

City of Houston, Texas, Ordinance No. 2011-989

AN ORDINANCE APPROVING THE FIFTH AMENDED PROJECT PLAN AND REINVESTMENT ZONE FINANCING PLAN FOR REINVESTMENT ZONE NUMBER THREE, CITY OF HOUSTON, TEXAS (MAIN STREET/MARKET SQUARE ZONE); AUTHORIZING THE CITY SECRETARY TO DISTRIBUTE SUCH PLANS; EXTENDING THE DURATION OF THE ZONE TO DECEMBER 31, 2043; CONTAINING FINDINGS AND OTHER PROVISIONS RELATED TO THE FOREGOING SUBJECT; AND DECLARING AN EMERGENCY.

* * * * *

By City Ordinance No. 1995-1323 adopted December 13, 1995 ("Creation Ordinance"), the City Council of the City of Houston, Texas ("City") created Reinvestment Zone Number Three, City of Houston, Texas ("Zone") pursuant to Chapter 311 of the Texas Tax Code, as amended ("Code") for the purposes of development and redevelopment in the area of the City generally referred to as the Main Street/Market Square area; and

WHEREAS, the Board of Directors of the Zone adopted, and the City approved, by Ordinance No. 1996-911 on September 11, 1996, the Project Plan and Reinvestment Zone Financing Plan for the Zone ("Plans"); and

WHEREAS, the City Council previously enlarged the boundaries of the Zone by Ordinance No. 1998-1204 on December 16, 1998, by Ordinance No. 2005-1049 on December 14, 2005, by Ordinance No. 2007-1422 on December 12, 2007, and by Ordinance No. 2011-988 on November 16, 2011¹; and

WHEREAS, the Code authorizes the Board of Directors of the Zone to adopt an amendment to the Plans, which amendment becomes effective upon approval by the City Council; and

¹ Ordinance number of ordinance enlarging the Zone's boundaries and date of Council approval to be inserted by City Secretary.

WHEREAS, the Board of Directors of the Zone adopted and recommended subsequent amendments to the Plans, which the City Council approved, by Ordinance No. 1998-1205 on December 16, 1998, Ordinance No. 1999-828 on August 11, 1999, Ordinance No. 2005-1051 on September 14, 2005, and Ordinance No. 2007-1423 on December 12, 2007; and

WHEREAS, the Board of Directors of the Zone, at its November 8, 2011 board meeting, considered and adopted a proposed fifth amendment to the Plans (“Fifth Amendment”), and recommended the Fifth Amendment for approval by the City Council; and

WHEREAS, the Board of Directors of the Zone, at its board meeting, approved the enlargement of the boundaries of the Zone (“Enlarged Area”) and has requested City Council’s approval of the boundary enlargement; and

WHEREAS, the Fifth Amendment includes projects for the Enlarged Area;

WHEREAS, before the Board of Directors of the Zone may implement the Fifth Amendment, the City Council must approve the Fifth Amendment; and

WHEREAS, a public hearing on the Fifth Amendment is required to be held in accordance with the provisions of Section 311.011 of the Code; and

WHEREAS, the City Council finds that notice of the public hearing was published in a newspaper of general circulation in the City in the time and manner required by law; and

WHEREAS, the City Council conducted a public hearing on the proposed Fifth Amendment on November 9, 2011; and

WHEREAS, at the public hearing, interested persons were allowed to speak for or against the proposed Fifth Amendment and the concept of tax increment financing; and

WHEREAS, evidence was received and presented at the public hearing in favor of the proposed Fifth Amendment and the concept of tax increment financing; and

WHEREAS, in the Creation Ordinance, the termination date specified for the Zone was December 31, 2025, establishing a 30-year duration period for the Zone; and

WHEREAS, pursuant to the Fifth Amendment, the Zone's projects have been expanded, requiring additional time to implement the projects in the Plans, rendering inadequate the initially established 30-year duration for the Zone; and

WHEREAS, the addition of 18 years to the duration of the Zone, extending the duration to December 31, 2043, will permit the Zone to complete the purposes for which it was established under current conditions and circumstances, and to implement the Fifth Amendment; and

WHEREAS, an amendment to the Plans to extend the Zone's duration for an additional 18 years has been approved by the Zone's Board of Directors and submitted to the City for review and approval; and

WHEREAS, pursuant to Code Section 311.007(c) and Section 311.017(a), the City Council may, by ordinance, extend a reinvestment zone's termination date to a date later than the date originally established for termination of a zone; and

WHEREAS, the Zone's Board of Directors has requested the City Council to extend the termination date of the Zone for an additional 18 years; and

WHEREAS, the findings contained in the Creation Ordinance continue to apply to the Zone and all terms and conditions of the Creation Ordinance, except as modified herein, remain in full force and effect; and

WHEREAS, the City desires to approve the Fifth Amendment and to extend the Zone's termination date for an additional 18 years as described herein; **NOW, THEREFORE**,

BE IT ORDAINED BY THE CITY COUNCIL OF THE CITY OF HOUSTON, TEXAS:

Section 1. Findings. That the facts and recitals contained in the preamble of this Ordinance are found and declared to be true and correct and are hereby adopted as part of this Ordinance.

Section 2. Approval of the Fifth Amendment. That the Plans are hereby amended by adding "Part F," attached to this Ordinance as Exhibit "A." The Fifth Amendment is hereby determined to be feasible and is approved. The appropriate officials of the City are authorized to take all steps reasonably necessary to implement the Fifth Amendment.

Section 3. Distribution to Taxing Units. That the City Secretary is directed to provide copies of the Fifth Amendment to each taxing unit levying ad valorem taxes in the Zone.

Section 4. Extension of the Duration of the Zone. That the termination date of Reinvestment Zone Number Three, City of Houston, Texas, is hereby extended to December 31, 2043. Except as provided in the preceding sentence of this Ordinance, the Creation Ordinance shall continue in full force and effect.

Section 5. Severability. That if any provision, section, subsection, sentence, clause, or phrase of this Ordinance, or the application of same to any person or set of circumstances is for any reason held to be unconstitutional, void, or invalid, the validity of the remaining provisions of this Ordinance shall not be affected thereby, it being the intent of the City Council in adopting this Ordinance that no portion hereof or provision or regulation contained herein shall become inoperative or fail by reason of any unconstitutionality, voidness, or invalidity of any other portion hereof, and all provisions of this Ordinance are declared to be severable for that purpose.

Section 6. That City Council officially finds, determines, recites, and declares that sufficient written notice of the date, hour, place, and subject of this meeting of the City Council was posted at a place convenient to the public at the City Hall of the City for the time required by law preceding this meeting, as required by the Open Meetings law, Chapter 551, TEX. GOV'T CODE ANN., as amended, and that this meeting has been open to the public as required by law at all times during which this Ordinance and the subject matter thereof has been discussed, considered, and formally acted upon. City Council further ratifies, approves, and confirms such written notice and the contents and posting thereof.

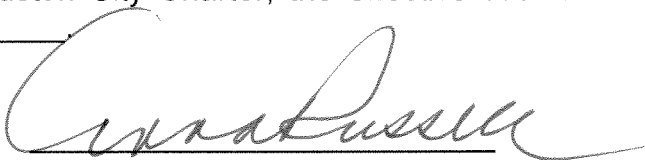
Section 7. That there exists a public emergency requiring that this Ordinance be passed finally on the date of its introduction as requested in writing by the Mayor; therefore, this Ordinance shall be passed finally on such date and shall take effect immediately upon its passage and approval by the Mayor; however, in the event that the Mayor fails to sign this Ordinance within five days after its passage and adoption, it shall take effect in accordance with Article VI, Section 6, Houston City Charter.

PASSED AND ADOPTED this 16th day of November, 2011.

APPROVED this _____ day of _____, 2011.

Mayor of the City of Houston

Pursuant to Article VI, Section 6, Houston City Charter, the effective date of the foregoing Ordinance is NOV 22 2011.



City Secretary

(Prepared by Legal Department Donna Capps dh)
 (DRC:drc November 8, 2011) Assistant City Attorney
 (Requested by Andy Icken, Chief Development Officer, Office of the Mayor)
 (L. D. File No. 0619500030073)

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AYE	NO	
		ABSENT-OUT OF CITY CITY BUSINESS MAYOR PARKER
••••	••••	COUNCIL MEMBERS
✓		STARDIG
✓		JOHNSON
		ABSENT-OUT OF CITY ON PERSONAL BUSINESS GLUTTERBUCK
		ABSENT-OUT OF CITY CITY BUSINESS ADAMS
		ABSENT-CITY BUSINESS SULLIVAN
✓		HOANG
✓		PENNINGTON
✓		VICE MAYOR PRO TEM PRESIDING GONZALEZ
✓		RODRIGUEZ
✓		COSTELLO
✓		LOVELL
		ABSENT-OUT OF CITY ON PERSONAL BUSINESS NORIEGA
✓		BRADFORD
✓		JONES
CAPTION	ADOPTED	

EXHIBIT "A"

**PART F – FIFTH AMENDED PROJECT PLAN
AND REINVESTMENT ZONE FINANCING PLAN
FOR REINVESTMENT ZONE NUMBER THREE, CITY OF HOUSTON, TEXAS
(MAIN STREET/MARKET SQUARE ZONE)**

**TAX INCREMENT REINVESTMENT ZONE NUMBER THREE
CITY OF HOUSTON, TEXAS**

MAIN STREET/MARKET SQUARE ZONE

Fifth Amended
Project Plan and Reinvestment Zone Financing Plan

October 11, 2011

REINVESTMENT ZONE NUMBER THREE, CITY OF HOUSTON, TEXAS
 MAIN STREET/MARKET SQUARE ZONE
 Part F – Fifth Amended Project Plan and Reinvestment Zone Financing Plan

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REINVESTMENT ZONE NUMBER THREE, CITY OF HOUSTON, TEXAS
MAIN STREET/MARKET SQUARE ZONE
Fifth Amended Project Plan and Reinvestment Zone Financing Plan

Introduction:

Reinvestment Zone Number Three, City of Houston, Texas, also known as the Main Street/Market Square Tax Increment Reinvestment Zone ("Zone") was created by Houston City Council ("City") on December 13, 1995, by Ordinance No. 95-1323, in an area comprising nine blocks around Market Square Park in Downtown Houston ("Downtown"). The primary goals of the Zone were to alleviate blight, deteriorated street and site conditions, and obsolete transit services and facilities, and encourage the sound growth of the residential, retail, and commercial sectors in Downtown through the design and construction of improved streetscape enhancements, pedestrian amenities, public utility system upgrades, parkland improvements, and historic preservation.

Section One:

The Part A Plan:

A Project Plan and Reinvestment Zone Financing Plan was adopted by the City on September 11, 1996, by Ordinance No. 96-911 (Part A Plan). The Part A Plan called for the construction of 905 new residential units, retail, commercial and office development totaling approximately 188,000 square feet, and included provisions for public parking. Project costs included in the Part A Plan included streetscape enhancements, improvements to Buffalo Bayou, financial assistance for the Rice Hotel, acquisition and rehabilitation of historic structures, and affordable housing.

The Part B Plan:

On November 11, 1998, the Board of Directors of the Zone recommended that the City expand the original Zone boundaries by adding approximately 65 blocks located primarily along Main Street. The annexation of additional territory into the Zone and adoption of the first amendment to the Project Plan and Reinvestment Zone Financing Plan (Part B Plan) was approved by the City on December 16, 1998, by Ordinance No. 1998-1205. Subsequently, on June 30, 1999, by Resolution No. 1999-0039, the City approved the creation of the Main Street/Market Square Redevelopment Authority, now d/b/a Downtown Redevelopment Authority ("Authority"). The Authority was established to assist the City and the Zone Board of Directors in implementing the Part A and Part B Plans. The Part B Plan restated the goals and objectives included in the Part A Plan and added several new project costs including streetscape enhancements, transit street improvements, parking facilities to support retail development, theater district improvements, cultural and public facility improvements, and educational facilities.

The Part C Plan:

Adopted by the City on August 11, 1999, by Ordinance No. 1999-828, the Part C Plan restated and further defined the fundamental goals and objectives identified in the Part A and Part B Plans. However, the primary intent of the Part C Plan was to incorporate changes to Houston

Independent School District's ("HISD") participation in the Zone following an amendment to the Interlocal Participation Agreement among HISD, the City, and the Zone, approved by the City on August 18, 1999, pursuant to Ordinance No. 1999-914. The changes included an increase in project costs for educational facilities and historic preservation. New project costs included in the Part C Plan included provisions for economic development grants, public parking facilities, and transit-related infrastructure improvements. No changes occurred to the boundaries of the Zone as part of the Part C Plan.

The Part D Plan:

The third amendment to the Zone's Project Plan, the Part D Plan, was approved by City Council on September 14, 2005, by Ordinance No. 2005-1050. The Part D Plan restated and further defined the fundamental goals and objectives identified in the Part A, Part B, and Part C Plans. In addition, the Part D Plan provided for enlargement of the Zone's boundaries by the addition of two city blocks to facilitate and support the development of the Houston Pavilions project ("Pavilions"). The Pavilions is a mixed-use retail and office complex developed to stimulate major investment in the southeastern portion of Downtown. New project costs included in the Part D Plan provided for residential site development, parks and plazas, retail development, institutional facility improvements, property acquisition, and land assembly.

The Part E Plan:

The fourth amendment to the Zone's Project Plan, the Part E Plan, was approved by City Council on December 12, 2007, by Ordinance No. 2007-1423. The Part E Plan enlarged the Zone by the addition of city blocks encompassing City Hall, the Julia Ideson Building, the Central Library, City Hall Annex, Sam Houston Park, and the adjacent Buffalo Bayou parklands. This enlargement of the Zone supported the Julia Ideson Building expansion and other, future institutional facilities.

