

ESTOPPEL AGREEMENT

This Estoppel Agreement (the “Agreement”) is executed effective as of the ____ day of _____, November, 2025, by and between the following parties (collectively, the “Parties”):

1. Texas National Bank (the “Lender”),
2. GF Development at Los Fresnos, LLC, a Texas limited liability company (the “Borrower”),
3. the City of Los Fresnos (“Los Fresnos”),
4. Tax Increment Reinvestment Zone No. Two, City of Los Fresnos, Texas, a reinvestment zone created by the City of Los Fresnos, Texas pursuant to Chapter 311 of the Texas Tax Code (“Los Fresnos TIRZ #2”),
5. the City of Indian Lake (“Indian Lake”), and
6. Tax Increment Reinvestment Zone No. One, City of Indian Lake, Texas, a reinvestment zone created by the City of Indian Lake, Texas pursuant to Chapter 311 of the Texas Tax Code (“Indian Lake TIRZ #1”).

Los Fresnos and Indian Lake are referred to herein collectively as the “Cities”. Los Fresnos TIRZ #2 and Indian Lake TIRZ #1 are referred to herein collectively as the “TIRZ Entities”.

WITNESSETH:

WHEREAS, Borrower is the owner and holder of fee simple title to the real property more particularly described on Exhibit “A” attached hereto and incorporated herein (the “Property”);

WHEREAS, Borrower has entered into the following described agreements with the Cities and the TIRZ Entities (the “TIRZ Agreements”):

Pursuant to Ordinance No. 558, passed and adopted by the Los Fresnos City Council on or about June 11, 2024, that certain Economic Development Agreement by and between the City of Los Fresnos, Texas, a political subdivision of the State of Texas, the Tax Increment Reinvestment Zone No. Two, City of Los Fresnos, Texas, a reinvestment zone created by the City pursuant to Chapter 311, Texas Tax Code and Borrower dated June 12, 2024.

Pursuant to Ordinance 128, passed and adopted by the City of Indian Lake that certain Economic Development Agreement by and between the City of Indian Lake, Texas, a political subdivision of the State of Texas, the Tax Increment Reinvestment Zone No. Two, City of Indian Lake, Texas, a reinvestment zone created by the City pursuant to Chapter 311, Texas Tax Code and Borrower dated May 23, 2024.

WHEREAS, Lender has heretofore and may hereafter lend money to Borrower which loan or loans (the “*Indebtedness*”) are or may be secured by one or more Security Agreement – Collateral Assignments and Pledge of Borrower=s interest in the TIRZ Agreements.

NOW, THEREFORE, in consideration of the premises, the covenants set forth herein and for other good and valuable consideration, the receipt of which is hereby acknowledged, the Parties do hereby mutually covenant and agree as follows:

1. Attached as **Exhibits “B”** are true and correct copies of the TIRZ Agreements. There are no other oral or written agreements or understandings between the Borrower, the Cities, and the TIRZ Entities, other than as reflected in the attached documents.
2. The TIRZ Agreements have not been amended or modified and are in full force and effect as originally executed, and neither Borrower nor the Cities or TIRZ Entities are in default in any respect under the TIRZ Agreements.
3. Borrower does not have any outstanding or unpaid request for reimbursement under the TIRZ Agreements as of the date of this Agreement.
4. The Cities and the TIRZ Entities do not have any offsets, defenses, counterclaims or credits against the payment obligations under the TIRZ Agreements as of the date of this Agreement. The TIRZ Entities will not terminate the TIRZ Agreements until written notice of any default by Borrower is sent to the Lender and the Lender has failed to cure the default within thirty days.
5. Borrower has pledged and assigned to Lender all of Borrower=s rights under TIRZ Agreements as security for the repayment of the Indebtedness. The TIRZ Entities agree to pay Lender directly the amounts that will come due Borrower under the TIRZ Agreements, upon TIRZ Entities receipt of a written demand from Lender stating that an event of default has occurred under the loan documents evidencing or securing the Indebtedness and requesting that all subsequent payments due under the TIRZ Agreements be made directly to Lender. Notwithstanding the foregoing, all parties to this Agreement acknowledge that payment of amounts due under the TIRZ Agreements is dependent upon receipt of sufficient ad valorem tax receipts to fund the obligations owed by the TIRZ Entities.
6. Borrower, the Cities, and the TIRZ Entities further agree that no material term or condition of the TIRZ Agreements shall be altered, modified or terminated, except with the prior written consent of Lender.
7. The purchaser at any foreclosure sale involving the Property will take title to the Property subject to the terms of the TIRZ Agreements, and the rights of the Parties (as well as their heirs, successors and assigns) will not be disturbed except in accordance with the TIRZ Agreements. The purchaser at any foreclosure sale

