of intersection of said line with the east line of a called 3.0 acre tract described in deed recorded under County Clerk's File Number 2000025113, Official Public Records, Fort Bend County, Texas, same being the west right-of-way line of Bamore Road, for a reentry corner to the herein described tract;

THENCE South 02 degrees 01 minute 41 seconds East along the east line of said called 3.0 acre tract, same being the west right-of-way line of Bamore Road, 161.29 feet to a 5/8 inch iron rod found at the southeast corner of said called 3.0 acre tract, same being the northeast corner of Encapsulate Subdivision as recorded under Slide Number 2140B, Plat Records, Fort Bend County, Texas

THENCE South 03 degrees 07 minutes 01 second East continuing along the west right-of-way line of Bamore Road, same being the east line of Encapsulate Subdivision, 296.85 feet to a 5/8 inch iron rod ($X = 2,979,417.64$, $Y = 13,762,966.45$) found for the upper southeast corner of the herein described tract, said point being the southeast corner of Encapsulate Subdivision;

THENCE South 87 degrees 12 minutes 33 seconds West along the upper south line of the herein described tract, 789.67 feet to a 5/8 inch iron rod found for the middle southwest corner of the herein described tract, same being the southwest corner of said Encapsulate Subdivision, said point also being in the east line of an adjoining called 25.647 acre tract in deed to CenterPoint Energy in instrument recorded under County Clerk's File Number 2002094441, Official Public Records, Fort Bend County, Texas, described in Volume 1908, Page 207, Official Records, Fort Bend County, Texas;

THENCE North 06 degrees 21 minutes 51 seconds East along the west line of said Encapsulate Subdivision, same being the east line of said adjoining called 25.647 acre tract, and leaving said line and

crossing said called 25.647 acre tract, 757.97 feet to a point on said line at its intersection with a line being 2,000.00 feet southerly of and parallel to the centerline of State Highway 36, for a reentry corner to the herein described tract;

THENCE North 75 degrees 58 minutes 16 seconds West along a line being 2,000.00 feet southerly of and parallel to the centerline of State Highway 36, 18,220.86 feet to an angle point on said line;

THENCE North 75 degrees 58 minutes 33 seconds West, continuing along a line being 2,000.00 feet southerly of and parallel to the centerline of State Highway 36, at 2,057.99 feet pass a point on said line for the northeast corner of an adjoining 1,619.63 acre tract (Tract B) surveyed by the undersigned this date, at 4,140.18 feet pass a point on said line at its intersection with the centerline of Spur Highway 10, at 6,222.37 feet pass a point on said line for the northwest corner of said adjoining Tract B, and continuing for a total distance of 7,925.55 feet to the Point of Curvature of a curve to the right;

THENCE around said curve to the right having a central angle of 02 degrees 48 minutes 40 seconds, a radius of 13,516.38 feet, an arc length of 663.13 feet, and a chord bearing North 74 degrees 34 minutes 13 seconds West, 663.06 feet to the Point of Tangency of said curve;

THENCE North 73 degrees 09 minutes 53 seconds West continuing along a line being 2,000.00 feet southerly of and parallel to the centerline of State Highway 36, 5,402.23 feet to a point for the upper southwest corner of the herein described tract;

THENCE North 16 degrees 50 minutes 07 seconds East along the northwest line of the herein described tract, 2,000.00 feet to the Place of Beginning and containing 3,581.82 acres of land, more or less.

TRACT D - U.S. HIGHWAY 90-A

FIELD NOTES FOR A 2,572.01 ACRE TRACT OF LAND IN THE HENRY SCOTT LEAGUE, ABSTRACT 83, THE JAMES LOWERY SURVEY, ABSTRACT 275, THE JOHN W. MOORE SURVEY, ABSTRACT 61, THE JOHN G. EDWARDS SURVEY, ABSTRACT 23, THE WILLIAM MORTON SURVEY, ABSTRACT 63, THE WILLIAM MORTON SURVEY, ABSTRACT 62, THE RANDALL JONES SURVEY, ABSTRACT 42, THE JANE LONG LEAGUE, ABSTRACT 55, AND THE JANE WILKINS LEAGUE, ABSTRACT 96, FORT BEND COUNTY, TEXAS, WITH ALL BEARINGS BEING GRID AND COORDINATES BEING TEXAS STATE PLANE, SOUTH CENTRAL ZONE, NAD-83 (1993) BASED UPON GPS OBSERVATIONS OF THE CITY OF ROSENBERG MONUMENTATION SYSTEM, SCALE FACTOR USED =0.99987165.

BEGINNING at a point in the centerline of the Burlington Northern & Santa Fe Railroad at its intersection with a line within the right-of-way of 4th Street (City of Rosenberg), said point having coordinates of X = 2,983,832.41, Y = 13,765,422.87, for the lower northwest corner and Place of Beginning of the herein described tract, said point being in the east line of an adjoining 3,581.82 acre tract (Tract C) surveyed by the undersigned this date;

THENCE North 80 degrees 59 minutes 39 seconds East along the centerline of said railroad, 3,562.24 feet to the Point of Curvature of a curve to the left;

THENCE along said curve to the left having a central angle of 39 degrees 10 minutes 15 seconds, a radius of 5,729.58 feet, an arc length of 3,917.09 feet, and a chord bearing North 61 degrees 24 minutes 31 seconds East, 3,841.25 feet to the Point of Tangency of said curve;