Section Two:

The Part F Plan:

The Zone and the City now propose the fifth amendment to the Zone's Project Plan and Reinvestment Zone Financing Plan, the Part F Plan. The Part F Plan provides for the enhancement of and improvements to the 300 acres of land added to the Zone's boundaries contemporaneously with this fifth amendment, and includes the areas covered by the Part A, Part B, Part C, Part D, and Part E Plans. Public improvements proposed in the Part F Plan are in relationship to the goals, objectives, and project costs included in the original and amended Plans. Project costs are primarily intended for projects within the boundaries of the Zone; however, pursuant to Chapter 311 of the Texas Tax Code, as amended, if the Zone finds that there is a benefit to the Zone in implementing projects in areas outside the boundaries of the Zone, the Zone may expend project costs on those projects.

Pursuant to Texas Tax Code Section 311.010(h), the Zone's Board of Directors will establish and administer an economic development program, as authorized by Chapter 380 of the Texas Local Government Code, to fund maintenance and operations for a project to be known as Buffalo Bayou Park ("Project").

The Project includes improvements to an existing 158-acre linear City park extending west of Downtown from the Sabine Street Bridge to the Shepherd Drive Bridge. The Project will include park improvements such as natural landscaping, site work, water features, trails, footpaths, and pedestrian lighting. Other planned enhancements to the park include special lighting, pavilions, gardens, entry portals, art, special destinations, and limited concessions.

The City's Public Works & Engineering Department has agreed to add approximately 5.5 acres tract of land occupied by an unused Public Utilities Division underground water reservoir as a special destination.

Goals:

Proposed and restated goals of the Part F Plan relate to the original public improvement goals and are as follows:

Goal 1: Rehabilitation and development of Cultural, Public and Institutional Facilities, Historic Preservation, and Residential Development.

Increasing public and cultural facilities in the Theater District, historic preservation programs, and residential development in Downtown have emerged as important public policy goals since the creation of the Zone. Zone funds will be leveraged with private, public, and non-profit developers to encourage the development of housing initiatives with focus on the historic core of Downtown. The acquisition and rehabilitation of historic structures and landmarks for the purposes of preservation and restoration is anticipated. These projects, along with infrastructure improvements and enhancements to fire, police, library, and cultural facilities, will result in improved security and quality of life for existing and new residents and businesses.

Goal 2: Redevelopment and upgrades to open green space, pocket parks, plazas, public squares, and other appropriate recreational facilities throughout Downtown and along Buffalo Bayou.

Public infrastructure, pedestrian bridges, regional trail systems, adequate shade, comfort and other enhancements to parks, plazas, squares, and other public open green spaces will attract, support, and enhance the viability of residential, commercial, and retail districts.

Goal 3: The creation of pedestrian-friendly, safe environments within the Central Business District through the reconstruction of streets and sidewalks with ample lighting and streetscape amenities.

Streetscape enhancements are required to create an environment that will help stimulate investment in retail, residential, and commercial developments. Enhanced streetscape components will include sidewalks, lighting, signage, street trees, landscaping, benches, and other pedestrian amenities. The reconstruction of key streets and sidewalks will enhance the level of service in the area. The construction of sidewalk systems, including ADA-compliant ramps and other treatments, will improve pedestrian safety, enhance the visual environment, and provide connectivity both within Downtown and to adjacent districts. All improvements will be coordinated with the street reconstruction programs of the City, Harris County, METRO, TxDOT, and other public entities. Attention will be placed on the leveraging

of Zone monies through the funding of elements not addressed by the capital improvement projects of sister agencies.

Goal 4: The reinforcement of pedestrian-attractive retail developments along the Main Street corridor and throughout the Central Business District.

The retention and expansion of retail and commercial developments along the Main Street corridor is of key importance to the successful redevelopment of Downtown. Providing base level retail functionality is essential to the continued expansion of residential projects in the area. Development of complementary focal points supporting the Main Street corridor, such as historic Market Square, will result in key activity centers with an enhanced pedestrian environment and an emphasis on parking, lighting, street trees, landscaping, wide sidewalks, public art, and adequate pedestrian amenities.

Goal 5: Complementing the revitalization of METRO improvements activities proposed to occur along the METRO East-West Alignment.

METRO funding of a public transit system along the East-West alignment through Downtown, specifically on Capital and Rusk Streets, can be complemented by Zone funding of station and streetscape upgrades, art, and other transit/pedestrian-related amenities. The METRO Solutions Southeast Corridor alignment through Downtown includes proposed stations on Avenidas de las Americas, Fannin Street, and Main and Smith Streets. Stations at these locations could spur redevelopment while benefiting existing businesses. The present development schedule for the Southeast line calls for construction completion by 2014. The Zone will look for specific, key economic retail development opportunities and capitalize on METRO's revitalization of key corridors included in the Zone. Additional focus will be placed on attracting emerging business enterprises.

Goal 6: Economic Development Program.

In cases where capital improvements to public infrastructure alone is insufficient or inadequate to stimulate private investment and economic development, the Zone may fund an economic development program to incentivize private enterprise in the Zone and serve as a catalyst for other business developments ("Program"). The Program would support appropriate operation and maintenance of public infrastructure and facilities, including parks and recreational facilities, to develop and diversify the economy of the Zone, eliminate unemployment and underemployment in the Zone, and develop or expand transportation, business, and commercial activity in the Zone. Other examples of how the Program would be used include funding for business development and retention, business loss mitigation in cases where large public construction projects disrupt access to and operation of businesses, economic development grants to catalyze investments, and matching grants to provide leverage for other economic development funds such as state enterprise projects, state economic development bank funds, and new market tax credit allocations. The Program as outlined in this Plan constitutes an economic development program of the Zone.

A. PROJECT PLAN

Existing Uses of Land (Texas Tax Code §311.011(b)(1)): Map 1 attached hereto depicts the existing land and proposed uses in the Original and Annexed Areas of the Zone. The existing and proposed land uses include multi-family residential, commercial, office, public and institutional, transportation and utility, park and open spaces, and undeveloped land uses.

Proposed Changes of Zoning Ordinances, Master Plan of Municipality, Building Codes, and Other Municipal Ordinances (Texas Tax Code §311.011(b)(2)): All construction will be performed in conformance with the City's existing rules and regulations. There are no proposed changes to any City ordinance, master plan, or building code.

Estimated Non-Project Costs (Texas Tax Code §311.011(b)(3)): The non-project costs reflect, in part, costs that the Downtown Management District will generate including approximately \$8,337,748 in annual assessment revenues, a portion of which will be spent within the Zone to fund public safety and emergency response programs, cleaning and trash removal, landscape maintenance, pedestrian lighting, streetscape amenities, wayfinding, access and circulation, planning and capital project development, retail and business development programs, and marketing and communications.

Method of Relocating Persons to be Displaced, if any, as a Result of Implementing the Plan (Texas Tax Code §311.011(b)(4)): It is not anticipated that any residents will be displaced by any of the projects to be undertaken in the Zone.

B. REINVESTMENT ZONE FINANCING PLAN

Estimated Project Costs (Texas Tax Code §311.011(c)(1)): Exhibit 1 (attached) details the proposed public improvement and administrative project costs. The dollar amounts are approximate and may be amended from time to time by City Council. The financing costs are a function of project financing needs and will vary with market conditions from the estimates shown on Exhibit 1.

Proposed Kind, Number, and Location of all Proposed Public Works or Public Improvements to be Financed in the Zone (Texas Tax Code §311.011(c)(2)): These details are described throughout the Plan.

Economic Feasibility Study and Finding of Feasibility (Texas Tax Code §311.011(c)(3)): Economic feasibility studies have been completed that demonstrate the economic potential of the Zone including Market Analysis of Housing Potential in Downtown Houston, December 1993, prepared by CDS Research, Inc.; and Final Report: Loft Resident Living Experiences – Focus Groups, July 1996, prepared by CDS Research, Inc.; and the Houston Downtown Development Framework Plan, prepared by Central Houston, Inc., October 2004. Exhibits 2 thru 5 constitute incremental revenue estimates for the Zone. The incremental revenue estimates are projected to be sufficient to cover the costs of the proposed redevelopment and infrastructure improvements in the Zone. The Plan estimates total project costs of \$488,317,067. The Zone and the City find and determine that the Part A Plan, Part B Plan, Part C Plan, Part D Plan, Part E Plan, and Part F Plan are economically feasible.

Estimated Amount of Bond Indebtedness; Estimated Time When Related Costs or Monetary Obligations Incurred (Texas Tax Code §311.011(c)(4), §311.011(c)(5)): Issuance of notes and bonds by the Zone will occur as tax increment revenues allow. The value and timing of the issuance of notes or bonds will correlate to debt capacity as derived from the attached revenue and project schedules, as well as actual market conditions for the issue and sale of such notes and bonds.

Methods and Sources of Financing Project Costs and Percentage of Increment from Taxing Units Anticipated to Contribute Tax Increment to the Zone (Texas Tax Code §311.011(c)(6)): Methods and sources of financing include the issuance of notes and bonds, as well as collaboration with developers and other entities for grant funding and partnerships. TY 1996 was the base year for the Zone, and TY 2031 is the scheduled termination date. As outlined in Exhibits 2 thru 6, at least \$406 million of increment is estimated to be generated by the Zone for use in funding project costs. This figure is calculated using an estimated collection rate of 95% and a City contribution of \$0.63875/\$100 of assessed valuation in the Original and 1998 Annexed Areas and \$0.23100/\$100 of assessed valuation in the 2005 Annexed Area, a Harris County contribution of \$0.62998/\$100 of assessed valuation in the Original Area and \$0.21281/\$100 of assessed valuation in the 2005 Annexed Area, an HISD contribution of \$1.15670/\$100 of assessed valuation in the Original and 1998 Annexed Areas.

Current Total Appraised Value of Taxable Real Property (Texas Tax Code §311.011(c)(7)): The current projected appraised value of taxable real property in the Zone, as of April 15, 2011, is \$1,161,738,525.00.

Estimated Captured Appraised Value of Zone During Each Year of Existence (Texas Tax Code §311.011(c)(8)): The estimated captured appraised value for the remaining duration of the Zone is set forth in Exhibit 2.

Zone Duration (Texas Tax Code §311.011(c)(9)): When the Zone was initially created by City Council on September 11, 1996, its duration was established at 30 years. Due to the magnitude of development within and adjacent to the Zone, an increased demand continues to be placed on the already-distressed infrastructure. The proposed improvements extending beyond 2025 are included in the Part A, Part B, Part C Plan, Part D Plan, Part E Plan, and Part F Plan, as well as those needed to adequately address future infrastructure and quality of life issues resulting from current and projected densities. It is recommended that the duration of the Zone be extended to December 31, 2043 as part of the Part F Plan.