involving the Property will have no obligations and incur no liability under the TIRZ Agreements beyond any equity in the Property.

8. Any notice or demand, which any of the Parties is required to or may desire to serve upon the other, must be in writing, and shall be sufficiently served if (i) personally delivered, (ii) sent by registered or certified mail, postage prepaid, or (iii) sent by commercial overnight carrier, and addressed to:

City Mayor
City of Indian Lake, Texas
62 S. Aztec Cove
Indian Lake, Texas 78566

City Manager
City of Los Fresnos
520 East Ocean Blvd.
Los Fresnos, Texas 78566

Bill Calderon
Calderon Economic Development Strategies LLC
5523 Spellman Road
Houston, Texas 77096

GF Development at Los Fresnos, LLC,
a Texas limited liability company
3609 W. Palma Vista Dr.
Palmview, Texas 78572

Rufino Garza
3779 Bentsen Palm Dr.
Mission, Texas 78574

Ramiro Jaime Flores
2804 N. Shary Rd.
Mission, Texas 78574

9. This Agreement supersedes any and all prior agreements and understanding of the Parties, whether written or oral, concerning the matters addressed herein and this Agreement also represents the entire agreement of the Parties with regard to these matters. The terms and provisions of this Agreement may not be amended except by written instrument signed by all Parties. This Agreement will inure to the benefit of and be binding upon the Parties and their respective heirs, executors, successors and assigns. This Agreement shall be governed by the laws of the State of Texas and the obligations of the Parties are performable in Hidalgo County, Texas.
10. THIS WRITTEN AGREEMENT REPRESENTS THE FINAL AGREEMENT BETWEEN THE PARTIES AND MAY NOT BE CONTRADICTED BY EVIDENCE OF PRIOR, CONTEMPORANEOUS, OR SUBSEQUENT ORAL

AGREEMENTS OF THE PARTIES. THERE ARE NO UNWRITTEN ORAL AGREEMENTS BETWEEN THE PARTIES.

IN WITNESS WHEREOF, the parties hereto have caused this instrument to be duly executed to be effective as of the day and year first above written.

LENDER:

Texas National Bank

By: _____
Raul Villanueva, Executive Vice President

BORROWER:

GF Development at Los Fresnos, LLC,
a Texas limited liability company

By: _____
Rufino Garza, Manager

CITY OF LOS FRESNOS

By: _____
Alejandro Flores, Mayor

**TAX INCREMENT REINVESTMENT
ZONE NO. TWO, CITY OF LOS
FRESNOS, TEXAS**, a reinvestment zone
created by the City of Los Fresnos, Texas
pursuant to Chapter 311 of the Texas Tax
Code

By: _____
Chairman of the Board of Directors

CITY OF INDIAN LAKE, TEXAS

By: _____

James Chambers, Mayor

**TAX INCREMENT REINVESTMENT
ZONE NO. ONE, CITY OF INDIAN
LAKE, TEXAS**, a reinvestment zone
created by the City of Indian Lake, Texas
pursuant to Chapter 311 of the Texas Tax
Code

By: _____
Chairman of the Board of Directors

EXHIBIT "A"

PROPERTY DESCRIPTION

Tract 1:

Being a 257.919 acre tract of land situated in Cameron County, consisting of Three (3) Tracts as described as follows:

