

RESOLUTION NO. 2018-139R

A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF SAN MARCOS, TEXAS APPROVING THE 2018 AMENDED AND RESTATED SERVICE AND ASSESSMENT PLAN WITH HIGHPOINTE TRACE, L.L.C. IN CONNECTION WITH THE TRACE PUBLIC IMPROVEMENT DISTRICT; AUTHORIZING THE CITY MANAGER TO EXECUTE SAID DOCUMENT ON BEHALF OF THE CITY; AND DECLARING AN EFFECTIVE DATE.

RECITALS:

WHEREAS, the City Council of the City of San Marcos (City Council) adopted Resolution No. 2015-145 creating the Trace Public Improvement District on October 20, 2015;

WHEREAS, the City Council adopted Resolution No. 2015-146 approving a Financing Agreement, Service and Assessment Plan and Reimbursement Agreement relating to the Trace Public Information District on October 20, 2015.

WHEREAS, the City Council adopted the Resolution 2016-150R approving the first Special Assessment on October 18, 2016.

WHEREAS, the City Council posted public notice and held a public hearing on August 7, 2018.

BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF SAN MARCOS, TEXAS:

PART 1. The attached 2018 Amended and Restated with Highpointe Trace, L.L.C. in connection with the Trace Public Improvement District is hereby approved.

PART 2. The City Manager is authorized to execute the document on behalf of the City.

PART 3. This Resolution shall be in full force and effect immediately from and after its passage.

ADOPTED on August 7, 2018.



Mayor
John Thomaides

Attest:



Jamie Lee Case
City Clerk

Trace Public Improvement District

2018 Amended and Restated Service and Assessment
Plan

August 7, 2018

Section I

PLAN DESCRIPTION AND DEFINED TERMS

A. Introduction

On October 20, 2015, (the “**Creation Date**”), the City Council (the “**City Council**”) of the City of San Marcos, Texas (the “**City**”) approved Resolution No. 2015-145R, which authorized the creation of the Trace Public Improvement District (the “**PID**”) to finance the Actual Costs of the Public Improvements for the benefit of certain property in the PID, all of which is located within the city limits of the City.

Chapter 372 of the Texas Local Government Code (as amended, the “**PID Act**”), governs the creation and operation of public improvement districts within the State of Texas. This 2018 Amended and Restated Service and Assessment Plan (the “**2018 SAP**”) was prepared pursuant to the PID Act. The PID Act requires that a service plan cover a period of at least five years and must also define the annual indebtedness and the projected costs for improvements. The PID Act also requires a service plan be reviewed and updated annually for the purpose of determining the annual budget for improvements. The service plan for the PID is described in more detail in **Section V** herein.

The Assessment Roll for the PID is attached hereto as **Appendix A**, and is addressed in **Section VII** of this 2018 SAP. The Special Assessments as shown on the Assessment Roll are based on the method for establishing and levying the Special Assessment described in **Sections IV** and **VI** of this 2018 SAP.

B. Definitions

“**2018 SAP**” means this 2018 Amended and Restated Trace Public Improvement District Service and Assessment Plan (as such plan is amended, supplemented or updated from time to time) approved by the City Council by an Assessment Ordinance.

“**Acquisition and Reimbursement Agreement**” means (whether one or more) an agreement that provides for construction and dedication of a Public Improvement to the City prior to the Landowner being paid out of the applicable Major Improvement PID Bonds proceeds, whereby all or a portion of the Actual Costs will be paid to Landowner initially from Special Assessments (and ultimately from the applicable Major Improvement PID Bonds) to reimburse the Landowner for Actual Costs paid by the Landowner that are eligible to be paid with PID Bond proceeds. The form of Acquisition and Reimbursement Agreement shall be reasonably acceptable to both City and Landowner and substantially in accordance with the form from the PID Financing Agreement – Exhibit “H”. It is intended that Acquisition and Reimbursement Agreements will be used in connection with the Initial Major Improvement PID Bonds and the Additional Major Improvement PID Bonds.

“**Actual Cost(s)**” means, with respect to the Public Improvements, the Landowner’s demonstrated, reasonable, allocable, and allowable costs of constructing such Public

Improvement, as specified in a payment request in a form that has been reviewed and approved by the City and in an amount not to exceed the amount for each Public Improvement as set forth in the 2018 SAP (subject to cost overruns in Section 5.01(e)). Actual Costs may include (a) the costs incurred by or on behalf of the Landowner (either directly or through affiliates) for the design, planning, financing, administration/management, acquisition, installation, construction and/or implementation of such Public Improvements, (b) the fees paid for obtaining permits, licenses or other governmental approvals for such Public Improvements, (c) construction management fee, (d) the costs incurred by or on behalf of the Landowner for external professional costs, such as engineering, geotechnical, surveying, land planning, architectural landscapers, advertising, marketing and research studies, appraisals, legal, accounting and similar professional services, (e) all labor, bonds and materials, including equipment and fixtures, by contractors, builders and materialmen in connection with the acquisition, construction or implementation of the Public Improvements, (f) all related permitting and public approval expenses, architectural, engineering, and consulting fees, financing charges, taxes, governmental fees and charges, insurance premiums, and all payments for Administrative Expenses after the date of a resolution authorizing such reimbursement, plus interest, if any, at the lower of (x) the maximum interest rate permitted by the PID Act or (y) the interest rate of the Major Improvement PID Bonds calculated from the respective dates of the expenditures until the date of reimbursement therefore.

“Additional Interest” means the 0.50% additional interest charged on Special Assessments pursuant to Section 372.018 of the PID Act.

“Additional Major Improvement PID Bonds” means the bonds issued to fund Public Improvements (or a portion thereof) that were not funded with the Initial Major Improvement PID Bonds and are secured by Special Assessments levied on Assessed Property.

“Additional Special Assessments” means the \$10,925,000 of Special Assessment levied on all Assessed Property within the PID upon the adoption of the Assessment Ordinance approving this 2018 SAP, with the consent of the Landowners and prior to the creation of any homestead within the PID.

“Administrative Expenses” means the administrative, organization, maintenance and operation costs and expenses associated with, or incident to, the administration, organization, maintenance and operation of the PID, including, but not limited to, the costs of (i) legal counsel, engineers, accountants, financial advisors, investment bankers or other consultants and advisors, (ii) creating and organizing the PID and preparing the Assessment Roll, (iii) computing, levying, collecting and transmitting the Special Assessments or the Annual Installments thereof, (iv) maintaining the record of installments, payments and reallocations and/or cancellations of the Special Assessments, (v) paying and redeeming the Major Improvement PID Bonds, (vi) investing or depositing the Special Assessments or other monies, (vii) complying with the PID Act with respect to the Major Improvement PID Bonds, (viii) paying the paying agent/registrar’s and trustee’s fees and expenses (including the fees

and expenses of its legal counsel) related to the Major Improvement PID Bonds, and (ix) administering the construction of the Public Improvements.

“Administrator” means an employee of the City or third party designee of the City who shall have the responsibilities provided for herein, in an Indenture relating to Major Improvement PID Bonds or in any other agreement approved by the City Council.

“Annual Installment” means, with respect to each Parcel, each annual payment of: (i) the Special Assessment (including the principal of and interest on), as shown on the Assessment Roll attached hereto as **Appendix A**, as applicable, and calculated as provided in **Section VI** of this 2018 SAP, (ii) Administrative Expenses, (iii) the Additional Interest.

“Annual Service Plan Update” means any update to this 2018 SAP.

“Assessed Property” or **“Assessed Properties”** means property on which Special Assessments have been levied as shown on the Assessment Roll (as the same may be updated each year by an Annual Service Plan Update) and which includes any and all Parcels within the PID other than Non-Benefited Property.

“Assessment Ordinance” means each ordinance adopted by the City Council approving this 2018 SAP (or amendments or supplements to the 2018 SAP) and levying the Special Assessments.

“Assessment Roll” means the Assessment Roll included in this 2018 SAP as **Appendix A**, which may be updated, modified or amended from time to time in accordance with the procedures set forth herein and in the PID Act, including updates prepared in connection with the issuance of Major Improvement PID Bonds or in connection with any Annual Service Plan Update.

“City” means the City of San Marcos, Texas.

“City Council” means the City Council of City of San Marcos, Texas.

“County” means Hays County, Texas.

“Creation Date” means the date, October 20, 2015, the City Council approved Resolution No. 2015-145R which authorized the creation of the PID.

“Delinquent Collection Costs” means interest, penalties and expenses incurred or imposed with respect to any delinquent Special Assessment, or an Annual Installment thereof, in accordance with the PID Act which includes the costs related to pursuing collection of such delinquent Special Assessment, or an Annual Installment thereof, and the costs related to foreclosing the lien against the Assessed Property, including attorney’s fees.

“Fire Station Agreement” means that certain agreement entered into between the City and the Landowner on November 2, 2015.

“Indenture” means the applicable Indenture of Trust between the City and a trustee relating to the issuance of a series of Major Improvement PID Bonds for financing costs of Public Improvements, as it may be amended from time to time.

“Initial Major Improvement PID Bonds” means bonds issued to fund the initial Public Improvements (or a portion thereof) that are secured by Special Assessments levied on Assessed Property.

“Initial Special Assessment(s)” means the \$11,175,000 of Special Assessment levied on all Assessed Property within the PID upon the adoption of the Assessment Ordinance 2016-42 dated October 18, 2016 and levied in accordance with Sections 372.019 and 372.020 of the PID Act.

“Landowners” means Highpointe Trace, LLC, a California limited liability corporation, or other entity affiliated with Highpointe Communities, Inc.; Buffington Classic Texas Homes LLC, and Pacesetter Homes LLC.

“Lot” means (i) for any portion of the Property for which a subdivision plat has been recorded in the official public records of the County, a tract of land described as a “lot” in such subdivision plat, and (ii) for any portion of the Property for which a subdivision plat has not been recorded in the official public records of the County, a tract of land anticipated to be described as a “lot” in a final recorded subdivision plat.

“Lot Type” means a classification of final building Lots with similar characteristics (e.g. commercial, light industrial, multifamily residential, single family residential, etc.), as determined by the Administrator and confirmed by the City Council. In the case of single family residential Lots, the Lot Type shall be further defined by classifying the residential Lots based on the estimated buildout value of the Lot, as determined by the Administrator and confirmed by the City Council.

“Lot Type 1” means a Lot platted prior to January 1, 2018 designated as a 32’/34’ alley lot.

“Lot Type 2” means a Lot platted prior to January 1, 2018 designated as a 41’ alley lot.

“Lot Type 3” means a Lot platted prior to January 1, 2018 designated as a 50’ lot.

“Major Improvement PID Bonds” means the special assessment revenue bonds to be issued by the City, in one or more series, to finance the Public Improvements that confer special benefit on the Assessed Property within the PID, which may include funds for any required reserves and amounts necessary to pay the Major Improvement Area PID Bonds issuance cost, and to be secured by the revenues and funds pledged under an Indenture, consisting primarily of the Special Assessments, pursuant to the authority granted in the PID Act, and as described by this 2018 SAP for the purposes of (i) financing the costs of Public Improvements and related costs and (ii) reimbursing the Landowner for Actual Costs paid prior to the issuance of the Major Improvement Area PID Bonds. This term is also used to

collectively refer to the Initial Major Improvement PID Bonds and any Additional Major Improvement PID Bonds throughout this 2018 SAP.

“Non-Benefited Property” means Parcels within the boundaries of the Property that accrue no special benefit from the Public Improvements, including Owner’s Association Property, Public Property and easements that create an exclusive use for a public utility provider. Property identified as Non-Benefited Property at the time the Special Assessments (i) are imposed or (ii) are reallocated pursuant to a subdivision of a Parcel is not assessed. Assessed Property converted to Non-Benefited Property, if the Special Assessments may not be reallocated pursuant to **Section VI.C** or **Section VI.D**, remains subject to the Special Assessments and requires the Special Assessments to be prepaid as provided for in **Section VI.E**.

“Owner’s Association” means a homeowner’s association or property owner’s association.

“Owner’s Association Property” means property within the boundaries of the PID that is owned by or irrevocably offered for dedication to, whether in fee simple or through an exclusive use easement, an Owners’ Association established for the benefit of a group of homeowners or property owners within the PID.

“Parcel” means a property identified by either a tax map identification number assigned by the Hays County Appraisal District for real property tax purposes, by metes and bounds description, by lot and block number in a final subdivision plat recorded in the official public records of the County, or by any other means determined by the City.

“PID” means the Trace Public Improvement District created by the City pursuant to Resolution No. 2015-145R approved on October 20, 2015.

“PID Act” means Chapter 372 of the Texas Local Government Code, as amended.

“PID Financing Agreement” means that certain financing agreement between the Highpointe Trace, LLC and the City approved by Resolution No. 2015-146R on October 20, 2015, as amended.

“Prepayment Costs” mean interest and expenses to the date of prepayment, plus any additional expenses related to the prepayment, reasonably expected to be incurred by or imposed upon the City as a result of any prepayment of a Special Assessment and the Major Improvement PID Bonds secured by such Special Assessment.

“Property” means the approximately 417.63 acres of property depicted and described by metes and bounds on Exhibit A to Resolution No. 2015-146R as adopted by City Council on October 29, 2015 of which 320.28 acres are developable and are to be assessed with a Special Assessment. The Property is located within the City and is legally described in **Appendix B** to this 2018 SAP and is depicted in **Table II.A** of this 2018 SAP.

“Public Improvements” mean the improvements permitted by the PID Act and designed, constructed, and installed in accordance with this 2018 SAP for which Special Assessments are levied against the Assessed Property that receives a special benefit from such improvement and depicted in **Appendix D**.