MAPS AND EXHIBITS

Map 1 - Proposed and Existing Land Uses

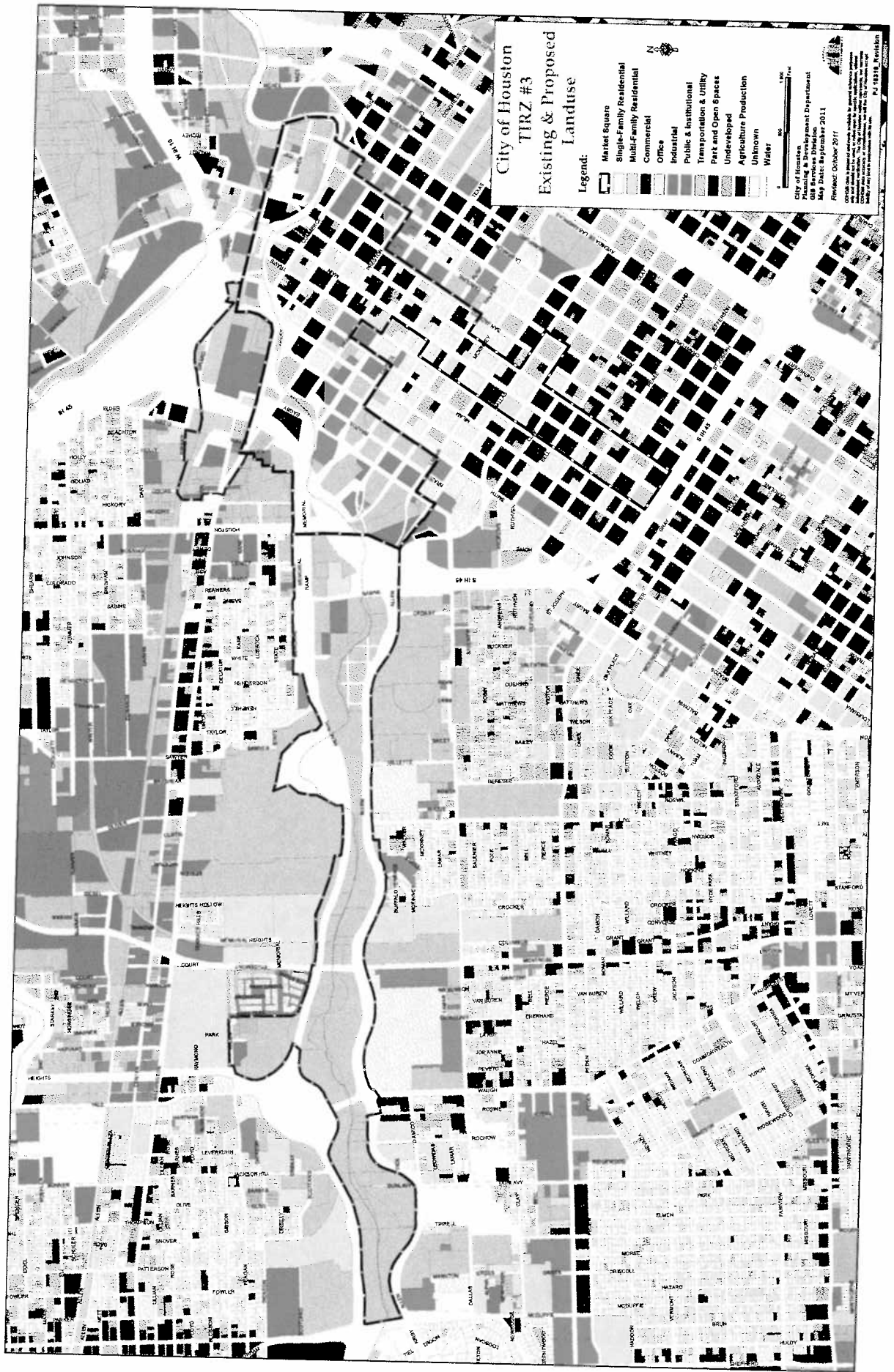


Exhibit 1 – Project Cost Schedule

	1998 Plan	1998 Plan	1998 Plan	2005 Plan	2011 Plan	Costs through	Remaining
	Estimated Costs	Estimated Costs	Estimated Costs	Estimated Costs	Estimated Costs	06/30/10	Costs
Non-Educational Project Costs							
Infrastructure Improvements:							
Roadways and Street Improvements	\$ -	\$ 9,250,000	\$ 16,000,000	\$ 10,000,000	\$ 10,000,000	\$ 10,000,000	\$ 12,500,000
Transit Improvements	\$ -	\$ 9,250,000	\$ 16,000,000	\$ 10,000,000	\$ 10,000,000	\$ 10,000,000	\$ 12,500,000
Streetscape Enhancements	\$ -	\$ 6,750,000	\$ 6,750,000	\$ 2,500,000	\$ 2,169,720	\$ 2,169,720	\$ -
Total Infrastructure, Mobility, Transit Improvements	\$ 2,000,000	\$ 11,675,000	\$ 11,675,000	\$ 5,000,000	\$ 5,000,000	\$ 5,000,000	\$ 5,000,000
Total Infrastructure Improvements	\$ 2,000,000	\$ 18,425,000	\$ 18,425,000	\$ 15,100,000	\$ 10,664,720	\$ 10,664,720	\$ 10,000,000
Residential/Retail Development Improvements							
Residential Development Sites	\$ 5,000,000	\$ 5,000,000	\$ 5,000,000	\$ -	\$ -	\$ -	\$ 28,000,000
Retail/Residential Development	\$ 18,750,000	\$ 18,750,000	\$ 18,750,000	\$ 18,750,000	\$ 18,750,000	\$ 18,750,000	\$ 3,750,000
Property Acquisition/Land Assemblage	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 7,500,000
Total Residential/Retail Development Improvements	\$ 23,750,000	\$ 23,750,000	\$ 23,750,000	\$ 18,750,000	\$ 18,750,000	\$ 18,750,000	\$ 25,000,000
Parking Facilities							
Retail Parking Facilities	\$ -	\$ 15,000,000	\$ 15,000,000	\$ -	\$ -	\$ -	\$ 36,250,000
Public Parking Facilities	\$ -	\$ 15,000,000	\$ 15,000,000	\$ -	\$ -	\$ -	\$ 36,250,000
Historic Preservation Improvements							
Acquisition and Rehabilitation of Historic Structures	\$ 1,500,000	\$ 9,000,000	\$ 15,000,000	\$ 3,100,000	\$ 10,156,417	\$ 10,156,417	\$ 6,748,504
Total Historic Preservation Improvements	\$ 1,500,000	\$ 9,000,000	\$ 15,000,000	\$ 3,100,000	\$ 10,156,417	\$ 10,156,417	\$ 6,748,504
Parks and Recreational Facilities Improvements							
Buffalo Bayou Riverwalk	\$ 4,000,000	\$ 4,000,000	\$ 4,000,000	\$ 4,000,000	\$ 3,792,671	\$ 3,792,671	\$ 18,000,000
Parks, Plazas & Streetscapes	\$ -	\$ 6,000,000	\$ 6,000,000	\$ 6,000,000	\$ 2,300,000	\$ 2,300,000	\$ 2,300,000
Total Parks and Recreational Facilities Improvements	\$ 4,000,000	\$ 10,000,000	\$ 10,000,000	\$ 10,000,000	\$ 28,251,496	\$ 28,251,496	\$ 20,300,000
Theater District Improvements							
Total Theater District Improvements	\$ -	\$ 11,500,000	\$ 11,500,000	\$ 11,500,000	\$ 11,504,779	\$ 11,504,779	\$ 20,251,496
Cultural & Public Facility Improvements							
Cultural & Public Facility Improvements	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 10,000,000
Total Cultural and Public Facility Improvements	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 10,000,000
Property Acquisition/Land Assemblage							
Total Property Acquisition	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 10,000,000
Economic Development Programs							
Economic Development Grants	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 10,000,000
Institutional Facilities							
Julia Kleson, City Hall, City Hall Annex	\$ -	\$ -	\$ -	\$ 14,300,000	\$ 14,300,000	\$ 166,800,000	\$ 11,115,651
Total Institutional Facilities Improvements	\$ -	\$ -	\$ -	\$ 14,300,000	\$ 14,300,000	\$ 166,800,000	\$ 155,684,349
Affordable Housing Improvements							
Total Affordable Housing Improvements	\$ 29,250,000	\$ 69,250,000	\$ 76,750,000	\$ 140,950,000	\$ 336,535,371	\$ 336,535,371	\$ 50,647,409
Financing Costs:							
Financing Cost	\$ 2,000,000	\$ -	\$ -	\$ 20,000,000	\$ 20,266	\$ 20,266	\$ -
Zone Administration:							
Administration Costs	\$ 750,000	\$ 1,891,000	\$ 1,891,000	\$ 6,750,000	\$ 6,934,426	\$ 6,934,426	\$ 13,040,976
Total Zone Administration Costs	\$ 750,000	\$ 1,891,000	\$ 1,891,000	\$ 6,750,000	\$ 6,934,426	\$ 6,934,426	\$ 3,100,000
Education Project Costs							
Total Non-Educational Project Costs	\$ 34,000,000	\$ 98,816,000	\$ 113,066,000	\$ 127,166,000	\$ 203,460,000	\$ 405,775,247	\$ 75,946,575
Total Educational Facilities Improvements	\$ -	\$ 32,182,656	\$ 82,541,820	\$ 82,541,820	\$ 82,541,820	\$ 82,541,820	\$ 24,280,770
Total Educational Facilities Improvements	\$ -	\$ 32,182,656	\$ 82,541,820	\$ 82,541,820	\$ 82,541,820	\$ 82,541,820	\$ 58,261,050
PROJECT PLAN TOTAL	\$ 34,000,000	\$ 130,998,656	\$ 195,607,820	\$ 209,707,820	\$ 285,991,820	\$ 488,317,333	\$ 388,110,968

Exhibit 2 – Net Revenue Schedule
All Jurisdictions – All Areas

Tax Year (1)	Increment Revenue				Net Revenue (Total Increment Revenue Less Transfers)
	City	Houston ISD (2)	Harris County (3) (4)	Total Increment Revenue	
2011	\$ 6,604,415	\$ 4,565,719	\$ 612,149	\$ 11,782,283	\$ 9,331,940
2012	\$ 6,765,508	\$ 4,584,800	\$ 627,932	\$ 11,978,240	\$ 9,510,529
2013	\$ 6,929,824	\$ 4,820,739	\$ 644,031	\$ 12,394,593	\$ 9,812,468
2014	\$ 7,097,426	\$ 4,840,590	\$ 660,452	\$ 12,598,467	\$ 9,998,273
2015	\$ 7,268,379	\$ 4,860,839	\$ 677,201	\$ 12,806,419	\$ 10,187,795
2016	\$ 7,442,752	\$ 4,868,357	\$ 694,285	\$ 13,005,394	\$ 10,373,838
2017	\$ 7,620,613	\$ 4,921,652	\$ 711,711	\$ 13,253,975	\$ 10,588,848
2018	\$ 7,802,030	\$ 4,921,652	\$ 729,485	\$ 13,453,166	\$ 10,778,080
2019	\$ 7,987,076	\$ 4,976,595	\$ 747,615	\$ 13,711,285	\$ 11,001,498
2020	\$ 8,175,823	\$ 4,988,682	\$ 766,107	\$ 13,930,612	\$ 11,205,063
2021	\$ 8,368,345	\$ 5,153,512	\$ 431,372	\$ 13,953,228	\$ 11,161,159
2022	\$ 8,564,717	\$ 5,153,512	\$ 294,685	\$ 14,012,914	\$ 11,217,861
2023	\$ 8,765,016	\$ 5,153,512	\$ 301,383	\$ 14,219,912	\$ 11,414,509
2024	\$ 8,969,322	\$ 5,153,512	\$ 308,216	\$ 14,431,050	\$ 11,615,091
2025	\$ 9,177,714	\$ 5,153,512	\$ 315,185	\$ 14,646,411	\$ 11,819,683
2026	\$ 9,390,273			\$ 9,390,273	\$ 8,920,759
2027	\$ 9,607,084			\$ 9,607,084	\$ 9,126,730
2028	\$ 9,828,231			\$ 9,828,231	\$ 9,336,820
2029	\$ 10,053,801			\$ 10,053,801	\$ 9,551,111
2030	\$ 10,283,882			\$ 10,283,882	\$ 9,769,688
2031	\$ 10,518,565			\$ 10,518,565	\$ 9,992,637
2032	\$ 10,757,942			\$ 10,757,942	\$ 10,220,045
2033	\$ 11,002,106			\$ 11,002,106	\$ 10,452,001
2034	\$ 11,251,153			\$ 11,251,153	\$ 10,688,596
2035	\$ 11,505,182			\$ 11,505,182	\$ 10,929,923
2036	\$ 11,764,291			\$ 11,764,291	\$ 11,176,076
2037	\$ 12,028,582			\$ 12,028,582	\$ 11,427,152
2038	\$ 12,298,159			\$ 12,298,159	\$ 11,683,250
2039	\$ 12,573,127			\$ 12,573,127	\$ 11,944,471
2040	\$ 12,853,595			\$ 12,853,595	\$ 12,210,915
2041	\$ 13,139,672			\$ 13,139,672	\$ 12,482,689
2042	\$ 13,431,471			\$ 13,431,471	\$ 12,759,897
2043	\$ 13,729,106			\$ 13,729,106	\$ 13,042,650
	\$ 323,555,180	\$ 74,117,183	\$ 8,521,807	\$ 406,194,170	\$ 355,732,041

Notes:

(1) TIRZ 3 is scheduled to terminate in Tax Year 2043

(2) Houston Independent School District participation in the TIRZ ends with the collection of the Tax Year 2025 payment

(3) Harris County, Harris County Flood Control, Harris County Hospital District, and Harris County Port of Houston Authority participation in the Original Area ends with the earlier of the Tax Year 2025 payment or revenue contributions to the Original Area equals \$8.5 million. At the current growth rate, revenue contributions will reach \$8.5 million during Tax Year 2025

(4) Harris County and Harris County Flood Control participation in the 2005 Annexed Area ends with the earlier of the Tax Year 2025 payment or revenue contributions to the 2005 Annexed Area equals \$8.5 million. At the current growth rate, revenue contributions will not reach \$8.5 million until after Tax Year 2025

**Exhibit 3 – Transfer Schedule
All Jurisdictions - Original Area (1995)**

Tax Year (1)	Increment Revenue				Transfers						Net Revenue (Total Increment Revenue less Total Transfers)
	City	Houston ISD(2)	Harris County All Entities (3)	Total Increment Revenue	Houston ISD Educational	Admin Fees				Total Transfers	
						City	Houston ISD	Harris County	Total		
2011	\$ 392,115	\$ 702,934	\$ 383,022	\$ 1,478,072	\$ 314,002	\$ 19,606	\$ 25,000	\$ 19,151	\$ 63,757	\$ 377,759	\$ 1,100,313
2012	\$ 402,656	\$ 722,015	\$ 393,418	\$ 1,518,088	\$ 322,525	\$ 20,133	\$ 25,000	\$ 19,671	\$ 64,804	\$ 387,329	\$ 1,130,759
2013	\$ 413,407	\$ 741,477	\$ 404,022	\$ 1,558,905	\$ 331,219	\$ 20,670	\$ 25,000	\$ 20,201	\$ 65,871	\$ 397,091	\$ 1,161,815
2014	\$ 424,373	\$ 761,329	\$ 414,837	\$ 1,600,539	\$ 340,087	\$ 21,219	\$ 25,000	\$ 20,742	\$ 66,961	\$ 407,047	\$ 1,193,491
2015	\$ 435,559	\$ 781,577	\$ 425,869	\$ 1,643,005	\$ 349,132	\$ 21,778	\$ 25,000	\$ 21,293	\$ 68,071	\$ 417,203	\$ 1,225,802
2016	\$ 446,968	\$ 789,095	\$ 437,122	\$ 1,673,184	\$ 352,490	\$ 22,348	\$ 25,000	\$ 21,856	\$ 69,204	\$ 421,695	\$ 1,251,490
2017	\$ 458,605	\$ 789,095	\$ 448,599	\$ 1,696,299	\$ 352,490	\$ 22,930	\$ 25,000	\$ 22,430	\$ 70,360	\$ 422,860	\$ 1,273,449
2018	\$ 470,475	\$ 789,095	\$ 460,307	\$ 1,719,877	\$ 352,490	\$ 23,524	\$ 25,000	\$ 23,015	\$ 71,539	\$ 424,029	\$ 1,295,848
2019	\$ 482,583	\$ 789,095	\$ 472,248	\$ 1,743,926	\$ 352,490	\$ 24,129	\$ 25,000	\$ 23,612	\$ 72,742	\$ 425,232	\$ 1,318,694
2020	\$ 494,933	\$ 789,095	\$ 484,428	\$ 1,768,456	\$ 352,490	\$ 24,747	\$ 25,000	\$ 24,221	\$ 73,968	\$ 426,458	\$ 1,341,997
2021	\$ 507,529	\$ 789,095	\$ 143,254	\$ 1,439,878	\$ 352,490	\$ 25,376	\$ 25,000	\$ 7,163	\$ 57,539	\$ 410,029	\$ 1,029,849
2022	\$ 520,378	\$ 789,095		\$ 1,309,473	\$ 352,490	\$ 26,019	\$ 25,000		\$ 51,019	\$ 403,509	\$ 905,964
2023	\$ 533,484	\$ 789,095		\$ 1,322,578	\$ 352,490	\$ 26,674	\$ 25,000		\$ 51,674	\$ 404,164	\$ 918,414
2024	\$ 546,851	\$ 789,095		\$ 1,335,946	\$ 352,490	\$ 27,343	\$ 25,000		\$ 52,343	\$ 404,833	\$ 931,114
2025	\$ 560,486	\$ 789,095		\$ 1,349,581	\$ 352,490	\$ 28,024	\$ 25,000		\$ 53,024	\$ 405,514	\$ 944,067
2026	\$ 574,394			\$ 574,394		\$ 28,720			\$ 28,720	\$ 28,720	\$ 545,674
2027	\$ 588,580			\$ 588,580		\$ 29,429			\$ 29,429	\$ 29,429	\$ 559,151
2028	\$ 603,050			\$ 603,050		\$ 30,152			\$ 30,152	\$ 30,152	\$ 572,897
2029	\$ 617,809			\$ 617,809		\$ 30,890			\$ 30,890	\$ 30,890	\$ 586,918
2030	\$ 632,863			\$ 632,863		\$ 31,643			\$ 31,643	\$ 31,643	\$ 601,220
2031	\$ 648,218			\$ 648,218		\$ 32,411			\$ 32,411	\$ 32,411	\$ 615,807
2032	\$ 663,881			\$ 663,881		\$ 33,194			\$ 33,194	\$ 33,194	\$ 630,687
2033	\$ 679,856			\$ 679,856		\$ 33,993			\$ 33,993	\$ 33,993	\$ 645,864
2034	\$ 696,152			\$ 696,152		\$ 34,808			\$ 34,808	\$ 34,808	\$ 661,344
2035	\$ 712,773			\$ 712,773		\$ 35,639			\$ 35,639	\$ 35,639	\$ 677,134
2036	\$ 729,726			\$ 729,726		\$ 36,486			\$ 36,486	\$ 36,486	\$ 693,240
2037	\$ 747,019			\$ 747,019		\$ 37,351			\$ 37,351	\$ 37,351	\$ 709,688
2038	\$ 764,657			\$ 764,657		\$ 38,233			\$ 38,233	\$ 38,233	\$ 726,424
2039	\$ 782,648			\$ 782,648		\$ 39,132			\$ 39,132	\$ 39,132	\$ 743,516
2040	\$ 800,999			\$ 800,999		\$ 40,050			\$ 40,050	\$ 40,050	\$ 760,949
2041	\$ 819,717			\$ 819,717		\$ 40,986			\$ 40,986	\$ 40,986	\$ 778,732
2042	\$ 838,810			\$ 838,810		\$ 41,940			\$ 41,940	\$ 41,940	\$ 796,869
2043	\$ 858,284			\$ 858,284		\$ 42,914			\$ 42,914	\$ 42,914	\$ 815,370
	\$ 19,849,838	\$ 11,600,281	\$ 4,467,126	\$ 35,917,246	\$ 5,181,867	\$ 992,492	\$ 375,000	\$ 223,356	\$ 1,590,848	\$ 6,772,715	\$ 29,144,531

