

MEMORANDUM OF GROUND LEASE AGREEMENT

This Memorandum of Ground Lease Agreement made the 23rd day of June, 2021, by and between **FORT BEND COUNTY, TEXAS** (together with its successors and assigns (the "*County*" or the "*Ground Lessor*"), and **CFC - EPICENTER PROPERTIES, LLC** (together with its successors and assigns, (the "*Ground Lessee*") a nonprofit limited liability company duly organized and validly existing under the laws of the State of Arizona.

WITNESSETH:

That for and in consideration of the sum of Ten and No/100 Dollar (\$10.00), and other good and valuable consideration, the receipt of which is hereby mutually acknowledged, and in consideration of the executed original Ground Lease Agreement which is in the possession of each of the parties hereto, Ground Lessor hereby leases to Ground Lessee and Ground Lessee hereby leases from Ground Lessor that certain real property situated in the City of Rosenberg, Fort Bend County, Texas, and legally described by metes and bounds on Exhibit "A" attached hereto (the "Leased Premises"), together with any and all improvements, fixtures, personal property and equipment now or hereafter situated thereon, and any and all appurtenances, easements and privileges pertaining thereto;

The period of time commencing upon the Commencement Date and expiring on March 6, 2050, is herein referred to as the "Term", unless otherwise extended or sooner terminated in accordance with the provisions hereof or by operations of law or extended by agreement of the Ground Lessor and the Ground Lessee to a date on which the Bonds and all obligations under the Facilities Leasehold Mortgage have been full repaid.

Reference is hereby made to the Ground Lease Agreement for complete statement of the rights and obligations of the Ground Lessor and Ground Lessee, respectively.

[Signature Page to Follow]

IN WITNESS WHEREOF, the parties hereto have executed this Memorandum of Ground Lease Agreement as of the date and year first written above.

GROUND LESSEE:

CFC-EPICENTER PROPERTIES, LLC

By: _____

Name: _____

Title: _____

STATE OF _____ §

COUNTY OF _____ §

This instrument was acknowledged before me on the _____ day of _____ 2021,
by _____, the _____ of CFC-Epicenter Properties, LLC,
on behalf of said limited liability company.

Notary Public, State of _____

AFTER RECORDING, PLEASE RETURN TO:


Jean Matzeder

Hardwick Law Firm LLC

IN WITNESS WHEREOF, the parties hereto have executed this Memorandum of Ground Lease Agreement as of the date and year first written above.

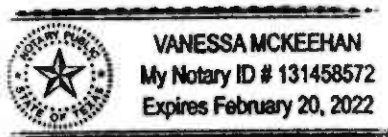
GROUND LESSOR:


FORT BEND COUNTY, TEXAS

By: 
KP George, County Judge

STATE OF TEXAS §
 §
COUNTY OF FORT BEND §

This instrument was acknowledged before me on the 3 day of June, 2021, by KP George, the County Judge of Fort Bend County, Texas, on behalf of said county.




Notary Public, State of Texas

AFTER RECORDING, PLEASE RETURN TO:
Jean Matzeder
Hardwick Law Firm LLC
1700 Resaca Blvd.
Austin, Texas 78738

EXHIBIT A

Legal Description of the Land

TRACT 1:

Being a tract or parcel containing 45.00 acres (1,960,373 square feet) of land situated in the I. & G. N. Railroad Company Survey, Abstract Number 358 and the K. Hillyer Survey, Abstract Number 749, Fort Bend County, Texas; being out of and a portion of the remainder of that certain called 95.5 acre tract conveyed to Mary Francis Gubbels Koehl, et al, by deeds recorded in Volume 2002, Page 1972 and Volume 2002, Page 1978 of the Fort Bend County Deed Records (F.B.C.D.R.), Fort Bend County, Texas; said 45.00 acre tract being more particularly described as follows (bearings are referenced to the Texas Coordinate System, South Central Zone, (NAD 83);

BEGINNING at a cut "X" in concrete set marking the intersection of the west right-of-way (R.O.W.) line of North Fairgrounds Road (60-foot wide R.O.W.) as recorded in Volume 522, Page 87 F.B.C.D.R. with the south R.O.W. line of U.S. Highway 59 (Southwest Freeway) (Width Varies), being the southeast corner of a called 3.048 acre R.O.W. dedication recorded at Fort Bend County Clerk's File (F.B.C.C.F.) Number 2015029761, said cut "X" marking the northeast corner of the herein described tract;

