

STATE OF TEXAS §
 §
 COUNTY OF FORT BEND §

**TERMINATION OF FIRST AMENDMENT TO TAX ABATEMENT
 AGREEMENT BETWEEN FORT BEND COUNTY AND CLB, INC.,
 REINSTATEMENT OF ORIGINAL AGREEMENT**

On November 22, 2011, a First Amendment to the Tax Abatement Agreement was made and entered into by and between **FORT BEND COUNTY, TEXAS, CLB, INC.**, as "Owner," and **CLB BUFFALO RUN, LLC**, as "Assignee."


Assignee now desires to terminate the First Amendment to allow the Original Agreement between Fort Bend County and Owner dated September 6, 2011 to be reinstated, as provided in Exhibit A.

NOW THEREFORE, for and in consideration of the mutual benefits to be derived by the parties hereto, County hereby terminates the First Amendment between County, Owner and Assignee. The original tax abatement agreement between Fort Bend County and CLB, Inc. is hereby reinstated in its entirety.

The tax abatement shall apply for the tax years as stated in the original Agreement and this reinstatement does not purport to extend the tax abatement to tax years beyond tax year 2022, as stated in the original agreement.

APPROVED:

FORT BEND COUNTY


 Robert E. Hebert, County Judge

11-26-2013
 Date

Attest:


 Dianne Wilson, County Clerk

MER:CLB, Inc.3195-138.Term.Amendment.2013

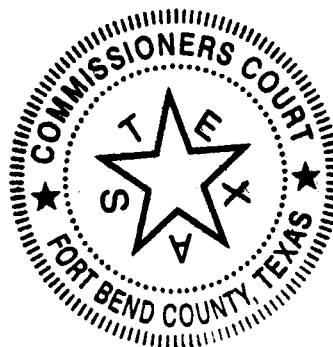
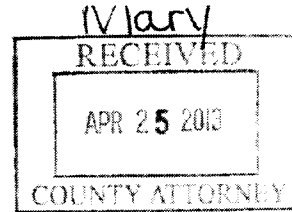


Exhibit A

CLB BUFFALO RUN, LLC

POST OFFICE BOX 848
STAFFORD, TEXAS 77497-0848
281.240.3586



April 23, 2013

**BY CERTIFIED MAIL
RETURN RECEIPT REQUESTED**

Fort Bend County Drainage District
301 Jackson, Suite 719
Richmond, Texas 77469-3108

RE: Assignment of First Amendment to Tax Abatement Agreement

Dear Madam or Sir:

Fort Bend County Drainage District, Texas (the "District") and CLB Buffalo Run, LLC are parties to that certain First Amendment to Tax Abatement Agreement last dated November 22, 2011, a copy of which is enclosed. Pursuant to Paragraph 9 of the Tax Abatement Agreement, CLB Buffalo Run LLC desires to assign its rights and responsibilities under the Agreement to CLB Inc. No default exists under the Agreement, and CLB Buffalo Run, LLC is not delinquent in the payment of taxes owed to the District.

CLB Buffalo Run, LLC and CLB Inc. are not affiliated entities, though C. Len Benckenstein is the president of CLB, Inc. and the sole member of CLB Buffalo Run, LLC.

Please prepare the appropriate assignment documents for the Agreement for our review. Thank you for your consideration in this matter.

Sincerely,

Pamela Daniel
Corporate Secretary

cc: Fort Bend County Attorney
301 Jackson, Suite 728
Richmond, Texas 77469

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