Notes:

- (1) TIRZ 3 is scheduled to terminate in Tax Year 2043
- (2) Houston Independent School District participation in the TIRZ ends with the collection of the Tax Year 2025 payment
- (3) Harris County, Harris County Flood Control, Harris County Hospital District, and Harris County Port of Houston Authority participation in the Original Area ends with the earlier of the Tax Year 2025 payment or revenue contributions to the Original Area equals \$8.5 million.
Since inception in Tax Year 1995, Harris County, Harris County Flood Control, Harris County Hospital District, and Harris County Port of Houston Authority have made \$4,032,875 in revenue contributions to the Original Area.
At the current growth rate, revenue contributions will reach \$8.5 million during Tax Year 2021

Exhibit 3A – Revenue Schedule
Original Area (1995) City of Houston

Tax Year(1)	Base Value (2)	Projected Value (3)	Captured Appraised Value	Collection Rate (4)	Tax Rate	Increment Revenue
2011	\$ 22,231,380	\$ 86,850,232	\$ 64,618,852	95.00%	0.63875	\$ 392,115
2012	\$ 22,231,380	\$ 88,587,237	\$ 66,355,857	95.00%	0.63875	\$ 402,656
2013	\$ 22,231,380	\$ 90,358,981	\$ 68,127,601	95.00%	0.63875	\$ 413,407
2014	\$ 22,231,380	\$ 92,166,161	\$ 69,934,781	95.00%	0.63875	\$ 424,373
2015	\$ 22,231,380	\$ 94,009,484	\$ 71,778,104	95.00%	0.63875	\$ 435,559
2016	\$ 22,231,380	\$ 95,889,674	\$ 73,658,294	95.00%	0.63875	\$ 446,968
2017	\$ 22,231,380	\$ 97,807,467	\$ 75,576,087	95.00%	0.63875	\$ 458,605
2018	\$ 22,231,380	\$ 99,763,617	\$ 77,532,237	95.00%	0.63875	\$ 470,475
2019	\$ 22,231,380	\$ 101,758,889	\$ 79,527,509	95.00%	0.63875	\$ 482,583
2020	\$ 22,231,380	\$ 103,794,067	\$ 81,562,687	95.00%	0.63875	\$ 494,933
2021	\$ 22,231,380	\$ 105,869,948	\$ 83,638,568	95.00%	0.63875	\$ 507,529
2022	\$ 22,231,380	\$ 107,987,347	\$ 85,755,967	95.00%	0.63875	\$ 520,378
2023	\$ 22,231,380	\$ 110,147,094	\$ 87,915,714	95.00%	0.63875	\$ 533,484
2024	\$ 22,231,380	\$ 112,350,036	\$ 90,118,656	95.00%	0.63875	\$ 546,851
2025	\$ 22,231,380	\$ 114,597,037	\$ 92,365,657	95.00%	0.63875	\$ 560,486
2026	\$ 22,231,380	\$ 116,888,977	\$ 94,657,597	95.00%	0.63875	\$ 574,394
2027	\$ 22,231,380	\$ 119,226,757	\$ 96,995,377	95.00%	0.63875	\$ 588,580
2028	\$ 22,231,380	\$ 121,611,292	\$ 99,379,912	95.00%	0.63875	\$ 603,050
2029	\$ 22,231,380	\$ 124,043,518	\$ 101,812,138	95.00%	0.63875	\$ 617,809
2030	\$ 22,231,380	\$ 126,524,388	\$ 104,293,008	95.00%	0.63875	\$ 632,863
2031	\$ 22,231,380	\$ 129,054,876	\$ 106,823,496	95.00%	0.63875	\$ 648,218
2032	\$ 22,231,380	\$ 131,635,974	\$ 109,404,594	95.00%	0.63875	\$ 663,881
2033	\$ 22,231,380	\$ 134,268,693	\$ 112,037,313	95.00%	0.63875	\$ 679,856
2034	\$ 22,231,380	\$ 136,954,067	\$ 114,722,687	95.00%	0.63875	\$ 696,152
2035	\$ 22,231,380	\$ 139,693,148	\$ 117,461,768	95.00%	0.63875	\$ 712,773
2036	\$ 22,231,380	\$ 142,487,011	\$ 120,255,631	95.00%	0.63875	\$ 729,726
2037	\$ 22,231,380	\$ 145,336,751	\$ 123,105,371	95.00%	0.63875	\$ 747,019
2038	\$ 22,231,380	\$ 148,243,486	\$ 126,012,106	95.00%	0.63875	\$ 764,657
2039	\$ 22,231,380	\$ 151,208,356	\$ 128,976,976	95.00%	0.63875	\$ 782,648
2040	\$ 22,231,380	\$ 154,232,523	\$ 132,001,143	95.00%	0.63875	\$ 800,999
2041	\$ 22,231,380	\$ 157,317,174	\$ 135,085,794	95.00%	0.63875	\$ 819,717
2042	\$ 22,231,380	\$ 160,463,517	\$ 138,232,137	95.00%	0.63875	\$ 838,810
2043	\$ 22,231,380	\$ 163,672,788	\$ 141,441,408	95.00%	0.63875	\$ 858,284
Notes:						\$ 19,849,838
(1) TIRZ 3 is scheduled to terminate in Tax Year 2043						
(2) Base Year is Tax Year 1995						
(3) Tax Year 2011 Property Values based on the Harris County Appraisal District August 26, 2011 report						
For Tax Years 2012 to 2025, the property value increases at an annual rate of 2%						
(4) Collection rate for Tax Year 2011 to Tax Year 2025 estimated at 95%						

Exhibit 3B – Revenue Schedule
Original Area (1995) Houston Independent School District

Tax Year(1)	Base Value (2)	Lesser of:			Collection Rate (4)	Tax Rate	Increment Revenue
		Captured Appraised Value		Project Plan Appraised Value			
		Projected Value	Captured Appraised Value				
2011	\$ 22,851,140	\$ 86,820,232	\$ 63,969,092	\$ 70,550,000	95.00%	1.1567	\$ 702,934
2012	\$ 22,851,140	\$ 88,556,637	\$ 65,705,497	\$ 70,550,000	95.00%	1.1567	\$ 722,015
2013	\$ 22,851,140	\$ 90,327,769	\$ 67,476,629	\$ 71,810,000	95.00%	1.1567	\$ 741,477
2014	\$ 22,851,140	\$ 92,134,325	\$ 69,283,185	\$ 71,810,000	95.00%	1.1567	\$ 761,329
2015	\$ 22,851,140	\$ 93,977,011	\$ 71,125,871	\$ 71,810,000	95.00%	1.1567	\$ 781,577
2016	\$ 22,851,140	\$ 95,856,551	\$ 73,005,411	\$ 71,810,000	95.00%	1.1567	\$ 789,095
2017	\$ 22,851,140	\$ 97,773,683	\$ 74,922,543	\$ 71,810,000	95.00%	1.1567	\$ 789,095
2018	\$ 22,851,140	\$ 99,729,156	\$ 76,878,016	\$ 71,810,000	95.00%	1.1567	\$ 789,095
2019	\$ 22,851,140	\$ 101,723,739	\$ 78,872,599	\$ 71,810,000	95.00%	1.1567	\$ 789,095
2020	\$ 22,851,140	\$ 103,758,214	\$ 80,907,074	\$ 71,810,000	95.00%	1.1567	\$ 789,095
2021	\$ 22,851,140	\$ 105,833,378	\$ 82,982,238	\$ 71,810,000	95.00%	1.1567	\$ 789,095
2022	\$ 22,851,140	\$ 107,950,046	\$ 85,098,906	\$ 71,810,000	95.00%	1.1567	\$ 789,095
2023	\$ 22,851,140	\$ 110,109,047	\$ 87,257,907	\$ 71,810,000	95.00%	1.1567	\$ 789,095
2024	\$ 22,851,140	\$ 112,311,228	\$ 89,460,088	\$ 71,810,000	95.00%	1.1567	\$ 789,095
2025	\$ 22,851,140	\$ 114,557,452	\$ 91,706,312	\$ 71,810,000	95.00%	1.1567	\$ 789,095
							\$ 11,600,281

Notes:

- (1) Houston Independent School District participation in the TIRZ ends with the collection of the Tax Year 2025 payment
- (2) Base Year is Tax Year 1995
- (3) Tax Year 2011 Property Values based on the Harris County Appraisal District August 26, 2011 report
For Tax Years 2012 to 2025, the property value increases at an annual rate of 2%
- (4) Collection rate for Tax Year 2011 to Tax Year 2025 estimated at 95%

**Exhibit 3C – Revenue Schedule
Original Area (1995) Harris County**

Tax Year(1)	Base Value (2)	Projected Value (3)	Captured Appraised Value	Collection Rate (4)	Tax Rate	Harris County Participation	Increment Revenue
2011	\$ 22,851,140	\$ 86,850,232	\$ 63,999,092	95.00%	0.38805	100.00%	\$ 235,931
2012	\$ 22,851,140	\$ 88,587,237	\$ 65,736,097	95.00%	0.38805	100.00%	\$ 242,334
2013	\$ 22,851,140	\$ 90,358,981	\$ 67,507,841	95.00%	0.38805	100.00%	\$ 248,866
2014	\$ 22,851,140	\$ 92,166,161	\$ 69,315,021	95.00%	0.38805	100.00%	\$ 255,528
2015	\$ 22,851,140	\$ 94,009,484	\$ 71,158,344	95.00%	0.38805	100.00%	\$ 262,323
2016	\$ 22,851,140	\$ 95,889,674	\$ 73,038,534	95.00%	0.38805	100.00%	\$ 269,255
2017	\$ 22,851,140	\$ 97,807,467	\$ 74,956,327	95.00%	0.38805	100.00%	\$ 276,325
2018	\$ 22,851,140	\$ 99,763,617	\$ 76,912,477	95.00%	0.38805	100.00%	\$ 283,536
2019	\$ 22,851,140	\$ 101,758,889	\$ 78,907,749	95.00%	0.38805	100.00%	\$ 290,891
2020	\$ 22,851,140	\$ 103,794,067	\$ 80,942,927	95.00%	0.38805	100.00%	\$ 298,394
2021	\$ 22,851,140	\$ 105,869,948	\$ 83,018,808	95.00%	0.38805	100.00%	\$ 88,240
2022							
2023							
2024							
2025							
							\$ 2,751,624

Notes:

- (1) Harris County, Harris County Flood Control, Harris County Hospital District, and Harris County Port of Houston Authority participation in the 1995 Original Area ends with the earlier of Tax Year 2025 or revenue contributions to the Original Area equals \$8.5 million.
 Since inception in Tax Year 1995, Harris County, Harris County Flood Control, Harris County Hospital District, and Harris County Port of Houston Authority have made \$4,032,875 in revenue contributions to the Original Area.
 At the current growth rate, revenue contributions will reach \$8.5 million during Tax Year 2021
- (2) Base Year is Tax Year 1995
- (3) Tax Year 2011 Property Values based on the Harris County Appraisal District August 26, 2011 report
 For Tax Years 2012 to 2025, the property value increases at an annual rate of 2%
- (4) Collection rate for Tax Year 2011 to Tax Year 2025 estimated at 95%
- (5) Harris County participation is at 100% in the Original Area