THENCE, South 02°36'07" East, along the west R.O.W. line of said North Fairgrounds Road, a distance of 1,142.45 feet to a cut "X" in concrete set marking the northeast corner of that certain called 20.00 acre tract conveyed to the City of Rosenberg recorded in Volume 523, Page 585 F.B.C.D.R. and marking the southeast corner of the herein described tract;

THENCE, South 87°25'54" East, along the north line of said 20.00 acre tract, at a distance of 45.00 feet passing a found 1/2-inch iron pipe, at a distance of 1,409.49 feet passing a found 1-inch iron pipe, continuing in all, a distance of 1,145.87 feet to a 5/8-inch iron rod with plastic cap stamped "Terra Surveying" set in the northeasterly line of that certain called 159.309 acre tract recorded under F.B.C.C.F. Number 9877354 and in the southwesterly line of the remainder of said called 95.5 acre tract, said iron rod marking the most southerly southwest corner of the herein described tract;

THENCE, North 50°48'51" West, along the northeasterly line of said called 159.309 acre tract and along the southwesterly line of the remainder of said called 95.5 acre tract, parallel with and 140.00 feet northeasterly of the northeasterly line of Cottonwood Sec. 1 Final Plat and Cottonwood Sec. 2 Final Plat as recorded at Plat Numbers 20040170 and 20050236 respectively of the Fort Bend County Plat Records, a distance of 552.99 feet to a 5/8-inch iron rod with plastic cap stamped "Terra Surveying" set marking the southeast corner of that certain called 1.918 acre tract, Easement Grant and Dedication for Bamore Road as recorded under F.B.C.C.F.

Number 2004099537, said iron rod marking the most westerly southwest corner of the herein described tract;

THENCE, along the easterly lines of said Bamore Road, as follows;

Northerly, a distance of 525.82 feet along the arc of a curve to the left, having a radius of 450.00 feet, a central angle of 66°56'58" and a chord which bears North 05°42'40" East, 496.41 feet to a 5/8-inch iron rod with plastic cap stamped "Terra Surveying" set marking the end of said curve;

North 27°45'49" West, a distance of 189.43 feet to a 5/8-inch iron rod with plastic cap stamped "Terra Surveying" set marking the beginning of a curve to the right;

Northerly, a distance of 108.58 feet along the arc of said curve to the right, having a radius of 350.00 feet, a central angle of 17°46'27" and a chord which bears North 18°52'36" West, 108.14 feet to a 5/8-inch iron rod with plastic cap stamped "Terra Surveying" set in the aforesaid south R.O.W. line of U.S. Highway 59 (Southwest Freeway) (Width Varies) and being in the south line of said called 3.048 acre R.O.W. dedication, said iron rod marking the northwest corner of the herein described tract;

THENCE, North 87°11'37" East, along the south R.O.W. line of U.S. Highway 59 (Southwest Freeway), a distance of 1,867.28 feet to the POINT OF BEGINNING and containing 45.00 acres (1,960,373 square feet) of land. This description is based on the Alta/Nsps Land Title Survey and plat made by Terra Surveying Company, Inc. dated August 27, 2021, Project Number 20-1142.

TRACT II:

Being a tract or parcel containing 6.75 acres (294,201 square feet) of land situated in the I. & G. N. Railroad Company Survey, Abstract Number 358 and the K. Hillyer Survey, Abstract Number 749, Fort Bend County, Texas; being out of and a portion of the remainder of that certain called 95.5 acre tract conveyed to Mary Francis Gubbels Koehl, et al, by deeds recorded in

Volume 2002, Page 1972 and Volume 2002, Page 1978 of the Fort Bend County Deed Records (F.B.C.D.R.), Fort Bend County, Texas; said 6.75 acre tract being more particularly described as follows (bearings are referenced to the Texas Coordinate System, South Central Zone, (NAD 83);

COMMENCING at a cut "X" in concrete set marking the intersection of the west right-of-way (R.O.W.) line of North Fairgrounds Road (60-foot wide R.O.W.) as recorded in Volume 522, Page 87 F.B.C.D.R. with the south R.O.W. line of U.S. Highway 59 (Southwest Freeway) (Width Varies), being the southeast corner of a called 3.048 acre R.O.W. dedication recorded at Fort Bend County Clerk's File (F.B.C.C.F.) Number 2015029761;