TRACT I: Lots Ten (10) and Eleven (11), Block One (1), Lots Five (5), Six (6) and Seven (7), Block Two (2), and RESERVE AREA "A", TANDY'S CORNER Subdivision, Cameron County, Texas, according to map or plat thereof recorded in Cabinet 1, Slots 1988-B and 1983-A, Map Records, Cameron County, Texas, TRACT II: Being a tract containing 219.31 acres of land consisting of part of a certain 131 acre tract of record in Volume 63, Pages 104-109 of the Deed Records, Cameron County, Texas, All of that certain 43.87 acre tract of record in Volume 102, Pages 219-221 of the Deed Records, Cameron County, Texas, part of a certain 44.21 acre tract of record in Volume 83, Pages 516-518 of the Deed Records, Cameron County, Texas, part of a certain 44.8 acre tract or record in Volume 86, Page 243 of the Deed Records, Cameron County, Texas and part of Blocks One Hundred Eighty-four (184) and One Hundred Eighty-seven (187) of the FRESNOS LAND AND IRRIGATION COMPANY SUBDIVISION, as recorded in Volume 3, Pages 9 & 9A of the Map Records, Cameron County, Texas, Save and Except a 5.038 acres, as shown in the judgment recorded in/under Volume 15779, Page 27 of the Official public Records, Cameron County, Texas, TRACT III: Being a 40.00 acre tract of land, situated out of a certain 44.8 acre tract of land as recorded in Volume 86, Page 243, of the Deed Records, Cameron County, Texas, and partially out of a certain 44.81 acre tract of land recorded in Volume 83, Page 516, of the Deed Records, Cameron County, Texas, and further being partially out of Blocks 184 and 187 of THE FRESNOS LAND AND IRRIGATION COMPANY SUBDIVISION as recorded in Volume 3, Page 9, map Records, Cameron County, Texas, and further being out of Lot 1, Block 1, Tandy's Corner Replat Phase 1a, Cameron County, Texas, according to map or plat thereof recorded in Cabinet 1, Page 2051b, of the Map Records, Cameron County, Texas, conveyed by "General Warranty Deed "to Rufino Garza and Ana I. Garza, husband and wife, and Ramiro Jaime Flores and Yolanda S. Flores, husband and wife, as described in Document Number 2020-26775, of the Official Records, Cameron County, Texas, and also conveyed by "Warranty Deed with Vendor's Lien" to Ramiro Jaime Flores, Sr. and Rufino Garza as described in Document Number 2006-10415, of the Official Records, Cameron County, Texas, said 257.919 acre tract of land being more particularly described as follows:

BEGINNING at a found 1/2-inch iron rod with an orange cap stamped "AMBIOTEC", being the Southeast corner of said Lot 1, Block 1, Tandy's Corner Replat Phase 1A, being the Southeast corner of Lot 7, Tandy's Corner Subdivision, as recorded in Cabinet 1, Slots 1982-B, 1983-A and 1983-B, of the Map Records, Cameron County, Texas, and being the Existing North Right of Way line of State Highway 100 (right-of-way varies);

THENCE, North 83 degrees 08 minutes 50 seconds West, a distance of 1,294.56 feet, along the Existing North Right of Way line of State Highway 100, to a IRON ROD FOUND for the common corner of Lot 5 and Lot 6, Tandy's Corner Subdivision, and also being a corner of this herein described tract of land;

THENCE, North 85 degrees 42 minutes 27 seconds West, a distance of 98.36 feet, continuing along the Existing North Right of Way line of State Highway 100, to a 5/8-inch iron rod with

yellow plastic cap stamped "ROWSS PROP COR" set for the Southwest corner of said Lot 5, Tandy's Corner Subdivision, and also being a corner of this herein described tract of land;

THENCE, North 04 degrees 17 minutes 33 seconds East, a distance of 250.00 feet, along the West line of said Lot 5, Tandy's Corner Subdivision, to a 5/8-inch iron rod with yellow plastic cap stamped "ROWSS PROP COR" set for the Northwest corner of said Lot 5, Tandy's Corner Subdivision, and also being a corner of this herein described tract of land;

THENCE, North 85 degrees 42 minutes 27 seconds West, a distance of 465.00 feet, along the North line of said Tandy's Corner Subdivision, to a 5/8-inch iron rod with yellow plastic cap stamped "ROWSS PROP COR" set for a corner of RESERVE AREA "A", Tandy's Corner Subdivision, and also being a corner of this herein described tract of land;