**Exhibit 3D – Revenue Schedule
Original Area (1995) Harris County Flood Control District**

Tax Year(1)	Base Value (2)	Projected Value (3)	Captured Appraised Value	Collection Rate (4)	Tax Rate	Harris County Participation	Increment Revenue
2011	\$ 22,851,140	\$ 86,850,232	\$ 63,999,092	95.00%	0.02923	100.00%	\$ 17,772
2012	\$ 22,851,140	\$ 88,587,237	\$ 65,736,097	95.00%	0.02923	100.00%	\$ 18,254
2013	\$ 22,851,140	\$ 90,358,981	\$ 67,507,841	95.00%	0.02923	100.00%	\$ 18,746
2014	\$ 22,851,140	\$ 92,166,161	\$ 69,315,021	95.00%	0.02923	100.00%	\$ 19,248
2015	\$ 22,851,140	\$ 94,009,484	\$ 71,158,344	95.00%	0.02923	100.00%	\$ 19,760
2016	\$ 22,851,140	\$ 95,889,674	\$ 73,038,534	95.00%	0.02923	100.00%	\$ 20,282
2017	\$ 22,851,140	\$ 97,807,467	\$ 74,956,327	95.00%	0.02923	100.00%	\$ 20,814
2018	\$ 22,851,140	\$ 99,763,617	\$ 76,912,477	95.00%	0.02923	100.00%	\$ 21,357
2019	\$ 22,851,140	\$ 101,758,889	\$ 78,907,749	95.00%	0.02923	100.00%	\$ 21,911
2020	\$ 22,851,140	\$ 103,794,067	\$ 80,942,927	95.00%	0.02923	100.00%	\$ 22,477
2021	\$ 22,851,140	\$ 105,869,948	\$ 83,018,808	95.00%	0.02923	100.00%	\$ 6,647
							\$ 207,267

Notes:

- (1) Harris County, Harris County Flood Control, Harris County Hospital District, and Harris County Port of Houston Authority participation in the 1995 Original Area ends with the earlier of Tax Year 2025 or revenue contributions to the Original Area equals \$8.5 million.
 Since inception in Tax Year 1995, Harris County, Harris County Flood Control, Harris Country Hospital District, and Harris County Port of Houston Authority have made \$4,032,875 in revenue contributions to the Original Area.
 At the current growth rate, revenue contributions will reach \$8.5 million during Tax Year 2021
- (2) Base Year is Tax Year 1995
- (3) Tax Year 2011 Property Values based on the Harris County Appraisal District August 26, 2011 report
 For Tax Years 2012 to 2025, the property value increases at an annual rate of 2%
- (4) Collection rate for Tax Year 2011 to Tax Year 2025 estimated at 95%
- (5) Harris County participation is at 100% in the Original Area

**Exhibit 3E – Revenue Schedule
Original Area (1995) Harris County Hospital District**

Tax Year(1)	Base Value (2)	Projected Value (3)	Captured Appraised Value	Collection Rate (4)	Tax Rate	Harris County Participation	Increment Revenue
2011	\$ 22,851,140	\$ 86,850,232	\$ 63,999,092	95.00%	0.19216	100.00%	\$ 116,832
2012	\$ 22,851,140	\$ 88,587,237	\$ 65,736,097	95.00%	0.19216	100.00%	\$ 120,003
2013	\$ 22,851,140	\$ 90,358,981	\$ 67,507,841	95.00%	0.19216	100.00%	\$ 123,237
2014	\$ 22,851,140	\$ 92,166,161	\$ 69,315,021	95.00%	0.19216	100.00%	\$ 126,536
2015	\$ 22,851,140	\$ 94,009,484	\$ 71,158,344	95.00%	0.19216	100.00%	\$ 129,901
2016	\$ 22,851,140	\$ 95,889,674	\$ 73,038,534	95.00%	0.19216	100.00%	\$ 133,333
2017	\$ 22,851,140	\$ 97,807,467	\$ 74,956,327	95.00%	0.19216	100.00%	\$ 136,834
2018	\$ 22,851,140	\$ 99,763,617	\$ 76,912,477	95.00%	0.19216	100.00%	\$ 140,405
2019	\$ 22,851,140	\$ 101,758,889	\$ 78,907,749	95.00%	0.19216	100.00%	\$ 144,048
2020	\$ 22,851,140	\$ 103,794,067	\$ 80,942,927	95.00%	0.19216	100.00%	\$ 147,763
2021	\$ 22,851,140	\$ 105,869,948	\$ 83,018,808	95.00%	0.19216	100.00%	\$ 43,696
							\$ 1,362,587
Notes:							
(1) Harris County, Harris County Flood Control, Harris County Hospital District, and Harris County Port of Houston Authority participation in the 1995 Original Area ends with the earlier of Tax Year 2025 or revenue contributions to the Original Area equals \$8.5 million.							
Since inception in Tax Year 1995, Harris County, Harris County Flood Control, Harris County Hospital District, and Harris County Port of Houston Authority have made \$4,032,875 in revenue contributions to the Original Area.							
At the current growth rate, revenue contributions will reach \$8.5 million during Tax Year 2021							
(2) Base Year is Tax Year 1995							
(3) Tax Year 2011 Property Values based on the Harris County Appraisal District August 26, 2011 report							
For Tax Years 2012 to 2025, the property value increases at an annual rate of 2%							
(4) Collection rate for Tax Year 2011 to Tax Year 2025 estimated at 95%							
(5) Harris County participation is at 100% in the Original Area							

Exhibit 3F – Revenue Schedule
Original Area (1995) Harris County Port of Houston Authority

Tax Year(1)	Base Value (2)	Projected Value (3)	Captured Appraised Value	Collection Rate (4)	Tax Rate	Harris County Participation	Increment Revenue
2011	\$ 22,851,140	\$ 86,850,232	\$ 63,999,092	95.00%	0.02054	100.00%	\$ 12,488
2012	\$ 22,851,140	\$ 88,587,237	\$ 65,736,097	95.00%	0.02054	100.00%	\$ 12,827
2013	\$ 22,851,140	\$ 90,358,981	\$ 67,507,841	95.00%	0.02054	100.00%	\$ 13,173
2014	\$ 22,851,140	\$ 92,166,161	\$ 69,315,021	95.00%	0.02054	100.00%	\$ 13,525
2015	\$ 22,851,140	\$ 94,009,484	\$ 71,158,344	95.00%	0.02054	100.00%	\$ 13,885
2016	\$ 22,851,140	\$ 95,889,674	\$ 73,038,534	95.00%	0.02054	100.00%	\$ 14,252
2017	\$ 22,851,140	\$ 97,807,467	\$ 74,956,327	95.00%	0.02054	100.00%	\$ 14,626
2018	\$ 22,851,140	\$ 99,763,617	\$ 76,912,477	95.00%	0.02054	100.00%	\$ 15,008
2019	\$ 22,851,140	\$ 101,758,889	\$ 78,907,749	95.00%	0.02054	100.00%	\$ 15,397
2020	\$ 22,851,140	\$ 103,794,067	\$ 80,942,927	95.00%	0.02054	100.00%	\$ 15,794
2021	\$ 22,851,140	\$ 105,869,948	\$ 83,018,808	95.00%	0.02054	100.00%	\$ 4,671
							\$ 145,647

Notes:

- (1) Harris County, Harris County Flood Control, Harris County Hospital District, and Harris County Port of Houston Authority participation in the 1995 Original Area ends with the earlier of Tax Year 2025 or revenue contributions to the Original Area equals \$8.5 million.
 Since inception in Tax Year 1995, Harris County, Harris County Flood Control, Harris County Hospital District, and Harris County Port of Houston Authority have made \$4,032,875 in revenue contributions to the Original Area.
 At the current growth rate, revenue contributions will reach \$8.5 million during Tax Year 2021
- (2) Base Year is Tax Year 1995
- (3) Tax Year 2011 Property Values based on the Harris County Appraisal District August 26, 2011 report
 For Tax Years 2012 to 2025, the property value increases at an annual rate of 2%
- (4) Collection rate for Tax Year 2011 to Tax Year 2025 estimated at 95%
- (5) Harris County participation is at 100% in the Original Area

**Exhibit 4 – Transfer Schedule
All Jurisdictions - Annexed Area (1998)**

Tax Year (1)	Increment Revenue			Transfers					Net Revenue (Total Increment Revenue less Total Transfers)
	City	Houston ISD(2)	Total Increment Revenue	Houston ISD Educational	Admin Fees			Total Transfers	
					City	Houston ISD	Total		
2011	\$ 5,682,482	\$ 3,862,785	\$ 9,545,267	\$ 1,725,513	\$ 284,124	\$ 25,000	\$ 309,124	\$ 2,034,637	\$ 7,510,630
2012	\$ 5,818,722	\$ 3,862,785	\$ 9,681,508	\$ 1,725,513	\$ 290,936	\$ 25,000	\$ 315,936	\$ 2,041,449	\$ 7,640,058
2013	\$ 5,957,688	\$ 4,079,262	\$ 10,036,950	\$ 1,822,214	\$ 297,884	\$ 25,000	\$ 322,884	\$ 2,145,098	\$ 7,891,852
2014	\$ 6,099,433	\$ 4,079,262	\$ 10,178,694	\$ 1,822,214	\$ 304,972	\$ 25,000	\$ 329,972	\$ 2,152,185	\$ 8,026,509
2015	\$ 6,244,012	\$ 4,079,262	\$ 10,323,274	\$ 1,822,214	\$ 312,201	\$ 25,000	\$ 337,201	\$ 2,159,414	\$ 8,163,860
2016	\$ 6,391,484	\$ 4,079,262	\$ 10,470,745	\$ 1,822,214	\$ 319,574	\$ 25,000	\$ 344,574	\$ 2,166,788	\$ 8,303,958
2017	\$ 6,541,905	\$ 4,132,557	\$ 10,674,461	\$ 1,846,021	\$ 327,095	\$ 25,000	\$ 352,095	\$ 2,198,116	\$ 8,476,345
2018	\$ 6,695,334	\$ 4,132,557	\$ 10,827,890	\$ 1,846,021	\$ 334,767	\$ 25,000	\$ 359,767	\$ 2,205,787	\$ 8,622,103
2019	\$ 6,851,831	\$ 4,187,500	\$ 11,039,331	\$ 1,870,564	\$ 342,592	\$ 25,000	\$ 367,592	\$ 2,238,155	\$ 8,801,176
2020	\$ 7,011,459	\$ 4,199,587	\$ 11,211,046	\$ 1,875,963	\$ 350,573	\$ 25,000	\$ 375,573	\$ 2,251,536	\$ 8,959,510
2021	\$ 7,174,279	\$ 4,364,417	\$ 11,538,696	\$ 1,949,593	\$ 358,714	\$ 25,000	\$ 383,714	\$ 2,333,307	\$ 9,205,389
2022	\$ 7,340,356	\$ 4,364,417	\$ 11,704,773	\$ 1,949,593	\$ 367,018	\$ 25,000	\$ 392,018	\$ 2,341,611	\$ 9,363,162
2023	\$ 7,509,754	\$ 4,364,417	\$ 11,874,171	\$ 1,949,593	\$ 375,488	\$ 25,000	\$ 400,488	\$ 2,350,081	\$ 9,524,090
2024	\$ 7,682,540	\$ 4,364,417	\$ 12,046,957	\$ 1,949,593	\$ 384,127	\$ 25,000	\$ 409,127	\$ 2,358,720	\$ 9,688,237
2025	\$ 7,858,782	\$ 4,364,417	\$ 12,223,199	\$ 1,949,593	\$ 392,939	\$ 25,000	\$ 417,939	\$ 2,367,532	\$ 9,855,667
2026	\$ 8,038,549		\$ 8,038,549		\$ 401,927		\$ 401,927	\$ 401,927	\$ 7,636,621
2027	\$ 8,221,911		\$ 8,221,911		\$ 411,096		\$ 411,096	\$ 411,096	\$ 7,810,815
2028	\$ 8,408,940		\$ 8,408,940		\$ 420,447		\$ 420,447	\$ 420,447	\$ 7,988,493
2029	\$ 8,599,710		\$ 8,599,710		\$ 429,986		\$ 429,986	\$ 429,986	\$ 8,169,725
2030	\$ 8,794,295		\$ 8,794,295		\$ 439,715		\$ 439,715	\$ 439,715	\$ 8,354,581
2031	\$ 8,992,772		\$ 8,992,772		\$ 449,639		\$ 449,639	\$ 449,639	\$ 8,543,134
2032	\$ 9,195,219		\$ 9,195,219		\$ 459,761		\$ 459,761	\$ 459,761	\$ 8,735,458
2033	\$ 9,401,714		\$ 9,401,714		\$ 470,086		\$ 470,086	\$ 470,086	\$ 8,931,629
2034	\$ 9,612,340		\$ 9,612,340		\$ 480,617		\$ 480,617	\$ 480,617	\$ 9,131,723
2035	\$ 9,827,177		\$ 9,827,177		\$ 491,359		\$ 491,359	\$ 491,359	\$ 9,335,819
2036	\$ 10,046,312		\$ 10,046,312		\$ 502,316		\$ 502,316	\$ 502,316	\$ 9,543,996
2037	\$ 10,269,829		\$ 10,269,829		\$ 513,491		\$ 513,491	\$ 513,491	\$ 9,756,338
2038	\$ 10,497,817		\$ 10,497,817		\$ 524,891		\$ 524,891	\$ 524,891	\$ 9,972,926
2039	\$ 10,730,364		\$ 10,730,364		\$ 536,518		\$ 536,518	\$ 536,518	\$ 10,193,846
2040	\$ 10,967,563		\$ 10,967,563		\$ 548,378		\$ 548,378	\$ 548,378	\$ 10,419,185
2041	\$ 11,209,505		\$ 11,209,505		\$ 560,475		\$ 560,475	\$ 560,475	\$ 10,649,030
2042	\$ 11,456,286		\$ 11,456,286		\$ 572,814		\$ 572,814	\$ 572,814	\$ 10,883,472
2043	\$ 11,708,003		\$ 11,708,003		\$ 585,400		\$ 585,400	\$ 585,400	\$ 11,122,603
	\$ 276,838,370	\$ 62,516,902	\$ 339,355,273	\$ 27,926,414	\$ 13,841,919	\$ 375,000	\$ 14,216,919	\$ 42,143,333	\$ 297,211,940
Notes:									
(1) TIRZ 3 is scheduled to terminate in Tax Year 2043									
(2) Houston Independent School District participation in the TIRZ ends with the collection of the Tax Year 2025 payment									

