

**ORDER DESIGNATING THE SOUTHEAST
CLAY COUNTY REINVESTMENT ZONE**

July 7, 2014

AN ORDER OF THE COMMISSIONERS COURT OF CLAY COUNTY, TEXAS MAKING CERTAIN FINDINGS OF FACT AND DESIGNATING THE SOUTHEAST CLAY COUNTY REINVESTMENT ZONE.

WHEREAS, on May 10, 2010 the Commissioners Court of Clay County, Texas (sometimes hereinafter referred to as the "Commissioners Court") adopted a resolution electing to participate in tax abatement and adopted guidelines and criteria ("Tax Abatement Guidelines") for any tax abatement that is granted by the Commissioners Court;

WHEREAS, said guidelines were renewed, extended and readopted by the Commissioners Court by an order dated July 8, 2013;

WHEREAS, on July 7, 2014 the Commissioners Court convened a public hearing with respect to the advisability of designating the following lands (sometimes hereinafter referred to as the "Subject Lands") as a reinvestment zone pursuant to Tex. Tax Code §312.401, to-wit:

Tract 1:

A 994.84 ACRE TRACT BEING ALL OR PART OF THE FOLLOWING SURVEYS SITUATED IN CLAY COUNTY, TEXAS;

THE YARBOROUGH & STONE SURVEY, ABSTRACT NO. 1101, THE J. ELSEFFER SURVEY, ABSTRACT NO.1019, THE A. YARBOROUGH SURVEY, ABSTRACT NO. 947, THE F. BISHOP SURVEY, ABSTRACT NO. 783, THE I. & G. N. RAILROAD COMPANY SURVEY, ABSTRACT NO. 262, THE R. SUNAGAS SURVEY, ABSTRACT NO. 408, THE L. BEARDEN SURVEY, ABSTRACT NO. 844, THE L. P. HAPGOOD SURVEY, ABSTRACT NO. 1140, THE E.B. CARVER SURVEY NO. 1, ABSTRACT NO. 999 AND THE E. B. CARVER SURVEY NO.2, ABSTRACT NO. 1000, BEING A PART OF THAT CERTAIN TRACT DEEDED TO TERRILL J. & SAMMIE N. HORTON FROM RANDY HAPGOOD IN JANUARY, 2006, AS RECORDED IN VOLUME 496, PAGE 304, CLAY COUNTY DEED RECORDS, AND BEING MORE SPECIFICALLY DESCRIBED BY METES AND BOUNDS AS FOLLOWS:

BEGINNING AT A ½ INCH IRON ROD FOUND BEING THE NORTHWEST CORNER OF THE T. & N.O. RAILROAD COMPANY SURVEY NO.3, ABSTRACT NO. 670, CLAY COUNTY, TEXAS, BEING AN INTERIOR CORNER OF SAID E. B. CARVER SURVEY NO. 2, BEING AN ANGLE POINT ON THE CENTERLINE OF SCALING RANCH ROAD, A COUNTY ROAD, AND BEING AN INTERIOR CORNER OF SAID HORTON TRACT

FOR AN INTERIOR CORNER AND PLACE OF BEGINNING OF THIS TRACT;

THENCE SOUTH 00°0'13" EAST, PASSING THE SOUTH LINE OF SAID CARVER SURVEY NO.2 AND THE NORTH LINE OF SAID CARVER SURVEY NO.1, A DISTANCE OF 876.76 FEET ALONG THE WEST LINE OF SAID T. & N.O. RR. CO. SURVEY, THE CENTERLINE OF SAID SCALING RANCH ROAD AND THE EAST LINES OF SAID CARVER SURVEYS AND SAID HORTON TRACT TO A ½ INCH IRON ROD FOUND BEING THE POINT OF INTERSECTION OF THE WEST LINE OF SAID T. & N. O. RR. CO. SURVEY, THE CENTERLINE OF SAID SCALING RANCH ROAD, AND THE EAST LINE OF SAID CARVER SURVEY NO. 2 WITH THE NORTHEAST RIGHT-OF-WAY LINE OF A 100 FOOT WIDE BURLINGTON NORTHERN SANTA FE RAILROAD COMPANY RIGHT-OF-WAY, SAID IRON ROD ALSO BEING THE MOST SOUTHERLY SOUTHWEST CORNER OF SAID HORTON TRACT FOR THE MOST SOUTHERLY SOUTHEAST CORNER OF THIS TRACT;