THENCE North 41 degrees 49 minutes 23 seconds East, continuing along the centerline of the Burlington Northern & Santa Fe Railroad, 7,635.61 feet to a point being at the intersection of the extension of the centerline of said railroad with the centerline of Preston Street (City of Richmond), from which point a nail (X = 2,995,810.37, Y = 13,773,506.30) found at the intersection of the centerline of Preston Street with the centerline of Tenth Street bears South 65 degrees 13 minutes 31 seconds West, 3.67 feet;

THENCE North 65 degrees 13 minutes 31 seconds East along the centerline of Preston Street, at 1,676.33 feet pass a nail found on said line at its intersection with the centerline of 4th Street (City of Richmond), and continuing for a total distance of 4,565.64 feet to an angle point on said line, said point being at the intersection of the extension of the centerline of Preston Street with the northwest line of Richmond Landing II Subdivision recorded under Slide Numbers 2557A and B, Plat Records, Fort Bend County, Texas;

THENCE North 52 degrees 57 minutes 35 seconds East along the northerly line of the herein described tract, same being the northwesterly line of said Richmond Landing II Subdivision, 2,864.54 feet to a 1/2 inch iron pipe with cap marked "Kalkomey Surveying" (X = 3,002,244.83, Y = 13,777,146.14) found for corner of the herein described tract, said point being the lower north corner of said Richmond Landing II Subdivision;

THENCE South 37 degrees 02 minutes 25 seconds East along the west most northeasterly line of said Richmond Landing II Subdivision, 50.00 feet to a 1/2 inch iron pipe found for reentry corner to the herein described tract, same being a reentry corner to said Richmond Landing II Subdivision;

THENCE North 52 degrees 57 minutes 35 seconds East continuing along the northwesterly line of said Richmond Landing II Subdivision, 670.17 feet to a point on said line for reentry corner to the herein described tract, from which point a found 1/2 inch iron pipe with cap marked "Kalkomey Surveying" bears North 52 degrees 57 minutes 35 seconds East, 265.97 feet, said point being the north most corner of said Richmond Landing II Subdivision;

THENCE North 15 degrees 44 minutes 53 seconds West establishing the upper west line of the herein described tract, 481.79 feet to an angle point on said line;

THENCE North 29 degrees 52 minutes 14 seconds West continuing along the upper west line of the herein described tract, 566.48 feet to an angle point on said line;

THENCE North 02 degrees 54 minutes 53 seconds West continuing along the upper west line of the herein described tract, 1,181.11 feet to a point for the upper northwest corner of the herein described tract, same being the lower southwest corner of an adjoining 693.80 acre tract (Tract E) surveyed by the undersigned this date, said point being in a curve to the right;

THENCE around said curve to the right having a central angle of 25 degrees 56 minutes 25 seconds, a radius of 7,492.00 feet, at an arc length of 1,341.90 feet pass a point on said curve at its intersection with the centerline of F.M. Highway 359, at an arc length of 2,880.68 feet pass a point on said curve at its intersection with the lower east line of said adjoining Tracts E, and continuing for a total arc length of

3,391.97 feet, and a chord bearing North 68 degrees 29 minutes 25 seconds East, 3,363.07 feet to the Point of Tangency of said curve;

THENCE North 81 degrees 27 minutes 38 seconds East along a line being 2,000.00 feet northerly of and parallel to the baseline of U.S. Highway 90-A, 13,589.24 feet to a point in the common line of the Jane Wilkins League, Abstract 96 and the J. H. Cartwright League, Abstract 16, for the northeast corner of the herein described tract;

THENCE South 03 degrees 05 minutes 57 seconds East along the common line of the Jane Wilkins League, Abstract 96 and the J. H. Cartwright League, Abstract 16, 1,883.48 feet to a point in the northerly line of the Union Pacific Railroad right-of-way for corner;

THENCE South 81 degrees 27 minutes 38 seconds West along the northerly line of the Union Pacific Railroad right-of-way, 1,343.92 feet to a point for a reentry corner to the herein described tract;

THENCE South 02 degrees 59 minutes 40 seconds East, at 50.24 feet pass the centerline of the Union Pacific Railroad, at 274.71 feet pass a 3/4 inch iron rod found in the southerly right-of-way line of U.S. Highway 90-A at the northwest corner of a Levee Improvement Drainage Easement west of and adjacent to High Meadows Subdivision, Section One, Partial Replat (Slide Nos. 784A&B, 785A, Plat Records, Fort Bend County, Texas), and continuing for a total distance of 1,679.11 to a 5/8 inch iron rod found on said line, said point being the northwest corner of Restricted Reserve A, New Territory Austin Ridge Subdivision (Slide Nos. 1218A&B, Plat Records, Fort Bend County, Texas);

THENCE South 02 degrees 01 minute 13 seconds East along the west line of said Restricted Reserve A, 456.71 feet to the point of intersection of said line with a line being 2,000.00 feet southerly of and parallel to the baseline of U.S. Highway 90-A for the southeast corner of the herein described tract;

THENCE South 81 degrees 27 minutes 38 seconds West along a line being 2,000.00 feet southerly of and parallel to the baseline of U.S. Highway 90-A, 12,653.37 feet to a point for reentry corner to the herein described tract;