Exhibit 4A – Revenue Schedule
Annexed Area (1998) City of Houston

Tax Year(1)	Base Value (2)	Projected Value (3)	Captured Appraised Value	Collection Rate (4)	Tax Rate	Increment Revenue
2011	\$ 186,145,320	\$ 1,122,593,028	\$ 936,447,708	95.00%	0.63875	\$ 5,682,482
2012	\$ 186,145,320	\$ 1,145,044,889	\$ 958,899,569	95.00%	0.63875	\$ 5,818,722
2013	\$ 186,145,320	\$ 1,167,945,786	\$ 981,800,466	95.00%	0.63875	\$ 5,957,688
2014	\$ 186,145,320	\$ 1,191,304,702	\$ 1,005,159,382	95.00%	0.63875	\$ 6,099,433
2015	\$ 186,145,320	\$ 1,215,130,796	\$ 1,028,985,476	95.00%	0.63875	\$ 6,244,012
2016	\$ 186,145,320	\$ 1,239,433,412	\$ 1,053,288,092	95.00%	0.63875	\$ 6,391,484
2017	\$ 186,145,320	\$ 1,264,222,080	\$ 1,078,076,760	95.00%	0.63875	\$ 6,541,905
2018	\$ 186,145,320	\$ 1,289,506,522	\$ 1,103,361,202	95.00%	0.63875	\$ 6,695,334
2019	\$ 186,145,320	\$ 1,315,296,652	\$ 1,129,151,332	95.00%	0.63875	\$ 6,851,831
2020	\$ 186,145,320	\$ 1,341,602,585	\$ 1,155,457,265	95.00%	0.63875	\$ 7,011,459
2021	\$ 186,145,320	\$ 1,368,434,637	\$ 1,182,289,317	95.00%	0.63875	\$ 7,174,279
2022	\$ 186,145,320	\$ 1,395,803,330	\$ 1,209,658,010	95.00%	0.63875	\$ 7,340,356
2023	\$ 186,145,320	\$ 1,423,719,396	\$ 1,237,574,076	95.00%	0.63875	\$ 7,509,754
2024	\$ 186,145,320	\$ 1,452,193,784	\$ 1,266,048,464	95.00%	0.63875	\$ 7,682,540
2025	\$ 186,145,320	\$ 1,481,237,660	\$ 1,295,092,340	95.00%	0.63875	\$ 7,858,782
2026	\$ 186,145,320	\$ 1,510,862,413	\$ 1,324,717,093	95.00%	0.63875	\$ 8,038,549
2027	\$ 186,145,320	\$ 1,541,079,661	\$ 1,354,934,341	95.00%	0.63875	\$ 8,221,911
2028	\$ 186,145,320	\$ 1,571,901,255	\$ 1,385,755,935	95.00%	0.63875	\$ 8,408,940
2029	\$ 186,145,320	\$ 1,603,339,280	\$ 1,417,193,960	95.00%	0.63875	\$ 8,599,710
2030	\$ 186,145,320	\$ 1,635,406,065	\$ 1,449,260,745	95.00%	0.63875	\$ 8,794,295
2031	\$ 186,145,320	\$ 1,668,114,187	\$ 1,481,968,867	95.00%	0.63875	\$ 8,992,772
2032	\$ 186,145,320	\$ 1,701,476,470	\$ 1,515,331,150	95.00%	0.63875	\$ 9,195,219
2033	\$ 186,145,320	\$ 1,735,506,000	\$ 1,549,360,680	95.00%	0.63875	\$ 9,401,714
2034	\$ 186,145,320	\$ 1,770,216,120	\$ 1,584,070,800	95.00%	0.63875	\$ 9,612,340
2035	\$ 186,145,320	\$ 1,805,620,442	\$ 1,619,475,122	95.00%	0.63875	\$ 9,827,177
2036	\$ 186,145,320	\$ 1,841,732,851	\$ 1,655,587,531	95.00%	0.63875	\$ 10,046,312
2037	\$ 186,145,320	\$ 1,878,567,508	\$ 1,692,422,188	95.00%	0.63875	\$ 10,269,829
2038	\$ 186,145,320	\$ 1,916,138,858	\$ 1,729,993,538	95.00%	0.63875	\$ 10,497,817
2039	\$ 186,145,320	\$ 1,954,461,635	\$ 1,768,316,315	95.00%	0.63875	\$ 10,730,364
2040	\$ 186,145,320	\$ 1,993,550,868	\$ 1,807,405,548	95.00%	0.63875	\$ 10,967,563
2041	\$ 186,145,320	\$ 2,033,421,886	\$ 1,847,276,566	95.00%	0.63875	\$ 11,209,505
2042	\$ 186,145,320	\$ 2,074,090,323	\$ 1,887,945,003	95.00%	0.63875	\$ 11,456,286
2043	\$ 186,145,320	\$ 2,115,572,130	\$ 1,929,426,810	95.00%	0.63875	\$ 11,708,003
						\$ 276,838,370

Notes:

(1) TIRZ 3 is scheduled to terminate in Tax Year 2043

(2) Base Year is Tax Year 1998

(3) Tax Year 2011 Property Values based on the Harris County Appraisal District August 26, 2011 report

For Tax Years 2012 to 2025, the property value increases at an annual rate of 2%

(4) Collection rate for Tax Year 2011 to Tax Year 2025 estimated at 95%

Exhibit 4B – Revenue Schedule
Annexed Area (1998) Houston Independent School District

Tax Year(1)	Base Value (2)	Lesser of:			Collection Rate (4)	Tax Rate	Increment Revenue
		Captured Appraised Value		Project Plan Appraised Value			
		Projected Value	Captured Appraised Value				
2011	\$ 186,182,350	\$ 1,185,427,486	\$ 999,245,136	\$ 351,525,000	95.00%	1.1567	\$ 3,862,785
2012	\$ 186,182,350	\$ 1,209,136,036	\$ 1,022,953,686	\$ 351,525,000	95.00%	1.1567	\$ 3,862,785
2013	\$ 186,182,350	\$ 1,233,318,756	\$ 1,047,136,406	\$ 371,225,000	95.00%	1.1567	\$ 4,079,262
2014	\$ 186,182,350	\$ 1,257,985,132	\$ 1,071,802,782	\$ 371,225,000	95.00%	1.1567	\$ 4,079,262
2015	\$ 186,182,350	\$ 1,283,144,834	\$ 1,096,962,484	\$ 371,225,000	95.00%	1.1567	\$ 4,079,262
2016	\$ 186,182,350	\$ 1,308,807,731	\$ 1,122,625,381	\$ 371,225,000	95.00%	1.1567	\$ 4,079,262
2017	\$ 186,182,350	\$ 1,334,983,885	\$ 1,148,801,535	\$ 376,075,000	95.00%	1.1567	\$ 4,132,557
2018	\$ 186,182,350	\$ 1,361,683,563	\$ 1,175,501,213	\$ 376,075,000	95.00%	1.1567	\$ 4,132,557
2019	\$ 186,182,350	\$ 1,388,917,234	\$ 1,202,734,884	\$ 381,075,000	95.00%	1.1567	\$ 4,187,500
2020	\$ 186,182,350	\$ 1,416,695,579	\$ 1,230,513,229	\$ 382,175,000	95.00%	1.1567	\$ 4,199,587
2021	\$ 186,182,350	\$ 1,445,029,491	\$ 1,258,847,141	\$ 397,175,000	95.00%	1.1567	\$ 4,364,417
2022	\$ 186,182,350	\$ 1,473,930,081	\$ 1,287,747,731	\$ 397,175,000	95.00%	1.1567	\$ 4,364,417
2023	\$ 186,182,350	\$ 1,503,408,682	\$ 1,317,226,332	\$ 397,175,000	95.00%	1.1567	\$ 4,364,417
2024	\$ 186,182,350	\$ 1,533,476,856	\$ 1,347,294,506	\$ 397,175,000	95.00%	1.1567	\$ 4,364,417
2025	\$ 186,182,350	\$ 1,564,146,393	\$ 1,377,964,043	\$ 397,175,000	95.00%	1.1567	\$ 4,364,417
							\$ 62,516,902
Notes:							
(1) Houston Independent School District participation in the TIRZ ends with the collection of the Tax Year 2025 payment							
(2) Base Year is Tax Year 1998							
(3) Tax Year 2011 Property Values based on the Harris County Appraisal District August 26, 2011 report							
For Tax Years 2012 to 2025, the property value increases at an annual rate of 2%							
(4) Collection rate for Tax Year 2011 to Tax Year 2025 estimated at 95%							

**Exhibit 5 – Transfer Schedule
Annexed Area (2005)**

Tax Year (1)	Increment Revenue			Transfers			Net Revenue (Total Increment Revenue less Total Transfers)
	City	Harris County & Harris County Flood Control (2)	Total Increment Revenue	Admin Fees		Total Transfers	
				City	Harris County		
2011	\$ 529,818	\$ 229,127	\$ 758,944	\$ 26,491	\$ 11,456	\$ 37,947	\$ 720,997
2012	\$ 541,333	\$ 234,514	\$ 775,847	\$ 27,067	\$ 11,726	\$ 38,792	\$ 737,055
2013	\$ 553,078	\$ 240,009	\$ 793,087	\$ 27,654	\$ 12,000	\$ 39,654	\$ 753,433
2014	\$ 565,059	\$ 245,614	\$ 810,673	\$ 28,253	\$ 12,281	\$ 40,534	\$ 770,139
2015	\$ 577,279	\$ 251,332	\$ 828,610	\$ 28,864	\$ 12,567	\$ 41,431	\$ 787,180
2016	\$ 589,743	\$ 257,163	\$ 846,906	\$ 29,487	\$ 12,858	\$ 42,345	\$ 804,561
2017	\$ 602,457	\$ 263,111	\$ 865,568	\$ 30,123	\$ 13,156	\$ 43,278	\$ 822,289
2018	\$ 615,424	\$ 269,178	\$ 884,603	\$ 30,771	\$ 13,459	\$ 44,230	\$ 840,373
2019	\$ 628,652	\$ 275,367	\$ 904,019	\$ 31,433	\$ 13,768	\$ 45,201	\$ 858,818
2020	\$ 642,144	\$ 281,679	\$ 923,823	\$ 32,107	\$ 14,084	\$ 46,191	\$ 877,631
2021	\$ 655,905	\$ 288,118	\$ 944,023	\$ 32,795	\$ 14,406	\$ 47,201	\$ 896,822
2022	\$ 669,942	\$ 294,685	\$ 964,627	\$ 33,497	\$ 14,734	\$ 48,231	\$ 916,396
2023	\$ 684,260	\$ 301,383	\$ 985,643	\$ 34,213	\$ 15,069	\$ 49,282	\$ 936,361
2024	\$ 698,864	\$ 308,216	\$ 1,007,080	\$ 34,943	\$ 15,411	\$ 50,354	\$ 956,726
2025	\$ 713,760	\$ 315,185	\$ 1,028,945	\$ 35,688	\$ 15,759	\$ 51,447	\$ 977,498
2026	\$ 728,954		\$ 728,954	\$ 36,448		\$ 36,448	\$ 692,506
2027	\$ 744,452		\$ 744,452	\$ 37,223		\$ 37,223	\$ 707,229
2028	\$ 760,259		\$ 760,259	\$ 38,013		\$ 38,013	\$ 722,246
2029	\$ 776,383		\$ 776,383	\$ 38,819		\$ 38,819	\$ 737,564
2030	\$ 792,830		\$ 792,830	\$ 39,641		\$ 39,641	\$ 753,188
2031	\$ 809,605		\$ 809,605	\$ 40,480		\$ 40,480	\$ 769,125
2032	\$ 826,716		\$ 826,716	\$ 41,336		\$ 41,336	\$ 785,380
2033	\$ 844,169		\$ 844,169	\$ 42,208		\$ 42,208	\$ 801,961
2034	\$ 861,971		\$ 861,971	\$ 43,099		\$ 43,099	\$ 818,873
2035	\$ 880,130		\$ 880,130	\$ 44,006		\$ 44,006	\$ 836,123
2036	\$ 898,651		\$ 898,651	\$ 44,933		\$ 44,933	\$ 853,719
2037	\$ 917,543		\$ 917,543	\$ 45,877		\$ 45,877	\$ 871,666
2038	\$ 936,813		\$ 936,813	\$ 46,841		\$ 46,841	\$ 889,972
2039	\$ 956,468		\$ 956,468	\$ 47,823		\$ 47,823	\$ 908,644
2040	\$ 976,516		\$ 976,516	\$ 48,826		\$ 48,826	\$ 927,690
2041	\$ 996,965		\$ 996,965	\$ 49,848		\$ 49,848	\$ 947,117
2042	\$ 1,017,823		\$ 1,017,823	\$ 50,891		\$ 50,891	\$ 966,932
2043	\$ 1,039,098		\$ 1,039,098	\$ 51,955		\$ 51,955	\$ 987,143
	\$ 25,033,061	\$ 4,054,681	\$ 29,087,742	\$ 1,251,653	\$ 202,734	\$ 1,454,387	\$ 27,633,355
Notes:							
(1) TIRZ 3 is scheduled to terminate in Tax Year 2043							
(2) Harris County and Harris County Flood Control participation in the 2005 Annexed Area ends with the earlier of the Tax Year 2025 payment or revenue contributions to the 2005 Annexed Area equals \$8.5 million							
Since inception in Tax Year 2005, Harris County and Harris County Flood Control have made \$785,973 in revenue contributions to the 2005 Annexed Area. At the current growth rate, revenue contributions will not reach \$8.5 million until after Tax Year 2025							

