

FORT BEND COUNTY, TEXAS

_____, 2024

Zions Bancorporation, National Association
1801 Main Street, Suite 460
Houston, Texas 77002
Attention: Corporate Trust Department

Re: Toll Road Revenue Refunding Bonds, Series 2024A

Ladies and Gentlemen:

The Issuer and the Underwriters of the captioned series of Bonds have designated your bank as the place, and as their agent, for the delivery and payment of the captioned Bonds. The initial Bond of the referenced series (the "Initial Bond") is being delivered to you and you are hereby authorized and directed to hold the Initial Bond for safekeeping pending said delivery and payment.

Upon your receipt of the final unqualified legal opinion of Bracewell LLP, as to the validity of the Bonds, and upon receipt of payment therefor, you are authorized and directed to cancel the Initial Bond and to deliver the definitive Bonds to DTC on behalf of the Underwriters.

You are further authorized and directed to remit all of the aforesaid proceeds received from the delivery and payment of the Bonds as further directed by Post Oak Municipal Advisors LLC, financial advisor to the Issuer.

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Sincerely,

FORT BEND COUNTY, TEXAS

By: K. George
County Judge