

STATE OF TEXAS §
 §
COUNTY OF FORT BEND §

**FIRST AMENDMENT TO TAX ABATEMENT AGREEMENT BETWEEN
FORT BEND COUNTY DRAINAGE DISTRICT AND TDC-DRI SUGAR LAND, LLC
(TO ASSIGN TO EVOX TX SUGAR LAND 12510, LLC)**

This First Amendment of the Tax Abatement Agreement is made and entered into by and between **FORT BEND COUNTY DRAINAGE DISTRICT, TEXAS**, (hereinafter referred to as "District") a body politic, acting herein by and through its Commissioners Court and **TDC-DRI SUGAR LAND, LLC**, (may also hereinafter be referred to as "Former Owner/Assignor"), and **EVOX TX SUGAR LAND 12510, LLC** (may also hereinafter be referred to as "Assignee/New Owner:").

WHEREAS, District and **Former Owner/Assignor, TDI-DRI SUGAR LAND, LLC** entered into a Tax Abatement Agreement on or about January 20, 2020, (hereinafter the "Agreement"); and

WHEREAS, Former Owner/Assignor desires to transfer its interest as the former Owner of the real property and improvements subject to the Agreement and assign all of its rights, interest and obligations as Former Owner/Assignor of the real property under the Agreement to the New Owner/Assignee; and

WHEREAS, the parties desire to amend the Agreement to reflect such Assignment of the Agreement.

NOW THEREFORE, for and in consideration of the mutual benefits to be derived by the parties hereto, District, Former Owner/Assignor and New Owner/Assignee agree as follows:

Pursuant to and in accordance with the Property Redevelopment and Tax Abatement Act, Chapter 312, TEXAS PROPERTY TAX CODE, and the Guidelines and Criteria for Granting Tax Abatements in Reinvestment Zones located in Fort Bend County Drainage District, Texas, the Agreement is hereby amended as follows:

1. Any references in the Agreement to "Owner" shall mean and refer to **EVOX TX SUGAR LAND 12510, LLC**, as the owner of the real property and improvements subject to the Agreement located in Reinvestment Zone No. 17 created by the City of Missouri City, Texas.
2. The Agreement is amended to the effect that all duties, obligations, and responsibilities imposed upon Owner under the Agreement shall be imposed upon **EVOX TX SUGAR LAND 12510, LLC**, and all agreements and representations made by Owner in the Agreement shall be the agreements and representations of **EVOX TX SUGAR LAND 12510, LLC**.

3. The representatives of Former/Owner/Assignor and New Owner/Assignee whose signatures execute this First Amendment represent and warrant to Fort Bend Drainage District that they have the requisite authority to enter into the Agreement and First Amendment thereof.
4. The addresses set out in Section 16 of the Agreement for notices are hereby deleted in its entirety and the following addresses are substituted therefore:

To the Tax Assessor/Collector:

Fort Bend County Tax Assessor-Collector
1317 Eugene Heimann Circle
Richmond, Texas 77406

To New Owner/Assignee:

EVOX TX Sugar Land 12510, LLC
Paul Andrews, EVP, COO, CFO
EverWest Advisors LLC –Controlling Affiliate
1099 18th Street Suite 2900
Denver, CO 80202

To County:

Fort Bend County Judge
301 Jackson, Suite 719
Richmond, Texas 77469

Copy to:

Fort Bend County Attorney
301 Jackson, Suite 728
Richmond, Texas 77469

5. **EVOX TX SUGAR LAND 12510, LLC, SHALL BE RESPONSIBLE FOR NOTIFYING THE DISTRICT OF THE ABATEMENT, INCLUDING FILING WITH THE DISTRICT ANY APPLICATION OR OTHER FORMS NECESSARY TO QUALIFY FOR OR RECEIVE THE ABATEMENT GRANTED.**
6. Except as modified herein, the above referenced Agreement remains in full force and effect and has not been modified or amended.
7. The Tax Abatement shall apply for the tax years as stated in the Agreement. This Amendment does not purport to extend the tax abatement to tax years beyond tax year 2024, as stated in the original agreement.
8. All future Amendments, if any, of the Agreement shall require written consent of the District and shall be had in accordance with the Guidelines and Criteria for Granting Tax Abatements in Reinvestment Zones located in Fort Bend County Drainage District, Texas adopted at the time the Amendment is requested.
9. The original Tax Abatement Agreement executed by and between Fort Bend County Drainage District and **TDI-DRI SUGAR LAND, LLC**, is hereby adopted by **EVOX TX SUGAR LAND 12510, LLC**, and incorporated by reference the same as if fully set forth verbatim herein for all purposes, subject only to the above described amendments.

IN TESTIMONY OF WHICH, THIS AMENDMENT shall be effective upon execution of all parties.

"District"
FORT BEND COUNTY DRAINAGE DISTRICT

By: _____
KP George, County Judge

Date: _____

ATTEST:

Laura Richard, County Clerk

"Former Owner/Assignor"
TDC-DRI SUGAR LAND, LLC
SOUTHWEST CC PARTNERS CP, LLC

By: _____
Name: B. Jeff Knowles
Title: Authorized Signatory
Date: Feb 17, 2022

Date: _____

ATTEST:

"New Owner/Assignee"
EVOX TX
SUGAR LAND 12510, LLC a Delaware limited liability company
EVERWEST ADVISORS, LLC a Delaware limited liability company
(CONTROLLING AFFILIATE) Its: Non-Member Manager

By: _____
Name: Paul Andrews
Title: Executive Vice President, COO, CFO
Date: February 16, 2022

Date: 2/16/2022

ATTEST:

Janelle C. Raines

c:\users\rangemic\appdata\local\microsoft\windows\inetcache\content.outlook\dwuwypgn\evox tx asngmnt clean version 2.doc