THENCE, South 04 degrees 17 minutes 33 seconds West, a distance of 200.00 feet, along the East line of said RESERVE AREA "A", Tandy's Corner Subdivision, to a 5/8-inch iron rod with yellow plastic cap stamped "ROWSS PROP COR" set for a cutback corner of said RESERVE AREA "A", Tandy's Corner Subdivision, and also being a corner of this herein described tract of land;

THENCE, South 40 degrees 42 minutes 27 seconds East, a distance of 70.71 feet, along said cutback corner of RESERVE AREA "A", Tandy's Corner Subdivision, to a 5/8-inch iron rod with yellow plastic cap stamped "ROWSS PROP COR" set on the Existing North Right of Way line of State Highway 100, and also being a corner of this herein described tract of land;

THENCE, North 85 degrees 42 minutes 27 seconds West, a distance of 380.00 feet, along said Existing North Right of Way line of State Highway 100, to a 5/8-inch iron rod with yellow plastic cap stamped "ROWSS PROP COR" set for the Southwest corner of Lot 10, Tandy's Corner Subdivision, and also being a corner of this herein described tract of land;

THENCE, North 04 degrees 17 minutes 33 seconds East, a distance of 250.00 feet, along the West line of said Lot 10 Tandy's Corner Subdivision, to a 5/8-inch iron rod with yellow plastic cap stamped "ROWSS PROP COR" set for the Northwest corner of Lot 10, Tandy's Corner Subdivision, and also being a corner of this herein described tract of land;

THENCE, North 85 degrees 42 minutes 27 seconds West, a distance of 500.00 feet, along the North line of said Tandy's Corner Subdivision, to a 5/8-inch iron rod with yellow plastic cap stamped "ROWSS PROP COR" set for the Northeast corner of Lot 5, Tandy's Corner Subdivision also being on the East line of Lot 4A, Tandy's Corner Replat No.2 as recorded in Cabinet 1, Slot 2992B, Map Records, Cameron County, Texas, and also being a corner of this herein described tract of land;

THENCE, North 04 degrees 16 minutes 51 seconds East, a distance of 414.36 feet, along the East line of said Lot 4A, Tandy's Corner Replat No.2, to a 5/8-inch iron rod with yellow plastic cap stamped "ROWSS PROP COR" set for the Northeast corner of Lot 4A, Tandy's Corner Replat No.2, and also being a corner of this herein described tract of land;

THENCE, North 85 degrees 43 seconds 09 minutes West, a distance of 479.34 feet, along the North line of said Lot 4A, Tandy's Corner Replat No.2, to a 5/8-inch iron rod with yellow plastic cap stamped "ROWSS PROP COR" set on the West of line of said Lot 4A, also being a point of curvature to the left, and also being a corner of this herein described tract of land;

THENCE, along said curve to the Left, having a radius of 500.00, an arc length of 122.60 feet, a Delta of 14 degrees 02 minutes 57 seconds, a chord bearing of South 13 degrees 19 minutes 16 seconds West, and a chord distance of 122.30 feet, to a 5/8-inch iron rod with yellow plastic cap stamped "ROWSS PROP COR" set on the West of line of said Lot 4A, and also being a corner of this herein described tract of land;

THENCE, South 06 degrees 17 minutes 47 seconds West, a distance of 58.40 feet, continuing along the West line of said Lot 4A, to a 5/8-inch iron rod with yellow plastic cap stamped "ROWSS PROP COR" set for a point of curvature to the right, and also being a corner of this herein described tract of land;

THENCE, along said curve to the Right, having a radius of 100.00, an arc length of 47.51 feet, a Delta of 27 degrees 13 minutes 07 seconds, a chord bearing of South 19 degrees 54 minutes 22 seconds West, and a chord distance of 47.06 feet, to a 5/8-inch iron rod with yellow plastic cap stamped "ROWSS PROP COR" set on the West line of said Lot 4A, and also being a corner of this herein described tract of land;

THENCE, South 06 degrees 18 minutes 47 seconds West, a distance of 249.35 feet, continuing along the West line of said Lot 4A, to a 5/8-inch iron rod with yellow plastic cap stamped "ROWSS PROP COR" set for a corner of this herein described tract of land;