“Public Property” means property, real property, right of way and easements located within the boundaries of the PID that is owned by or irrevocably offered for dedication to the federal government, the State of Texas, the County, the City, a school district, a public utility provider or any other political subdivision or public agency, whether in fee simple, through an exclusive use easement, plat, or a public utility easement.

“Special Assessment(s)” means the assessments levied against Assessed Property in the PID, as provided for in the applicable Assessment Ordinance and in this 2018 SAP, including any supplemental assessments or reallocation of assessments levied in accordance with Sections 372.019 and 372.020 of the PID Act.

“Trustee” means the trustee under the Indenture, and any successor thereto permitted under such Indenture and any other Trustee under a future Indenture.

“Unplatted Parcel” means the Parcel described in **Appendix F** and shown on **Appendix G**.

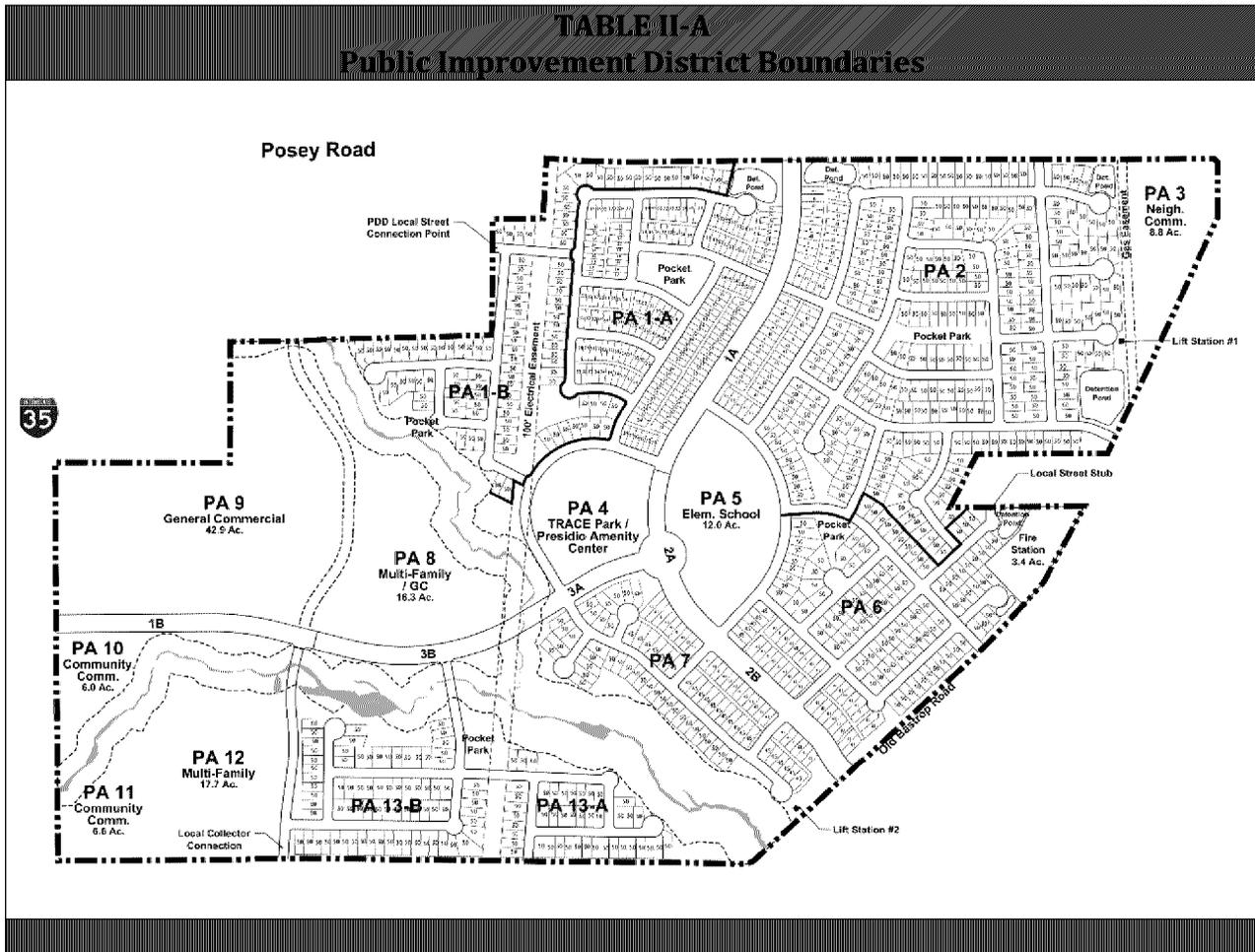
Section II

PROPERTY INCLUDED IN THE PID

A. Property Included in the PID

The PID is comprised of the Property. The PID is located entirely within the City's jurisdiction. It contains a total of approximately 417.63 acres of which approximately 302.7 acres are planned for development to include a combination of residential and commercial development as well as the associated rights of way, landscaping, and infrastructure necessary to provide roadways, drainage, and utilities to the PID.

A map of the Property is shown in **Table II-A**. A Legal description for the Property is included in **Appendix E**.



Section III

DESCRIPTION OF THE PUBLIC IMPROVEMENTS

A. Description and Estimated Cost of the Public Improvements

The Public Improvements are described below and generally depicted in **Appendix D. Table III-A** shows the estimated cost of the Public Improvements. The estimated cost to construct the Public Improvements is \$22,386,420. The costs shown in **Table III-A** may be revised in Annual Service Plan Updates.

A description of the Public Improvements is provided below:

- *Street Improvements*
 - The street improvement portion of the Public Improvements consists of the construction of perimeter road and thoroughfare improvements, including related paving, sidewalks, retaining walls, signage, and traffic control devices, and the acquisition of related rights-of-way which benefit the Assessed Property. The City has determined that the acquisition of rights-of-way related to road improvements meets the requirements of its current policy on the financing of roadway rights-of-way through public improvement district assessments. The road improvements will be constructed according to City standards.
- *Drainage Improvements*
 - The storm drainage improvement portion of the Public Improvements consists of the construction of one detention pond, storm drain pipes, culverts, catch basins and appurtenances thereto to appropriately control and convey storm water. The storm drainage improvements will be constructed according to City standards.
- *Erosion & Sedimentation Control/Mobilization & General Conditions*
 - The Erosion and Sedimentation Control Measures (temporary BMPs) of the Public Improvements will include stabilized construction entrances, silt fence located downstream of all disturbed area, rock berms, inlet protection, and protection of mature trees and vegetation.
- *Water Line Distribution*
 - The water improvement portion of the Public Improvements consists of construction and installation of waterlines, mains, pipes, valves and appurtenances, necessary for the water distribution system that will service the Assessed Property. The water improvements will be constructed according to City standards.

- *Waste Water*
 - The wastewater improvement portion of the Public Improvements consists of construction and installation of pipes, service lines, manholes, encasements and appurtenances necessary to provide sanitary sewer service to the Assessed Property. The wastewater improvements will be constructed according to City standards.
- *Sewer Lift Station*
 - The sewer Lift Station portion of the Public Improvements consists of construction and installation for Lift Station A of manholes, wet wells, piping, pumps, electrical control equipment and appurtenances necessary to collect wastewater on one side of a geographical highpoint and transporting it across that highpoint to Lift Station B, construction and installation for Lift Station B of manholes, wet wells, piping, pumps, electrical control equipment and appurtenances necessary to collect wastewater on one side of a geographical highpoint and transporting it across that highpoint to a City designated discharge point. All sewer Lift Station improvements will be constructed according to City standards.
- *Landscaping – Arterial Roads, Open Space and Trails*
 - The landscape portion of the Public Improvements consists of the installation of various landscape improvements along arterial roads. The improvements include: street tree plantings, enhanced landscaping on perimeters and medians, bio-swales in medians (where functionally possible), associated irrigation, street lighting, and hardscape improvements at key locations for wayfinding. The open space and trails system consists of selective clearing and removal of trees or other select (invasive) vegetative cover to enhance the quality and function of the natural drainage areas and open spaces. Other improvements shall include a variety of trails with either; concrete, decomposed granite or natural earth surfacing, throughout the open spaces to provide access to the natural features of the site. Landscaping will include native grasses, wildflowers, trees and shrubs, associated irrigation as required, lighting, fencing or walls if necessary and hardscape improvements.
- *Public Safety Facilities*
 - The Landowner will pay costs, in an amount not to exceed \$500,000, associated with the construction of a new Fire Station per the Fire Station Agreement entered into the City and Landowner on November 2, 2015.

**TABLE III-A
Public Improvements**

Public Improvement	Hard Cost	Construction			Total
		Soft Costs	Management	Contingency	
		21.50%	4.35%	8.12%	
Street Improvements	5,788,090	1,244,628	251,949	470,186	7,754,853
Drainage Improvements	1,272,692	273,670	55,399	103,385	1,705,146
ErosionControl/Mobilization & General Conditions	563,672	121,208	24,536	45,789	755,205
Water Line Distribution	728,070	156,559	31,692	59,144	975,464
Wastewater	1,026,228	220,672	44,671	83,364	1,374,935
Sewer Lift Station	3,967,557	853,154	172,703	322,298	5,315,712
Landscaping - Arterial Roads, Open Space, and Trails	2,989,342	642,806	130,123	242,834	4,005,105
Public Safety Facilities	500,000	-	-	-	500,000
	16,835,651	3,512,697	711,072	1,327,000	22,386,420

Section IV

ASSESSMENT PLAN

A. Introduction

The PID Act requires the City Council to apportion the cost of the Public Improvements based on the special benefits conferred to each Parcel or Lot from the Public Improvements. The PID Act provides that the Actual Costs may be assessed: (i) equally per front foot or square foot; (ii) according to the value of the property as determined by the governing body, with or without regard to improvements on the property; or (iii) in any other manner that results in imposing equal shares of the cost on property similarly benefited. The PID Act further provides that the City Council may establish the methods of assessing the special benefits for various classes of improvements.

The determination by the City Council of the assessment methodology set forth below is the result of the discretionary exercise by the City Council of its legislative authority and governmental powers and is conclusive and binding on the Landowners and all future owners and developers of any Assessed Property.

B. Special Assessment Methodology

The City Council has determined that the costs of the Public Improvements shall be allocated to the Assessed Property by spreading the entire Special Assessment across all Assessed Property based on the ratio of the estimated build out value of each Lot to the total build out value for all Parcels. Table IV-A summarizes the allocation of the Initial Special Assessments and Additional Special Assessments.

TABLE IV-A
Allocation of Initial Special Assessments and Additional Special Assessments

	Lot Type	Lot Size	Land Use	Estimated Buildout Values	Units/SF	Gross AV	% of Total Buildout Value	Total			Per Unit Additional			
								Initial Special Assessment	Additional Special Assessment	Total Special Assessment	Initial Special Assessment	Special Assessment	Total Special Assessment	
PLATTED LOTS														
	Phase A	1	34	Single Family	192,131	30	5,763,930	1.20%	134,450	131,442	265,892	4,482	4,381	8,863
	Phase A	2	40	Single Family	235,400	26	6,120,400	1.28%	142,765	139,571	282,336	5,491	5,368	10,859
	Phase A	3	50	Single Family	259,657	23	5,972,115	1.25%	139,306	136,190	275,495	6,057	5,921	11,978
							17,856,445	3.73%	416,521	407,203	823,723			
UNPLATTED PARCEL														
	Phase A			Retail	150	233,155	34,973,250	7.30%	815,788	797,538	1,613,327	3.50	3.42	6.92
	Phase A			Business Park	200	467,181	93,436,200	19.50%	2,179,499	2,130,741	4,310,240	4.67	4.56	9.23
	Phase A			Multi Family	135,000	402	54,270,000	11.33%	1,265,906	1,237,586	2,503,492	3,149	3,079	6,228
	Phase A	34		Single Family	192,131	27	5,187,537	1.08%	121,005	118,298	239,303	4,482	4,381	8,863
	Phase A	50		Single Family	259,657	42	10,905,601	2.28%	254,385	248,694	503,079	6,057	5,921	11,978
	Phase B	34		Single Family	192,131	53	10,182,943	2.13%	237,528	232,214	469,742	4,482	4,381	8,863
	Phase B	40		Single Family	235,400	33	7,768,200	1.62%	181,202	177,148	358,349	5,491	5,368	10,859
	Phase B	50		Single Family	259,657	143	37,130,975	7.75%	866,120	846,743	1,712,863	6,057	5,921	11,978
	Phase C	34		Single Family	192,131	69	13,257,039	2.77%	309,235	302,317	611,551	4,482	4,381	8,863
	Phase C	40		Single Family	235,400	14	3,295,600	0.69%	76,873	75,154	152,027	5,491	5,368	10,859
	Phase C	50		Single Family	259,657	128	33,236,117	6.94%	775,268	757,924	1,533,192	6,057	5,921	11,978
	Phase D	40		Single Family	235,400	48	11,299,200	2.36%	263,566	257,670	521,236	5,491	5,368	10,859
	Phase D	50		Single Family	259,657	160	41,545,147	8.67%	969,085	947,405	1,916,490	6,057	5,921	11,978
	Phase E	40		Single Family	235,400	28	6,591,200	1.38%	153,747	150,307	304,054	5,491	5,368	10,859
	Phase E	50		Single Family	259,657	62	16,098,744	3.36%	375,520	367,120	742,640	6,057	5,921	11,978
	Phase F	50		Single Family	259,657	121	31,418,517	6.56%	732,871	716,475	1,449,346	6,057	5,921	11,978
	Phase F			Multi Family	135,000	375	50,625,000	10.57%	1,180,882	1,154,464	2,335,347	3,149	3,079	6,228
							461,221,270	96.27%	10,758,479	10,517,797	21,276,277			
TOTAL							\$ 479,077,715	100.00%	\$ 11,175,000	\$ 10,925,000	\$ 22,100,000			

Note: Estimates based on information available as of the date the Annual Service Plan Update was adopted by the City Council. The unit counts and estimated buildout values for the unplatted parcel will be updated in future Annual Service Plan Updates, but the changes will not result in any changes to the platted lots or the overall assessment level on the Unplatted Parcel.