THENCE South 44 degrees 39 minutes 34 seconds West along the southerly line of the herein described tract, 2,233.60 feet to a point for a corner of the herein described tract, said point being within the right-of-way of Edgewood Drive;

THENCE North 24 degrees 32 minutes 53 seconds West along a line within the right-of-way of Edgewood Drive, 1,276.25 feet to a point on said line for a reentry corner to the herein described tract;

THENCE South 44 degrees 39 minutes 34 seconds West along the southerly line of the herein described tract, said line being 800.00 feet southerly of and parallel to the baseline of U.S. Highway 90-A, 3,380.43 feet to point for a corner of the herein described tract, said point being within the right-of-way of Damon Street (City of Richmond);

THENCE North 45 degrees 24 minutes 03 seconds West along a line within the right-of-way of Damon Street, 267.90 feet to a point on said line for a reentry corner to the herein described tract;

THENCE South 65 degrees 13 minutes 31 seconds West along the southerly line of the herein described tract, at 2,943.93 feet pass a point on said line at its intersection with the centerline of 4th Street (City of Richmond), and continuing for a total distance of 3,783.93 feet to a point for a reentry corner to the herein described tract, said point being at the intersection of the centerline of Houston Street with the centerline of 7th Street;

THENCE South 24 degrees 46 minutes 29 seconds East along the centerline of 7th Street, 875.00 feet to a point for a corner of the herein described tract, same being the upper northeast corner of an adjoining 755.95 acre tract (Tract G) surveyed by the undersigned this date, said point also being at the intersection of the centerline of 7th Street with the centerline of Austin Street;

THENCE South 65 degrees 13 minutes 31 seconds West along the centerline of Austin Street, 1,837.59 feet to a point on said line within the intersection of Union Street and Austin Street;

THENCE South 82 degrees 22 minutes 47 seconds West, continuing along the centerline of Austin Street, 1,003.47 feet to a point for reentry corner to the herein described tract, said point being at the intersection of the centerline of Austin Street with the extension of the easterly right-of-way line of the Burlington Northern & Santa Fe Railroad, same being the upper northwest corner of said adjoining Tract G;

THENCE South 37 degrees 02 minutes 44 seconds East, along the extension of the easterly right-of-way of said railroad, 1,375.26 feet to the point of intersection of a line being 1,600.00 feet southeasterly of and parallel to the centerline of U.S. Highway 90-A with the easterly right-of-way line of said railroad for corner;

THENCE South 41 degrees 49 minutes 50 seconds West along a line being 1,600.00 feet southeasterly of and parallel to the centerline of U.S. Highway 90-A, 7,983.02 feet to a point for a corner of the herein described tract, being at the intersection of said line with the extension of a line with the right-of-way of Avenue J (City of Rosenberg);

THENCE South 87 degrees 41 minutes 42 seconds West along the southerly line the herein described tract within the right-of-way of Avenue J, 3,144.52 feet to a point on said line at its intersection with the centerline of Damon Street (City of Rosenberg);

THENCE South 87 degrees 27 minutes 03 seconds West continuing along a line within the right-of-way of Avenue J, 1,952.50 feet to a point on said line within the intersection of 8th Street;

THENCE South 87 degrees 10 minutes 08 seconds West continuing along a line within the right-of-way of Avenue J 1,360.07 feet to a point on said line in the intersection of 4th Street for the southwest corner of the herein described tract, said point being in the east line of said adjoining Tract C;

THENCE North 02 degrees 49 minutes 09 seconds West along the west line of the herein described tract, same being the east line of said adjoining Tract C, and being within the right-of-way of 4th Street, 1,874.64 feet to the Place of Beginning and containing 2,572.01 acres of land, more or less.

TRACT E - F.M. HIGHWAY 359

FIELD NOTES FOR A 693.80 ACRE TRACT OF LAND IN THE WILLIAM MORTON SURVEY, ABSTRACT 62, AND THE RANDALL JONES SURVEY, ABSTRACT 42, FORT BEND COUNTY, TEXAS, WITH ALL BEARINGS BEING GRID AND COORDINATES BEING TEXAS STATE PLANE, SOUTH CENTRAL ZONE, NAD83(1993) BASED UPON GPS OBSERVATIONS OF THE CITY OF ROSENBERG MONUMENTATION SYSTEM, SCALE FACTOR USED = 0.99987165.

BEGINNING at the point of the intersection of a line being 1,200.00 feet westerly of and parallel to the centerline of F.M. 359 with the northerly line of an adjoining 2,572.01 acre tract (Tract D) surveyed by the undersigned this date, for the lower southwest corner and Place of Beginning to the herein described tract, said point also being the upper northwest corner of said adjoining Tract D, said point having coordinates of $X = 3,002,336.92$, $Y = 13,779,644.12$;

THENCE North 02 degrees 54 minutes 53 seconds West along a line being 1,200.00 feet westerly of and parallel to the centerline of F.M. Highway 359, 3,759.09 feet to the Point of Curvature of curvature of a curve to the left;

THENCE around said curve to left having a central angle of 03 degrees 59 minutes 00 seconds, a radius of 4,553.95 feet, an arc length of 316.60 feet, and a chord bearing North 04 degrees 54 minutes 24 seconds West, 316.55 feet to the Point of Tangency of said curve;

THENCE North 06 degrees 53 minutes 53 seconds West continuing along a line being 1,200.00 feet westerly of and parallel to the centerline of F.M. Highway 359, 1,896.67 feet to the Point of Curvature of a curve to the right;