**Exhibit 5A – Revenue Schedule
Annexed Area (2005) City of Houston**

Tax Year(1)	Base Value (2)	Projected Value (3)	Captured Appraised Value	Collection Rate (4)	Tax Rate	Increment Revenue
2011	\$ 7,570,600	\$ 94,882,194	\$ 87,311,594	95.00%	0.63875	\$ 529,818
2012	\$ 7,570,600	\$ 96,779,838	\$ 89,209,238	95.00%	0.63875	\$ 541,333
2013	\$ 7,570,600	\$ 98,715,435	\$ 91,144,835	95.00%	0.63875	\$ 553,078
2014	\$ 7,570,600	\$ 100,689,743	\$ 93,119,143	95.00%	0.63875	\$ 565,059
2015	\$ 7,570,600	\$ 102,703,538	\$ 95,132,938	95.00%	0.63875	\$ 577,279
2016	\$ 7,570,600	\$ 104,757,609	\$ 97,187,009	95.00%	0.63875	\$ 589,743
2017	\$ 7,570,600	\$ 106,852,761	\$ 99,282,161	95.00%	0.63875	\$ 602,457
2018	\$ 7,570,600	\$ 108,989,816	\$ 101,419,216	95.00%	0.63875	\$ 615,424
2019	\$ 7,570,600	\$ 111,169,613	\$ 103,599,013	95.00%	0.63875	\$ 628,652
2020	\$ 7,570,600	\$ 113,393,005	\$ 105,822,405	95.00%	0.63875	\$ 642,144
2021	\$ 7,570,600	\$ 115,660,865	\$ 108,090,265	95.00%	0.63875	\$ 655,905
2022	\$ 7,570,600	\$ 117,974,082	\$ 110,403,482	95.00%	0.63875	\$ 669,942
2023	\$ 7,570,600	\$ 120,333,564	\$ 112,762,964	95.00%	0.63875	\$ 684,260
2024	\$ 7,570,600	\$ 122,740,235	\$ 115,169,635	95.00%	0.63875	\$ 698,864
2025	\$ 7,570,600	\$ 125,195,040	\$ 117,624,440	95.00%	0.63875	\$ 713,760
2026	\$ 7,570,600	\$ 127,698,941	\$ 120,128,341	95.00%	0.63875	\$ 728,954
2027	\$ 7,570,600	\$ 130,252,920	\$ 122,682,320	95.00%	0.63875	\$ 744,452
2028	\$ 7,570,600	\$ 132,857,978	\$ 125,287,378	95.00%	0.63875	\$ 760,259
2029	\$ 7,570,600	\$ 135,515,138	\$ 127,944,538	95.00%	0.63875	\$ 776,383
2030	\$ 7,570,600	\$ 138,225,440	\$ 130,654,840	95.00%	0.63875	\$ 792,830
2031	\$ 7,570,600	\$ 140,989,949	\$ 133,419,349	95.00%	0.63875	\$ 809,605
2032	\$ 7,570,600	\$ 143,809,748	\$ 136,239,148	95.00%	0.63875	\$ 826,716
2033	\$ 7,570,600	\$ 146,685,943	\$ 139,115,343	95.00%	0.63875	\$ 844,169
2034	\$ 7,570,600	\$ 149,619,662	\$ 142,049,062	95.00%	0.63875	\$ 861,971
2035	\$ 7,570,600	\$ 152,612,055	\$ 145,041,455	95.00%	0.63875	\$ 880,130
2036	\$ 7,570,600	\$ 155,664,296	\$ 148,093,696	95.00%	0.63875	\$ 898,651
2037	\$ 7,570,600	\$ 158,777,582	\$ 151,206,982	95.00%	0.63875	\$ 917,543
2038	\$ 7,570,600	\$ 161,953,134	\$ 154,382,534	95.00%	0.63875	\$ 936,813
2039	\$ 7,570,600	\$ 165,192,196	\$ 157,621,596	95.00%	0.63875	\$ 956,468
2040	\$ 7,570,600	\$ 168,496,040	\$ 160,925,440	95.00%	0.63875	\$ 976,516
2041	\$ 7,570,600	\$ 171,865,961	\$ 164,295,361	95.00%	0.63875	\$ 996,965
2042	\$ 7,570,600	\$ 175,303,280	\$ 167,732,680	95.00%	0.63875	\$ 1,017,823
2043	\$ 7,570,600	\$ 178,809,346	\$ 171,238,746	95.00%	0.63875	\$ 1,039,098
						\$ 25,033,061
Notes:						
(1) TIRZ 3 is scheduled to terminate in Tax Year 2043						
(2) Base Year is Tax Year 2005						
(3) Tax Year 2011 Property Values based on the Harris County Appraisal District August 26, 2011 report For Tax Years 2012 to 2025, the property value increases at an annual rate of 2%						
(4) Collection rate for Tax Year 2011 to Tax Year 2025 estimated at 95%						

**Exhibit 5B – Revenue Schedule
Annexed Area (2005) Harris County**

Tax Year(1)	Base Value (2)	Projected Value (3)	Lesser of:		Collection Rate (4)	Tax Rate	Harris County Participation	Increment Revenue
			Captured Appraised Value	Maximum Captured Appraised Value				
2011	\$ 19,906,400	\$ 133,238,824	\$ 113,332,424	\$ 200,700,000	95.00%	0.38805	51.00%	\$ 213,077
2012	\$ 19,906,400	\$ 135,903,600	\$ 115,997,200	\$ 200,700,000	95.00%	0.38805	51.00%	\$ 218,087
2013	\$ 19,906,400	\$ 138,621,672	\$ 118,715,272	\$ 200,700,000	95.00%	0.38805	51.00%	\$ 223,197
2014	\$ 19,906,400	\$ 141,394,106	\$ 121,487,706	\$ 200,700,000	95.00%	0.38805	51.00%	\$ 228,409
2015	\$ 19,906,400	\$ 144,221,988	\$ 124,315,588	\$ 200,700,000	95.00%	0.38805	51.00%	\$ 233,726
2016	\$ 19,906,400	\$ 147,106,428	\$ 127,200,028	\$ 200,700,000	95.00%	0.38805	51.00%	\$ 239,149
2017	\$ 19,906,400	\$ 150,048,556	\$ 130,142,156	\$ 200,700,000	95.00%	0.38805	51.00%	\$ 244,681
2018	\$ 19,906,400	\$ 153,049,528	\$ 133,143,128	\$ 200,700,000	95.00%	0.38805	51.00%	\$ 250,323
2019	\$ 19,906,400	\$ 156,110,518	\$ 136,204,118	\$ 200,700,000	95.00%	0.38805	51.00%	\$ 256,078
2020	\$ 19,906,400	\$ 159,232,728	\$ 139,326,328	\$ 200,700,000	95.00%	0.38805	51.00%	\$ 261,948
2021	\$ 19,906,400	\$ 162,417,383	\$ 142,510,983	\$ 200,700,000	95.00%	0.38805	51.00%	\$ 267,935
2022	\$ 19,906,400	\$ 165,665,731	\$ 145,759,331	\$ 200,700,000	95.00%	0.38805	51.00%	\$ 274,042
2023	\$ 19,906,400	\$ 168,979,045	\$ 149,072,645	\$ 200,700,000	95.00%	0.38805	51.00%	\$ 280,272
2024	\$ 19,906,400	\$ 172,358,626	\$ 152,452,226	\$ 200,700,000	95.00%	0.38805	51.00%	\$ 286,626
2025	\$ 19,906,400	\$ 175,805,799	\$ 155,899,399	\$ 200,700,000	95.00%	0.38805	51.00%	\$ 293,107
								\$ 3,770,655

Notes:

- (1) Harris County and Harris County Flood Control participation in the 2005 Annexed Area ends with the earlier of the Tax Year 2025 payment or revenue contributions to the 2005 Annexed Area equals \$8.5 million
Since inception in Tax Year 2005, Harris County and Harris County Flood Control have made \$785,973 in revenue contributions to the 2005 Annexed Area. At the current growth rate, revenue contributions will not reach \$8.5 million until after Tax Year 2025
- (2) Base Year is Tax Year 2005
- (3) Tax Year 2011 Property Values based on the Harris County Appraisal District August 26, 2011 report
For Tax Years 2012 to 2025, the property value increases at an annual rate of 2% up to a maximum captured appraised value of \$200.7 million
- (4) Collection rate for Tax Year 2011 to Tax Year 2025 estimated at 95%
- (5) Harris County participation is at 51% in the 2005 Annexed Area until the maximum of \$200.7 million is reached

**Exhibit 5C – Revenue Schedule
Annexed Area (2005) Harris County Flood Control District**

Tax Year(1)	Base Value (2)	Projected Value (3)	Lesser of:		Collection Rate (4)	Tax Rate	Harris County Participation	Increment Revenue
			Captured Appraised Value	Maximum Captured Appraised Value				
2011	\$ 19,906,400	\$ 133,238,824	\$ 113,332,424	\$ 200,700,000	95.00%	0.02923	51.00%	\$ 16,050
2012	\$ 19,906,400	\$ 135,903,600	\$ 115,997,200	\$ 200,700,000	95.00%	0.02923	51.00%	\$ 16,427
2013	\$ 19,906,400	\$ 138,621,672	\$ 118,715,272	\$ 200,700,000	95.00%	0.02923	51.00%	\$ 16,812
2014	\$ 19,906,400	\$ 141,394,106	\$ 121,487,706	\$ 200,700,000	95.00%	0.02923	51.00%	\$ 17,205
2015	\$ 19,906,400	\$ 144,221,988	\$ 124,315,588	\$ 200,700,000	95.00%	0.02923	51.00%	\$ 17,605
2016	\$ 19,906,400	\$ 147,106,428	\$ 127,200,028	\$ 200,700,000	95.00%	0.02923	51.00%	\$ 18,014
2017	\$ 19,906,400	\$ 150,048,556	\$ 130,142,156	\$ 200,700,000	95.00%	0.02923	51.00%	\$ 18,431
2018	\$ 19,906,400	\$ 153,049,528	\$ 133,143,128	\$ 200,700,000	95.00%	0.02923	51.00%	\$ 18,856
2019	\$ 19,906,400	\$ 156,110,518	\$ 136,204,118	\$ 200,700,000	95.00%	0.02923	51.00%	\$ 19,289
2020	\$ 19,906,400	\$ 159,232,728	\$ 139,326,328	\$ 200,700,000	95.00%	0.02923	51.00%	\$ 19,731
2021	\$ 19,906,400	\$ 162,417,383	\$ 142,510,983	\$ 200,700,000	95.00%	0.02923	51.00%	\$ 20,182
2022	\$ 19,906,400	\$ 165,665,731	\$ 145,759,331	\$ 200,700,000	95.00%	0.02923	51.00%	\$ 20,642
2023	\$ 19,906,400	\$ 168,979,045	\$ 149,072,645	\$ 200,700,000	95.00%	0.02923	51.00%	\$ 21,112
2024	\$ 19,906,400	\$ 172,358,626	\$ 152,452,226	\$ 200,700,000	95.00%	0.02923	51.00%	\$ 21,590
2025	\$ 19,906,400	\$ 175,805,799	\$ 155,899,399	\$ 200,700,000	95.00%	0.02923	51.00%	\$ 22,078
								\$ 284,026

Notes:

- (1) Harris County and Harris County Flood Control participation in the 2005 Annexed Area ends with the earlier of the Tax Year 2025 payment or revenue contributions to the 2005 Annexed Area equals \$8.5 million
 Since inception in Tax Year 2005, Harris County and Harris County Flood Control have made \$785,973 in revenue contributions to the 2005 Annexed Area. At the current growth rate, revenue contributions will not reach \$8.5 million until after Tax Year 2025
- (2) Base Year is Tax Year 2005
- (3) Tax Year 2011 Property Values based on the Harris County Appraisal District August 26, 2011 report
 For Tax Years 2012 to 2025, the property value increases at an annual rate of 2% up to a maximum captured appraised value of \$100.5 million
- (4) Collection rate for Tax Year 2011 to Tax Year 2025 estimated at 95%
- (5) Harris County participation is at 51% in the 2005 Annexed Area until the maximum of \$200.7 million is reached