The Special Assessments and Annual Installments for each Parcel or Lot is shown on the Assessment Roll, attached as **Appendix A**, and no Special Assessment shall be changed except as authorized by this 2018 SAP or the PID Act.

C. Findings of Special Benefit

The City Council, acting in its legislative capacity based on information provided by the Landowner and its engineer and reviewed by the City staff and by third-party consultants retained by the City, has found and determined:

1. The estimated costs of the Public Improvements equal \$22,386,420, as shown on **Table III-A**; and
2. The Assessed Property receives special benefit from the Public Improvements equal to or greater than the Actual Cost of the Public Improvements; and
3. The special benefit (\geq \$22,386,420) received by the Assessed Property from the Public Improvements is greater than the combined amount of the Initial Special Assessments and Additional Special Assessments (\$22,100,000) levied for the Public Improvements.
4. The Landowners acknowledge that the Public Improvements confer a special benefit on the Assessed Property and has consented to the imposition of the Special Assessments to pay for the Actual Costs associated therewith. The Landowners have ratified, confirmed, accepted, agreed to and approved: (i) the determinations and findings by the City Council as to the special benefits described herein and the Assessment Ordinance; (ii) the 2018 SAP and the Assessment Ordinance, and (iii) the levying of Special Assessments on the Assessed Property.

D. Administrative Expenses

The cost of administering the PID and collecting the Annual Installments shall be paid for on a pro rata basis by each Parcel or Lot based on the amount of outstanding assessment remaining on the Parcel or Lot. The Administrative Expenses shall be collected as part of and in the same manner as Annual Installments in the amounts shown on the Assessment Roll shown on **Appendix A**, which is subject to revision through Annual Service Plan Updates.

E. Additional Interest

The interest rate on Special Assessments levied on the Assessed Property may exceed the interest rate on the Major Improvement PID Bonds by the Additional Interest. The Additional Interest shall be collected as part of each Annual Installment. The Additional Interest shall be deposited and used as described in the Indenture for any Major Improvement PID Bonds. Prior to the issuance of Major Improvement PID Bonds, no Additional Interest will be collected.

Section V

SERVICE PLAN

The PID Act requires a service plan to (i) cover a period of at least five years, and (ii) define the annual projected costs and indebtedness for the Public Improvements undertaken within the PID during the five year period. It is anticipated that it will take approximately 18 months for the Public Improvements to be constructed.

The estimated cost for the Public Improvements is \$22,386,420 as shown in **Table V-A**. The service plan shall be reviewed and updated at least annually for purposes of determining the annual budget for Administrative Expenses, updating the costs of the Public Improvements, and updating Assessment Roll shown on **Appendix A**.

Table V-A summarizes the sources and uses of funds required to construct the Public Improvements. The sources and uses of funds shown in **Table V-A** shall be updated each year in the Annual Service Plan Update.

TABLE V-A	
Sources and Uses of Funds	
SOURCES	
Initial Special Assessment (a)	\$ 11,175,000
Additional Special Assessment (a)	10,925,000
Developer Contribution (b)	286,420
	<u>\$ 22,386,420</u>
USES	
Public Improvements	\$ 22,386,420
Debt Service Reserve Fund (c)	-
Capitalized Interest (c)	-
Underwriter Discount (c)	-
Cost of Issuance (c)	-
	<u>\$ 22,386,420</u>
(a) Subject to Acquisition and Reimbursement Agreement	
(b) Not subject to Acquisition and Reimbursement Agreement	
(c) To be determined at time Major Improvement PID Bonds are issued.	

The projected Annual Installments for the first five years after the approval of this 2018 SAP are presented in **Table V-B**. The projected Annual Installments are subject to revision and shall be updated in the Annual Service Plan Update.

**TABLE V-B
Projected Annual Installments**

Installment Due January 31	Initial Special Assessment		Additional Special Assessment		Additional Interest	Administrative Expenses	Total
	Principal	Interest	Principal	Interest			
2018	100,000	670,500	-	-	-	60,000	830,500
2019	150,000	664,500	150,000	600,875	-	20,000	1,585,375
2020	160,000	655,500	160,000	592,625	-	40,800	1,608,925
2021	170,000	645,900	170,000	583,825	-	41,616	1,611,341
2022	180,000	635,700	175,000	574,475	-	42,448	1,607,623
2023	190,000	624,900	185,000	564,850	-	43,297	1,608,047

Section VI

TERMS OF THE SPECIAL ASSESSMENTS

A. Amount of Special Assessments and Annual Installments for Parcels

The Special Assessments and Annual Installments for the Assessed Property are shown on the Assessment Roll in **Appendix A**. The Special Assessment and Annual Installments shall not be changed except as authorized under the terms of this 2018 SAP and the PID Act.

B. Reallocation of Special Assessments

1. Upon Division Prior to Recording of Subdivision Plat

Upon the division of any Assessed Property (without the recording of a subdivision plat), the Administrator shall reallocate the Special Assessment for the Assessed Property prior to the division among the newly divided Assessed Properties according to the following formula:

$$A = B \times (C \div D)$$

Where the terms have the following meanings:

A = the Special Assessment for the newly divided Assessed Property

B = the Special Assessment for the Assessed Property prior to division

C = the estimated buildout value of the newly divided Assessed Property

D = the sum of the estimated buildout value for all of the newly divided Assessed Properties

The calculation of the buildout value of an Assessed Property shall be performed by the Administrator based on information from the Landowners, homebuilders, market studies, appraisals, official public records of the County, and any other relevant information regarding the Assessed Property. The calculation as confirmed by the City Council shall be conclusive.

The sum of the Special Assessments for all newly divided Assessed Properties shall equal the Special Assessment for the Assessed Property prior to subdivision. The calculation shall be made separately for each newly divided Assessed Property. The reallocation of a Special Assessment for an Assessed Property that is a homestead under Texas law may not exceed the Special Assessment prior to the reallocation. Any reallocation pursuant to this section shall be reflected in an Annual Service Plan Update approved by the City Council.

2. Upon Subdivision by a Recorded Subdivision Plat

Upon the subdivision of any Assessed Property based on a recorded Subdivision Plat, the Administrator shall reallocate the Special Assessment for the Assessed Property prior to the subdivision among the newly subdivided Lots based on buildout value according to the following formula:

$$A = [B \times (C \div D)]/E$$

Where the terms have the following meanings:

A = the Special Assessment for the newly subdivided Lot

B = the Special Assessment for the Parcel prior to subdivision

C = the sum of the estimated average buildout value of all newly subdivided Lots with same Lot Type

D = the sum of the estimated average buildout value for all of the newly subdivided Lots excluding Non-Benefitted Property

E = the number of Lots with same Lot Type

Prior to the recording of a subdivision plat, the Landowner shall provide the City an estimated buildout value as of the date of the recorded subdivision plat for each Lot created by the recorded subdivision plat considering factors such as density, lot size, proximity to amenities, view premiums, location, market conditions, historical sales, discussions with homebuilders, and any other factors that may impact value. The calculation of the estimated average buildout value for a Lot shall be performed by the Administrator and confirmed by the City Council based on information provided by the Landowner, homebuilders, third party consultants, and/or the official public records of the County regarding the Lot.

The sum of the Special Assessments for all newly subdivided Lots shall not exceed the Special Assessment for the portion of the Assessed Property subdivided prior to subdivision. The calculation shall be made separately for each newly subdivided Assessed Property. The reallocation of a Special Assessment for an Assessed Property that is a homestead under Texas law may not exceed the Special Assessment prior to the reallocation. Any reallocation pursuant to this section shall be reflected in an Annual Service Plan Update approved by the City Council.

3. Upon Consolidation

Upon the consolidation of two or more Assessed Properties, the Special Assessment for the consolidated Assessed Property shall be the sum of the Special Assessments for the Assessed Properties prior to consolidation. The reallocation of a Special Assessment for an Assessed Property that is a homestead under Texas law may not exceed the Special Assessment prior to the reallocation. Any reallocation pursuant to this section shall be calculated by the Administrator and reflected in an Annual Service Plan Update approved by the City Council. The consolidation of any Assessed Property as described herein shall be considered an administrative action and will not require any notice or public hearing (as defined in the PID Act) by the City Council.

C. Mandatory Prepayment of Assessments

If Assessed Property or a portion thereof is transferred to a party that is exempt from the payment of the Special Assessment under applicable law, or if an owner causes a Parcel or portion thereof to become Non-Benefitted Property, the owner of such Parcel or portion

thereof shall pay to the City the full amount of the Special Assessment, plus all Prepayment Costs, for such Parcel, Lot or portion thereof prior to any such transfer or act.

D. Mandatory Reduction of Special Assessments

The Landowner is required to prepay \$2,600,000 in Special Assessments levied against the business park and retail parcels by the earlier of i) the issuance of Additional Major Improvement PID Bonds, and ii) August 31, 2022. If the \$2,600,000 prepayment described above has not been received on or before August 31, 2022, then the Special Assessment levied against all property in the PID shall be reduced by \$2,600,000, allocated to each Parcel pro rata based on the amount of outstanding Special Assessment levied against each Parcel.

E. Reduction of Special Assessments

If after all Public Improvements to be funded with Major Improvement PID Bonds have been completed and the Actual Costs for the Public Improvements are less than the costs used to calculate the Special Assessments, then the City may reduce the Special Assessment for each Assessed Property pro rata such that the sum of the resulting reduced Special Assessments for all Assessed Properties equals the reduced Actual Costs. Additionally, the City may, at its discretion use such excess bond proceeds to fund additional Public Improvements in the PID. The Special Assessments shall not be reduced to an amount less than the outstanding principal amount of the Major Improvement PID Bonds.

Similarly, if the City does not undertake some of the Public Improvements, then the City may, at its discretion, reduce the Special Assessment for each Assessed Property pro-rata to reflect only the Actual Costs that were expended. The Special Assessments shall not be reduced to an amount less than the outstanding principal amount of the Major Improvement PID Bonds.

F. Payment of Special Assessments

1. Payment in Full

The Special Assessment for any Parcel or Lot may be paid in full at any time in accordance the PID Act. The Payment shall include all Prepayment Costs, if any. If prepayment in full will result in redemption of Major Improvement PID Bonds, the payment amount shall be reduced by the applicable portion of the proceeds from a debt service reserve fund applied to the redemption pursuant to the Indenture, net of any other costs applicable to the redemption of Major Improvement PID Bonds.

If an Annual Installment has been billed prior to payment in full of a Special Assessment, the Annual Installment shall be due and payable and shall be credited against the payment-in-full amount upon payment.

Upon payment in full of a Special Assessment and all Prepayment Costs, the City shall deposit the payment in accordance with the related Indenture; whereupon, the Special Assessment for the Parcel or Lot shall be reduced to zero, and the Parcel or

Lot owner's obligation to pay the Special Assessment and Annual Installments thereof shall automatically terminate. The City shall provide the owner of the affected Assessed Property a recordable "Notice of PID Assessment Termination."

At the option of a Parcel or Lot owner, the Special Assessment on any Parcel or Lot may be paid in part in an amount equal to the amount of prepaid Special Assessments plus Prepayment Costs, if any, with respect thereto. Upon the payment of such amount for a Parcel or Lot, the Special Assessment for the Parcel or Lot shall be reduced by the amount of such partial payment, the Assessment Roll shall be updated to reflect such partial payment, and the obligation to pay the Annual Installment for such Parcel or Lot shall be reduced to the extent the partial payment is made.

2. Payment of Annual Installments

The PID Act provides that a Special Assessment for a Parcel or Lot may be paid in full at any time. If not paid in full, the PID Act authorizes the City to collect interest and collection costs on the outstanding Special Assessment. A Special Assessment for a Parcel or Lot that is not paid in full will be collected in Annual Installments each year in the amounts shown in the Assessment Roll, which includes interest on the outstanding Special Assessment and Administrative Expenses.

The Annual Installments for the Initial Special Assessments have been calculated utilizing an interest rate of 6.0%, and the Annual Installments for the Additional Special Assessments have been calculated utilizing an interest rate of 5.5% .

The City reserves and shall have the right and option to refund Major Improvement PID Bonds in accordance with Section 372.027 of the PID Act, and such refunding bonds shall constitute "Major Improvement PID Bonds" for purposes of this 2018 SAP.

Any sale of Assessed Property for nonpayment of the delinquent Annual Installments shall be subject to the lien established for the remaining unpaid Annual Installments against such Assessed Property and such Assessed Property may again be sold at a judicial foreclosure sale if the purchaser thereof fails to make timely payment of the non-delinquent Annual Installments against such Assessed Property as they become due and payable.

Each Annual Installment, including the interest on the unpaid amount of a Special Assessment, shall be assessed annually. Each Annual Installment together with interest thereon shall be delinquent if not paid prior to February 1 of the following year. The initial Annual Installments will be due when billed, and will be delinquent if not paid prior to February 1, 2019.

Section VII
THE ASSESSMENT ROLL

The Assessment Roll is attached as **Appendix A**. The Administrator shall prepare, and submit to the City Council for review and approval, proposed revisions to the Assessment Roll as well as the Annual Installments as part of each Annual Service Plan Update.

