

THE STATE OF TEXAS §
 §
COUNTY OF FORT BEND §

The Commissioners Court of Fort Bend County, Texas, convened in REGULAR SESSION AT A REGULAR TERM OF SAID COURT, open to the public, on the 8 day of September, 2009, at the County Courthouse, with a quorum of said Court present:

Whereupon, among other business the following was transacted at said meeting: a written order entitled:

ORDER EXERCISING FORT BEND COUNTY'S LOCAL OPTION TO DEVELOP THE GRAND PARKWAY

(the "Order") was duly introduced for the consideration of the Commissioners Court and reviewed in full. It was then duly moved by Comm. Meyers and seconded by Comm. Morrison that the Order be passed; and, after due discussion, the motion, carrying with it the passage of the Order, prevailed and carried by the following vote:

AYES: 5
NOES: 0

The County Judge thereupon announced that the Order has been duly and lawfully adopted. The Order thus adopted follows:

CERTIFICATE FOR ORDER

THE STATE OF TEXAS §
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We, the undersigned officers of the Commissioners Court (the "Court") of Fort Bend County, Texas (the "County"), do hereby certify as follows:

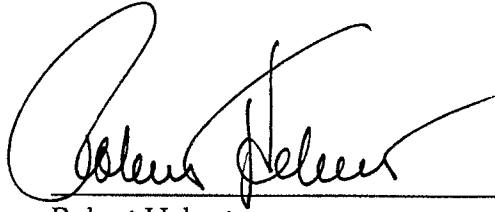
1. That we are the duly chosen, qualified and acting officers of the Court for the offices shown below our signatures and that as such we are familiar with the facts herein certified.
2. That there is attached to and follows this certificate an excerpt of proceedings from the minutes of a meeting of the Court which is a true, full and complete excerpt of all proceedings from the minutes of the Court pertaining to the adoption of the Order described therein; and that the persons named in such excerpt as the officers and members of the Court or as officers of the County are the duly chosen, qualified and acting officers and members as indicated therein.
3. That a true and complete copy of the Order (the "Order"), as adopted at the meeting described in such excerpt from the minutes, is attached to and follows such excerpt.
4. That the Order has been duly and lawfully adopted by the Court and that the County Judge of the County has approved, and hereby approves, the Order; that the County Judge and the County Clerk of the County have duly signed and attested the Order and each, respectively, hereby declares that the signing of this certificate shall also constitute the signing of the Order for all purposes; and that the Order, as signed, has been duly recorded in the minutes of the Court for such meeting.
5. That each of the officers and members of the Court was duly and sufficiently notified officially and personally, in advance, of the date, hour, place and subject of such meeting of the Court, and that the Order would be introduced and considered for passage at such meeting, and each of such officers and members consented, in advance, to the holding of such meeting to consider and act upon such subject.
6. That written notice of the date, hour, place and subject of the meeting of the Court described in the excerpt from the minutes was posted on a bulletin board located at a place convenient to the public in the County Courthouse of the County; and that such meeting was open to the public as required by law 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 Governmental Code, as amended.

SIGNED AND SEALED the 8 day of September, 2009.

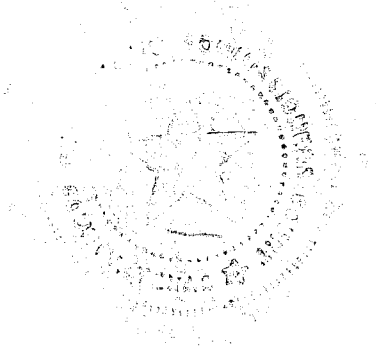


Dianne Wilson
County Clerk



Robert Hebert
County Judge

(COMM. CT. SEAL)



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ORDER EXERCISING FORT BEND COUNTY'S LOCAL OPTION TO
DEVELOP THE GRAND PARKWAY

RECITALS

WHEREAS, Senate Bill 792 (Acts 2007, 80th Legislature, Regular Session) (the "Act") provides that local toll project entities such as Fort Bend County are the entity with primary responsibility for the financing, construction, and operation of a toll project within its boundaries.

WHEREAS, the Act provides that Fort Bend County has the first option to develop Grand Parkway (a/k/a State Highway 99); and

WHEREAS, the Texas Department of Transportation and the County have complied with the conditions in the Act related to the terms and conditions, and market valuation of the Grand Parkway; and

WHEREAS, the Commissioners Court of Fort Bend County, Texas has determined that it is in the best interests of the County to exercise its option to develop the Grand Parkway;

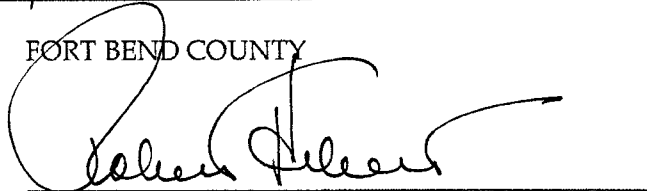
NOW, THEREFORE, IT IS ORDERED BY THE COMMISSIONERS COURT OF FORT BEND COUNTY, TEXAS THAT:

Section 1. Pursuant to the Act, Fort Bend County hereby exercises its local option to develop the Grand Parkway.

Section 2. A copy of the Order shall be recorded in the minutes of this Court and shall be delivered to the Department of Transportation.

ADOPTED this 8 day of September, 2009.

FORT BEND COUNTY



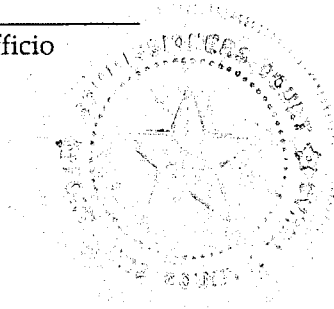
Robert Hebert, County Judge

ATTEST:



Dianne Wilson, County Clerk and Ex-Officio
Clerk of the Commissioners Court of
Fort Bend County, Texas

(SEAL)



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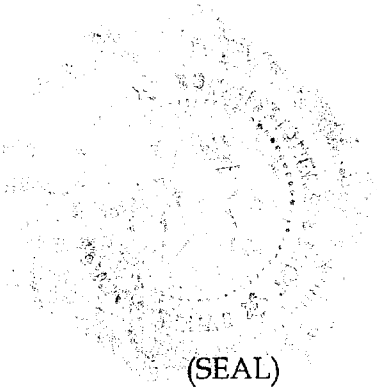
I, the undersigned, County Clerk and Ex-Officio Clerk of the Commissioners Court of Fort Bend County, Texas, do hereby certify that the above and foregoing is a true and correct copy of a Order of the Commissioners Court which was passed and adopted on the 8 day of September, 2009, together with a copy of so much of the minutes as show the canvassing of the Court, the names of the members present and absent and the passage and adoption of such Order, all as same appears of record in the minutes of said Court and on file in my office.

WITNESS MY HAND AND THE SEAL OF THE COMMISSIONERS COURT OF FORT BEND COUNTY, TEXAS, this 8 day of September, 2009.

DIANNE WILSON
County Clerk and Ex-Officio Clerk of the
Commissioners Court of Fort Bend County,
Texas

Dianne Wilson

By: _____



(SEAL)