**Exhibit 6 – Revenue and Transfer Schedule
Annexed Area (2011) City of Houston**

Tax Year(1)	Base Value (2)	Projected Value (3)	Captured Appraised Value	Collection Rate (4)	Tax Rate	Total Increment Revenue	Transfers: Admin Fees	Net Revenue (Total Increment Revenue less Transfers)
2011	\$ 23,049,900	\$ 23,049,900	\$ -	95.00%	0.63875	\$ -	\$ -	\$ -
2012	\$ 23,049,900	\$ 23,510,898	\$ 460,998	95.00%	0.63875	\$ 2,797	\$ 140	\$ 2,657
2013	\$ 23,049,900	\$ 23,981,116	\$ 931,216	95.00%	0.63875	\$ 5,651	\$ 283	\$ 5,368
2014	\$ 23,049,900	\$ 24,460,738	\$ 1,410,838	95.00%	0.63875	\$ 8,561	\$ 428	\$ 8,133
2015	\$ 23,049,900	\$ 24,949,953	\$ 1,900,053	95.00%	0.63875	\$ 11,530	\$ 576	\$ 10,954
2016	\$ 23,049,900	\$ 25,448,952	\$ 2,399,052	95.00%	0.63875	\$ 14,558	\$ 728	\$ 13,830
2017	\$ 23,049,900	\$ 25,957,931	\$ 2,908,031	95.00%	0.63875	\$ 17,646	\$ 882	\$ 16,764
2018	\$ 23,049,900	\$ 26,477,090	\$ 3,427,190	95.00%	0.63875	\$ 20,797	\$ 1,040	\$ 19,757
2019	\$ 23,049,900	\$ 27,006,632	\$ 3,956,732	95.00%	0.63875	\$ 24,010	\$ 1,200	\$ 22,810
2020	\$ 23,049,900	\$ 27,546,764	\$ 4,496,864	95.00%	0.63875	\$ 27,288	\$ 1,364	\$ 25,924
2021	\$ 23,049,900	\$ 28,097,699	\$ 5,047,799	95.00%	0.63875	\$ 30,631	\$ 1,532	\$ 29,099
2022	\$ 23,049,900	\$ 28,659,653	\$ 5,609,753	95.00%	0.63875	\$ 34,041	\$ 1,702	\$ 32,339
2023	\$ 23,049,900	\$ 29,232,847	\$ 6,182,947	95.00%	0.63875	\$ 37,519	\$ 1,876	\$ 35,643
2024	\$ 23,049,900	\$ 29,817,503	\$ 6,767,603	95.00%	0.63875	\$ 41,067	\$ 2,053	\$ 39,014
2025	\$ 23,049,900	\$ 30,413,854	\$ 7,363,954	95.00%	0.63875	\$ 44,685	\$ 2,234	\$ 42,451
2026	\$ 23,049,900	\$ 31,022,131	\$ 7,972,231	95.00%	0.63875	\$ 48,376	\$ 2,419	\$ 45,957
2027	\$ 23,049,900	\$ 31,642,573	\$ 8,592,673	95.00%	0.63875	\$ 52,141	\$ 2,607	\$ 49,534
2028	\$ 23,049,900	\$ 32,275,425	\$ 9,225,525	95.00%	0.63875	\$ 55,982	\$ 2,799	\$ 53,183
2029	\$ 23,049,900	\$ 32,920,933	\$ 9,871,033	95.00%	0.63875	\$ 59,899	\$ 2,995	\$ 56,904
2030	\$ 23,049,900	\$ 33,579,352	\$ 10,529,452	95.00%	0.63875	\$ 63,894	\$ 3,195	\$ 60,699
2031	\$ 23,049,900	\$ 34,250,939	\$ 11,201,039	95.00%	0.63875	\$ 67,969	\$ 3,398	\$ 64,571
2032	\$ 23,049,900	\$ 34,935,958	\$ 11,886,058	95.00%	0.63875	\$ 72,126	\$ 3,606	\$ 68,520
2033	\$ 23,049,900	\$ 35,634,677	\$ 12,584,777	95.00%	0.63875	\$ 76,366	\$ 3,818	\$ 72,548
2034	\$ 23,049,900	\$ 36,347,370	\$ 13,297,470	95.00%	0.63875	\$ 80,691	\$ 4,035	\$ 76,656
2035	\$ 23,049,900	\$ 37,074,318	\$ 14,024,418	95.00%	0.63875	\$ 85,102	\$ 4,255	\$ 80,847
2036	\$ 23,049,900	\$ 37,815,804	\$ 14,765,904	95.00%	0.63875	\$ 89,601	\$ 4,480	\$ 85,121
2037	\$ 23,049,900	\$ 38,572,120	\$ 15,522,220	95.00%	0.63875	\$ 94,191	\$ 4,710	\$ 89,481
2038	\$ 23,049,900	\$ 39,343,563	\$ 16,293,663	95.00%	0.63875	\$ 98,872	\$ 4,944	\$ 93,928
2039	\$ 23,049,900	\$ 40,130,434	\$ 17,080,534	95.00%	0.63875	\$ 103,647	\$ 5,182	\$ 98,465
2040	\$ 23,049,900	\$ 40,933,043	\$ 17,883,143	95.00%	0.63875	\$ 108,517	\$ 5,426	\$ 103,091
2041	\$ 23,049,900	\$ 41,751,703	\$ 18,701,803	95.00%	0.63875	\$ 113,485	\$ 5,674	\$ 107,811
2042	\$ 23,049,900	\$ 42,586,737	\$ 19,536,837	95.00%	0.63875	\$ 118,552	\$ 5,928	\$ 112,624
2043	\$ 23,049,900	\$ 43,438,472	\$ 20,388,572	95.00%	0.63875	\$ 123,720	\$ 6,186	\$ 117,534
						\$ 1,833,911	\$ 91,695	\$ 1,742,216
Notes:								
(1) TIRZ 3 is scheduled to terminate in Tax Year 2043								
(2) Base Year is Tax Year 2011								
(3) Tax Year 2011 Property Values estimated at \$23,049,900								
For Tax Years 2012 to 2025, the property value increases at an annual rate of 2%								
(4) Collection rate for Tax Year 2011 to Tax Year 2025 estimated at 95%								

APPENDIX

Part A Plan

Estimated Project Costs \$34,000,000

Adopted by City Council by Ordinance 1996-0911 on 9/11/96

Streetscape Enhancements \$2,000,000
Deleted in Part B

Public streetscape enhancements to serve a residential population and concerns for enhanced security, including but not limited to lighting, walks, landscaping and related street furniture. Improvements in addition to and integrated with street reconstruction by METRO. *Status: Deleted and replaced by Second Amended Plan (Part B) dated August 9, 1999.*

Buffalo Bayou Riverwalk \$4,000,000

Market research identified waterfront amenities and recreational greenbelts as key amenities for potential residents. A riverwalk along the south bank of Buffalo Bayou takes advantage of existing structures lining the stream and connects Sesquicentennial Park and Allen's Landing. Improvements included walkways and access point landscaping. *Status: No change in scope; carry forward into revised plan.*

Preparation of Residential Development Sites \$5,000,000

Plan provided utilities, public parking and eligible developer reimbursements associated with residential/mixed use development and redevelopment supporting new construction consisting of 640 dwelling units on sites currently occupied by surface parking lots. Approximately 2,000 structured parking spaces are anticipated to serve the residents and public visitors. Many of these spaces integrated into residential development projects. *Status: No change in scope; carry forward into revised plan.*

Rice Hotel Financial Assistance \$18,750,000

The Zone provided assistance in the conversion of the preexisting Rice Hotel building into a mixed use development providing 345 residential units, ground-level retail space and parking facilities. *Status: No change in scope; carry forward into revised plan.*

Acquisition/Rehabilitation of Historic Structures \$1,500,000

Preservation and restoration of smaller historic structures through acquisition/ resale and/or rehabilitation of roofs, other structural elements, and facades. Projects allow for retail and other services for area residents. *Status: No change in scope; carry forward into revised plan.*

Part B Plan

Estimated Project Costs \$130,998,656

Adopted by City Council by Ordinance 1998-1205 on 12/16/98

Streetscape Enhancements \$11,675,000
Reduced to \$7,100,000 in Part C

Initially, streetscape enhancements and sidewalk vault improvements for streets not included in METRO Transit Streets or Cotswold projects. After adoption of Part C, includes roadway improvements such as storm sewer inlets and leads, curbs/gutters and pavement resurfacing. *Status: No change in scope; carry forward into revised plan.*

Transit Streets \$16,000,000
Reduced to \$10,000,000 in Part C

Main Street improvements in conjunction with METRO's new rail installation. *Status: No carry forward.*

Public Parking Facilities \$15,000,000
Deleted in Part C

TIRZ funding to supplement garage development to promote retail and residential development in Market Square and Main Street areas. *Status: Deleted and replaced by The 2005 Plan. No carry forward.*

Transit Center and Super-Stop

\$6,775,000

Reduced to \$2,500,000 in Part C

Provide 1) local match financing to secure METRO's federal grant for cost of Transit Center and 2) co-funding of development of Superstop. *Status: Scope changed (delete Transit Center component); \$2.2M expended against reduced cost. carry forward into revised plan.*

Acquisition/Rehabilitation of Historic Structures

\$15,000,000

Reduced to \$12,000,000 in Part C

Funding to acquire, lease, and/or sell properties or participate with property owners to promote development of underutilized historic buildings for residential and/or commercial uses, enhancing existing pedestrian/retail environment. *Status: No change in current scope; Carry forward into revised plan.*

Education Facilities

\$82,541,820

Educational facilities improvements as provided in Chapter 311 of the Texas Tax Code for projects located inside or outside the Zone. These facilities will be provided in accordance with Interlocal Agreement with HISD. *Status: No change in current scope; Carry forward into revised plan.*

Buffalo Bayou Improvements

\$6,000,000

Reduced to \$2,300,000 in Part D

Scope as initially conceived provided continuation of Part A Riverwalk improvements. Scope reduced in The 2007 Plan. *Status: No change in current scope; Carry forward into revised plan.*

Theater District Improvements

\$11,500,000

With others, provide funding for improvements to Theater District streets, sidewalks, public spaces and/or cultural/public buildings. *Status: No change in current scope. Carry forward into revised plan.*

Part C Plan

Estimated Project Costs \$195,607,820

Adopted by City Council by Ordinance 1999-0828 on 8/11/99

City adopted a restated Part C Plan to 1) incorporate changes in HISD participation and 2) restate and redefine goals and objectives of Part A and Part B plan.

Part D Plan

Estimated Project Costs \$209,707,820

Adopted by City Council by Ordinance 2005-1050 on 9/14/05

Economic Development Grant

\$8,800,000

Zone enlarged to facilitate development of mixed use retail, residential and office complex. The Zone provided funding support to *Houston Pavilion* project in an effort to stimulate major investment within the CBD. *Status: No change in scope, carry forward into revised plan.*

Retail Parking Facilities

\$5,500,000

The Zone provided funding support for the *Houston Pavilion's* project parking facilities. The project included upgrades to the existing garage to meet retail standards for safety and welfare of the general public and included air right access, safety lighting, interior way finding, landscaping and ingress/egress modifications. *Status: No change in scope; carry forward into revised plan.*

Public Parking Facilities

\$3,100,000

Parking facilities originally identified in Part B to serve the retail core. Part C provided funding for a second parking facility in another area of the Zone. *Status: No change in scope; carry forward into revised plan. Status: No change in scope; carry forward into revised plan.*

Transit Streets and Facilities \$5,500,000
Continued public investment in transit improvements that serve the Zone, which could include roadway infrastructure, utilities, site preparation, and related right-of-way acquisition associated with transit improvements. *Status: No change in scope; carry forward into revised plan.*

Affordable Housing \$2,375,000
Increased to \$15,000,000 in Part D
Increasingly, affordable housing for the downtown workforce has emerged as an important public policy issue. Zone funding can promote private, public, and non-profit developers to integrate affordable housing into their residential development within the downtown area. *Status: No change in scope; carry forward into revised plan.*

Part E Plan

Estimated Project Costs \$285,991,820

Adopted by City Council by Ordinance 2007-1423 on 12/12/07

Residential Site Development \$5,000,000
Additional \$5M project funding for residential site development into areas annexed beyond original area, providing utilities and developer reimbursements for residential development. *Status: No change in scope; carry forward into revised plan.*

Parks, Plazas and Streetscapes \$20,000,000
Development or redevelopment of parks and plazas within an expanded Zone to include, but not limited to, public streetscape improvements, street furniture, and landscaping along the public right-of-way. *Status: No change in scope; carry forward into revised plan.*

Retail/Residential Development \$14,000,000
Promote development of street-level retail and residential development within the Central Business District. *Status: No change in scope; carry forward into revised plan.*

Institutional Facilities \$19,500,000
Completed project: expansion and restoration of the Julia Ideson Building of the Central Library. Other public institution projects are to be considered. *Status: No change in scope; carry forward into revised plan.*

Property Acquisitions/Land Assemblage \$10,000,000
To promote further redevelopment within the Zone. *Status: No change in scope; carry forward into revised plan.*

Acquisition/Rehabilitation of Historic Structures \$5,000,000
To promote further redevelopment within the Zone. *Status: No change in scope; carry forward into revised plan.*

Proposed Part F Plan –

Roadways & Street Improvements \$22,500,000
To develop and or sponsor projects that improves mobility throughout the downtown area. Identified projects may include but are not limited to lighting, milling, paving, overlaying, curb, gutter and utilities.

Infrastructure, Mobility & Transit Improvements \$18,334,450
Continued public investment in transit improvements that serve the Zone, which could include roadway infrastructure, utilities, site preparation, lighting, landscaping, furniture, signage, related right-of-way acquisition associated with transit improvements, and other public amenities.

Residential/Retail Development \$43,770,266
Funding assistance on residential/mixed use projects that will revitalize the retail market and promote development/redevelopment of street-level retail within the Central Business District. Zone funding can encourage private, public, and non-profit developers to integrate "Workforce Housing" into their residential development within the downtown area

Parking Facilities Development \$10,156,417
Identified projects will assist in providing additional parking to serve patrons, workers, visitors and residents of the Central Business District and spur retail and residential development.

Historic Preservation \$26,351,008
To preserve the historic significance of Downtown Houston; the Zone has created a Historic Preservation Program to grant funds to developers to restore the facades of historically significant buildings, placement of historical markers, fixtures, lighting and art.

Parks, Plaza & Recreational Facilities \$32,044,167
Zone funding will encourage the development or redevelopment of parks, green space and plazas within the Zone to create a pedestrian friendly oasis and an amenity to the surrounding businesses/retail/residential communities. These projects will promote other area improvements and economic growth.

Theater District Improvements \$11,504,779
To develop and or sponsor public improvement projects that will include but are not limited to lighting, installation of sidewalks, public spaces, signage, street furniture, signage and the installation of landscaping or other public amenities.

Cultural & Public Facilities Improvements \$10,000,000
To develop and or sponsor projects that improves the quality of life for residents, workers and visitors of the CBD.

Property Acquisition/Land Assemblage \$10,000,000
To promote further redevelopment within the Zone, the Authority will acquire as opportunities arise properties for redevelopment. Multiple properties may be assembled over time to facilitate redevelopment.

Economic Development Programs \$166,800,000
Pursuant to the authority granted by Section 311.010(h), Texas Tax Code. The Zone has established an Economic Development Program to promote, develop and diversify the economy of the Zone, eliminate unemployment and underemployment in the Zone, and develop or expand transportation, business and commercial activity within the Zone.

Institutional Facilities Improvements/Development \$22,000,000
The Authority will partner with private philanthropic fundraising efforts to improve institutional facilities of the participating taxing authorities of the Zone.

Financing Costs \$21,650,000
Estimated Financing Costs for Parts A, B, C, D, E and F as described in Exhibit 1

Zone Administration \$6,934,426
Estimated Administration Cost for Parts A, B, C, D, E and F and as described in Exhibit 1

Educational Facilities \$82,541,820
Educational facilities improvements as provided in accordance with the Interlocal Agreement with HISD.