THENCE LEAVING THE WEST LINE OF SAID T. & N. O. RR. CO. SURVEY AND THE EAST LINE OF SAID CARVER SURVEY NO.1, NORTH 36°21'40" WEST, PASSING THE NORTH LINE OF SAID CARVER SURVEY NO. 1 AND THE SOUTH LINE OF SAID CARVER SURVEY NO. 2 AND PASSING THE NORTH LINE OF SAID CARVER SURVEY NO. 2 AND THE SOUTH LINE OF SAID R. SUNAGAS SURVEY, ABSTRACT NO. 408, 4,912.07 FEET ALONG THE SOUTHWEST LINE OF SAID HORTON TRACT AND THE NORTHEAST RIGHT-OF-WAY LINE OF SAID BNSF RAILROAD COMPANY RIGHT-OF-WAY TO A ½ INCH IRON ROD SET BEING A POINT OF CURVATURE ON THE SOUTHWEST LINE OF SAID HORTON TRACT AND THE NORTHEAST RIGHT-OF-WAY LINE OF SAID RAILROAD RIGHT-OF-WAY FOR A POINT OF CURVATURE ON THE SOUTHWEST LINE OF THIS TRACT;

THENCE IN A NORTHWESTERLY DIRECTION ALONG THE SOUTHWEST LINE OF SAID HORTON TRACT, ALONG THE NORTHEAST RIGHT-OF-WAY LINE OF SAID BNSF RAILROAD COMPANY RIGHT-OF-WAY, AND ALONG A CURVE TO THE RIGHT HAVING A RADIUS OF 6,400.00 FEET, AN ARC LENGTH OF 1,401.35 FEET, AND WHOSE CHORD BEARS NORTH 30°05'18" WEST 1398.55 FEET TO A ½ INCH IRON ROD SET BEING A POINT OF TANGENCY ON THE SOUTHWEST LINE OF SAID HORTON TRACT AND THE NORTHEAST RIGHT- OF-WAY LINE OF SAID RAILROAD RIGHT-OF-WAY LINE OF SAID RAILROAD RIGHT-OF-WAY FOR A POINT OF TANGENCY ON THE SOUTHWEST LINE OF THIS TRACT;

THENCE NORTH 23°48'58" WEST, PASSING THE NORTH LINE OF SAID SUNAGAS SURVEY AND THE SOUTH LINE OF SAID F. BISHOP SURVEY, ABSTRACT NO. 783, AND PASSING THE NORTH LINE OF SAID BISHOP SURVEY AND THE SOUTH LINE OF SAID YARBROUGH & STONE SURVEY, ABSTRACT NO. 1101 A DISTANCE OF 6,758.93 FEET ALONG THE SOUTHWEST LINE OF SAID HORTON TRACT AND THE NORTHEAST RIGHT-OF-WAY LINE OF SAID BNSF RAILROAD COMPANY RIGHT-OF-WAY TO A ½ INCH IRON ROD FOUND BEING THE POINT OF INTERSECTION OF THE NORTH LINE OF SAID YARBROUGH & STONE SURVEY, THE CENTERLINE OF HAPGOOD ROAD, A COUNTY ROAD, AND THE SOUTH LINE OF THE T. & N. O. RAILROAD COMPANY SURVEY NO. 7, ABSTRACT NO. 679, WITH THE NORTHEAST RIGHT-OF-WAY LINE OF SAID RAILROAD RIGHT-OF-WAY, AND BEING A POINT WHERE THE NORTHWEST BOUND RAILROAD RIGHT-OF-WAY WIDENS TO 150 FEET WIDE, SAID IRON ROD BEING A NORTHWEST CORNER OF SAID HORTON TRACT FOR THE NORTHWEST CORNER OF THIS TRACT;