Section VIII ADDITIONAL PROVISIONS

A. Calculation Errors

If the owner of a Parcel claims that an error has been made in any calculation required by this 2018 SAP, including, but not limited to, any calculation made as part of any Annual Service Plan Update, the owner's sole and exclusive remedy shall be to submit a written notice of error to the City within 30 days of the mailing of a bill for the Annual Installment resulting from the this 2018 SAP or any Annual Service Plan Update; otherwise, the owner shall be deemed to have unconditionally approved the calculation. Upon receipt of a written notice of error from an owner, the City shall refer the notice to the Administrator who shall provide a written response to the City and the owner within 30 days of such referral. The City Council shall consider the owner's notice of error and the Administrator's response, and within 30 days the City Council shall make a final determination as to whether or not an error has been made. If the City Council determines that an error has been made, the City Council shall take such corrective action as is authorized by the Act, this 2018 SAP, the Assessment Ordinance, or the Indenture, or is otherwise authorized by the discretionary power of the City Council. The determination by the City Council as to whether an error has been made, and any corrective action taken by the City Council, shall be final and binding on the owner and the Administrator.

B. Amendments

Amendments to this 2018 SAP must be made by the City Council in accordance with the Act. To the extent permitted by the Act, this 2018 SAP may be amended without notice to owners of the Assessed Property: (1) to correct mistakes and clerical errors; (2) to clarify ambiguities; and (3) to provide procedures to collect Assessments, Annual Installments, and other charges imposed by this 2018 SAP.

C. Administration and Interpretation

The Administrator shall: (1) perform the obligations of the Administrator as set forth in this 2018 SAP; (2) administer the District for and on behalf of and at the direction of the City Council; and (3) interpret the provisions of this 2018 SAP. Interpretations of this 2018 SAP by the Administrator shall be in writing and shall be appealable to the City Council by owners or developers adversely affected by the interpretation. Appeals shall be decided by the City Council after holding a public hearing at which all interested parties have an opportunity to be heard. Decisions by the City Council shall be final and binding on the owners and developers and their successors and assigns.

D. Severability

If any provision of this 2018 SAP is determined by a governmental agency or court to be unenforceable, the unenforceable provision shall be deleted and, to the maximum extent possible, shall be rewritten to be enforceable. Every effort shall be made to enforce the remaining provisions.

Appendices

The following appendices are attached to and made a part of the SAP for all purposes:

Appendix A	Assessment Roll
Appendix B	Estimated Annual Installments
Appendix B-1	Estimated Annual Installments (Lot Type 1)
Appendix B-2	Estimated Annual Installments (Lot Type 2)
Appendix B-3	Estimated Annual Installments (Lot Type 3)
Appendix B-4	Estimated Annual Installments (Unplatted Parcel)
Appendix C	Land Use Map (Conceptual)
Appendix D	Map of Public Improvements
Appendix E	Legal Description of PID
Appendix F	Legal Description of Unplatted Parcel
Appendix G	Unplatted Parcel Boundary Map
Appendix H	Trace Subdivision Section A, PA 1A Phase A-1 Final Plat
Appendix I	Trace Subdivision Section A, PA 2A Phase A Final Plat
Appendix J	Trace Subdivision PID Phase 1A Esplanade Parkway Final Plat

Appendix A

Assessment Roll

Property ID	Legal Description	Address	Lot Type	Outstanding Special Assessment			Installation Due 1/31/19
				Initial Special Assessment	Additional Special Assessment	Total	
R155692	TRACE SUB SEC A, PA 1A PH A-1, BLOCK G, Lot 1, ACRES 0.107	1036 ESPLANADE	1	\$ 4,481.66	\$ 4,381.40	\$ 8,863.06	\$ 635.80
R155701	TRACE SUB SEC A, PA 1A PH A-1, BLOCK G, Lot 10, ACRES 0.096	1072 ESPLANADE	1	\$ 4,481.66	\$ 4,381.40	\$ 8,863.06	\$ 635.80
R155704	TRACE SUB SEC A, PA 1A PH A-1, BLOCK G, Lot 14, ACRES 0.104	169 BOSQUE	1	\$ 4,481.66	\$ 4,381.40	\$ 8,863.06	\$ 635.80
R155705	TRACE SUB SEC A, PA 1A PH A-1, BLOCK G, Lot 15, ACRES 0.086	165 BOSQUE	1	\$ 4,481.66	\$ 4,381.40	\$ 8,863.06	\$ 635.80
R155706	TRACE SUB SEC A, PA 1A PH A-1, BLOCK G, Lot 16, ACRES 0.086	161 BOSQUE	1	\$ 4,481.66	\$ 4,381.40	\$ 8,863.06	\$ 635.80
R155707	TRACE SUB SEC A, PA 1A PH A-1, BLOCK G, Lot 17, ACRES 0.086	157 BOSQUE	1	\$ 4,481.66	\$ 4,381.40	\$ 8,863.06	\$ 635.80
R155708	TRACE SUB SEC A, PA 1A PH A-1, BLOCK G, Lot 18, ACRES 0.082	153 BOSQUE	1	\$ 4,481.66	\$ 4,381.40	\$ 8,863.06	\$ 635.80
R155709	TRACE SUB SEC A, PA 1A PH A-1, BLOCK G, Lot 19, ACRES 0.094	149 BOSQUE	1	\$ 4,481.66	\$ 4,381.40	\$ 8,863.06	\$ 635.80
R155693	TRACE SUB SEC A, PA 1A PH A-1, BLOCK G, Lot 2, ACRES 0.092	1040 ESPLANADE	1	\$ 4,481.66	\$ 4,381.40	\$ 8,863.06	\$ 635.80
R155710	TRACE SUB SEC A, PA 1A PH A-1, BLOCK G, Lot 20, ACRES 0.103	145 BOSQUE	1	\$ 4,481.66	\$ 4,381.40	\$ 8,863.06	\$ 635.80
R155711	TRACE SUB SEC A, PA 1A PH A-1, BLOCK G, Lot 21, ACRES 0.129	448 SPINY LIZARD	1	\$ 4,481.66	\$ 4,381.40	\$ 8,863.06	\$ 635.80
R155712	TRACE SUB SEC A, PA 1A PH A-1, BLOCK G, Lot 22, ACRES 0.113	452 SPINY LIZARD	1	\$ 4,481.66	\$ 4,381.40	\$ 8,863.06	\$ 635.80
R155713	TRACE SUB SEC A, PA 1A PH A-1, BLOCK G, Lot 23, ACRES 0.104	456 SPINY LIZARD	1	\$ 4,481.66	\$ 4,381.40	\$ 8,863.06	\$ 635.80
R155714	TRACE SUB SEC A, PA 1A PH A-1, BLOCK G, Lot 24, ACRES 0.099	460 SPINY LIZARD	1	\$ 4,481.66	\$ 4,381.40	\$ 8,863.06	\$ 635.80
R155715	TRACE SUB SEC A, PA 1A PH A-1, BLOCK G, Lot 25, ACRES 0.094	464 SPINY LIZARD	1	\$ 4,481.66	\$ 4,381.40	\$ 8,863.06	\$ 635.80
R155716	TRACE SUB SEC A, PA 1A PH A-1, BLOCK G, Lot 26, ACRES 0.104	468 SPINY LIZARD	1	\$ 4,481.66	\$ 4,381.40	\$ 8,863.06	\$ 635.80
R155717	TRACE SUB SEC A, PA 1A PH A-1, BLOCK G, Lot 27, ACRES 0.157	472 SPINY LIZARD	1	\$ 4,481.66	\$ 4,381.40	\$ 8,863.06	\$ 635.80
R155694	TRACE SUB SEC A, PA 1A PH A-1, BLOCK G, Lot 3, ACRES 0.091	1044 ESPLANADE	1	\$ 4,481.66	\$ 4,381.40	\$ 8,863.06	\$ 635.80
R155695	TRACE SUB SEC A, PA 1A PH A-1, BLOCK G, Lot 4, ACRES 0.097	1048 ESPLANADE	1	\$ 4,481.66	\$ 4,381.40	\$ 8,863.06	\$ 635.80
R155696	TRACE SUB SEC A, PA 1A PH A-1, BLOCK G, Lot 5, ACRES 0.096	1052 ESPLANADE	1	\$ 4,481.66	\$ 4,381.40	\$ 8,863.06	\$ 635.80
R155697	TRACE SUB SEC A, PA 1A PH A-1, BLOCK G, Lot 6, ACRES 0.096	1056 ESPLANADE	1	\$ 4,481.66	\$ 4,381.40	\$ 8,863.06	\$ 635.80
R155698	TRACE SUB SEC A, PA 1A PH A-1, BLOCK G, Lot 7, ACRES 0.09	1060 ESPLANADE	1	\$ 4,481.66	\$ 4,381.40	\$ 8,863.06	\$ 635.80
R155699	TRACE SUB SEC A, PA 1A PH A-1, BLOCK G, Lot 8, ACRES 0.089	1064 ESPLANADE	1	\$ 4,481.66	\$ 4,381.40	\$ 8,863.06	\$ 635.80
R155700	TRACE SUB SEC A, PA 1A PH A-1, BLOCK G, Lot 9, ACRES 0.094	1068 ESPLANADE	1	\$ 4,481.66	\$ 4,381.40	\$ 8,863.06	\$ 635.80
R155719	TRACE SUB SEC A, PA 1A PH A-1, BLOCK N, Lot 1, ACRES 0.098	164 BOSQUE	1	\$ 4,481.66	\$ 4,381.40	\$ 8,863.06	\$ 635.80
R155720	TRACE SUB SEC A, PA 1A PH A-1, BLOCK N, Lot 2, ACRES 0.085	168 BOSQUE	1	\$ 4,481.66	\$ 4,381.40	\$ 8,863.06	\$ 635.80
R155721	TRACE SUB SEC A, PA 1A PH A-1, BLOCK N, Lot 3, ACRES 0.085	172 BOSQUE	1	\$ 4,481.66	\$ 4,381.40	\$ 8,863.06	\$ 635.80
R155722	TRACE SUB SEC A, PA 1A PH A-1, BLOCK N, Lot 4, ACRES 0.08	176 BOSQUE	1	\$ 4,481.66	\$ 4,381.40	\$ 8,863.06	\$ 635.80
R155723	TRACE SUB SEC A, PA 1A PH A-1, BLOCK N, Lot 5, ACRES 0.08	180 BOSQUE	1	\$ 4,481.66	\$ 4,381.40	\$ 8,863.06	\$ 635.80
R155724	TRACE SUB SEC A, PA 1A PH A-1, BLOCK N, Lot 6, ACRES 0.08	184 BOSQUE	1	\$ 4,481.66	\$ 4,381.40	\$ 8,863.06	\$ 635.80
R155728	TRACE SUB SEC A, PA 2A PH A, BLOCK A, Lot 1, ACRES 0.2	248 HORSEMINT	3	\$ 6,056.78	\$ 5,921.28	\$ 11,978.06	\$ 859.26
R155737	TRACE SUB SEC A, PA 2A PH A, BLOCK A, Lot 10, ACRES 0.166	208 HORSEMINT	3	\$ 6,056.78	\$ 5,921.28	\$ 11,978.06	\$ 859.26
R155738	TRACE SUB SEC A, PA 2A PH A, BLOCK A, Lot 11, ACRES 0.179	204 HORSEMINT	3	\$ 6,056.78	\$ 5,921.28	\$ 11,978.06	\$ 859.26
R155739	TRACE SUB SEC A, PA 2A PH A, BLOCK A, Lot 12, ACRES 0.181	152 SAGE MEADOWS	3	\$ 6,056.78	\$ 5,921.28	\$ 11,978.06	\$ 859.26
R155740	TRACE SUB SEC A, PA 2A PH A, BLOCK A, Lot 13, ACRES 0.169	148 SAGE MEADOWS	3	\$ 6,056.78	\$ 5,921.28	\$ 11,978.06	\$ 859.26
R155741	TRACE SUB SEC A, PA 2A PH A, BLOCK A, Lot 14, ACRES 0.168	144 SAGE MEADOWS	3	\$ 6,056.78	\$ 5,921.28	\$ 11,978.06	\$ 859.26
R155742	TRACE SUB SEC A, PA 2A PH A, BLOCK A, Lot 15, ACRES 0.16	140 SAGE MEADOWS	3	\$ 6,056.78	\$ 5,921.28	\$ 11,978.06	\$ 859.26

