

FIRST AMENDMENT TO ADVANCE REIMBURSEMENT AGREEMENT

This FIRST AMENDMENT TO ADVANCE REIMBURSEMENT AGREEMENT (the "Amendment") is made and entered into as of the 26 day of June, 2012, by and between **FORT BEND COUNTY, TEXAS**, a corporate body politic (the "County") and **FORT BEND GRAND PARKWAY TOLL ROAD AUTHORITY** (the "GPTRA"), an instrumentality of the State of Texas under Subchapter D of the Texas Transportation Corporation Act, TEX. TRANSP. CODE ANN. §431 et seq., and the Texas Non-Profit Corporation Act, TEX CIV. STATE. Art 1396-1.01 et seq., as amended (collectively, the "Parties").

RECITALS:

A. The Parties previously entered into the Advance Reimbursement Agreement, dated June 8, 2010 (the "Agreement").

B. Pursuant to the Agreement, the County agreed to advance funds to or on behalf of GPTRA from the Fort Bend County Toll Road Revenue Fund in an amount not to exceed \$2,000,000.00.

C. GPTRA has determined that additional funds are needed in order develop Segment D of the Grand Parkway.

D. The Parties desire to increase the funds permitted to be advanced to GPTRA under the terms of the Agreement.

NOW, THEREFORE, in consideration of the foregoing and of the mutual covenants and agreements herein contained, and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Parties do hereby agree as follows:


1. The amount reference in Section 2 of the Agreement shall be increased from \$2,000,000.00 to \$3,000,000.00.

2. Except as specifically amended in this Amendment, the Agreement shall remain in full force and effect in accordance with its original terms and conditions.


[Remainder of page intentionally left blank.]

IN WITNESS WHEREOF, the Parties have duly executed this Amendment pursuant to all requisite authorizations as of the date first above written.

FORT BEND COUNTY, TEXAS

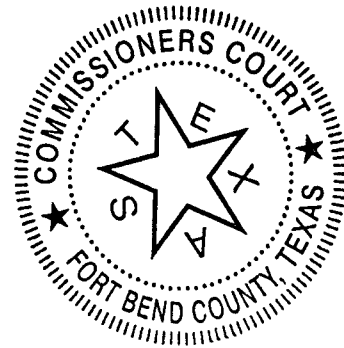
By: 
Robert Hebert
County Judge

ATTEST:

By: 
Dianne Wilson
County Clerk


APPROVED AS TO FORM:


County Attorney



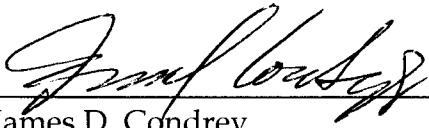
Auditor's Certificate

I hereby certify that funds in the Fort Bend County Toll Road Revenue Fund are available in the amount of \$3,000,000 to pay the obligations of Fort Bend County under and within the foregoing Amendment.


By: 

Robert Ed Sturdivant
County Auditor
Fort Bend County, Texas

**FORT BEND GRAND PARKWAY
TOLL ROAD AUTHORITY**

By: 
James D. Condrey
Chairman

ATTEST:

By: 

Name: Charles Rencher

Title: Secretary, Board of Directors