THENCE around said curve to the right having a central angle of 04 degrees 27 minutes 22 seconds, a radius of 6,921.42 feet, an arc length of 538.30 feet, and a chord bearing North 04 degrees 40 minutes 13 seconds West, 538.17 feet to the Point of Tangency of said curve;

THENCE North 02 degrees 26 minutes 32 seconds West continuing along a line being 1,200.00 feet westerly of and parallel to the centerline of F.M. Highway 359, 3,018.61 feet to a point for reentry corner to the herein described tract, said point being in the north line of the Replat of Pecan Lakes Subdivision, Section 3, recorded under Slide Numbers 1866B and 1867A, Plat Records, Fort Bend County, Texas, from said point the northeast corner of the Replat of Pecan Lakes Subdivision, Section 3 bears North 87 degrees 17 minutes 11 seconds East, 732.08 feet;

THENCE South 87 degrees 17 minutes 11 seconds West along the upper south line of the herein described tract, same being the north line of said Replat of Pecan Lakes Subdivision, Section 3, 2,365.50 feet to a point for the upper southwest corner of the herein described tract;

THENCE North 02 degrees 26 minutes 32 seconds West along the upper west line of the herein described tract, at 690.15 feet pass a point on said line at its intersection with the centerline of F.M. Highway 359 at the crossing of Jones Creek, and continuing for a total distance of 1,890.67 feet to a point for the northwest corner of the herein described tract, said point being the point of intersection of said line with a line being 1,200.00 feet northerly of and parallel to the centerline of F.M. Highway 359 (East-West);

THENCE North 89 degrees 14 minutes 28 seconds East along a line being 1,200.00 feet northerly of and parallel to the centerline of F.M. Highway 359 (East-West), 4,567.45 feet to a point for the upper northeast corner of the herein described tract (X = 3,003,841.87, Y = 13,790,984.92), said point being the point of intersection of a line being 1,200.00 feet northerly of and parallel to the centerline of F.M. Highway 359 (East-West) with a line being 1,000.00 feet easterly of and parallel to the centerline of F.M. Highway 359 (North-South);

THENCE South 02 degrees 26 minutes 32 seconds East along a line being 1,000.00 feet easterly of and parallel to the centerline of F.M. Highway 359, 4,763.90 feet to the Point of Curvature of a curve to the left;

THENCE along said curve to left having a central angle of 04 degrees 27 minutes 22 seconds, a radius of 4,721.42 feet, an arc length of 367.20 feet, and a chord bearing South 04 degrees 40 minutes 13 seconds East, 367.11 feet to the Point of Tangency of said curve;

THENCE South 06 degrees 53 minutes 53 seconds East along a line being 1,000.00 feet easterly of and parallel to the centerline of F.M. Highway 359, 851.15 feet to a point for reentry corner to the herein described tract, said point being in the south line of Plantation Place Subdivision recorded under Slide Numbers 1016B and 1017A, Plat Records, Fort Bend County, Texas;

THENCE North 85 degrees 49 minutes 30 seconds East along the south line of said Plantation Place Subdivision, 572.02 feet to a point for the lower northeast corner of the herein described tract, said point being the southeast corner of said Plantation Place Subdivision, and being in the west line of the adjoining The Grove Subdivision, Section 2, recorded under Slide Numbers 351A & B, Plat Records, Fort Bend County, Texas;

THENCE South 03 degrees 08 minutes 13 seconds East along the west line of said adjoining The Grove Subdivision, Section 2, 859.32 feet to a 3/8 inch iron rod found on said line for angle point;

THENCE South 02 degrees 30 minutes 28 seconds East continuing along the west line of said adjoining The Grove Subdivision, Section 2, 769.98 feet to 5/8 inch iron rod with cap marked "1535/4035" (X = 3,004,828.08, Y = 13,783,429.80) found on said line for angle point in the lower east line the herein described tract, said point being the southwest corner of said adjoining The Grove Subdivision, Section 2;

THENCE South 02 degrees 54 minutes 53 seconds East along a line being 1,480.79 feet easterly of and parallel to the centerline of F.M. Highway 359, 2,649.60 feet to a point for the southeast corner of the herein described tract, said point being in the northerly line of said adjoining Tract D, and being in a curve to the left;

THENCE along said curve to the left having a central angle of 22 degrees 01 minute 49 seconds, a radius of 7,492.00 feet, at an arc length of 1,538.78 feet pass a point on said curve at its intersection with the centerline of F.M. Highway 359, and continuing for a total arc length of 2,880.68 feet, and a chord bearing South 66 degrees 32 minutes 07 seconds West, 2,862.97 feet to the Place of Beginning and containing 693.80 acres of land, more or less.

TRACT F - F.M. HIGHWAY 2218

FIELD NOTES FOR A 588.94 ACRE TRACT OF LAND IN THE JOHN W. MOORE SURVEY, ABSTRACT 61, THE JAMES LOWERY SURVEY, ABSTRACT 275, THE FRANCIS H. DEMAY SURVEY, ABSTRACT 350, THE ANTHONY P. DEMAY SURVEY, ABSTRACT 349, THE ROBERT HANDY SURVEY, ABSTRACT 187, AND THE JANE LONG LEAGUE, ABSTRACT 55, FORT BEND COUNTY, TEXAS, WITH ALL BEARINGS BEING GRID AND COORDINATES BEING TEXAS STATE PLANE, SOUTH CENTRAL ZONE, NAD83(1993) BASED UPON GPS OBSERVATIONS OF THE CITY OF ROSENBERG MONUMENTATION SYSTEM, SCALE FACTOR USED = 0.99987165.

