

# ALLEN BOONE HUMPHRIES ROBINSON LLP

## ATTORNEYS AT LAW

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Richard L. Muller  
Special Counsel

March 20, 2013

Board of Directors  
Fort Bend Grand Parkway Toll Road Authority

Re: Supplemental Engagement for Legislative Services

Dear Board:

Thank you for asking us to represent the Fort Bend Grand Parkway Toll Road Authority (the "Authority") in connection with the upcoming 83rd Regular Session of the Texas Legislature. As you know, we currently serve as general counsel and bond counsel to the Authority pursuant to an engagement letter dated June 16, 2010. This letter constitutes our agreement to represent you in connection with this new matter pursuant to the terms of the June 16, 2010, engagement letter, as supplemented and amended hereby.

The Authority is particularly interested in legislation relating to transportation, toll roads, the Texas Department of Transportation, special districts that may assist in the financing of toll projects (e.g. County Assistance Districts, Transportation TIRZ), and eminent domain. Our role will be to assist the Authority in monitoring legislation relating to these subjects by reviewing filed bills and amendments and tracking the progress of such bills and amendments through House and Senate committees, calendars, and floor consideration. We will update members of the Board of Directors of the Authority as to the existence and progress of bills and amendments of interest. On behalf of and at the direction of the Authority, we will lobby for or against the passage of bills or amendments of interest. We will coordinate our efforts with other lobbyists for Fort Bend County.

For these matters for the Authority, our fee will be a flat-fee of \$16,250, which includes expenses. Such fee will be invoiced to you in equal installments during the months of March through May 2013 (i.e., \$5,416.66 per month). This fee includes all expenses other than expenses of publication and mailing of legal notices, if any, which

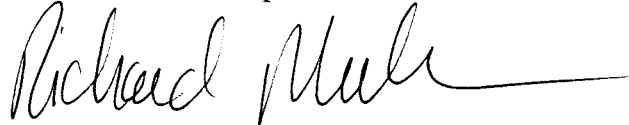
shall be invoiced monthly. This fee does not include any work with local agencies or governments, such as counties and cities; such work will be separately billed at hourly rates in accordance with the June 16, 2010, engagement letter for general counsel services.

If this, including the terms set forth in the June 16, 2010, engagement letter, as supplemented and amended hereby, correctly reflects your understanding of the terms and conditions of our representation, please so indicate by executing the enclosed copy of this letter in the space provided below and returning it to me.

Please contact me if you have any questions. Thank you again for asking us to represent you in this matter.

Sincerely,

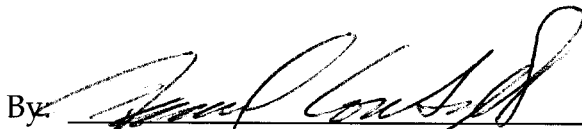
Allen Boone Humphries Robinson LLP



Richard L. Muller

AGREED TO AND ACCEPTED:

Fort Bend Grand Parkway Toll Road Authority

By: 

Name: James D. Condrey

Title: Chairman Board of Directors