THENCE, South 06 degrees 17 minutes 41 seconds West, a distance of 190.71 feet, along the West of line of a tract of land conveyed to Manuel H. Rebolledo as described in Document Number 2023-8740, of the Official Records, Cameron County, Texas, to a IRON ROD found on the Existing North Right of Way line of State Highway 100, and also being a corner of this herein described tract of land;

THENCE, North 85 degrees 42 minutes 27 seconds West, a distance of 50.05 feet, along the Existing North Right of Way line of State Highway 100, to a IRON ROD found for on the East side of a Cameron County Water District No. 6 Right-of-way, and also being a corner of this herein described tract of land;

THENCE, North 06 degrees 20 minutes 00 seconds East, a distance of 487.51 feet, continuing along said a Cameron County Water District No. 6 Right-of-way, to a 5/8-inch iron rod with yellow plastic cap stamped "ROWSS PROP COR" set for a corner of this herein described tract of land;

Thence, North 89 degrees 49 minutes 00 seconds East, a distance of 6.10 feet, continuing along said a Cameron County Water District No. 6 Right-of-way, to a 5/8-inch iron rod with yellow plastic cap stamped "ROWSS PROP COR" set for a corner of this herein described tract of land;

THENCE, North 06 degrees 17 minutes 56 seconds East, a distance of 516.89 feet, continuing along said a Cameron County Water District No. 6 Right-of-way, to a IRON ROD found for a corner of a tract of land conveyed to Diego Torres Garcia and Marisela Rivera as described in Document Number 2021-1054, of the Official Records, Cameron County, Texas, and also being a corner of this herein described tract of land;

THENCE, North 85 degrees 00 minutes 55 seconds East, a distance of 242.20 feet, along the South line said Diego Torres Garcia and Marisela Rivera tract, to a IRON ROD found for a corner of this herein described tract of land;

THENCE, North 27 degrees 42 minutes 14 seconds East, a distance of 223.76 feet, along the East line said Diego Torres Garcia and Marisela Rivera tract, to a IRON ROD found for a corner of this herein described tract of land;

THENCE, North 27 degrees 43 minutes 31 seconds East, a distance of 452.26 feet, along the East line said Diego Torres Garcia and Marisela Rivera tract, to a IRON ROD found for a corner of this herein described tract of land;

THENCE, North 87 degrees 52 minutes 23 seconds West, a distance of 279.39 feet, along the North line said Diego Torres Garcia and Marisela Rivera tract, to a IRON ROD found for a corner of this herein described tract of land;

THENCE, South 75 degrees 47 minutes 18 seconds West, a distance of 219.67 feet, along the North line said Diego Torres Garcia and Marisela Rivera tract, to a IRON ROD found on said Cameron County Water District No. 6 Right-of-way, and also being a corner of this herein described tract of land;

THENCE, North 06 degrees 17 minutes 56 seconds East, a distance of 330.23 feet, continuing along said Cameron County Water District No. 6 Right-of-way, to a IRON ROD found for a corner of a tract of land conveyed to Guillermo Garza, Jr. and Sara Garza as described in Document Number 2001-464, of the Official Records, Cameron County, Texas, and also being a corner of this herein described tract of land;

THENCE, North 63 degrees 58 minutes 27 seconds East, a distance of 293.10 feet, along the South line of said Guillermo Garza, Jr. and Sara Garza tract, to a IRON ROD found for a corner of this herein described tract of land;

THENCE, North 08 degrees 49 minutes 01 seconds West, a distance of 163.23 feet, along the East line of said Guillermo Garza, Jr. and Sara Garza tract, to a IRON ROD found for a corner of this herein described tract of land;

THENCE, South 89 degrees 09 minutes 20 seconds West, a distance of 206.71 feet, along the South line of said Guillermo Garza, Jr. and Sara Garza tract, to a 5/8-inch iron rod with yellow plastic cap stamped "ROWSS PROP COR" set on said Cameron County Water District No. 6 Right-of-way, from which a IRON ROD bears North 89°09'20" East, a distance of 9.12 feet, and also being a corner of this herein described tract of land;