Property ID	Legal Description	Address	Lot Type	Outstanding Special Assessment			Installment Due 1/31/19
				Initial Special Assessment	Additional Special Assessment	Total	
R155743	TRACE SUB SEC A, PA 2A PH A, BLOCK A, Lot 16, ACRES 0.142	136 SAGE MEADOWS	3	\$ 6,056.78	\$ 5,921.28	\$ 11,978.06	\$ 859.26
R155744	TRACE SUB SEC A, PA 2A PH A, BLOCK A, Lot 17, ACRES 0.138	132 SAGE MEADOWS	3	\$ 6,056.78	\$ 5,921.28	\$ 11,978.06	\$ 859.26
R155745	TRACE SUB SEC A, PA 2A PH A, BLOCK A, Lot 18, ACRES 0.138	128 SAGE MEADOWS	3	\$ 6,056.78	\$ 5,921.28	\$ 11,978.06	\$ 859.26
R155746	TRACE SUB SEC A, PA 2A PH A, BLOCK A, Lot 19, ACRES 0.138	124 SAGE MEADOWS	3	\$ 6,056.78	\$ 5,921.28	\$ 11,978.06	\$ 859.26
R155729	TRACE SUB SEC A, PA 2A PH A, BLOCK A, Lot 2, ACRES 0.149	240 HORSEMINT	3	\$ 6,056.78	\$ 5,921.28	\$ 11,978.06	\$ 859.26
R155747	TRACE SUB SEC A, PA 2A PH A, BLOCK A, Lot 20, ACRES 0.138	120 SAGE MEADOWS	3	\$ 6,056.78	\$ 5,921.28	\$ 11,978.06	\$ 859.26
R155748	TRACE SUB SEC A, PA 2A PH A, BLOCK A, Lot 21, ACRES 0.138	116 SAGE MEADOWS	3	\$ 6,056.78	\$ 5,921.28	\$ 11,978.06	\$ 859.26
R155749	TRACE SUB SEC A, PA 2A PH A, BLOCK A, Lot 22, ACRES 0.138	112 SAGE MEADOWS	3	\$ 6,056.78	\$ 5,921.28	\$ 11,978.06	\$ 859.26
R155750	TRACE SUB SEC A, PA 2A PH A, BLOCK A, Lot 23, ACRES 0.157	108 SAGE MEADOWS	3	\$ 6,056.78	\$ 5,921.28	\$ 11,978.06	\$ 859.26
R155730	TRACE SUB SEC A, PA 2A PH A, BLOCK A, Lot 3, ACRES 0.149	236 HORSEMINT	3	\$ 6,056.78	\$ 5,921.28	\$ 11,978.06	\$ 859.26
R155731	TRACE SUB SEC A, PA 2A PH A, BLOCK A, Lot 4, ACRES 0.149	232 HORSEMINT	3	\$ 6,056.78	\$ 5,921.28	\$ 11,978.06	\$ 859.26
R155732	TRACE SUB SEC A, PA 2A PH A, BLOCK A, Lot 5, ACRES 0.149	228 HORSEMINT	3	\$ 6,056.78	\$ 5,921.28	\$ 11,978.06	\$ 859.26
R155733	TRACE SUB SEC A, PA 2A PH A, BLOCK A, Lot 6, ACRES 0.152	224 HORSEMINT	3	\$ 6,056.78	\$ 5,921.28	\$ 11,978.06	\$ 859.26
R155734	TRACE SUB SEC A, PA 2A PH A, BLOCK A, Lot 7, ACRES 0.156	220 HORSEMINT	3	\$ 6,056.78	\$ 5,921.28	\$ 11,978.06	\$ 859.26
R155735	TRACE SUB SEC A, PA 2A PH A, BLOCK A, Lot 8, ACRES 0.169	216 HORSEMINT	3	\$ 6,056.78	\$ 5,921.28	\$ 11,978.06	\$ 859.26
R155736	TRACE SUB SEC A, PA 2A PH A, BLOCK A, Lot 9, ACRES 0.162	212 HORSEMINT	3	\$ 6,056.78	\$ 5,921.28	\$ 11,978.06	\$ 859.26
R155752	TRACE SUB SEC A, PA 2A PH A, BLOCK B, Lot 1, ACRES 0.118	1025 ESPLANDE	2	\$ 5,490.96	\$ 5,368.12	\$ 10,859.07	\$ 778.99
R155761	TRACE SUB SEC A, PA 2A PH A, BLOCK B, Lot 10, ACRES 0.143	1061 ESPLANDE	2	\$ 5,490.96	\$ 5,368.12	\$ 10,859.07	\$ 778.99
R155763	TRACE SUB SEC A, PA 2A PH A, BLOCK B, Lot 12, ACRES 0.108	213 BOSQUE	2	\$ 5,490.96	\$ 5,368.12	\$ 10,859.07	\$ 778.99
R155764	TRACE SUB SEC A, PA 2A PH A, BLOCK B, Lot 13, ACRES 0.108	217 BOSQUE	2	\$ 5,490.96	\$ 5,368.12	\$ 10,859.07	\$ 778.99
R155765	TRACE SUB SEC A, PA 2A PH A, BLOCK B, Lot 14, ACRES 0.108	221 BOSQUE	2	\$ 5,490.96	\$ 5,368.12	\$ 10,859.07	\$ 778.99
R155766	TRACE SUB SEC A, PA 2A PH A, BLOCK B, Lot 15, ACRES 0.108	225 BOSQUE	2	\$ 5,490.96	\$ 5,368.12	\$ 10,859.07	\$ 778.99
R155767	TRACE SUB SEC A, PA 2A PH A, BLOCK B, Lot 16, ACRES 0.125	229 BOSQUE	2	\$ 5,490.96	\$ 5,368.12	\$ 10,859.07	\$ 778.99
R155768	TRACE SUB SEC A, PA 2A PH A, BLOCK B, Lot 17, ACRES 0.14	213 HORSEMINT	2	\$ 5,490.96	\$ 5,368.12	\$ 10,859.07	\$ 778.99
R155769	TRACE SUB SEC A, PA 2A PH A, BLOCK B, Lot 18, ACRES 0.115	217 HORSEMINT	2	\$ 5,490.96	\$ 5,368.12	\$ 10,859.07	\$ 778.99
R155770	TRACE SUB SEC A, PA 2A PH A, BLOCK B, Lot 19, ACRES 0.114	221 HORSEMINT	2	\$ 5,490.96	\$ 5,368.12	\$ 10,859.07	\$ 778.99
R155753	TRACE SUB SEC A, PA 2A PH A, BLOCK B, Lot 2, ACRES 0.121	1029 ESPLANDE	2	\$ 5,490.96	\$ 5,368.12	\$ 10,859.07	\$ 778.99
R155771	TRACE SUB SEC A, PA 2A PH A, BLOCK B, Lot 20, ACRES 0.11	225 HORSEMINT	2	\$ 5,490.96	\$ 5,368.12	\$ 10,859.07	\$ 778.99
R155772	TRACE SUB SEC A, PA 2A PH A, BLOCK B, Lot 21, ACRES 0.108	229 HORSEMINT	2	\$ 5,490.96	\$ 5,368.12	\$ 10,859.07	\$ 778.99
R155773	TRACE SUB SEC A, PA 2A PH A, BLOCK B, Lot 22, ACRES 0.109	233 HORSEMINT	2	\$ 5,490.96	\$ 5,368.12	\$ 10,859.07	\$ 778.99
R155774	TRACE SUB SEC A, PA 2A PH A, BLOCK B, Lot 23, ACRES 0.112	237 HORSEMINT	2	\$ 5,490.96	\$ 5,368.12	\$ 10,859.07	\$ 778.99
R155775	TRACE SUB SEC A, PA 2A PH A, BLOCK B, Lot 24, ACRES 0.115	241 HORSEMINT	2	\$ 5,490.96	\$ 5,368.12	\$ 10,859.07	\$ 778.99
R155776	TRACE SUB SEC A, PA 2A PH A, BLOCK B, Lot 25, ACRES 0.133	245 HORSEMINT	2	\$ 5,490.96	\$ 5,368.12	\$ 10,859.07	\$ 778.99
R155777	TRACE SUB SEC A, PA 2A PH A, BLOCK B, Lot 26, ACRES 0.129	249 HORSEMINT	2	\$ 5,490.96	\$ 5,368.12	\$ 10,859.07	\$ 778.99
R155778	TRACE SUB SEC A, PA 2A PH A, BLOCK B, Lot 27, ACRES 0.12	253 HORSEMINT	2	\$ 5,490.96	\$ 5,368.12	\$ 10,859.07	\$ 778.99
R155754	TRACE SUB SEC A, PA 2A PH A, BLOCK B, Lot 3, ACRES 0.12	1033 ESPLANDE	2	\$ 5,490.96	\$ 5,368.12	\$ 10,859.07	\$ 778.99
R155755	TRACE SUB SEC A, PA 2A PH A, BLOCK B, Lot 4, ACRES 0.12	1037 ESPLANDE	2	\$ 5,490.96	\$ 5,368.12	\$ 10,859.07	\$ 778.99
R155756	TRACE SUB SEC A, PA 2A PH A, BLOCK B, Lot 5, ACRES 0.12	1041 ESPLANDE	2	\$ 5,490.96	\$ 5,368.12	\$ 10,859.07	\$ 778.99
R155757	TRACE SUB SEC A, PA 2A PH A, BLOCK B, Lot 6, ACRES 0.119	1045 ESPLANDE	2	\$ 5,490.96	\$ 5,368.12	\$ 10,859.07	\$ 778.99
R155758	TRACE SUB SEC A, PA 2A PH A, BLOCK B, Lot 7, ACRES 0.119	1049 ESPLANDE	2	\$ 5,490.96	\$ 5,368.12	\$ 10,859.07	\$ 778.99
R155759	TRACE SUB SEC A, PA 2A PH A, BLOCK B, Lot 8, ACRES 0.118	1053 ESPLANDE	2	\$ 5,490.96	\$ 5,368.12	\$ 10,859.07	\$ 778.99
R155760	TRACE SUB SEC A, PA 2A PH A, BLOCK B, Lot 9, ACRES 0.118	1057 ESPLANDE	2	\$ 5,490.96	\$ 5,368.12	\$ 10,859.07	\$ 778.99
R18614	Unplatted Parcel			\$ 10,758,479.33	\$ 10,517,797.47	\$ 21,276,276.80	\$ 1,526,284.04
				\$ 11,175,000.00	\$ 10,925,000.00	\$ 22,100,000.00	\$ 1,585,375.00

Appendix B

Estimated Annual Installments

Installment Due January 31	Initial Special Assessment		Additional Special Assessment		Additional Interest	Administrative Expenses	Total
	Principal	Interest	Principal	Interest			
2018	100,000	670,500	-	-	-	60,000	830,500
2019	150,000	664,500	150,000	600,875	-	20,000	1,585,375
2020	160,000	655,500	160,000	592,625	-	40,800	1,608,925
2021	170,000	645,900	170,000	583,825	-	41,616	1,611,341
2022	180,000	635,700	175,000	574,475	-	42,448	1,607,623
2023	190,000	624,900	185,000	564,850	-	43,297	1,608,047
2024	200,000	613,500	195,000	554,675	-	44,163	1,607,338
2025	215,000	601,500	210,000	543,950	-	45,046	1,615,496
2026	225,000	588,600	220,000	532,400	-	45,947	1,611,947
2027	240,000	575,100	230,000	520,300	-	46,866	1,612,266
2028	255,000	560,700	245,000	507,650	-	47,804	1,616,154
2029	270,000	545,400	260,000	494,175	-	48,760	1,618,335
2030	285,000	529,200	270,000	479,875	-	49,735	1,613,810
2031	305,000	512,100	285,000	465,025	-	50,730	1,617,855
2032	320,000	493,800	305,000	449,350	-	51,744	1,619,894
2033	340,000	474,600	320,000	432,575	-	52,779	1,619,954
2034	360,000	454,200	335,000	414,975	-	53,835	1,618,010
2035	380,000	432,600	355,000	396,550	-	54,911	1,619,061
2036	405,000	409,800	375,000	377,025	-	56,010	1,622,835
2037	430,000	385,500	395,000	356,400	-	57,130	1,624,030
2038	455,000	359,700	420,000	334,675	-	58,272	1,627,647
2039	480,000	332,400	440,000	311,575	-	59,438	1,623,413
2040	510,000	303,600	465,000	287,375	-	60,627	1,626,602
2041	540,000	273,000	490,000	261,800	-	61,839	1,626,639
2042	575,000	240,600	515,000	234,850	-	63,076	1,628,526
2043	610,000	206,100	545,000	206,525	-	64,337	1,631,962
2044	645,000	169,500	575,000	176,550	-	65,624	1,631,674
2045	685,000	130,800	605,000	144,925	-	66,937	1,632,662
2046	725,000	89,700	640,000	111,650	-	68,275	1,634,625
2047	770,000	46,200	675,000	76,450	-	69,641	1,637,291
2048	-	-	715,000	39,325	-	71,034	825,359
	11,175,000		10,925,000				

Appendix B-1

Estimated Annual Installments (Lot Type 1)

Installment Due January 31	Initial Special Assessment		Additional Special Assessment		Additional Interest	Administrative Expenses	Total
	Principal	Interest	Principal	Interest			
2018	40.10	268.90	-	-	-	24.06	333.07
2019	60.16	266.49	60.16	240.98	-	8.02	635.80
2020	64.17	262.88	64.17	237.67	-	16.36	645.25
2021	68.18	259.03	68.18	234.14	-	16.69	646.22
2022	72.19	254.94	70.18	230.39	-	17.02	644.73
2023	76.20	250.61	74.19	226.53	-	17.36	644.90
2024	80.21	246.04	78.20	222.45	-	17.71	644.61
2025	86.22	241.23	84.22	218.15	-	18.07	647.88
2026	90.23	236.05	88.23	213.52	-	18.43	646.46
2027	96.25	230.64	92.24	208.66	-	18.80	646.59
2028	102.27	224.87	98.26	203.59	-	19.17	648.15
2029	108.28	218.73	104.27	198.19	-	19.55	649.02
2030	114.30	212.23	108.28	192.45	-	19.95	647.21
2031	122.32	205.37	114.30	186.50	-	20.34	648.83
2032	128.33	198.04	122.32	180.21	-	20.75	649.65
2033	136.35	190.34	128.33	173.48	-	21.17	649.67
2034	144.38	182.15	134.35	166.42	-	21.59	648.89
2035	152.40	173.49	142.37	159.03	-	22.02	649.31
2036	162.42	164.35	150.39	151.20	-	22.46	650.83
2037	172.45	154.60	158.41	142.93	-	22.91	651.31
2038	182.47	144.26	168.44	134.22	-	23.37	652.76
2039	192.50	133.31	176.46	124.96	-	23.84	651.06
2040	204.53	121.76	186.49	115.25	-	24.31	652.34
2041	216.56	109.48	196.51	104.99	-	24.80	652.35
2042	230.60	96.49	206.54	94.19	-	25.30	653.11
2043	244.64	82.66	218.57	82.83	-	25.80	654.49
2044	258.67	67.98	230.60	70.80	-	26.32	654.37
2045	274.71	52.46	242.63	58.12	-	26.84	654.77
2046	290.76	35.97	256.67	44.78	-	27.38	655.56
2047	308.80	18.53	270.70	30.66	-	27.93	656.62
2048	-	-	286.75	15.77	-	28.49	331.00
	4,481.66		4,381.40				

Appendix B-2

Estimated Annual Installments (Lot Type 2)