BEGINNING at the point of intersection of a line being 1,900.00 feet southwesterly of and parallel to the centerline of the Burlington Northern & Santa Fe Railroad with a line being 2,000.00 feet northwesterly of and parallel to the centerline of F.M. Highway 2218 for the north corner and Place of Beginning of the herein described tract, said point being the west corner of an adjoining 755.95 acre tract (Tract G) surveyed by the undersigned this date, and having coordinates of X = 2,996,026.47, Y = 13,766,107.95;

THENCE South 37 degrees 03 minutes 15 seconds East along a line being 1,900.00 feet southwesterly of and parallel to the centerline of said railroad, same being the common line of the herein described tract and said adjoining Tract G, at 2,063.15 feet pass a point on said line at its intersection with the centerline of F.M. Highway 2218, and continuing for a total distance of 4,126.30 feet to a point on said line for the east corner of the herein described tract;

THENCE South 38 degrees 44 minutes 00 seconds West along a line being 2,000.00 feet southeasterly of and parallel to the centerline of F.M. Highway 2218, 460.58 feet to an angle point on said line;

THENCE South 22 degrees 17 minutes 04 seconds West continuing along a line being 2,000.00 feet southeasterly of and parallel to the centerline of F.M. Highway 2218, 2,560.01 feet to the point of intersection of said line with a line being 2,000.00 feet northerly of and parallel to the centerline of U.S. Highway 59, for the southeast corner of the herein described tract, same being on the northerly line of an adjoining 6,683.04 acre tract (Tract A) surveyed by the undersigned this date, and having coordinates of X = 2,997,253.76, Y = 13,760,087.57;

THENCE South 62 degrees 27 minutes 31 seconds West along the common line of the herein described tract and said adjoining Tract A, being a line 2,000.00 feet northerly of and parallel to the centerline of U.S. Highway 59, at 3,100.22 feet pass a point on said line at its intersection with the centerline of F.M. Highway 2218, and continuing for total distance of 3,685.79 feet to the Point of Curvature of a curve to the right;

THENCE along said curve to the right having a central angle of 13 degrees 28 minutes 40 seconds, a radius of 9,465.15 feet, an arc length of 2,226.49 feet, and a chord bearing South 69 degrees 11 minutes 44 seconds West, 2,221.36 feet to a point on said curve for the southwest corner of the herein described tract, said point having coordinates of X = 2,991,909.82, Y = 13,757,594.65;

THENCE North 22 degrees 17 minutes 04 seconds East along a line being 2,000.00 feet northwesterly of and parallel to the centerline of F.M. Highway 2218, 6,975.52 to feet to the Point of Curvature of a curve to the right;

THENCE along said curve to the right having a central angle of 16 degrees 26 minutes 56 seconds, a radius of 3,434.23 feet, an arc length of 985.92 feet, and a chord bearing North 30 degrees 30 minutes 32 seconds East, 982.54 feet to the Point of Tangency of said curve;

THENCE North 38 degrees 44 minutes 00 seconds East continuing along a line being 2,000.00 feet northwesterly of and parallel to the centerline of F.M. Highway 2218, 1,555.43 feet to the Place of Beginning and containing 588.94 acres of land, more or less.

TRACT G - F.M. 762 NORTH OF U.S. HIGHWAY 59

FIELD NOTES FOR A 755.95 ACRE TRACT OF LAND IN THE JANE LONG LEAGUE, ABSTRACT 55, THE JOHN G. EDWARDS SURVEY, ABSTRACT 23, THE JOHN W. MOORE SURVEY, ABSTRACT 61, THE ROBERT HANDY SURVEY, ABSTRACT 187, AND THE SIMON JONES SURVEY, ABSTRACT 271, FORT BEND COUNTY, TEXAS, WITH ALL BEARINGS BEING GRID AND COORDINATES BEING TEXAS STATE PLANE, SOUTH CENTRAL ZONE, NAD83 (1993) BASED ON GPS OBSERVATIONS OF THE CITY OF ROSENBERG MONUMENTATION SYSTEM, SCALE FACTOR USED =0.99987165.

BEGINNING at the point of intersection of the centerline of 7th Street with the centerline of Austin Street (City of Richmond) for the upper northeast corner and Place of Beginning of the herein described tract, said point also being a corner of an adjoining 2,572.01 acre tract (Tract D) surveyed by the undersigned this date, said point having coordinates of X = 2,997,532.47, Y = 13,771,779.29;

THENCE South 24 degrees 46 minutes 29 seconds East along the extension of the centerline of 7th Street, same being the upper easterly line of the herein described tract, 4,240.35 feet to a point for reentry corner to the herein described tract, said point being within the right-of-way of Golfview Drive;

THENCE North 61 degrees 15 minutes 44 seconds East along a line in Golfview Drive, 183.91 feet to the point of intersection of said line with a line being 2,000.00 feet northeasterly of and parallel to the centerline of Burlington Northern & Santa Fe Railroad for the lower northeast corner of the herein described tract;