THENCE NORTH 89°49'09" EAST, PASSING THE EAST LINE OF SAID YARBROUGH & STONE SURVEY AND THE WEST LINE OF SAID J. ELSEFFER SURVEY, ABSTRACT NO. 1019, A DISTANCE OF 2,280.47 FEET ALONG THE NORTH LINE OF SAID HORTON TRACT AND SAID YARBROUGH & STONE AND ELSEFFER SURVEYS, ALONG THE CENTERLINE OF SAID HAPGOOD ROAD, AND ALONG THE SOUTH LINE OF SAID T. & N. O. RR. CO. SURVEY NO. 7 TO A ½ INCH IRON ROD SET FOR AN ANGLE POINT ON THE NORTH LINE OF THIS TRACT;

THENCE LEAVING THE NORTH LINE OF SAID HORTON TRACT AND SAID YARBROUGH & STONE AND ELSEFFER SURVEYS, THE CENTERLINE OF SAID HAPGOOD ROAD AND THE SOUTH LINE OF SAID T. & N. O. RR. CO. SURVEY NO. 7, SOUTH 00°12'09" EAST 627.26 FEET TO A ½ INCH IRON ROD FOUND FOR AN ANGLE POINT ON THE NORTH LINE OF THIS TRACT;

THENCE SOUTH 54°39'31" EAST 1,455.90 FEET TO A ½ INCH IRON ROD SET IN A FENCELINE ALONG THE WEST SIDE OF A CULTIVATED FIELD FOR AN ANGLE POINT ON THE NORTH LINE OF THIS TRACT;

THENCE SOUTH 00°16'27" WEST 1,082.43 FEET ALONG A FENCELINE ON THE WEST SIDE OF SAID FIELD TO A FENCE CORNER POST ON THE SOUTH LINE OF SAID ELSEFFER SURVEY AND THE NORTH LINE OF SAID F. BISHOP SURVEY BEING THE SOUTHWEST CORNER OF SAID CULTIVATED FIELD FOR AN ANGLE POINT ON THE NORTH LINE OF THIS TRACT;

THENCE NORTH 89°40'56" EAST 544.60 FEET ALONG THE SOUTH LINE OF SAID ELSEFFER SURVEY AND SAID CULTIVATED FIELD AND ALONG THE NORTH LINE OF SAID BISHOP SURVEY TO A FENCE CORNER POST BEING THE SOUTHEAST CORNER OF SAID ELSEFFER SURVEY AND SAID FIELD AND AN ANGLE POINT ON THE WEST LINE OF SAID A. YARBROUGH SURVEY, ABSTRACT NO 947, FOR AN ANGLE POINT ON THE NORTH LINE OF THIS TRACT;

THENCE LEAVING THE NORTH LINE OF SAID BISHOP SURVEY, NORTH 00°16'34" EAST 1,077.54 FEET ALONG THE EAST LINE OF SAID ELSEFFER SURVEY AND SAID CULTIVATED FIELD AND ALONG THE WEST LINE OF SAID A. YARBROUGH SURVEY TO A ½ INCH IRON ROD FOUND FOR AN ANGLE POINT ON THE NORTH LINE OF THIS TRACT;

THENCE LEAVING THE EAST LINE OF SAID ELSEFFER SURVEY AND SAID CULTIVATED FIELD AND THE WEST LINE OF SAID A. YARBROUGH SURVEY, EAST, PASSING THE EAST LINE OF SAID A. YARBROUGH SURVEY AND THE WEST LINE OF SAID I. & G. N. RR. CO. SURVEY, ABSTRACT 262, A DISTANCE OF 3,303.60 FEET TO A ½ INCH IRON ROD ON THE EAST LINE OF SAID I. & G. N. RR. CO SURVEY AND THE WEST LINE OF THE MARION COUNTY SCHOOL LAND SURVEY, ABSTRACT NO. 308, FOR THE NORTHEAST CORNER OF THIS TRACT.