Installment Due January 31	Initial Special Assessment		Additional Special Assessment		Additional Interest	Administrative Expenses	Total
	Principal	Interest	Principal	Interest			
2018	49.14	329.46	-	-	-	29.48	408.08
2019	73.70	326.51	73.70	295.25	-	9.83	778.99
2020	78.62	322.09	78.62	291.19	-	20.05	790.56
2021	83.53	317.37	83.53	286.87	-	20.45	791.75
2022	88.44	312.36	85.99	282.27	-	20.86	789.92
2023	93.36	307.05	90.90	277.55	-	21.27	790.13
2024	98.27	301.45	95.82	272.55	-	21.70	789.78
2025	105.64	295.55	103.19	267.28	-	22.13	793.79
2026	110.56	289.21	108.10	261.60	-	22.58	792.05
2027	117.93	282.58	113.01	255.66	-	23.03	792.20
2028	125.30	275.51	120.38	249.44	-	23.49	794.11
2029	132.67	267.99	127.75	242.82	-	23.96	795.19
2030	140.04	260.03	132.67	235.79	-	24.44	792.96
2031	149.87	251.63	140.04	228.50	-	24.93	794.95
2032	157.24	242.63	149.87	220.79	-	25.43	795.95
2033	167.06	233.20	157.24	212.55	-	25.93	795.98
2034	176.89	223.18	164.61	203.90	-	26.45	795.03
2035	186.72	212.56	174.43	194.85	-	26.98	795.54
2036	199.00	201.36	184.26	185.26	-	27.52	797.40
2037	211.29	189.42	194.09	175.12	-	28.07	797.98
2038	223.57	176.74	206.37	164.45	-	28.63	799.76
2039	235.85	163.33	216.20	153.10	-	29.21	797.68
2040	250.59	149.18	228.48	141.20	-	29.79	799.25
2041	265.33	134.14	240.77	128.64	-	30.39	799.27
2042	282.53	118.22	253.05	115.40	-	30.99	800.19
2043	299.73	101.27	267.79	101.48	-	31.61	801.88
2044	316.93	83.29	282.53	86.75	-	32.25	801.74
2045	336.58	64.27	297.27	71.21	-	32.89	802.23
2046	356.24	44.08	314.47	54.86	-	33.55	803.19
2047	378.35	22.70	331.67	37.56	-	34.22	804.50
2048	-	-	351.32	19.32	-	34.90	405.55
	5,490.96		5,368.12				

Appendix B-3

Estimated Annual Installments (Lot Type 3)

Installment Due January 31	Initial Special Assessment		Additional Special Assessment		Additional Interest	Administrative Expenses	Total
	Principal	Interest	Principal	Interest			
2018	54.20	363.41	-	-	-	32.52	450.13
2019	81.30	360.15	81.30	325.67	-	10.84	859.26
2020	86.72	355.28	86.72	321.20	-	22.11	872.03
2021	92.14	350.07	92.14	316.43	-	22.56	873.34
2022	97.56	344.55	94.85	311.36	-	23.01	871.32
2023	102.98	338.69	100.27	306.15	-	23.47	871.55
2024	108.40	332.51	105.69	300.63	-	23.94	871.17
2025	116.53	326.01	113.82	294.82	-	24.41	875.59
2026	121.95	319.02	119.24	288.56	-	24.90	873.67
2027	130.08	311.70	124.66	282.00	-	25.40	873.84
2028	138.21	303.90	132.79	275.14	-	25.91	875.95
2029	146.34	295.60	140.92	267.84	-	26.43	877.13
2030	154.47	286.82	146.34	260.09	-	26.96	874.68
2031	165.31	277.56	154.47	252.04	-	27.50	876.87
2032	173.44	267.64	165.31	243.54	-	28.05	877.97
2033	184.28	257.23	173.44	234.45	-	28.61	878.01
2034	195.12	246.17	181.57	224.91	-	29.18	876.95
2035	205.96	234.47	192.41	214.93	-	29.76	877.52
2036	219.51	222.11	203.25	204.35	-	30.36	879.57
2037	233.06	208.94	214.09	193.17	-	30.96	880.21
2038	246.61	194.96	227.64	181.39	-	31.58	882.17
2039	260.16	180.16	238.48	168.87	-	32.21	879.88
2040	276.42	164.55	252.03	155.76	-	32.86	881.61
2041	292.68	147.96	265.58	141.89	-	33.52	881.63
2042	311.65	130.40	279.13	127.29	-	34.19	882.65
2043	330.62	111.70	295.39	111.94	-	34.87	884.51
2044	349.59	91.87	311.65	95.69	-	35.57	884.36
2045	371.27	70.89	327.91	78.55	-	36.28	884.89
2046	392.95	48.62	346.88	60.51	-	37.00	885.96
2047	417.34	25.04	365.85	41.44	-	37.74	887.40
2048	-	-	387.53	21.31	-	38.50	447.34
	6,056.78		5,921.28				

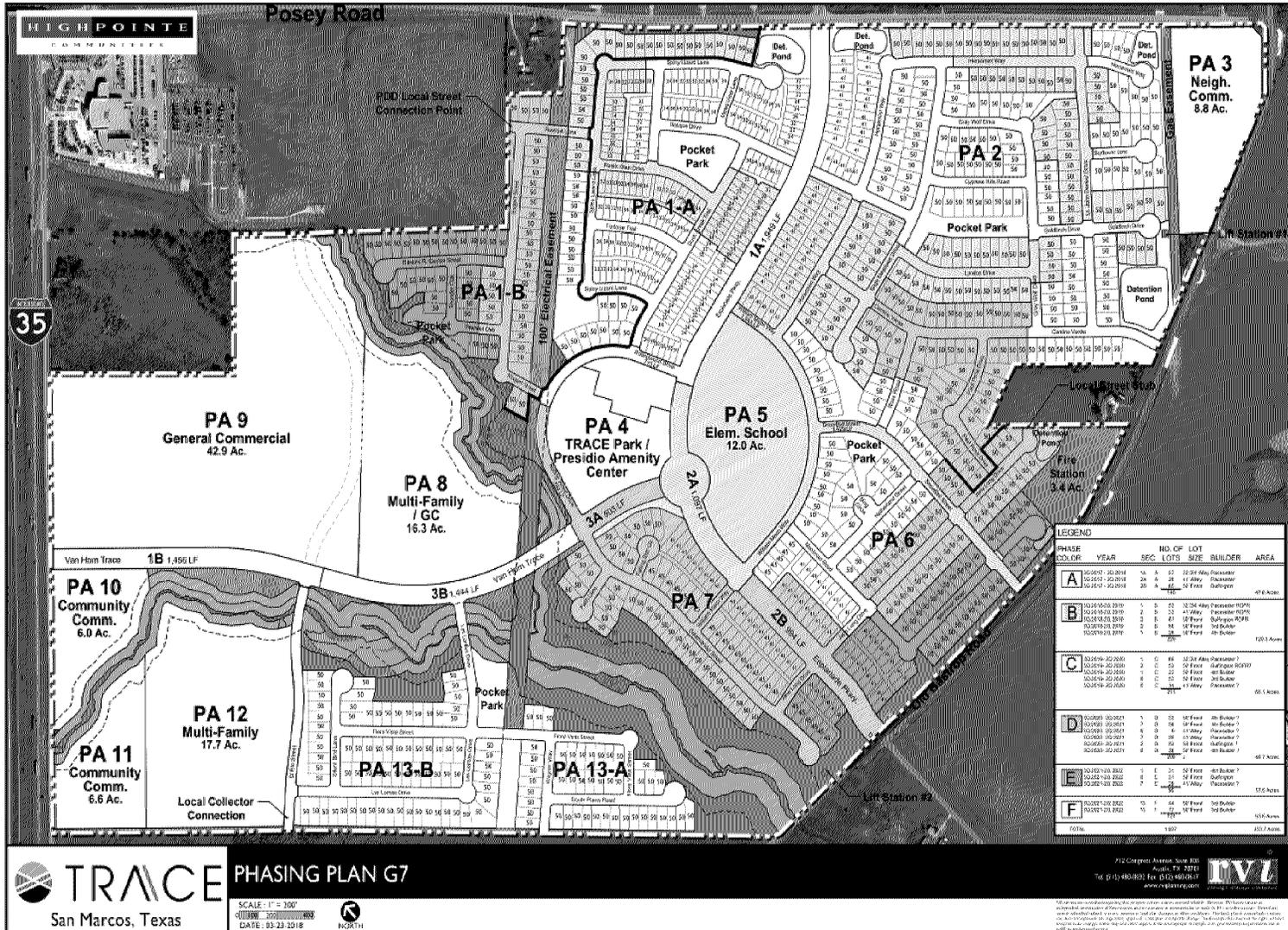
Appendix B-4

Estimated Annual Installments (Unplatted Parcel)

Installment Due January 31	Initial Special Assessment		Additional Special Assessment		Additional Interest	Administrative Expenses	Total
	Principal	Interest	Principal	Interest			
2018	96,272.75	645,508.76	-	-	-	57,763.65	799,545.15
2019	144,409.12	639,732.40	144,409.12	578,478.86	-	19,254.55	1,526,284.04
2020	154,036.39	631,067.85	154,036.39	570,536.36	-	39,279.28	1,548,956.27
2021	163,663.67	621,825.66	163,663.67	562,064.36	-	40,064.87	1,551,282.22
2022	173,290.94	612,005.84	168,477.30	553,062.86	-	40,866.16	1,547,703.11
2023	182,918.22	601,608.39	178,104.58	543,796.60	-	41,683.49	1,548,111.27
2024	192,545.49	590,633.29	187,731.85	534,000.85	-	42,517.16	1,547,428.65
2025	206,986.40	579,080.57	202,172.77	523,675.60	-	43,367.50	1,555,282.83
2026	216,613.68	566,661.38	211,800.04	512,556.10	-	44,234.85	1,551,866.05
2027	231,054.59	553,664.56	221,427.32	500,907.10	-	45,119.55	1,552,173.11
2028	245,495.50	539,801.29	235,868.23	488,728.59	-	46,021.94	1,555,915.54
2029	259,936.41	525,071.55	250,309.14	475,755.84	-	46,942.38	1,558,015.32
2030	274,377.33	509,475.37	259,936.41	461,988.84	-	47,881.22	1,553,659.17
2031	293,631.87	493,012.73	274,377.33	447,692.34	-	48,838.85	1,557,553.11
2032	308,072.79	475,394.82	293,631.87	432,601.58	-	49,815.62	1,559,516.69
2033	327,327.34	456,910.45	308,072.79	416,451.83	-	50,811.94	1,559,574.34
2034	346,581.88	437,270.81	322,513.70	399,507.83	-	51,828.18	1,557,702.40
2035	365,836.43	416,475.90	341,768.25	381,769.57	-	52,864.74	1,558,714.89
2036	389,904.62	394,525.71	361,022.80	362,972.32	-	53,922.03	1,562,347.48
2037	413,972.81	371,131.43	380,277.35	343,116.07	-	55,000.48	1,563,498.13
2038	438,040.99	346,293.07	404,345.53	322,200.81	-	56,100.48	1,566,980.89
2039	462,109.18	320,010.61	423,600.08	299,961.81	-	57,222.49	1,562,904.17
2040	490,991.00	292,284.06	447,668.27	276,663.80	-	58,366.94	1,565,974.07
2041	519,872.83	262,824.60	471,736.45	252,042.05	-	59,534.28	1,566,010.21
2042	553,568.29	231,632.23	495,804.64	226,096.54	-	60,724.97	1,567,826.67
2043	587,263.75	198,418.13	524,686.46	198,827.29	-	61,939.47	1,571,135.10
2044	620,959.21	163,182.30	553,568.29	169,969.53	-	63,178.26	1,570,857.59
2045	659,468.31	125,924.75	582,450.11	139,523.28	-	64,441.82	1,571,808.27
2046	697,977.41	86,356.65	616,145.57	107,488.52	-	65,730.66	1,573,698.81
2047	741,300.14	44,478.01	649,841.03	73,600.51	-	67,045.27	1,576,264.97
2048	-	-	688,350.13	37,859.26	-	68,386.18	794,595.57
	10,758,479.33		10,517,797.47				