THENCE South 37 degrees 03 minutes 15 seconds East along a line being 2,000.00 feet northeasterly of and parallel to the centerline of the Burlington Northern & Santa Fe Railroad, 6,091.43 feet to a point for the southeast corner of the herein described tract, said point being in a line being 2,000.00 feet northerly of and parallel to the centerline of U.S. Highway 59, same being the north line of an adjoining 6,683.04 acre tract (Tract A) surveyed by the undersigned this date, said point having coordinates of X = 3,003,140.46, Y = 13,763,157.39;

THENCE South 62 degrees 27 minutes 31 seconds West along the southerly line of the herein described tract, same being the northerly line of said adjoining Tract A, same being a line 2,000.00 feet northerly of and parallel to the centerline of U.S. Highway 59, at 2,027.89 feet pass a point on said line at its intersection with the centerline of the Burlington Northern & Santa Fe Railroad, and continuing for a total distance of 3,954.38 feet to a point on said line for the southwest corner of the herein described tract;

THENCE North 37 degrees 03 minutes 15 seconds West along a line being 1,900.00 feet southwesterly of and parallel to the centerline of the Burlington Northern & Santa Fe Railroad, at 1,862.43 feet pass a point on said line at the point of intersection with a line being 2,000.00 feet southeasterly of and parallel to the

centerline of F.M. Highway 2218, said point also being the east corner of an adjoining 588.94 acre tract (Tract F) surveyed by the undersigned this date, at 3,925.58 feet pass a point on said line at the point of intersection with the centerline of F.M. Highway 2218, and continuing for total distance of 5,988.73 feet to a point for the lower northwest corner of the herein described tract, said point being the point of intersection of said line with a line being 2,000.00 feet northwesterly of and parallel to the centerline of F.M. Highway 2218, and being the north corner of said adjoining Tract F;

THENCE North 38 degrees 44 minutes 00 seconds East along a line being the extension of a line being 2,000.00 feet northwesterly of and parallel to F.M. Highway 2218, 330.95 feet to a point for the lower northwest corner of the herein described tract, said point being in the north line of a called 3.495 acre tract of land described in deed recorded in County Clerk's File No. 2000018947, Official Public Records, Fort Bend County, Texas, same being the south line of an adjoining CenterPoint Energy (formerly Houston Lighting and Power Company) 80-foot wide strip (Volume 384, Page 572, Deed Records, Fort Bend County, Texas);

THENCE North 87 degrees 48 minutes 11 seconds East along the common line of said called 3.495 acre tract and said adjoining 80-foot wide strip, the common line of Clairmont Acres Subdivision (Volume 5, Page 38, Plat Records, Fort Bend County, Texas) and said adjoining 80-foot wide strip, at 564.92 feet pass a 1/2-inch iron rod found (X = 2,996,797.96, Y = 13,766,387.73) at the northeast corner of Clairmont Acres Subdivision, same being the northwest corner of that certain Wharton County Junior College called 25.00 acre tract (Volume 1535, Page 616, Official Records, Fort Bend County, Texas), at 1,863.05 feet pass a 1/2 inch iron pipe found at the northeast corner of said called 25.00 acre tract, same being in the westerly line of the Burlington Northern & Santa Fe Railroad, and continuing for a total distance of 1,984.83 feet to a point for reentry corner to the herein described tract, same being the point of intersection of said line with the easterly right-of-way of the Burlington Northern & Santa Fe Railroad;

THENCE North 37 degrees 02 minutes 44 seconds West along the easterly line of said railroad, at 4,180.92 feet pass a point on said line being the point of intersection of the easterly right-of-way of said railroad with a line being 1,600.00 feet southeasterly of and parallel to the centerline of U.S. Highway 90-A, said point also being a corner of said adjoining Tract D, and continuing for total distance of 5,556.18 feet to a point for the upper northwest corner of the herein described tract, same being a reentry corner to said adjoining Tract D, and being the point of intersection of the extension of the easterly line of said railroad with the centerline of Austin Street (City of Richmond);

THENCE North 82 degrees 22 minutes 47 seconds East along the centerline of Austin Street, same being the common line the herein described tract and said adjoining Tract D, 1,003.47 feet to a point on said line within the intersection of Austin Street and Union Street;

THENCE North 65 degrees 13 minutes 31 seconds East continuing along the centerline of Austin Street, same being the common line of the herein described tract and said adjoining Tract D, 1,837.59 feet to the Place of Beginning and containing 755.95 acres of land, more or less.

TRACT H - F.M. HIGHWAY 762 EAST OF U.S. HIGHWAY 59

FIELD NOTES FOR A 976.98 ACRE TRACT OF LAND IN THE ROBERT HANDY SURVEY, ABSTRACT 187, THE WILLIAM LUSK SURVEY, ABSTRACT 276, THE WILEY MARTIN LEAGUE, ABSTRACT 56, THE JOSEPH KUYKENDALL LEAGUE, ABSTRACT 49, AND THE JANE LONG LEAGUE, ABSTRACT 55,

FORT BEND COUNTY, TEXAS, WITH ALL BEARINGS BEING GRID AND COORDINATES BEING TEXAS STATE PLANE, SOUTH-CENTRAL ZONE, NAD83 (1993) BASED UPON GPS OBSERVATIONS OF THE CITY OF ROSENBERG MONUMENTATION SYSTEM, SCALE FACTOR USED = 0.99987165.