THENCE, North 06 degrees 17 minutes 56 seconds East, a distance of 233.04 feet, along said Cameron County Water District No. 6 Right-of-way, to a IRON ROD found for the Southwest corner of a tract of land conveyed to Enrique Guerrero as described in Document Number 2000-56940, of the Official Records, Cameron County, Texas, and also being a corner of this herein described tract of land;

THENCE, South 83 degrees 42 minutes 25 seconds East, a distance of 440.98 feet, along the South line of said Enrique Guerrero tract, to a IRON ROD found for a corner of this herein described tract of land;

THENCE, North 10 degrees 43 minutes 43 seconds East, a distance of 770.87 feet, along the East line of said Enrique Guerrero tract, to a IRON ROD found for a tract of land conveyed to Monica Medrano Lopez as described in Document Number 2022-23171, of the Official

Records, Cameron County, Texas, also being on the South line of Resaca Los Cuates, and also being a corner of this herein described tract of land;

THENCE, North 69 degrees 19 minutes 32 seconds East, a distance of 289.80 feet, along the South line of said Resaca Los Cuates, to a 5/8-inch iron rod with yellow plastic cap stamped "ROWSS PROP COR" set for a corner of this herein described tract of land;

THENCE, North 60 degrees 10 minutes 41 seconds East, a distance of 498.98 feet, continuing along the South line of said Resaca Los Cuates, to a IRON ROD found for a corner of this herein described tract of land;

THENCE, North 66 degrees 04 minutes 52 seconds East, a distance of 866.28 feet, continuing along the South line of said Resaca Los Cuates, to a IRON ROD found for a corner of this herein described tract of land;

THENCE, North 70 degrees 33 minutes 13 seconds East, a distance of 861.68 feet, continuing along the South line of said Resaca Los Cuates, to a IRON ROD found for a corner of this herein described tract of land;

THENCE, North 61 degrees 05 minutes 55 seconds East, a distance of 650.23 feet, continuing along the South line of said Resaca Los Cuates, to a IRON ROD found for a corner of a tract of land conveyed to SOLID DEVELOPMENT, INC. as described in Document Number 2022-18314, of the Official Records, Cameron County, Texas and also being a corner of this herein described tract of land;

THENCE, South 05 degrees 48 minutes 35 seconds West, a distance of 3,129.55 feet, along the West line of said SOLID DEVELOPMENT, INC tract, to a 5/8-inch iron rod with yellow plastic cap stamped "ROWSS PROP COR" set for the Northeast corner of said Tract III and also being a corner of tract of land conveyed Housing Authority of Cameron County Texas (No Record Found), and also being a corner of this herein described tract of land THENCE, South 05 degrees 47 minutes 34 seconds West, a distance of 1,629.78 feet, along the West line of said Housing Authority of Cameron County Texas, to the POINT OF BEGINNING, containing a computed area of 257.919 acre tract of land.

Tract 2:

Being a 72.833 acre tract of land situated in Lot 17-32, Block 116, El Jardin Resubdivision of Share 29, Espiritu Santo Grant, Cameron County, Texas, according to the map thereof recorded in Volume 4, Page 48 of the map records of Cameron County Texas, and being out of 85.29 tract of land Conveyed to Ramiro Jaime Flores and Rufino Garza by a Warranty Deed with Vendor's Lien, dated December 15, 1998 and recorded January 26, 1999, as shown in Volume 5378, Page 240, Cameron County Official Records, said 72.833 acre tract of land being more particularly described by metes and bounds as follows:

BEGINNING at a 5/8 inch iron rod with yellow plastic cap stamped 'ROWSS PROP COR' set on the Northeast Right-of-Way line of FM 511, said point being the Northwest corner of a called 5.84 acre tract of land conveyed to Emilio Garza and wife, Olga Lidia Garza, Olga Viridiana Garza, a single person, and Luis Fernando Garza, a single person, by a Warranty Deed, Document 14960, dated May 25, 2012, Recorded April 19, 2013, Cameron County Deed Records, and the of POINT OF BEGINNING of this herein described 72.70-acre tract of land;

THENCE, North 35 degrees 12 minutes 40 seconds West, a distance of 105.44 feet with the Northeast Right-of-Way line of FM 511 to a 5/8 inch iron rod with yellow plastic cap stamped 'ROWSS PROP COR' set for a point of curvature for a curve to the left;

