

STATE OF TEXAS                   §  
   §  
 COUNTY OF FORT BEND         §

**SECOND AMENDMENT TO  
 TAX ABATEMENT AGREEMENT BY AND BETWEEN  
 FORT BEND COUNTY DRAINAGE COUNTY AND DSK HOLDINGS, LLC**

This SECOND AMENDMENT of the Tax Abatement Agreement is made and entered into by and **FORT BEND COUNTY, TEXAS DRAINAGE COUNTY**, hereinafter referred to as "County," acting by and through its Commissioners' Court, **DSK HOLDINGS, LLC**, a Texas limited liability company, hereinafter referred to as "Owner" of the Real Property and Improvements located within the City of Stafford Reinvestment Zone No. 24 and DSK Acquisition, LLC, a Texas limited liability company (hereinafter referred to as "Assignee.")

**RECITALS**

**WHEREAS**, on or about August 11, 2015, the Parties entered into a Tax Abatement Agreement, which was amended on or about October 25, 2016, both of which are hereby incorporated by reference;

**WHEREAS**, the Parties now desire to amend a certain portion of the Agreement as documented in Exhibit A; and

**WHEREAS**, Owner desires to transfer its interest as Owner of the real property and improvements subject to the Agreement and assign all of its rights, interest and obligations as Owner of the real property under the Agreement to Assignee.

**WHEREAS**, the Parties desire to amend a certain portion of the Agreement; and

**WHEREAS**, Owner desires to transfer its interest as Owner of the real property and improvements subject to the Agreement and assign all of its rights, interest and obligations as Owner of the real property under the Agreement to Assignee.

**WHEREAS**, the parties desire to amend said Agreement as hereinafter set forth for the purposes described in this preamble;

**NOW THEREFORE**, for and in consideration of the mutual benefits to be derived by the parties hereto, County, Owner and Assignee agree as follows:


Pursuant to and in accordance with the Property Redevelopment and Tax Abatement Act, Chapter 312, TEXAS PROPERTY TAX CODE, and the Guidelines and Criteria for Granting Tax Abatements in Reinvestment Zones located in Fort Bend County, Texas, the Agreement is hereby amended as follows:

1. Any references in the Agreement to "Owner" shall mean and refer to DSK Acquisition, LLC. as the owner of the real property and improvements subject to the Agreement located in City of Stafford Reinvestment Zone No. 24.

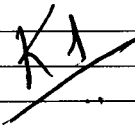
2. The Agreement is amended to the effect that all duties, obligations, and responsibilities imposed upon Owner under the Agreement shall be imposed upon DSK Acquisition, LLC. and all agreements and representations made by Owner in the Agreement shall be the agreements and representations of DSK Acquisition, LLC.
3. The representatives of Owner and Owner-Assignee whose signatures execute this First Amendment represent and warrant to County that they have the requisite authority to enter into the Agreement and First Amendment thereof.
4. The addresses set out in Section 16 of the Agreement for notices is hereby deleted in its entirety and the following addresses are substituted therefore:

To the **Tax Assessor/Collector**:      The Honorable Patsy Schultz  
Fort Bend County Tax Assessor-Collector  
1317 Eugene Heimann Circle  
Richmond, Texas 77406

To **Owner**      DSK Holdings, LLC.

 KAWAL DEREZ - CEO  
13843 STAFFORD ROAD  
STAFFORD, TX 77477

To **Assignee**:      DSK Acquisition, LLC.

 KAWAL DEREZ - CEO  
13843 STAFFORD ROAD  
STAFFORD, TX 77477

To **County**:      Fort Bend County Judge  
401 Jackson  
Richmond, Texas 77469

5. **DSK ACQUISITION, LLC. SHALL BE RESPONSIBLE FOR NOTIFYING THE COUNTY OF THE ABATEMENT, INCLUDING FILING WITH THE COUNTY ANY APPLICATION OR OTHER FORMS NECESSARY TO QUALIFY FOR OR RECEIVE THE ABATEMENT GRANTED.**
6. Except as modified herein, the above referenced Agreement remains in full force and effect and has not been modified or amended.
7. The tax abatement shall apply for the tax years as stated in the Agreement. This amendment does not purport to extend the tax abatement to tax years beyond that which was stated in the original agreement.
8. All future amendments, if any, of the Agreement shall require written consent of the County.
9. The original Tax Abatement Agreement executed by and between Fort Bend County Drainage County and DSK Acquisition LLC on August 11, 2015 and amended on October 25, 2016, is hereby adopted and incorporated by reference the same as if

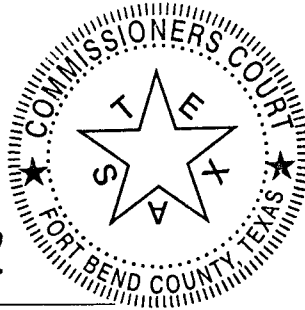
fully set forth verbatim herein for all purposes, subject only to the above described amendments.

IN TESTIMONY OF WHICH, THIS AMENDMENT shall be effective upon execution of all parties.