BEGINNING at the point of intersection of a line being 2,000.00 feet southwesterly of and parallel to the centerline of F.M. Highway 762 with a line being 2,000.00 feet southerly of and parallel to the centerline of U.S. Highway 59, for the southwest corner and Place of Beginning of the herein described tract of land, said point being in the southerly line of an adjoining 6,683.04 acre tract (Tract A) surveyed by the undersigned this date, said point having coordinates of X = 3,002,461.40, Y = 13,758,292.63;

THENCE North 62 degrees 27 minutes 31 seconds East along the common line of the herein described tract and said adjoining Tract A, at 2,429.44 feet pass a point on said line at its intersection with the centerline of F.M. Highway 762, and continuing for a total distance of 5,251.12 feet to the Point of Curvature of a curve to the right;

THENCE along said curve to the right having a central angle of 02 degrees 39 minutes 29 seconds, a radius of 9,453.51 feet, an arc length of 438.56 feet, and a chord bearing North 65 degrees 42 minutes 56 seconds East, 438.52 feet to a point on said curve for the northwest corner of the herein described tract, being the point of intersection of a line being 2,000.00 feet northerly of and parallel to the centerline of F.M. Highway 762 with a line being 2,000.00 feet southerly of and parallel to the centerline of U.S. Highway 59;

THENCE South 83 degrees 11 minutes 51 seconds East along a line being 2,000.00 feet northerly of and parallel to the centerline of F.M. Highway 762, 6,126.08 feet to a point for the upper northeast corner of the herein described tract, said point being in the westerly line of the adjoining Brazos Village Subdivision, Section 1, recorded under County Clerk's Slide No. 2289B, Plat Records, Fort Bend County, Texas;

THENCE South 20 degrees 56 minutes 09 seconds West along the westerly line of said adjoining Brazos Village Subdivision, Section 1, 369.19 feet an angle point on said line;

THENCE South 21 degrees 46 minutes 36 seconds West continuing along the westerly line of said adjoining Brazos Village Subdivision, Section 1, at 566.79 feet pass the southwest corner of said adjoining Brazos Village Subdivision, Section 1, same being the northwest corner of the adjoining Brazos Village Subdivision, Section 2, recorded under Slide No. 2444A&B, Plat Records, Fort Bend County, Texas, at 1,609.31 feet pass the southwest corner of Lot 9, Block 1, Brazos Village Subdivision, Section 2, same being the northwest corner of Restricted Reserve "C", and continuing for a total distance of 1,635.19 feet to a 1/2 inch iron pipe (X = 3,012,860.24 Y = 13,758,312.11) found for reentry corner to the herein described tract, same being the southwest corner of said adjoining Brazos Village Subdivision, Section 2, and being in the northerly right-of-way of F.M. Highway 762;

THENCE South 83 degrees 10 minutes 25 seconds East along the northerly right-of-way of F.M. Highway 762, 3,677.59 feet to a 5/8 inch iron rod found for reentry corner to the herein described tract, same being the southwest corner of Crabb River Center Subdivision recorded under Slide Number 2052B, Plat Records, Fort Bend County, Texas;

THENCE North 07 degrees 04 minutes 23 seconds East along the westerly line of said Crabb River Center Subdivision, 277.95 feet to a point for a corner of the herein described tract, same being the northwest corner of said Crabb River Center Subdivision;

THENCE South 67 degrees 30 minutes 03 seconds East along the northerly line of said Crabb River Center Subdivision, 325.66 feet to a point for the northeast corner of the herein described tract, same being the northeast corner of said Crabb River Center Subdivision, and being in the westerly right-of-way of Crabb River Road;

THENCE South 22 degrees 52 minutes 26 seconds West along the easterly line of said Crabb River Center Subdivision, same being the westerly right-of-way line of Crabb River Road, at 109.47 feet pass the east cut-back corner of said Crabb River Center Subdivision, and continuing along the extension of said line, at 260.81 feet pass a point on said line at its intersection with the centerline of F.M. Highway 762 (Northwest-Southeast), and continuing for total distance of 313.96 feet to a point for reentry corner of the herein described tract;

THENCE South 20 degrees 40 minutes 09 seconds East along the westerly right-of-way line of F.M. Highway 762 (North-South), 2,196.62 feet to a point on said line for the southeast corner of the herein described tract, said point being the point of intersection of the westerly right-of-way of F.M. Highway 762 (North-South) with a line being 2,000.00 feet southerly of the centerline of F.M. Highway 762 (Northwest-Southeast);

THENCE North 83 degrees 11 minutes 51 seconds West along a line being 2,000.00 feet southerly of and parallel to the centerline of F.M. Highway 762 (Northwest-Southeast), 11,817.23 feet to the Point of Curvature of a curve to the right;

THENCE along said curve to the right having a central angle of 26 degrees 38 minutes 16 seconds, a radius of 7,641.90 feet, an arc length of 3,552.86 feet, and a chord bearing North 69 degrees 52 minutes 43 seconds West, 3,520.95 feet to the Place of Beginning and containing 976.98 acres of land, more or less.

