

CERTIFICATE FOR ORDER

THE STATE OF TEXAS §
 §
COUNTY OF FORT BEND §

We, the undersigned officers of the Commissioners Court of Fort Bend County, Texas, hereby certify as follows:

1. The Commissioners Court of Fort Bend County, Texas, convened at a regular meeting of said Court at the Fort Bend County Courthouse in the City of Richmond, Texas, on the ___ day of May, 2022, and the roll was called of the duly constituted officers and members of said Court, to wit:

KP George	County Judge
Vincent Morales, Jr.	Commissioner, Precinct 1
Grady Prestage	Commissioner, Precinct 2
Andy Meyers	Commissioner, Precinct 3
Ken DeMerchant	Commissioner, Precinct 4

and all of said persons were present, except the following absentee(s): _____, thus constituting a quorum. Whereupon, among other business, the following was transacted at said meeting: a written

ORDER FOR PAYMENT OF A PORTION OF THE COUNTY’S 2020 REFUNDING BONDS FROM TOLL REVENUES; DESIGNATING SUCH PAYMENT AS SUBORDINATE INDEBTEDNESS; PLEDGING REVENUES FOR THE PAYMENT OF THE COUNTY’S OBLIGATIONS THEREUNDER; AND CONTAINING OTHER PROVISIONS RELATING TO THE SUBJECT

was duly introduced for the consideration of the Commissioners Court and read in full. It was then duly moved and seconded that said order be adopted; and, after due discussion, said motion, carrying with it the adoption of said order, prevailed and carried by the following vote:

AYES: All members shown present above voted Aye.
NOES: None.

2. A true, full and correct copy of the aforesaid order adopted at the meeting described in the above and foregoing paragraph is attached to and follows this certificate; that said order has been duly recorded in the Commissioners Court’s minutes of said meeting; that the above and foregoing paragraph is a true, full and correct excerpt from the Commissioners Court’s minutes of said meeting pertaining to the adoption of said order; that the persons named in the above and foregoing paragraph are the duly chosen, qualified and acting officers and members of the

Commissioners Court as indicated therein; that each of the officers and members of the Commissioners Court was duly and sufficiently notified officially and personally, in advance, of the date, hour, place and purpose of the aforesaid meeting, and that said order would be introduced and considered for adoption at said meeting, and each of said officers and members consented, in advance, to the holding of said meeting for such purpose; that said meeting was open to the public as required by law; and that public notice of the date, hour, place and subject of said meeting was given as required by the Texas Open Meetings Act.

SIGNED AND SEALED this ___ day of May, 2022

County Clerk

County Judge

(SEAL)

FORT BEND COUNTY, TEXAS

ORDER FOR PAYMENT OF A PORTION OF THE COUNTY'S 2020 REFUNDING BONDS FROM TOLL REVENUES; DESIGNATING SUCH PAYMENT AS SUBORDINATE INDEBTEDNESS; PLEDGING REVENUES FOR THE PAYMENT OF THE COUNTY'S OBLIGATIONS THEREUNDER; AND CONTAINING OTHER PROVISIONS RELATING TO THE SUBJECT

WHEREAS, there was executed and delivered the Unlimited Tax and Subordinate Lien Toll Road Revenue Bond Trust Indenture, dated as of April 1, 2003 (the "Subordinate Indenture") between Fort Bend County, Texas (the "County"), a body politic and corporate and political subdivision of the State of Texas duly created, organized and existing under the laws of the State of Texas, and WELLS FARGO BANK, N.A., in its capacity as trustee (together with any successor trustee hereunder, the "Trustee"), a national banking association having a corporate trust office located in the City of Dallas, Texas; and

WHEREAS, the Subordinate Indenture provides for the issuance of Bonds of the County from time to time upon the terms and conditions provided in the Subordinate Indenture; and

WHEREAS, the County determined to issue its \$117,310,000 Fort Bend County, Texas General Obligation Refunding Bonds, Taxable Series 2020 (the "2020 Refunding Bonds") for the purpose of refunding certain obligations of the County; and

WHEREAS, a portion of such 2020 Refunding Bonds was issued to refund and refinance a portion of the Fort Bend County, Texas Unlimited Tax and Subordinate Lien Toll Road Revenue Refunding Bonds Series 2012 (the "Prior Revenue Bonds") issued under the Subordinate Indenture, with the remaining portion of the Prior Revenue Bonds having since matured and been paid, leaving no bonds outstanding under the Subordinate Indenture; and

