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May 1, 2012

SIEBERT BRANDFORD SHANK & CO., LLC

(as Representative of the Underwriters
named in the Bond Purchase Agreement)

440 Louisiana, Suite 1520
Houston, Texas 77002

Re: \$58,220,000 Fort Bend County, Texas Unlimited Tax Road Bonds,
Series 2012 (the "*Bonds*")

Ladies and Gentlemen:

This opinion is being rendered pursuant to the Bond Purchase Agreement, dated April 3, 2012 (the "Bond Purchase Agreement"), between SIEBERT BRANDFORD SHANK & CO., LLC, as Representative of the Underwriters named in the Bond Purchase Agreement (the Underwriters"), and Fort Bend County, Texas (the "County") relating to the issuance, sale, and delivery by the County to the Underwriters of the referenced bonds (collectively, the "*Bonds*"). Except as otherwise defined herein, the terms defined in the Bond Purchase Agreement are used in this opinion with the meanings assigned to them in the Bond Purchase Agreement.

We have acted as Bond Counsel to the County in connection with the issuance, sale, and delivery of the Bonds to the Underwriters. In our capacity as Bond Counsel, we have examined a transcript of certain materials and proceedings pertaining to the Bonds, including certain certified and original proceedings of the Commissioners Court of the County, and customary certificates, opinions, affidavits, and other documents executed by officers, agents, and representatives of the County and others. In our capacity as Bond Counsel, we have also attended meetings of the County and have participated in conferences from time to time with representatives of the County, the Financial Advisor to the County, the Underwriters, and Counsel to the Underwriters relative to the Preliminary Official Statement and the Official Statement.

In our examination, we have assumed the authenticity of all documents submitted to us as originals, the conformity to original documents of all documents

submitted to us as certified or photostatic copies, and the authenticity of the originals of such latter documents.

Based upon the foregoing, we are of the opinion that, under applicable laws of the United States of America and the State of Texas in force and effect on the date hereof:

1. The Bond Purchase Agreement has been duly authorized, executed, and delivered by the County and constitutes a binding agreement of the County enforceable in accordance with its terms, except as the enforcement thereof may be limited by bankruptcy, insolvency, moratorium, reorganization, or other laws affecting creditors' rights generally, and certain equitable remedies, including specific performance, may be unavailable.
2. The offering and sale of the Bonds need not be registered under the Securities Act of 1933, as amended;
3. No filing is required under the Trust Indenture Act of 1939, as amended, in connection with the Bonds or the Orders;
4. The descriptions and summaries of the Bonds and the Order (as defined in the Official Statement), contained under the headings "THE BONDS," except for the information under the heading "THE BONDS - Book-Entry-Only System," "TAX MATTERS," "OTHER INFORMATION - Registration and Qualifications of Bonds for Sale," "OTHER INFORMATION - Legal Matters," "OTHER INFORMATION - Continuing Disclosure of Information," "OTHER INFORMATION - Annual Reports," "OTHER INFORMATION - Material Event Notices," and "OTHER INFORMATION - Legal Investments and Eligibility to Secure Public Funds in Texas," fairly summarize the matter discussed therein and are correct as to matters of law.

Except as stated above in paragraph 4, we have not assumed responsibility with respect to the Official Statement or undertaken to verify the accuracy, completeness, or fairness of the statements contained therein.

In our capacity as Bond Counsel we have delivered on this date the approving opinions in substantially the form set forth in Appendix C of the Official Statement. The Underwriters may rely on such approving opinions as if they were addressed to them.

In rendering this opinion, we have not represented any of the Underwriters nor rendered any advice to the Underwriters in connection with the Bond Purchase Agreement or the transactions contemplated thereby, other than that set forth herein; and we call to your attention the fact that our legal opinions and conclusions are an

expression of professional judgment and not a guarantee of result. This opinion may not be relied upon by any other person or by you in any other context, without our prior written consent. This opinion is not to be used, circulated, quoted, or otherwise referred to for any other purpose.

Yours very truly,

Allen Boone Humphries Robinson LLP