

AGREEMENT TO EXTEND THE DEPOSITORY/MANAGING
CONTRACT BETWEEN FORT BEND COUNTY, TEXAS
AND PROSPERITY BANK, SUGAR LAND, TEXAS

WHEREAS, the County of Fort Bend, Texas entered into a Depository/Managing Contract (the "Contract") with Prosperity Bank, Sugar Land, Texas on October 1, 2008; and

WHEREAS, the term of the Contract expires on September 30, 2012; and

WHEREAS, the terms of the Contract permit the parties to extend, by written agreement, the Contract up to one (1) additional term with the term not to exceed two (2) years; and

WHEREAS, the Contract provides that the original terms and conditions will apply to any extension; and


WHEREAS, the County of Fort Bend, Texas and Prosperity Bank, Sugar Land, Texas, desire to extend the Contract for one (1) additional term to expire on September 30, 2014;

NOW THEREFORE, for and in consideration of the recitations above and the covenants expressed herein below, the parties agree to the following;

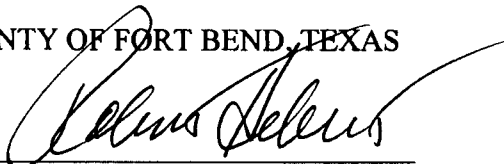
1. Prosperity Bank, Depository, located at 14060 Southwest Freeway, Sugar Land, Texas 77478, and the County of Fort Bend, Texas agree to extend the Contract for an additional two (2) year term from October 1, 2012 to September 30, 2014 (the "two (2) year extension).
2. The parties agree that the original terms and conditions of the Contract will apply to the two (2) year extension.
3. The parties agree that the rate(s) set under Exhibit A (attached) will apply to the two (2) year extension.

EXECUTED this the 4 day of September, 2012.

PROSPERITY BANK
SUGAR LAND, TEXAS


John Rebeles, Jr., President
Sugar Land Banking Center

COUNTY OF FORT BEND, TEXAS

BY: 
Robert Hebert, County Judge

Date: September 4, 2012

ATTEST:



Dianne Wilson, Fort Bend County Clerk

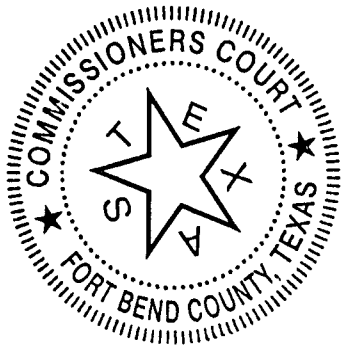


EXHIBIT A

Interest Bearing Checking/Operating Accounts;

Variable* Interest Margin: + .29 points. Rate to change on the first working day of each month and will be valid for the entire month.

*Variable Rate = 91 day US T-bill Investment Rate (as determined by the latest T-Bill Auction at the end of each month) .29 +/- Margin (Based on basis points). Demand deposit account #1102268993 aka FBC General Operating Account is guaranteed an interest rate floor of .75%. Bank guarantees an interest floor rate of .25% on all other County interest bearing demand deposits.

Interest Bearing MMA/Investments Accounts**

Prosperity Bank agrees to pay the Tex-pool rate on recognized Depositor MMA/Investment accounts. The rate is to change on the first working day of each month and will be valid for the entire month.

**These accounts are defined as those permitted and/or authorized to make no more than six transfers and withdrawals, or a combination of such transfers and deposits, per calendar month or statement cycle (or similar period) of at least four weeks, to another account (including a transaction/operating account) of the Depositor at the same institution or to a third party by means of a preauthorized or automatic transfer, or telephonic (including data transmission) agreement, order, or instruction, and no more than three of the six such transfers may be made by check, draft or similar order made by the Depositor and payable to third parties.