

STATE OF TEXAS           §  
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 COUNTY OF FORT BEND   §

**SECOND AMENDMENT TO MASTER AGREEMENT  
 FORT BEND COUNTY & FORT BEND COUNTY FAIR ASSOCIATION**

THIS SECOND AMENDMENT to the Master Agreement is made and entered into by and between Fort Bend County, Texas, a body corporate and politic under the laws of the State of Texas, acting herein by and through its Commissioners Court, hereinafter "County," and the Fort Bend County Fair Association, hereinafter referred to as "Association," authorized to conduct business in the State of Texas.

**RECITALS**

WHEREAS, County and Association entered a Master Agreement for the oversight and conduct of exhibits, use and operation of buildings and improvements of the Fort Bend County Fairgrounds dated August 31, 2004, collectively, the "Agreement," and a First Amendment on October 6, 2009, extending the Agreement until January 31, 2010, attached hereto as Exhibit A & B, incorporated by reference as if set forth herein verbatim for all purposes. County and Association desire to amend said Agreement.

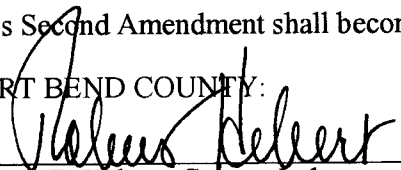
NOW, THEREFORE, in consideration of the foregoing, the Agreement between County and Association is hereby amended as follows:

- A. The Agreement is hereby extended until February 28, 2010.
- B. Except as modified herein, the Agreement and First Amendment remain in full force and effect and has not been modified or amended.
- C. If there is a conflict between this Second Amendment and the Agreement and First Amendment, the provisions of this Second Amendment shall prevail.

**EXECUTION**


This Second Amendment shall become effective upon execution of County.

FORT BEND COUNTY:

  
 Robert E. Hebert, County Judge

2-2-10  
 Date

Attest:

  
 Dianne Wilson, County Clerk

ASSOCIATION: FORT BEND COUNTY FAIR ASSOCIATION

  
 Bill Dostal

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 Date

MER:I:Agreements/Fair Association Mater Ag.2nd Extension.1108(01282010)