WHEREAS, it is in the best interests of the County to now provide, as security for the 2020 Refunding Bonds, a subordinate lien on and pledge of the Trust Estate as defined in the Senior Lien Toll Road Revenue Bond Trust Indenture, dated May 15, 2012 ("Senior Indenture"), between the County and Trustee, to the extent provided in the Senior Indenture, for that portion of the 2020 Refunding Bonds set forth in **Exhibit A** hereto (the "Allocable Portion"); and

WHEREAS, this order, evidencing such subordinate indebtedness, is adopted pursuant to Section 5.05(7) of the Senior Indenture; and

BE IT RESOLVED BY THE COMMISSIONERS COURT OF FORT BEND COUNTY, TEXAS, THAT:

Section 1. PAYMENT, SUBORDINATE INDEBTEDNESS, TAX LEVY AND PLEDGE OF TRUST ESTATE. The County shall make payment for the Allocable Portion of the 2020 Refunding Bonds ("Obligation"), with such Obligation being "subordinate indebtedness" as

described in Section 5.05(7) of the Senior Indenture. The Obligation is payable from a pledge of the Trust Estate as defined in the Senior Indenture to the extent provided in the Senior Indenture.

Section 2. FURTHER ACTIONS. The County Judge, County Auditor, Commissioners Court, County Clerk, and the other officials of the Commissioners Court are hereby authorized, jointly and severally, to execute and deliver such contracts, endorsements, instruments, certificates, documents or papers necessary and advisable and to take such actions as are necessary to carry out the intent and purposes of this Order.

Section 3. OPEN MEETING. Sufficient writing notice of the date, hour, place and subject of the meeting of the Corporation at which this Order was adopted was posted for the time required by law preceding this meeting and such meeting was open to the public as required by law and at all times during which the Order and the subject matter thereof were discussed, considered and formally acted upon, all as required by the Open Meetings Act, Chapter 551, Texas Government Code, as amended.

Section 4. EFFECTIVE DATE. This Order shall take effect and be in full force and effect upon and after its passage.

[Signatures Follow]

Passed and approved this ___ day of May, 2022.

FORT BEND COUNTY, TEXAS

KP George, County Judge

ATTEST:

Laura Richard
County Clerk and Ex-Officio
Clerk of the Commissioners
Court of Fort Bend County, Texas

(SEAL)

EXHIBIT A

TO

ORDER FOR PAYMENT OF A PORTION OF THE COUNTY'S
2020 REFUNDING BONDS FROM TOLL REVENUES;
DESIGNATING SUCH PAYMENT AS SUBORDINATE
INDEBTEDNESS; PLEDGING REVENUES FOR THE
PAYMENT OF THE COUNTY'S OBLIGATIONS
THEREUNDER; AND CONTAINING OTHER PROVISIONS
RELATING TO THE SUBJECT

ALLOCABLE PORTION

Period Ending	Principal	Coupon	Interest	Debt Service	Annual Debt Service
09/01/2020			671,005.42	671,005.42	671,005.42
03/01/2021	805,000	5.000%	1,632,175.35	2,437,175.35	
09/01/2021			1,612,050.35	1,612,050.35	4,049,225.70
03/01/2022	845,000	5.000%	1,612,050.35	2,457,050.35	
09/01/2022			1,590,925.35	1,590,925.35	4,047,975.70
03/01/2023	6,465,000	5.000%	1,590,925.35	8,055,925.35	
09/01/2023			1,429,300.35	1,429,300.35	9,485,225.70
03/01/2024	6,645,000	5.000%	1,429,300.35	8,074,300.35	
09/01/2024			1,263,175.35	1,263,175.35	9,337,475.70
03/01/2025	6,965,000	5.000%	1,263,175.35	8,228,175.35	
09/01/2025			1,089,050.35	1,089,050.35	9,317,225.70
03/01/2026	7,330,000	5.000%	1,089,050.35	8,419,050.35	
09/01/2026			905,800.35	905,800.35	9,324,850.70
03/01/2027	7,710,000	5.000%	905,800.35	8,615,800.35	
09/01/2027			713,050.35	713,050.35	9,328,850.70
03/01/2028	8,095,000	5.000%	713,050.35	8,808,050.35	
09/01/2028			510,675.35	510,675.35	9,318,725.70
03/01/2029	8,505,000	5.000%	510,675.35	9,015,675.35	
09/01/2029			298,050.35	298,050.35	9,313,725.70
03/01/2030	8,955,000	2.094%	298,050.35	9,253,050.35	
09/01/2030			204,291.50	204,291.50	9,457,341.85
03/01/2031	9,125,000	2.164%	204,291.50	9,329,291.50	
09/01/2031			105,559.00	105,559.00	9,434,850.50
03/01/2032	9,325,000	2.264%	105,559.00	9,430,559.00	
	80,770,000		21,747,038.07	102,517,038.07	102,517,038.07