THENCE SOUTH 00°25'10" EAST 4,900.46 FEET ALONG THE EAST LINE OF SAID I & G. N. RR. CO. SURVEY AND THE WEST LINE OF SAID MARION COUNTY SCHOOL LAND SURVEY TO A ½ INCH IRON ROD FOUND LYING NORTH 00°25'10" WEST 60.00 FEET FROM THE SOUTHWEST CORNER OF SAID MARION COUNTY SCHOOL LAND SURVEY AND AN INTERIOR CORNER OF SAID I. & G. N. RR. CO. SURVEY FOR AN ANGLE POINT ON THE EAST LINE OF THIS TRACT;

THENCE LEAVING THE EAST LINE OF SAID I. & G. N. RR. CO. SURVEY AND THE WEST LINE OF SAID MARION COUNTY SCHOOL LAND SURVEY , SOUTH 89°57'18" WEST 59.98 FEET TO A ½ INCH IRON ROD FOUND FOR AN ANGLE POINT ON THE EAST LINE OF THIS TRACT;

THENCE SOUTH 00°24'13" EAST PASSING THE SOUTH LINE OF SAID I. & G. N. RR. CO. SURVEY AND THE NORTH LINE OF SAID L. P. HAPGOOD SURVEY, ABSTRACT NO. 1140, AND PASSING THE SOUTH LINE OF SAID HAPGOOD SURVEY AND THE NORTH LINE OF SAID CARVER SURVEY NO. 2, A DISTANCE OF 4,094.77 FEET TO A 1/2 INCH IRON ROD ON THE SOUTH LINE OF SAID CARVER SURVEY NO. 2 AND SAID HORTON TRACT, THE CENTERLINE OF SAID SCALING RANCH ROAD, AND THE NORTH LINE OF SAID T. & N. O. RR. CO. SURVEY, ABSTRACT NO. 670, SAID IRON ROD LYING SOUTH 89°13'29" WEST 60.00 FEET FROM THE

SOUTHEAST CORNER OF SAID CARVER SURVEY NO. 2 AND A SOUTHEAST CORNER OF SAID HORTON TRACT, THE SOUTHWEST CORNER OF SAID I. & G. N. RR. CO. SURVEY, FOR THE MOST EASTERLY SOUTHEAST CORNER OF THIS TRACT;

THENCE SOUTH 89°13'29" WEST 980.96 FEET ALONG THE SOUTH LINE OF SAID CARVER SURVEY NO. 2 AND SAID HORTON TRACT, ALONG THE CENTERLINE OF SAID SCALING RANCH ROAD, AND ALONG THE NORTH LINE OF SAID T. & N. O. RR. CO. SURVEY TO THE PLACE OF BEGINNING, AND CONTAINING 994.84 ACRES, MORE OR LESS.

Tract 2:

A 1.245 ACRE TRACT OUT OF THE T. & N.O. RR. CO. SURVEY NO. 7, ABSTRACT NO. 679, CLAY COUNTY, TEXAS; BEING PART OF A CERTAIN 795.96 ACRES TRACT DESCRIBED IN VOLUME 396, PAGE 592 OF THE DEED RECORDS OF CLAY COUNTY, TEXAS; AND BEING FURTHER DESCRIBED BY METES AND BOUNDS AS FOLLOWS:

BEGINNING AT A FOUND 1/2" IRON ROD AT THE INTERSECTION OF THE SOUTH LINE OF SAID T. & N.O. RR. CO. SURVEY NO.7 AND THE EAST RIGHT OF WAY LINE OF THE F.W. & D.C. RR. AND IN THE CENTER OF EAST HAPGOOD DRIVE (PAVED) AND AT THE NORTHWEST CORNER OF A CERTAIN 994.82 ACRES TRACT FOR THE SOUTHWEST AND BEGINNING CORNER OF THIS EASEMENT.

THENCE N. 26 DEG. 22 MIN. 47 SEC. W. 26.71 FEET ALONG THE EAST RIGHT OF WAY LINE OF SAID F.W. & D.C. RR. . TO A POINT FOR THE NORTHWEST CORNER OF THIS EASEMENT.

THENCE N. 89 DEG. 49 MIN. 58 SEC. E. 2292.25 FEET ALONG THE NORTH RIGHT OF WAY FENCE OF SAID EAST HAPGOOD DRIVE TO A POINT FOR THE NORTHEAST CORNER OF THIS EASEMENT.

