

**PROCEEDS DISBURSEMENT AUTHORIZATION**

JPMORGAN CHASE BANK, NA  
1111 Polaris Parkway, Suite A3 (OH1-1085)  
Columbus, OH 43240

Date: October 31, 2017

Re: Disbursement of Proceeds in Connection with the \$4,952,549 Fort Bend County, Texas Tax and Revenue Certificates of Obligation, Taxable Series 2017B (QECB) (the "Certificates")


Reference is made to the Order approving the Fort Bend County, Texas Tax and Revenue Certificates of Obligation, Taxable Series 2017B (QECB) in the principal amount of \$4,952,549.

The undersigned, authorized representative, of Fort Bend County, Texas (the "County") hereby instructs JPMorgan Chase Bank, NA and authorizes JPMorgan Chase Bank, NA (the "Bank") to disburse \$4,952,549 to Fort Bend County, Texas for use of such proceeds for purposes of (a) making a deposit into a County-held project fund (\$4,901,691) in accordance with the wiring instructions identified in *Exhibit A* hereto, in order to pay, or to provide reimbursement for, the costs of the qualified energy conservation project and (b) paying costs of issuance (\$50,858).

By signing below, the County authorizes the Bank to issue checks or direct fund transfers to the payees, in the amounts, and per the instructions (if applicable) set forth above. The County also acknowledges that it may be responsible for paying other fees directly to third parties, such as the County's counsel, and making other disbursements in connection with the issuance of the Certificates per the terms of the financing documents. The Bank may rely and act on the instructions set forth herein and shall not be responsible for the use or application of the funds, and the County shall assume the risk of loss for any and all losses, costs, expenses, fees, claims, damages, liabilities, and causes of action in any way relating to or arising from acting in accordance therewith.

IN WITNESS WHEREOF, the County has caused this Proceeds Disbursement Authorization to be executed as of the day and year first above written.

**FORT BEND COUNTY, TEXAS**  
(the "County")

By:   
\_\_\_\_\_  
Robert E. Sturdivant

Title: Fort Bend County Auditor

**EXHIBIT A**

**DISBURSEMENT INSTRUCTIONS**

PAYEE:		
Amount to be Transferred		\$4,952,549.00
Wire Transfer	Bank:	Prosperity Bank
	ABA No.:	[REDACTED]
	Account No.:	[REDACTED]
	Account Name:	Fort Bend County Treasurer's Account
	Reference:	Fort Bend Co, 2017B CO's
Check	Payee	
	Address	
	City State Zip	
	Phone:	
Credit Account	Account Name	
	Account Number	