EXHIBIT B



EXHIBIT C



EXHIBIT D

Industrial Development and Redevelopment Standards Suggested Plant Palette

I. Ground Covers

A. Hardy Native or Adapted Species

Monkey Grass (*Ophiopogon japonicum*)
Prostrate Rosemary (*Rosmarinu prostrate*)
Rudbeckia (*Rudbeckia fulgida* 'Goldsturm')
'Katie' Ruellia (*Ruellia brittoniana* 'Katie')
Wedelia (*Wedelia trilobata*)
Society Garlic (*Tulbaghia violacea*)
Bulbine (*Bulbine flavescens*)
Mexican Heather (*Cuphea hyssopifolia*)
Salvia (*Salvia microphylla* 'Maraschino' and 'Oxford Pink')
Prairie Aster (*Aster oblongifolia*)
Fountain Grass (*Pennisetum alopecuroides* 'Hameln' and 'Little Bunny')
Adagio Maiden Grass (*Miscanthus sinensis* 'Adagio')
Gulf Coast Muhly Grass (*Muhlenbergia capillaris*)

B. Non-Native Species

English Ivy (*Hedera helix*)- use with caution; can be aggressive
Dwarf Junipers- questionable performance in coastal south
Liriope (*Liriope muscari*)
Plumbago (*Plumbago capensis*)

II. Vines

A. Hardy Native and Adapted Species

Climbing Fig (*Ficus pumila*)
Carolina Yellow Jessamine (*Gelsemium sempervirens*)- caution: poisonous
Confederate Jasmine (*Trachelospermum jasminoides*)
'Tangerine Beauty' Crossvine (*Bignonia capreolata* 'Tangerine Beauty')
Coral Honeysuckle (*Lonicera sempervirens*)
Trumpet Creeper (*Campsis radicans*)
Passion Flower (*Passiflora incarnate*)
Clematis (*Clematis terniflora*)

III. Small Shrubs

A. Hardy Native and Adapted Species

Dwarf Oleander (*Nerium oleander* 'Petite Pink')
Dwarf Wax Myrtle (*Myrica pusilla*)
Texas Lantana (*Lantana horrida*)
Dwarf Barbados Cherry (*Malpighia glabra*)
Itea (*Itea virginica*)
Palmetto (*Sabal minor*)

Knockout Roses (*Rosa* sp. 'Knockout')
 Coralbean (*Erythrina herbacea*)
 Coral Fountain Plant (*Russelia equisetiformis*)
 Dietes (*Dietes vegeta*)
 Indian Hawthorn (*Raphiolepis indica*)
 Dwarf Yaupon (*Ilex vomitoria* 'nana')

B. Non-Native Species

Holly Fern (*Cyrtomium falcatum*)
 Aspidistra (*Aspidistra elatior*)
 Boxwood (*Buxus* varieties)
 Leatherleaf Mahonia (*Mahonia bealei*)
 Dwarf Nandina (*Nandina domestica*)
 Dwarf Chinese Holly (*Ilex cornuta* 'Rotunda')
 Acuba (*Acuba japonica*)

IV. Medium to Large Shrubs

A. Hardy Native and Adapted Species

Abelia (*Abelia grandiflora*)
 Bottlebrush (*Callistemon rigidus*)
 Lindheimer Muhly Grass (*Muhlenbergia lindheimeri*)
 Bamboo Muhly Grass (*Muhlenbergia dumosa*)
 Switchgrass (*Panicum virgatum*)
 Oleander (*Nerium oleander*)
 Pampas Grass (*Cortaderia selloana*)
 Wax Myrtle (*Myrica cerifera*)
 Walter's Viburnum (*Viburnum obovatum*)
 'Gold Star' Yellow Bells (*Tecoma Stans* 'Gold Star')

V. Small Trees

A. Hardy Native and Adapted Species

Redbud (*Cercis Canadensis*)
 Crape Myrtle (*Lagerstroemia indica* 'Potomac' 'Natchez' 'Muskogee' and 'Watermelon Red')
 Wax Myrtle (*Myrica cerifera*)
 Eucalyptus (*Eucalyptus polyanthemos*) caution; poisonous
 Vitex (*Vitex agnus-castus*) Fringetree
 (*Chionanthus virginicus*) Mexican Plum
 (*Prunus Mexicana*) Jerusalem Thorn
 (*Parkinsonia aculeate*) Parsley Hawthorn
 (*Crataegus marshallii*) Texas Pistachio
 (*Pistacia texana*) Southern Crabapple
 (*Malus angustifolia*)

B. Non-Native Species

American Holly (*Ilex opaca*)
 Yaupon Holly (*Ilex vomitoria*)

Golden Raintree (*Koelreuteria paniculata*)
Cherry Laurel (*Prunus caroliniana*)

VI. Large Trees

A. Hardy Native and Adapted Species

Pecan (*Carya illinoensis*)
Sweetgum (*Liquidambar styraciflua*)
Sycamore (*Platanus occidentalis*)
Willow Oak (*Quercus phellos*)
Live Oak (*Quercus virginiana*)
Shumard Red Oak (*Quercus shumardii*)
Lacebark Elm (*Ulmus parvifolia*) Bald Cypress
(*Taxodium distichum*) Montezuma Cypress
(*Taxodium mucronatum*) Mexican Sycamore
(*Platanus Mexicana*) Loblolly Pine (*Pinus
taeda*)
Magnolia (*Magnolia grandiflora*)
Swamp Red Maple (*Acer rubrum* var. *drummondii*)
Texas Hickory (*Carya texana*)
Cedar Elm (*Ulmus crassifolia*)

EXHIBIT E