THENCE S. 00 DEG. 12 MIN. 09 SEC. E. 23.46 FEET TO A FOUND CAPPED 1/2" IRON ROD IN SAID EAST HAPGOOD DRIVE AND AT THE MOST NORTHERLY NORTHEAST CORNER OF SAID 994.82 ACRES TRACT AND AT A CORNER OF A CERTAIN 4292.742 ACRES TRACT (TRACT 1) DESCRIBED IN VOLUME 4, PAGE 118 OF THE OFFICIAL PUBLIC RECORDS OF CLAY COUNTY, TEXAS, FOR THE SOUTHEAST CORNER OF THIS EASEMENT.

THENCE S. 89 DEG. 49 MIN. 13 SEC. W. 2280.47 FEET ALONG SAID EAST HAPGOOD DRIVE TO THE PLACE OF BEGINNING;

WHEREAS, said public hearing was completed on July 7, 2014;

WHEREAS, not later than the seventh day before July 7, 2014, notice of the public hearing was (1) published in the Clay County Leader, a newspaper having a general circulation in Clay County, Texas and (2) delivered in writing to the presiding officers of Henrietta Independent School District and the Bellevue Independent School District, said school districts being the only other taxing units that include the Subject Lands in their boundaries;

WHEREAS, the Subject Lands are not in the taxing jurisdiction of any municipality;

WHEREAS, based upon the information available to it, including information presented at the public hearing referred to above, the Commissioners Court has determined, and hereby finds and concludes:

(1) that the construction of a facility for the production of bricks and masonry products on the Subject Lands is feasible and practical and would be a benefit to the Subject Lands and Clay County, Texas during, after the expiration of, a tax abatement agreement entered by Clay County, Texas pursuant to Chapter 312 of the Texas Tax Code;

(2) that the designation of the Subject Lands as a reinvestment zone will attract major investment in the zone that will be a benefit to the Subject Lands and will contribute to the economic development of Clay County, Texas;

(3) that the designation of the Subject Lands as a reinvestment zone is consistent with the Tax Abatement Guidelines;

(4) that this order was approved by a majority of the Commissioners Court at a meeting held on July 7, 2014 which was open to the public, was preceded by proper notice, as required by Chapter 551 of the Texas Government Code (the Open Meetings Act), and at which a quorum of the members of the Commissioners Court were present;

(5) that the action of the Commissioners Court in approving this order followed the public hearing on the advisability of designating the Subject Lands as a reinvestment zone referred to above; and

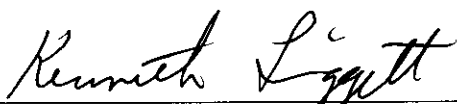
(6) that the following orders should be entered:

IT IS ORDERED, BY THE COMMISSIONER'S COURT OF CLAY COUNTY, TEXAS:

1. That the Subject Lands located in Clay County, Texas be, and such tracts hereby are, designated as the Southeast Clay County Reinvestment Zone and are hereby declared eligible for property tax abatement as authorized by the Tax Abatement Guidelines and any exceptions to the Tax Abatement Guidelines approved by the Commissioners Court.

2. That the foregoing designation shall be effective for a period of five years from the date of this order; provided that such designation may be renewed by appropriate action of the Commissioners Court at a future date.

PASSED AND APPROVED on the 7th day of July, 2014.

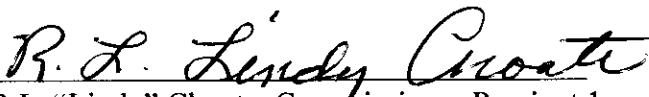


Kenneth Liggett, County Judge

Attest:



Sasha Kelton, County Clerk

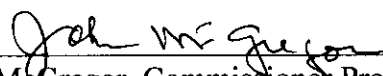


R.L. "Lindy" Choate, Commissioner Precinct 1





Johnny Gee, Commissioner Precinct 2



John McGregor, Commissioner Precinct 3



A.J. Peck, Commissioner Precinct 4