

SUPPLEMENT TO
OFFICIAL STATEMENT DATED NOVEMBER 18, 2014
relating to
\$45,000,000
FORT BEND COUNTY, TEXAS
SENIOR LIEN TOLL ROAD REVENUE BONDS, SERIES 2014

This supplement amends the above-referenced Official Statement (the "Official Statement"). All capitalized terms used herein, but not otherwise defined herein, shall have the meanings assigned to them in the Official Statement.

1. The "Date of Delivery" as defined on the cover page of the Official Statement is amended to be December 15, 2014.
2. The table under the heading "Sources and Uses of Funds" on page 2 of the Official Statement is replaced with the following:

Sources:

Principal Amount of the Bonds	\$45,000,000.00
Net Premium	3,316,125.15
County Contribution	2,878,100.00
Total	<u><u>\$51,194,225.15</u></u>

Uses:

Deposit to Construction Fund	\$47,789,701.82
Deposit to Debt Service Reserve Fund	2,878,100.00
Costs of Issuance	271,900.33
Underwriter's Discount	254,523.00
Total	<u><u>\$51,194,225.15</u></u>

3. The first sentence under the heading "Underwriting" on page 29 of the Official Statement is replaced with the following:

The Underwriters have agreed, subject to certain conditions, to purchase the Bonds from the County, pursuant to a bond purchase agreement with the County for a purchase price of \$48,061,602.15 (representing the principal amount of the Bonds, plus a net original issuance premium of \$3,316,125.15, less an underwriter's discount of \$254,523.00).

4. “Table 5 – Debt Service Requirements” on page 21 of the Official Statement is replaced with the following:

Fiscal Year September 30	Outstanding Senior Lien Debt Service ⁽¹⁾	The Bonds			Outstanding Subordinate Lien Debt Service ⁽²⁾	Total Debt Service
		Principal	Interest	Total		
2015	\$ 1,121,200		\$ 1,410,240	\$ 1,410,240	\$ 8,288,725	\$ 10,820,165
2016	1,611,250	\$ 900,000	1,974,150	2,874,150	8,839,625	13,325,025
2017	1,675,600	920,000	1,955,950	2,875,950	9,346,625	13,898,175
2018	1,736,838	945,000	1,932,575	2,877,575	9,921,875	14,536,288
2019	1,799,713	970,000	1,903,850	2,873,850	10,157,625	14,831,188
2020	1,863,500	1,005,000	1,869,200	2,874,200	10,321,875	15,059,575
2021	1,932,775	1,050,000	1,828,100	2,878,100	10,333,000	15,143,875
2022	2,004,125	1,095,000	1,779,725	2,874,725	10,339,125	15,217,975
2023	2,023,225	1,150,000	1,723,600	2,873,600	10,320,250	15,217,075
2024	2,020,447	1,210,000	1,664,600	2,874,600	10,354,875	15,249,922
2025	2,020,294	1,275,000	1,602,475	2,877,475	10,332,250	15,230,019
2026	2,012,688	1,340,000	1,537,100	2,877,100	10,342,125	15,231,913
2027	2,007,544	1,405,000	1,468,475	2,873,475	10,347,875	15,228,894
2028	2,000,456	1,480,000	1,396,350	2,876,350	10,339,000	15,215,806
2029	1,998,806	1,555,000	1,320,475	2,875,475	10,329,875	15,204,156
2030	1,997,206	1,635,000	1,240,725	2,875,725	10,357,188	15,230,119
2031	1,993,606	1,720,000	1,156,850	2,876,850	10,317,375	15,187,831
2032	1,988,006	1,805,000	1,068,725	2,873,725	10,311,500	15,173,231
2033	1,985,306	1,900,000	976,100	2,876,100		4,861,406
2034	1,980,406	1,995,000	878,725	2,873,725		4,854,131
2035	1,973,306	2,100,000	776,350	2,876,350		4,849,656
2036	1,968,906	2,205,000	668,725	2,873,725		4,842,631
2037	1,967,006	2,310,000	567,400	2,877,400		4,844,406
2038	1,961,400	2,400,000	473,200	2,873,200		4,834,600
2039	1,956,944	2,500,000	375,200	2,875,200		4,832,144
2040	1,954,497	2,600,000	273,200	2,873,200		4,827,697
2041		2,710,000	167,000	2,877,000		2,877,000
2042		2,820,000	56,400	2,876,400		2,876,400
Total	<u>\$ 49,555,050</u>	<u>\$ 45,000,000</u>	<u>\$ 34,045,465</u>	<u>\$ 79,045,465</u>	<u>\$ 180,900,788</u>	<u>\$ 309,501,303</u>

(1) Represents debt service requirements on the County’s Senior Lien Toll Road Revenue Bonds, Series 2012.

(2) Represents debt service requirements on the County’s Unlimited Tax and Subordinate Lien Toll Road Revenue Bonds, Series 2004 and Unlimited Tax and Subordinate Lien Toll Road Revenue Refunding Bonds, Series 2012.