THENCE, South 87°11'37" West, along the south R.O.W. line of U.S. Highway 59 (Southwest Freeway) and the south line of said called 3.048 acre R.O.W. dedication, at a distance of

1,867.28 feet passing a 5/8-inch iron rod with plastic cap stamped "Terra Surveying" set marking the intersection of said south R.O.W. line U.S. Highway 59 with the east line of that certain Easement Grant and Dedication for Bamore Road, a called 1.918 acre tract as recorded under F.B.C.C.F. Number 2004099537, continuing along said south R.O.W. line of U.S. Highway 59, in all, a distance of 1,967.89 feet to a 5/8-inch iron rod with plastic cap stamped "Terra Surveying" set marking the intersection of said south R.O.W. line U.S. Highway 59 with the west line of said Easement Grant and Dedication for Bamore Road, said iron rod marking the northeast corner of the herein described tract;

THENCE, along the westerly lines of said Bamore Road, as follows;

Southerly, a distance of 152.18 feet along the arc of a curve to the left, having a radius of 450.00 feet, a central angle of 19°22'35" and a chord which bears South 18°04'32" East, 151.46 feet to a 5/8-inch iron rod with plastic cap stamped "Terra Surveying" set marking the end of said curve;

South 27°45'49" East, a distance of 189.43 feet to a 5/8-inch iron rod with plastic cap stamped "Terra Surveying" set marking the beginning of a curve to the right;

Southerly, a distance of 408.97 feet along the arc of said curve to the right, having a radius of 350.00 feet, a central angle of 66°56'58" and a chord which bears South 05°42'40" West, 386.10 feet to a 5/8-inch iron rod with plastic cap stamped "Terra Surveying" set in the northeasterly line of that certain called 159.309 acre tract recorded under F.B.C.C.F. Number 9877354 and in the southwesterly line of the remainder of said called 95.5 acre tract, said iron rod marking the southwesterly corner of the aforesaid called 1.918 acre tract, Easement Grant and Dedication for Bamore Road and marking the southeasterly corner of the herein described tract;

THENCE, North 50°48'51" West, along the northeasterly line of said called 159.309 acre tract and along the southwesterly line of the remainder of said called 95.5 acre tract, parallel with and 140.00 feet northeasterly of the northeasterly line of Cottonwood Sec. 1 Final Plat as recorded at Plat Number 20040170 of the Fort Bend County Plat Records, at a distance of 246.93 feet passing a found 1/2-inch iron pipe, at a distance of 515.85 feet passing a 5/8-inch iron rod with cap stamped "Sam, Inc." found marking the most easterly corner of a called 4.00 acre tract as recorded in Volume 432, Page 411 F.B.C.D.R., continuing along the southwesterly line of the remainder of said called 95.5 acre tract and along the northeasterly line of said called 4.00 acre tract, at a distance of 1,024.98 feet passing a Texas Department of Transportation (TxDot) aluminum monument, continuing along the southwesterly line of the remainder of said called 95.5 acre tract and along the northeasterly line of said called 4.00 acre tract, in all, a distance of 1,047.89 feet to a 5/8-inch iron rod with plastic cap stamped "Terra Surveying" set in the aforesaid south R.O.W. line of U.S. Highway 59 (Southwest Freeway) (Width Varies), marking the southwest corner of the aforesaid called 3.048 acre R.O.W. dedication and marking the most westerly corner of the herein described tract;

THENCE, along the south R.O.W. line of U.S. Highway 59 (Southwest Freeway) and the south line of said called 3.048 acre R.O.W. dedication, a distance of 147.13 feet along the arc of a curve to the left, having a radius of 7,844.44 feet, a central angle of 01°04'29" and a chord which bears North 87°43'51" East, 147.13 feet to a TxDot concrete monument found marking the end of said curve;

THENCE, North 87°11'37" East, continuing along the south R.O.W. line of U.S. Highway 59 (Southwest Freeway) and the south line of said called 3.048 acre R.O.W. dedication, a distance of 569.08 feet to the **POINT OF BEGINNING** and containing 6.75 acres (294,201 square feet) of land. This description is based on the Alta/Nsps Land Title Survey and plat made by Terra Surveying Company, LLC, dated August 27, 2021, Project Number 20-1142.