THENCE, in a Northwesterly direction along the Northeast Right-of-Way line of FM 511 and a curve to the left, with a central angle of 03 degrees 32 minutes 50 seconds, a radius of 5711.95 feet, an arc length of 353.63 feet, and a chord that bears North 35 degrees 53 minutes 36 seconds West a distance of 353.58 feet to a 5/8-inch iron rod found for a point of common curvature;

THENCE, continuing in a Northwesterly direction along the Northeast Right-of-Way line of FM 511 and a curve to the left, with a central angle of 5 degrees 05 minutes 11 seconds, a radius of 8050.00 feet, an arc length of 714.63 feet, and a chord that bears North 39 degrees 36 minutes 43 minutes West a distance of 714.40 feet to a 5/8 inch iron rod with yellow plastic cap stamped 'ROWSS PROP COR' set for a point of tangency;

THENCE, North 42 degrees 43 minutes 40 seconds West, a distance of 86.67 feet with the Northeast Right-of-Way line of FM 511 to a 5/8 inch iron rod with yellow plastic cap stamped 'ROWSS PROP COR' set for a corner;

THENCE, North 1 degrees 34 minutes 08 seconds East, a distance of 321.73 feet along the East line of a tract of land conveyed to G & R Industrial Facilities LLC (No Record Found), to a 5/8 inch iron rod with yellow plastic cap stamped 'ROWSS PROP COR' set for the Northwest Corner of this herein described tract of land;

THENCE, North 88 degrees 58 minutes 08 seconds East, a distance of 87.83 feet along the South line of a tract of land conveyed to Lil Bird Cattle and Equipment Company LLC (No Record Found) to a 5/8 inch iron rod with yellow plastic cap stamped 'ROWSS PROP COR' set for an exterior Corner of this herein described tract of land;

THENCE, in a Southeasterly direction with a curve to the right, with a central angle of 06 degrees 43 minutes 05 seconds, a radius of 6036.95 feet, an arc length of 707.86 feet, and a chord that bears South 43 degrees 48 minutes 53 seconds East a distance of 707.45 feet to a 5/8 inch iron rod with yellow plastic cap stamped 'ROWSS PROP COR' set for an interior corner of this herein described tract of land;

THENCE, in a Northeasterly direction with a curve to the right, a central angle of 17 degrees 58 minutes 35 seconds, a radius of 159.99 feet, an arc length of 50.20 feet, and a chord that bears North 79 degrees 58 minutes 50 seconds East a distance of 49.99 feet to a 5/8 inch iron rod with yellow plastic cap stamped 'ROWSS PROP COR' set for a point of tangency;

THENCE, North 88 degrees 58 minutes 08 seconds East, a distance of 777.63 feet, to a 5/8 inch iron rod with yellow plastic cap stamped 'ROWSS PROP COR' set for an interior corner of this herein described tract of land;

THENCE, North 01 degrees 01 minutes 52 seconds West, a distance of 511.40 feet, to a 5/8 inch iron rod with yellow plastic cap stamped 'ROWSS PROP COR' set for an exterior corner of this herein described tract of land;

THENCE, North 88 degrees 58 minutes 08 seconds East, a distance of 1401.23 feet along the south line of said Lil Bird Cattle and Equipment Company LLC tract to a 5/8 inch iron rod

with yellow plastic cap stamped 'ROWSS PROP COR' set for the Northeast corner of this herein described tract of land;

THENCE, South 00 degrees 59 minutes 08 seconds West, a distance of 1635.27 feet along the West line of a tract of land conveyed to Anderson Columbia Co., INC by a Special Warranty Deed as shown in Document 2010-22649, dated June 7, 2010, recorded June 10, 2010, Cameron County Deed Records, to a 5/8 inch iron rod with yellow plastic cap stamped 'ROWSS PROP COR' set for the Southeast corner of this herein described tract of land;

THENCE, South 88 degrees 58 minutes 08 seconds West, a distance of 1393.46 feet along the North line of a tract of land conveyed to Sylvia M. Saenz by a Warranty Deed as shown in Volume 761, Page 260, dated March 23, 1989, Recorded March 28, 1989, to a 5/8 inch iron rod with yellow plastic cap stamped 'ROWSS PROP COR' set for a point being on the East line of said called 5.84 acre tract of land and being an outside corner of this herein describe tract of land;