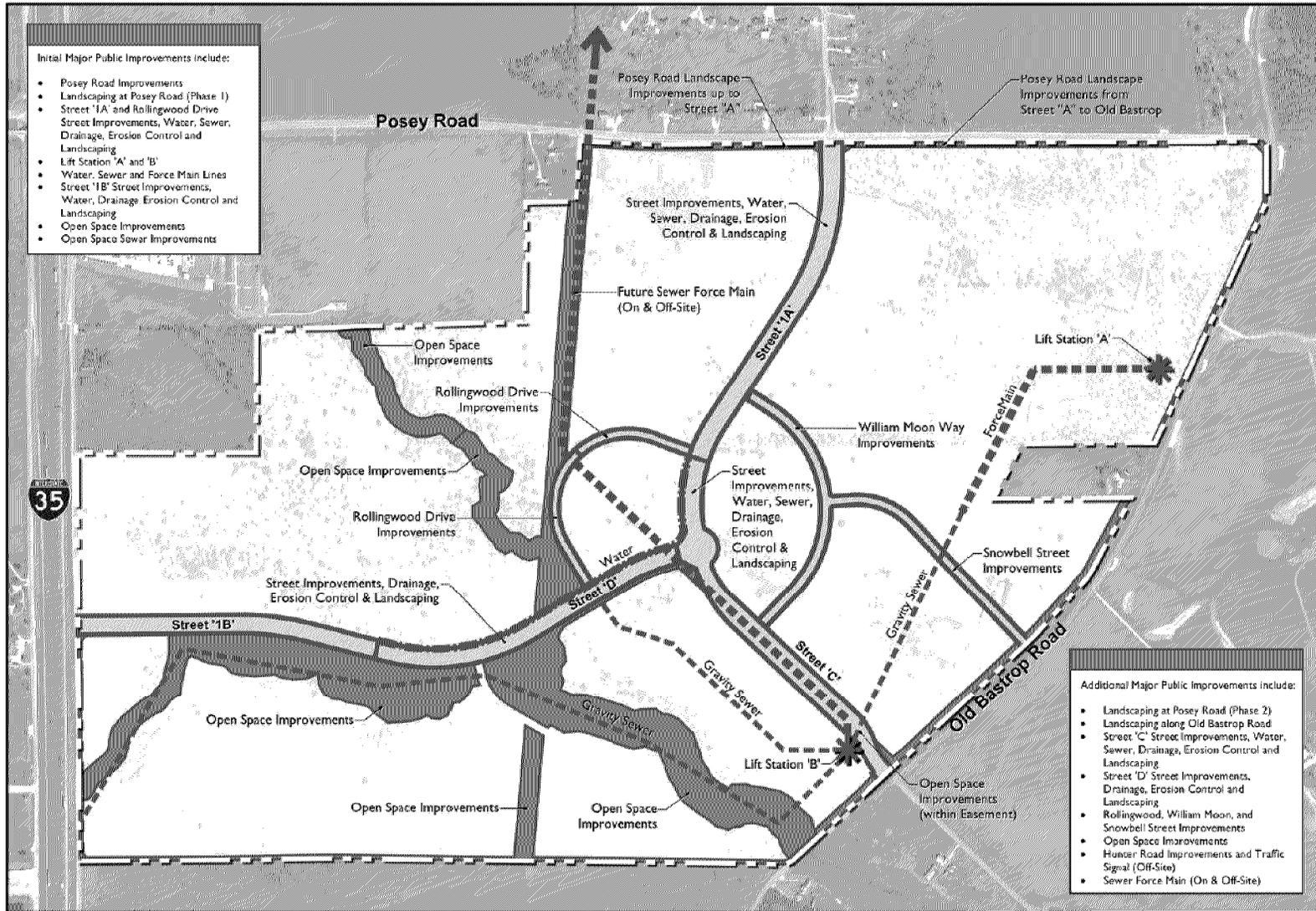
Appendix C

Land Use Map (Conceptual)



Appendix D

Map of Public Improvements



Appendix E

Legal Description of PID

FIELD NOTES

BEING A 417.630 ACRE TRACT OUT OF THE WILLIAM H. VAN HORN SURVEY, ABSTRACT NO. 464, HAYS COUNTY, TEXAS, AND BEING A PORTION OF THOSE CERTAIN 100.22 ACRE, 67.53 ACRE, 248.77 ACRE, AND 5.01 ACRE TRACTS CONVEYED TO JOQ-SAN MARCOS VENTURES L.P. BY DEED OF RECORD IN VOLUME 1820, PAGE 715, OF THE OFFICIAL PUBLIC RECORDS OF HAYS COUNTY, TEXAS; SAID 417.630 ACRES BEING MORE PARTICULARLY DESCRIBED BY METES AND BOUNDS AS FOLLOWS:

BEGINNING, at a 1-inch iron pipe found in the east right-of-way line of Interstate Highway 35 (300' R.O.W.), being the called northeast corner of that certain 85.00 acre tract conveyed to San Marcos 197 Acre Associates, LLC, by Deed of record in Volume 4015, Page 562, of said Official Public Records, also being the northwest corner of said 248.77 acre tract, for the northwesterly corner hereof;

THENCE, N43°34'33"E, along said east right-of-way line of Interstate Highway 35, being the north line of said 248.77 acre tract, a distance of 2222.49 feet to a 1/2-inch iron rod found near the base of a fence post at the called northeast corner of said 248.77 acre tract, being the northwest corner of that certain 14.86 acre tract conveyed to Kimberley Gunnarson, by Deed of record in Volume 3281, Page 47, of said Official Public Records, for the northeasterly corner hereof;

THENCE, S45°57'08"E, leaving said east right-of-way line, along the west line of said 14.86 acre tract, being an east line of said 248.77 acre tract, generally with the remnants of an old barbed-wire fence (a new barbed-wire fence meanders parallel and several feet to the west), a distance of 976.48 feet to a calculated point at the called southwest corner of said 14.86 acre tract, being an angle point of said 248.77 acre tract, for an angle point hereof, from which an 8-inch cedar fence post found bears S45°57'08"E, a distance of 0.87 feet;

THENCE, N44°02'46"E, along the south line of said 14.86 acre tract, generally with a barbed-wire fence, at 14.92 feet passing a 1/2-inch iron rod found at the base of an 8-inch cedar fence post, being approximately at an angle point in the east line of said 248.77 acre tract and the approximate northwest corner of said 67.53 acre tract, and continuing along the north line of said 67.53 acre tract for a total distance of 673.37 feet to a 1/2-inch iron rod found at the base of a leaning 10-inch cedar fence post at the called southeast corner of said 14.86 acre tract, being the northeast corner of said 67.53 acre tract, also being in the

west line of Lot 2, Final Plat of San Marcos Toyota Subdivision, of record in Book 9, Pages 155-156, of the Plat Records of Hays County, Texas, for an angle point hereof;

THENCE, S46°27'25"E, in part along the west line of said Lot 2 and in part along the remainder of that certain 56.288 acre tract conveyed to JMC Realty, LP, by Deed of record in Volume 1662, Page 628, of said Official Public Records, being the east line of said 67.53 acre tract, generally with a barbed-wire fence as called in said Volume 1662, Page 628 and Volume 1820, Page 715, a distance of 181.47 feet to a 3-inch cedar fence post found, for an angle point hereof;

THENCE, continuing along the west line of said 56.288 acre tract, being the east line of said 67.53 acre tract, generally with a barbed-wire fence as called in said Volume 1662, Page 628 and said Volume 1820, Page 715, the following four (4) courses and distances:

- 1) S46°59'15"E, a distance of 232.69 feet to an 8-inch cedar fence post found, for an angle point hereof;
- 2) S49°30'26"E, deviating from a re-established fence line over a creek, a distance of 126.95 feet to a 6-inch cedar fence post found, for an angle point hereof;
- 3) S47°20'32"E, rejoining and continuing generally with a barbed-wire fence line, a distance of 387.84 feet to a 1/2-inch iron rod found in the base of a hackberry tree, as called in said Volume 1662, Page 628, for an angle point hereof;
- 4) S47°39'57"E, a distance of 528.76 feet to a 1/2-inch iron rod found at the called southwest corner of said 56.288 acre tract, being at the base of a 10-inch cedar fence post at a called angle point in the east line of said 67.53 acre tract, for an angle point hereof;

THENCE, N44°31'00"E, along the south line of said 56.288 acre tract, being an east line of said 67.53 acre tract, generally with a barbed-wire fence, a distance of 646.04 feet to a 1/2-inch iron rod found at an angle point in the east line of said 67.53 acre tract, being the northwest corner of that certain 1.000 acre tract conveyed to Wilford L. Wootan, Jr, et ux, by Deed of record in Volume 536, Page 849, of the Real Property Records of Hays County, Texas, for an angle point hereof;

THENCE, S46°59'32"E, leaving the south line of said 56.288 acre tract, along the west line of said 1.000 acre tract, being an east line of said 67.53 acre tract, generally with a barbed-wire fence, a distance of 280.51 feet to a 1/2-inch iron rod found at the base of a fence post at the called southwest corner of said 1.000 acre tract, for an angle point hereof;

THENCE, N47°03'15"E, along the south line of said 1.000 acre tract and that certain 1.335 acre tract conveyed to Wilford L. Wootan, Jr, et ux, by Deed of record in Volume 401, Page 769, of said Real Property Records, being an east line of said 67.53 feet, generally with a barbed-wire fence, a distance of 335.24 feet to a 1/2-inch iron rod with "Capital Surveying Company" cap found at the northwest corner of that certain 0.8521 acre tract

conveyed to Hays County, Texas for right-of-way purposes, by Deed of record in Volume 2927, Page 699, of said Official Public Records, being the southwest right-of-way line of Posey Road (R.O.W. varies), for an angle point hereof;

THENCE, leaving the south line of said 1.335 acre tract, over and across said 67.53 acre tract and said 100.22 acre tract, along said southwest right-of-way line of Posey Road, being the west line of said 0.8521 acre tract, and those certain 0.5415 acre and 2.4004 acre tracts conveyed to Hays County, Texas for right-of-way purposes, by said Deed of record in Volume 2927, Page 699, the following eight (8) courses and distances:

- 1) S41°53'43"E, a distance of 78.28 feet to a disturbed 1/2-inch iron rod found at the point of curvature of a curve to the left;
- 2) Along said curve, having a radius of 6075.00 feet, a central angle of 04°47'50", an arc length of 508.66 feet, and a chord which bears S44°20'45"E, a distance of 508.51 feet to a 1/2-inch iron rod with "Capital Surveying Company" cap found at the point of tangency of said curve;
- 3) S46°43'43"E, at 327.46 feet passing a 1/2-inch iron rod found on the south line of said 67.53 acre tract, being the north line of said 100.22 acre tract, and continuing for a total distance of 865.99 feet to a calculated point at the point of curvature of a curve to the right;
- 4) Along said curve, having a radius of 15031.48 feet, a central angle of 00°34'12", an arc length of 149.56 feet, and a chord which bears S46°08'19"E, a distance of 149.56 feet to a 1/2-inch iron rod with "Capital Surveying Company" cap found at the point of tangency of said curve;
- 5) S46°08'26"E, a distance of 1770.49 feet to a calculated point at the point of curvature of a curve to the left;
- 6) Along said curve, having a radius of 14862.04 feet, a central angle of 00°34'49", an arc length of 150.53 feet, and a chord which bears S46°25'49"E, a distance of 150.53 feet to a 1/2-inch iron rod with "Capital Surveying Company" cap found at the point of tangency of said curve;
- 7) S46°41'07"E, a distance of 195.22 feet to a 1/2-inch iron rod with "Capital Surveying Company" stamp found near the base of a 2-inch steel fence post, for an angle point hereof;
- 8) S01°32'03"E, a distance of 28.03 feet to a calculated point at the southwest corner of said 2.4004 acre tract, being in the south line of said 100.22 acre tract, also being the intersection of said southwest right-of-way line of Posey Road and the northeast right-of-way line of County Road 266/Old Bastrop Highway/El Camino Real (R.O.W. varies), for the southeasterly corner hereof;

THENCE, along the used and occupied northeast right-of-way line of County Road 266, being the called south line of said 100.22 acre tract, generally with a barbed-wire fence, the following two (2) courses and distances:

- 1) $S43^{\circ}45'05''W$, a distance of 70.45 feet to an 8-inch cedar fence post found, for an angle point hereof;
- 2) $S44^{\circ}04'56''W$, a distance of 207.09 feet to a calculated point at the point of curvature of a curve to the right, being near the base of a 2-inch steel fence post, also being the east corner of that certain 0.0123 acre tract conveyed to Hays County, Texas for right-of-way purposes, by Deed of record in Volume 4600, Page 118, of said Official Public Records;

THENCE, continuing along said northeast right-of-way line, over and across said 100.22 acre tract, along said curve to the right, having a radius of 950.00 feet, a central angle of $08^{\circ}05'19''$, an arc length of 134.11 feet, and a chord which bears $S62^{\circ}20'44''W$, a distance of 134.00 feet to a calculated point near the base of a 2-inch steel fence post at the west corner of said 0.123 acre tract, being on the called south line of said 100.22 acre tract, for an angle point hereof;

THENCE, continuing along the used and occupied northeast right-of-way line of County Road 266, being the called south line of said 100.22 acre tract, generally with a barbed-wire fence, the following four (4) courses and distances:

- 1) $S68^{\circ}39'21''W$, a distance of 769.76 feet to an 8-inch cedar fence post found, for an angle point hereof;
- 2) $S69^{\circ}15'47''W$, a distance of 221.52 feet to a 60D nail found in an 8-inch cedar fence post, for an angle point hereof;
- 3) $S70^{\circ}25'00''W$, a distance of 127.68 feet to an 8-inch cedar fence post found, for an angle point hereof;
- 4) $S69^{\circ}14'26''W$, a distance of 228.32 feet to a calculated point at the called southwest corner of said 100.22 acre tract, being the southeast corner of that certain 5.0000 acre tract conveyed to Pleasant F. Rexroat and wife, Elwanda J. Rexroat, by Deed of record in Volume 1898, Page 98, of said Official Public Records, for an angle point hereof;

THENCE, $N45^{\circ}06'19''W$, leaving said northeast right-of-way line of County Road 266, along the called west line of said 100.22 acre tract, generally with the remnants of an old barbed-wire fence (new wire fence meanders approximately parallel and several feet southwest of old fence), a distance of 85.52 feet to a 6-inch cedar fence post found leaning, for an angle point;

THENCE, N46°36'04"W, continuing generally with the remnants of an old-barbed wire fence as called in said Volume 1820, Page 715, a distance of 642.34 feet to a 1/2-inch iron pipe found near the base of a fence post, being the called northeast corner of said Rexroat 5.0000 acre tract, also being an angle point in the occupied east line of said 248.77 acre tract, for an angle point hereof;

THENCE, S70°39'07"W, leaving the occupied west line of said 100.22 acre tract, along the called and occupied north line of said Rexroat 5.0000 acre tract, being the occupied east line of said 248.77 acre tract, generally with a barbed-wire fence, a distance of 329.36 feet to a 1/2-inch iron pipe found near the base of a fence post at the called northwest corner of said Rexroat 5.0000 acre tract, being the occupied northeast corner of said 5.01 acre tract, for an angle point hereof;

