

STATE OF TEXAS §
 §
COUNTY OF FORT BEND §

FIRST AMENDMENT AND ASSIGNMENT OF TAX ABATEMENT AGREEMENT BETWEEN
FORT BEND COUNTY, AND
SAGE DULLES, LTD.
(TO ASSIGN TO API INVESTMENTS COMPANY LLC)

This FIRST AMENDMENT and Assignment of the Tax Abatement Agreement is made and entered into by and between FORT BEND COUNTY, TEXAS, a body politic, (hereinafter referred to as "County"); acting by and through its Commissioners Court, SAGE DULLES, LTD (hereinafter referred to as "Assignor"); and API INVESTMENTS COMPANY LLC (hereinafter referred to as "Assignee").

RECITALS

WHEREAS, on or about November 3, 2020, County and Assignor entered into a Tax Abatement Agreement which is incorporated by reference; (and hereby referred to as the "Agreement"); and

WHEREAS, the Agreement was executed as authorized by and in accordance with the Property Redevelopment and Tax Abatement Act, Chapter 312, TEXAS PROPERTY TAX CODE, and the current Guidelines and Criteria for Granting Tax Abatements in Reinvestment Zones located in Fort Bend County (hereinafter the "Guidelines and Criteria") and

WHEREAS, the Assignor desires to assign to the Assignee all of the Assignor's rights, title and interests in, to and under the Tax Abatement Agreement; and

WHEREAS, the Assignee desires to assume the duties and obligations of the Assignor under the Tax Abatement Agreement; and

WHEREAS, the Parties now desire to amend certain portions of the Agreement as allowed by Texas Tax Code Section 312.208 and Section VII of the Guidelines and Criteria to reflect the Assignment;

WHEREAS Notice for this Amended Agreement was provided as required by Texas Tax Code Sec. 312.207.

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

1. Any references in the Agreement to "Owner" shall mean and refer to API INVESTMENTS COMPANY LLC- ASSIGNEE as the owner of the real property and improvements subject to the Agreement located in Real Property and Improvements, located within the City of Sugar Land Reinvestment Zone No. 2020-01.

2. The Agreement is amended to the effect that all duties, obligations, and responsibilities imposed upon Owner under the Agreement shall be imposed upon API INVESTMENTS COMPANY LLC-Assignee and all agreements and representations made by Assignor- Sage Dulles Ltd. in the Agreement shall be the agreements and representations of API INVESTMENTS COMPANY LLC- Assignee.
3. The representatives of Assignor and Assignee whose signatures execute this First Amendment and Assignment represent and warrant to Fort Bend County that they have the requisite authority to enter into the Agreement and First Amendment thereof.
4. Any references in the Agreement to the Fort Bend County Tax Assessor Collector shall mean and refer to Fort Bend Economic Opportunity & Development Director. The County's Director of Economic Opportunity & Development shall be included on all correspondence to and/or from County employees and officials relative to this project.
5. The addresses set out in Section 16 of the Agreement for notices is hereby deleted in its entirety and the following addresses are substituted therefore:

To the COUNTY:

Fort Bend Economic Opportunity & Development
Attn: Director (Carlos Guzman)
401 Jackson Street
Richmond, Texas 77469
carlos.guzman@fortbendcountytexas.gov

Copy to: Fort Bend County Judge
401 Jackson
Richmond, Texas 77469

**To: SAGE DULLES, LTD
ASSIGNOR**

CHARLIE F. MEYER, JR.
SAGE DULLES, LTD
1902 WASHINGTON AVENUE, SUITE A
HOUSTON, TX 77007

**To: API INVESTMENTS COMPANY
ASSIGNEE**

CHETAN NEGANDHI
TREASURER
API INVESTMENTS COMPANY, LLC
12682 CARDINAL MEADOW DRIVE
SUGAR LAND, TX 77478

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Reviewed by:

By:

Carlos Guzman

Fort Bend Economic Opportunity & Development Director

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