THENCE, North 01 degrees 34 minutes 08 seconds East, a distance of 312.65 feet along the East line of said called 5.84 tract of land to a 5/8 inch iron rod with yellow plastic cap stamped 'ROWSS PROP COR' set for an inside corner of this herein described tract of land;

THENCE, South 88 degrees 58 minutes 08 seconds West, a distance of 609.86 feet along the North line of said called 5.84-acre tract of land to the POINT OF BEGINNING, containing a computed area of 72.833 acres of land.

Tract 3:

Being a 12.464 acre tract of land out of part or portion of Lot 21-24, Block 116, El Jardin Resubdivision of Share 29, Espiritu Santo Grant, Cameron County, Texas, according to the map thereof recorded in Volume 4, Page 48 of the map records of Cameron County Texas and being out of 85.29 tract of land Conveyed to Ramiro Jaime Flores and Rufino Garza by a Warranty Deed with Vendor's Lien, dated December 15, 1998 and recorded January 26, 1999, as shown in Volume 5378, Page 240, said 12.464 acre tract of land being more particularly described by metes and bounds as follows:

COMMENCING at a 5/8 inch iron rod with yellow plastic cap stamped 'ROWSS PROP COR' set on the North Right-of-Way line of FM 511 and being on the East line of said Share 29, for a Southeast corner of G & R Industrial Facilities LLC tract, (No Record Found) and the POINT OF COMMENCEMENT of this herein described 12.464-acre tract of land;

THENCE, North 1 degrees 34 minutes 08 seconds East, a distance of 321.73 feet along the east line of said tract of land conveyed to G & R Industrial Facilities LLC tract, (No Record Found), to a 5/8 inch iron rod with yellow plastic cap stamped 'ROWSS PROP COR' set for the Southwest corner of Lil Bird Cattle And Equipment Company LLC tract, (No Record Found);

THENCE, North 88 degrees 58 minutes 08 seconds East, a distance of 87.83 feet along the South Line of said Lil Bird Cattle And Equipment Company LLC tract, (No Record Found), to a 5/8 inch iron rod with yellow plastic cap stamped 'ROWSS PROP COR' set for the Point of Beginning of this herein described 12.464-acre tract of land;

THENCE, North 88 degrees 58 minutes 08 seconds East, a distance of 1307.53 feet continuing

along the South line of said Lil Bird Cattle And Equipment Company LLC tract (No Record Found), to a 5/8 inch iron rod with yellow plastic cap stamped 'ROWSS PROP COR' set for the Northeast corner of this herein described 12.464-acre tract of land;

THENCE, South 01 degrees 01 minutes 52 seconds East, a distance of 511.40 feet into and staying within said of Ramiro Jaime Flores and Rufino Garza, to a 5/8 inch iron rod with yellow plastic cap stamped 'ROWSS PROP COR' set for the Southeast corner of this herein described 12.464 acre tract of land;

THENCE, South 88 degrees 58 minutes 08 seconds West, a distance of 777.63 feet continuing with said of Ramiro Jaime Flores and Rufino Garza, to 5/8 inch iron rod with yellow plastic cap stamped 'ROWSS PROP COR' set for a point of curvature for a curve to the left;

THENCE, in a Southwesterly direction along a curve to the left, with a central angle of 17 degrees 58 minutes 35 seconds, a radius of 159.99 feet, an arc length of 50.20 feet, and a chord that bears South 79 degrees 58 minutes 52 seconds West a distance of 49.99 feet to a 5/8-inch iron rod set for the Southwest corner of this herein described 12.464 acre tract of land;

THENCE, in a Northwesterly direction along a curve to the left, with a central angle of 06 degrees 43 minutes 05 seconds, a radius of 6036.95 feet, an arc length of 707.86 feet, and a chord that bears North 43 degrees 48 minutes 53 seconds West a distance of 707.45 feet to the POINT OF BEGINNING, containing a computed area of 12.464-acres of land.

EXHIBIT “B”

TIRZ AGREEMENTS