THENCE, S46°20'51"E, leaving the east line of said 248.77 acre tract, along the called and occupied west line of said Rexroat 5.0000 acre tract, being the occupied east line of said 5.01 acre tract, generally with a barbed-wire fence, a distance of 747.43 feet to a 1/2-inch iron pipe found near the base of a fence post at the called southwest corner of said Rexroat 5.0000 acre tract, being the southeast corner of said 5.01 acre tract, also being in said used and occupied northeast right-of-way line of County Road 266, for an angle point hereof;

THENCE, S72°25'29"W, along the used and occupied northeast right-of-way of County Road 266, being the called south line of said 5.01 acre tract, generally with a barbed-wire fence, a distance of 335.30 feet to a calculated point in a fence line, being the called southwest corner of said 5.01 acre tract, being the occupied southeast corner of said 248.77 acre tract, from which a 1/2-inch iron pipe found bears N46°20'31"W, a distance of 2.00 feet, for an angle point hereof;

THENCE, continuing along the used and occupied northeast right-of-way line of County Road 266, being the called south line of said 248.77 acre tract, generally with a barbed-wire fence, the following nine (9) courses and distances:

- 1) S71°40'15"W, a distance of 115.86 feet to a calculated point in a fence line, for an angle point hereof;
- 2) S76°06'10"W, a distance of 46.03 feet to an 8-inch cedar fence post found, for an angle point hereof;
- 3) S86°28'05"W, a distance of 428.20 feet to an 8-inch cedar fence post found, for an angle point hereof;
- 4) N89°34'56"W, a distance of 321.83 feet to a T-post found, for an angle point hereof;
- 5) N89°02'24"W, a distance of 554.59 feet to a calculated point in a fence line, for an angle point hereof;

- 6) S89°48'27"W, a distance of 68.91 feet to an 8-inch creosoted fence post found, for an angle point hereof;
- 7) N81°53'25"W, a distance of 50.53 feet to an 8-inch creosoted fence post found, for an angle point hereof;
- 8) N88°55'45"W, at approximately 713 feet leaving said barbed-wire fence line, and continuing for a distance of 802.47 feet to a 1/2-inch iron rod with "Macias" cap found, for an angle point hereof;
- 9) N70°06'57"W, a distance of 39.04 feet to an 8-inch creosoted fence post found, for the southwesterly corner hereof;

THENCE, N46°27'14"W, continuing along the used and occupied northeast right-of-way line of County Road 266, being the called west line of said 248.77 acre tract, generally with a barbed-wire fence, a distance of 79.93 feet to a 1/2-inch iron pipe found at the called southeast corner of said 85.00 acre tract, for an angle point hereof;

THENCE, leaving said northeast right-of-way line of County Road 266, along the occupied east line of said 85.00 acre tract, being the called and occupied west line of said 248.77 acre tract, generally with a barbed wire fence, the following eight (8) courses and distances:

- 1) N41°35'30"W, a distance of 51.65 feet to a 1/2-inch iron pipe found, for an angle point hereof;
- 2) N45°22'24"W, a distance of 1221.06 feet to a 6-inch cedar fence post found, for an angle point hereof;
- 3) N45°15'48"W, a distance of 427.82 feet to a 6-inch cedar fence post found, for an angle point hereof;
- 4) N45°19'43"W, a distance of 673.22 feet to a 10-inch cedar fence post found, for an angle point hereof;
- 5) N46°33'40"W, a distance of 275.02 feet to a calculated point in a fence line, for an angle point hereof;
- 6) N47°51'30"W, a distance of 124.53 feet to a 6-inch cedar fence post found, for an angle point hereof;
- 7) N46°26'02"W, a distance of 218.87 feet to a T-post found, for an angle point hereof;
- 8) N46°25'10"W, at 158.03 feet passing a 1/2-inch iron pipe found, and continuing for a total distance of 769.08 feet to the **POINT OF BEGINNING**, and containing 417.630 acres [18,191,980 square feet] of land, more or less.

BEARING BASIS: TEXAS COORDINATE SYSTEM, NAD 83[2011], SOUTH CENTRAL ZONE, REFERENCING THE LEICA SMARTNET REFERENCE NETWORK.

I HEREBY CERTIFY THAT THIS DESCRIPTION AND ANY ACCOMPANYING SKETCHES ARE THE RESULT OF AN ACTUAL ON-THE-GROUND SURVEY PERFORMED UNDER MY DIRECT SUPERVISION DURING THE MONTH OF FEBRUARY, 2014, AND ARE TRUE AND CORRECT TO THE BEST OF MY ABILITIES.

Witness my hand and seal March 4, 2014

Abram C. Dashner, R.P.L.S. 5901

PROJECT NO. 253-001

Appendix F

Legal Description of Unplatted Parcel

Being approximately 417.630 acres of land as more particularly described in Appendix E,

SAVE AND EXCEPT the approximately 6.512 acre tract of land described comprising the Trace Subdivision Section A, PA 1A Phase A-1 Final Plat, as described in **Appendix H** attached to this 2018 SAP,

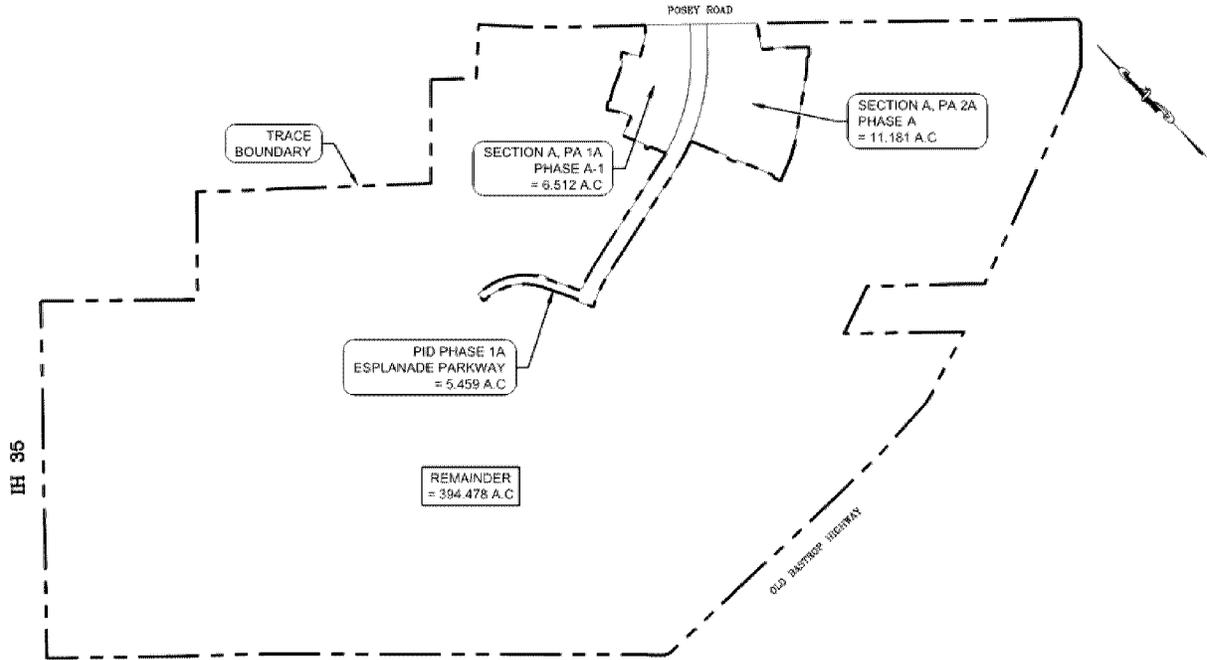
SAVE AND EXCEPT the approximately 11.181 acre tract of land described comprising the Trace Subdivision Section A, PA 2A Phase A Final Plat, as described in **Appendix I** attached to this 2018 SAP,

SAVE AND EXCEPT the approximately 5.459 acre tract of land described comprising the Trace Subdivision PID Phase 1A Esplanade Parkway Final Plat, as described in **Appendix J** attached to this 2018 SAP,

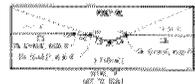
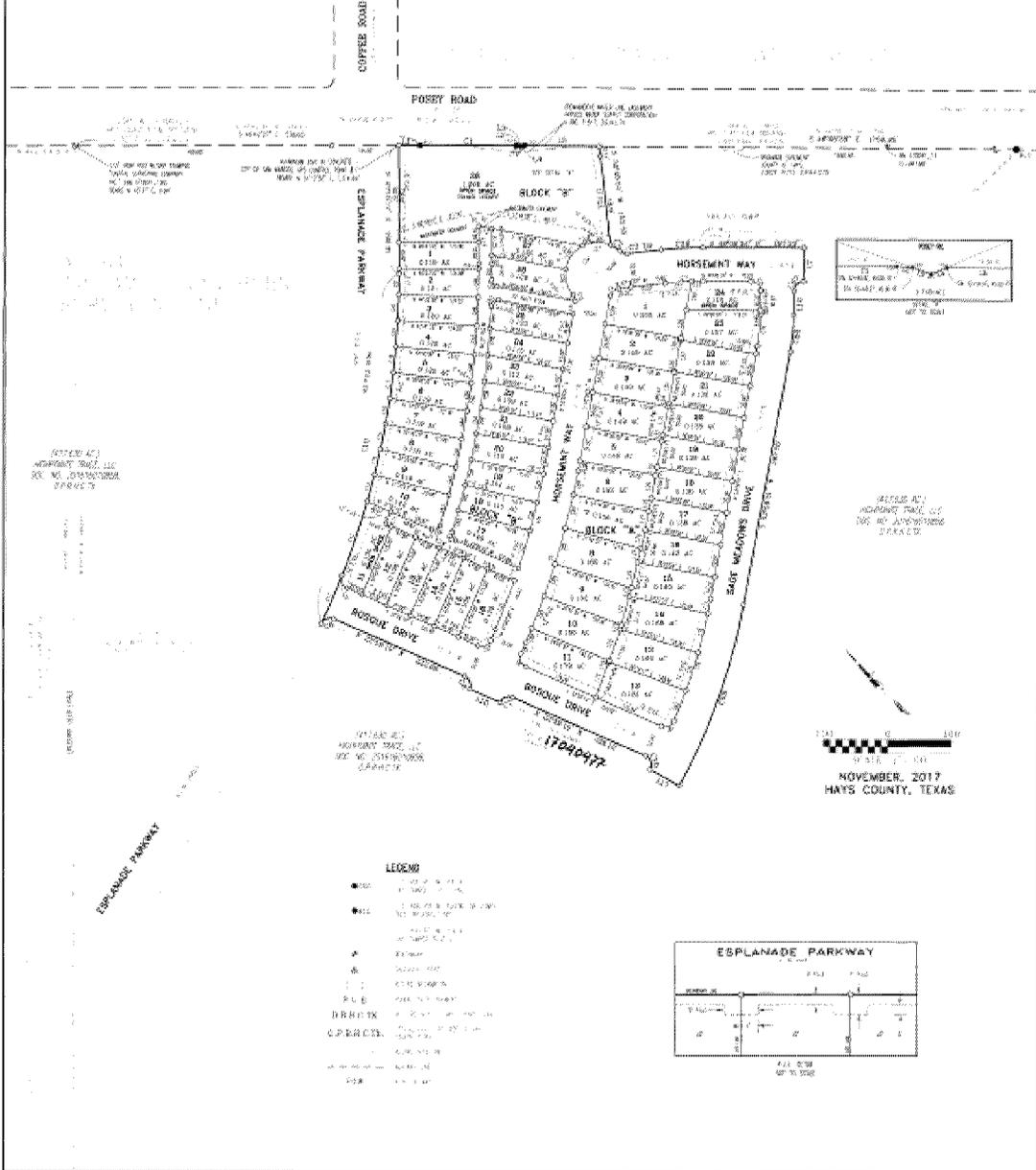
containing approximately 394.478 acres of land, more or less.

Appendix G

Unplatted Parcel Boundary Map



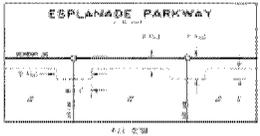
TRACE SUBDIVISION
SECTION A, PA 2A
PHASE A
FINAL PLAT



NOVEMBER, 2017
HAYS COUNTY, TEXAS

LEGEND

- 100' WIDE RIGHT OF WAY
- 150' WIDE RIGHT OF WAY
- 200' WIDE RIGHT OF WAY
- 250' WIDE RIGHT OF WAY
- 300' WIDE RIGHT OF WAY
- 350' WIDE RIGHT OF WAY
- 400' WIDE RIGHT OF WAY
- 450' WIDE RIGHT OF WAY
- 500' WIDE RIGHT OF WAY
- 550' WIDE RIGHT OF WAY
- 600' WIDE RIGHT OF WAY
- 650' WIDE RIGHT OF WAY
- 700' WIDE RIGHT OF WAY
- 750' WIDE RIGHT OF WAY
- 800' WIDE RIGHT OF WAY
- 850' WIDE RIGHT OF WAY
- 900' WIDE RIGHT OF WAY
- 950' WIDE RIGHT OF WAY
- 1000' WIDE RIGHT OF WAY



PLAT	NOVEMBER 2017
TITLE	TRACE SUBDIVISION SECTION A, PA 2A PHASE A FINAL PLAT
SCALE	AS SHOWN
BY	BOWMAN CONSULTING
DATE	NOVEMBER 2017



Overland Professional Services, L.P.
200 South Cooper in Dallas, Texas 75201
409.593.8888
www.overlandpro.com

FINAL PLAT SHEET 2 OF 3
TRACE SUBDIVISION SECTION A, PA 2A
PHASE A
WILLIAM H. VAN HORN SURVEY NO. 18,
ABSTRACT NO. 464
HAYS COUNTY, TEXAS

PLAN # 1177

