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December 30, 2021

To the Board of Directors and Management
Fort Bend County Toll Road Authority
Fort Bend County, Texas

The purpose of this letter is to amend certain terms of the current engagement letter (the "Agreement") between Whitley Penn, LLP and Fort Bend County Toll Road Authority (the "Authority") dated June 21, 2021, concerning the Authority's engagement of Whitley Penn, LLP to provide audit services. This amendment is effective as of December 31, 2021 (the "Amendment Date").

Upon the Amendment Date, the fourth paragraph on page 4 of 7 of the Agreement will be deleted in its entirety and replaced with the following:

Guadalupe R. Garcia, CPA is the engagement partner for the audit services specified in this letter. His responsibilities include supervising Whitley Penn, LLP's services performed as part of this engagement and signing or authorizing another qualified firm representative to sign the audit report.

Except as expressly amended by this letter, the Agreement dated June 21, 2021 remains in full force and effect.

If this letter correctly sets forth our understanding, please so acknowledge by signing below and returning a signed copy of this letter to us.

Respectfully,

Whitley Penn LLP

RESPONSE:

This letter correctly sets forth the understanding of the Authority. Acknowledged and agreed on behalf of the Authority by:

Name: *[Signature]*
Title: *Assistant Vice Chairman*
Date: *28 JAN 2022*

Name: _____
Title: _____
Date: _____



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:
2022-846167

Date Filed:
02/02/2022

Date Acknowledged:
02/02/2022

1 Name of business entity filing form, and the city, state and country of the business entity's place of business.
Whitley Penn, LLP
Houston, 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 County Toll Road Authority

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.
FY 2021
Financial statement audit

4	Name of Interested Party	City, State, Country (place of business)	Nature of interest (check applicable)	
			Controlling	Intermediary

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)