

August 16, 2017

County Judge and Commissioners Court  
Fort Bend County, Texas  
301 Jackson Street  
Richmond, Texas 77469

Re: *\$47,550,000 Fort Bend County, Texas, Combination Tax and Revenue Certificates of Obligation, Series 2017A*

Ladies and Gentlemen:

We have served as disclosure counsel to you in connection with the captioned certificates (the "Certificates") issued by Fort Bend County, Texas (the "County") pursuant to an order adopted by the County on July 18, 2017 (the "Order"). Unless otherwise expressly provided herein, capitalized terms used herein shall have the meaning ascribed thereto in the Order.

We have examined originals or copies, certified or otherwise identified to our satisfaction, of such records of the County, agreements, certificates, and documents, and we have satisfied ourselves as to such matters, as we have deemed necessary in order to enable us to express the opinions set forth herein. In particular, we have reviewed the Preliminary Official Statement dated July 10, 2017 and the Amended Preliminary Official Statement dated July 13, 2017 (the "Preliminary Official Statement"), and (2) the Official Statement dated July 18, 2017 (the "Official Statement") (collectively, the "Official Statement"). In our examination, we have assumed the authenticity of all documents submitted to us as originals, the conformity to the original of all documents submitted to us as certified or photostatic copies, the authenticity of the originals of such latter documents, and the accuracy of the statements contained in such documents.

As your counsel, we have participated in the preparation of the Official Statement and in conferences with representatives of the County and its counsel, the Underwriters and their counsel, and the financial advisor to the County, at which conferences the contents of the Official Statement and related matters were discussed. The purpose of our professional engagement was not to establish or confirm factual matters set forth in the Official Statement, and we have not undertaken any obligation to verify independently any of such factual matters set forth in the Official Statement and we do not assume any responsibility for the accuracy, completeness, or fairness of the statements contained in the Official Statement. Accordingly, we have, with your knowledge, not conducted any independent due diligence or other factual investigation of any of the persons, entities, parties, events, activities, or conditions (financial, legal, environmental, or otherwise) described in the Official Statement. Moreover, many of the

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determinations required to be made in the preparation of the Official Statement involve matters of a non-legal nature.

Based solely upon our participation in the preparation of the Official Statement as described herein, we advise you that nothing has come to our attention that would lead us to believe that the Official Statement (except for (i) the financial, statistical and technical statements and data contained therein and (ii) the appendices thereto, including summaries of such appendices and references thereto, as to which we express no opinion), as of the dates thereof or as of the date hereof, contained or contains any untrue statement of a material fact, or omitted or omits to state any material fact required to be stated therein or necessary to make the statements therein, in the light of the circumstances under which they were made, not misleading.

We do not undertake to advise you of matters which may come to our attention subsequent to the date hereof which may affect our legal opinion and conclusions expressed herein. This opinion may be relied upon only by you and only in connection with the issuance, sale, and delivery of the Certificates.

Very truly yours,

Andrews Kurth Kenyon LLP