ATTEST:

*Laura Richard*

Laura Richard, County Clerk



"County"

**FORT BEND COUNTY  
DRAINAGE COUNTY**

By: *Robert E. Hebert*

Robert E. Hebert, County Judge

Date: 7-24-2018

"Owner"

**DSK Holdings LLC**

By: *K1*

Name: KAWAL OREROI

Title: CEO

Date: 7/16/18

"Assignee"

**DSK Acquisition, LLC.**

By: *K1*

Name: KAWAL OREROI

Title: CEO

Date: 7/16/18

Attachments: Exhibit A – REQUEST FOR ASSIGNMENT

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*DSK HOLDING LLC  
13843 Stafford Road  
Stafford Texas 77477*

May 29, 2018

Fort Bend County Commissioners Court  
Attn: County Judge Robert Hebert  
401 Jackson  
Richmond, TX 77469  
Via CMRRR

RE: Request for Assignment of Abatement

Dear District,

Fort Bend County and DSK Holdings LLC are parties to TAX ABATEMENT AGREEMENT BETWEEN FORT BEND COUNTY AND DSK HOLDINGS, LLC dated AUGUST 11 2015, a copy of which is enclosed. Pursuant to Paragraph 9.A. of the Agreement, DSK HOLDINGS, LLC desires to assign its rights and responsibilities under the Agreement to DSK ACQUISITION, LLC. No default exists under the Agreement and DSK HOLDINGS, LLC is not delinquent in the payment of any taxes owed to the District for any property owed in Fort Bend County.

Please prepare the appropriate assignment documents for the Agreement for our review.

Below is the current contact information for both companies:

DSK HOLDINGS, LLC:  
13843 STAFFORD ROAD, STAFFORD, TX 77478  
KAWAL OBEROI, 713-988-2900 Ext. 1001, Kawal@dishaka.com

DSK ACQUISITION, LLC:  
13843 STAFFORD ROAD, STAFFORD, TX 77478  
KAWAL OBEROI, 713-988-2900 Ext. 1001, Kawal@dishaka.com

Thank for your consideration in this matter.

A handwritten signature in black ink, appearing to be 'Kawal Obéroi', written over a horizontal line.

Kawal Obéroi  
President and CEO

CC: Fort Bend County Attorney's Office  
Attn: Tax Abatements  
401 Jackson, 3rd Floor  
Richmond, TX 77469

# CERTIFICATE OF INTERESTED PARTIES

FORM 1295

1 of 1

Complete Nos. 1 - 4 and 6 if there are interested parties.  
Complete Nos. 1, 2, 3, 5, and 6 if there are no interested parties.

## OFFICE USE ONLY CERTIFICATION OF FILING

Certificate Number:  
2018-378147

Date Filed:  
07/11/2018

Date Acknowledged:

**1 Name of business entity filing form, and the city, state and country of the business entity's place of business.**

DSK Acquisition LLC  
Stafford, TX United States

**2 Name of governmental entity or state agency that is a party to the contract for which the form is being filed.**

Fort Bend Drainage District

**3 Provide the identification number used by the governmental entity or state agency to track or identify the contract, and provide a description of the services, goods, or other property to be provided under the contract.**

Assignment of Tax Abatement  
for DSK Holdings LLC Commercial Real Estate Rental

4	Name of Interested Party	City, State, Country (place of business)	Nature of interest (check applicable)	
			Controlling	Intermediary
	KO Enterprises Inc.	Stafford , TX United States	X	
	DO Enterprises Inc	Stafford, TX United States	X	
	HO Enterprises Inc	Stafford, TX United States	X	
	SO Enterprises Inc.	Stafford, TX United States	X	

5 Check only if there is NO Interested Party.

☐

### 6 UNSWORN DECLARATION

My name is \_\_\_\_\_, and my date of birth is \_\_\_\_\_.

My address is \_\_\_\_\_, \_\_\_\_\_, \_\_\_\_\_, \_\_\_\_\_, \_\_\_\_\_.  
(street) (city) (state) (zip code) (country)

I declare under penalty of perjury that the foregoing is true and correct.

Executed in \_\_\_\_\_ County, State of \_\_\_\_\_, on the \_\_\_\_\_ day of \_\_\_\_\_, 20\_\_\_\_.  
(month) (year)

\_\_\_\_\_  
Signature of authorized agent of contracting business entity  
(Declarant)

**CERTIFICATE OF INTERESTED PARTIES****FORM 1295**

1 of 1

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Complete Nos. 1, 2, 3, 5, and 6 if there are no interested parties.

**OFFICE USE ONLY  
CERTIFICATION OF FILING****1 Name of business entity filing form, and the city, state and country of the business entity's place of business.**

DSK Acquisition LLC  
Stafford, TX United States

**Certificate Number:**  
2018-378147

**Date Filed:**  
07/11/2018

**2 Name of governmental entity or state agency that is a party to the contract for which the form is being filed.**

Fort Bend Drainage District

**Date Acknowledged:**  
07/24/2018

**3 Provide the identification number used by the governmental entity or state agency to track or identify the contract, and provide a description of the services, goods, or other property to be provided under the contract.**

Assignment of Tax Abatement  
for DSK Holdings LLC Commercial Real Estate Rental

4	Name of Interested Party	City, State, Country (place of business)	Nature of interest (check applicable)	
			Controlling	Intermediary
	KO Enterprises Inc.	Stafford , TX United States	X	
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	HO Enterprises Inc	Stafford, TX United States	X	
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**5 Check only if there is NO Interested Party.**

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(month) (year)

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Signature of authorized agent of contracting business entity  
(Declarant)