

**PETITION FOR THE CREATION OF A PUBLIC IMPROVEMENT DISTRICT
WITHIN THE CITY OF TOMBALL, TEXAS**

COMES NOW, HMH Tomball Townhomes, LLC, a Texas limited liability company (“Petitioner”), the owner of a parcel or parcels of taxable real property, who hereby petition the City of Tomball, Texas (“City”), to conduct a hearing on this Petition, and to create a Public Improvement District pursuant to Chapter 372 of the Texas Local Government Code, as amended, to be known as “Seven Oaks Public Improvement District” (the “District”). In support of the same, Owner would respectfully show the following:

I.

The boundaries of the proposed District are set forth in Exhibit “A” attached hereto and incorporated by reference herein. All of such land is located in the corporate limits of the City or its extraterritorial jurisdiction.

II.

The general nature of the proposed improvements (the “Improvements”) are: (i) acquisition, construction, or improvement of water, wastewater, or drainage facilities or improvements; (ii) acquiring, constructing, improving, widening, narrowing, closing, or rerouting of sidewalks or of streets, any other roadways, or their rights-of-way; (iii) landscaping; (iv) the establishment or improvement of parks; (v) erection of fountains, distinctive lighting, and signs; (vi) projects similar to those listed in (i)-(v); (vii) acquisition, by purchase or otherwise, of real property in connection with an authorized improvement; (viii) special supplemental services for improvement and promotion of the District, including services relating to advertising, promotion, health and sanitation, water and wastewater, public safety, security, business recruitment, development, recreation, and cultural enhancement; and (ix) payment of expenses incurred in the establishment, administration, and operation of the District, including the costs of financing the public improvements listed above.

III.

The estimated total cost of the proposed Authorized Improvements together with bond issuance cost, eligible legal and financial fees, eligible credit enhancement costs and eligible cost incurred in the establishment, administration and operation of the District is \$9,000,000, plus the annual costs of supplemental services, if any. The City will pay no cost of the Authorized Improvements or supplemental services from funds other than assessments levied on property within the District.

IV.

The City shall levy assessments on each parcel within the District in a manner that results in imposing equal shares of the costs on property similarly benefited. Each assessment may be paid in part or in full at any time (including interest), and certain assessments may be paid in annual installments (including interest). If the City allows an assessment to be paid in installments, then

the installments must be paid in amounts necessary to meet annual costs for those public Improvements financed by the assessment and must continue for a period necessary to retire the indebtedness on those public Improvements (including interest).

V.

All of the cost of the proposed Improvements shall be apportioned to and paid by assessment of the property within the District. The City will pay none of the costs of the proposed Improvements. Any remaining costs of the proposed Improvements will be paid from sources other than assessment of the property within the District.

VI.

The management of the District will be by the City with the assistance of a third-party administrator hired by the City and paid as part of the annual administrative cost of the District.

VII.

The person or entity signing this Petition request the establishment of the District, is duly authorized, and has the corporate authority to execute and deliver the Petition.

VIII.

The Petitioner proposes that the District be established and managed without the creation of an advisory board.

IX.

Notwithstanding that the total acreage within the proposed District is less than fifty (50) acres, Petitioner is requesting that the City reimburse Petitioner for the cost of the Improvements.

X

The persons or entities (through authorized representatives) signing this Petition are also owners of taxable real property representing more than fifty percent (50%) of the appraised value of taxable real property liable for assessment under the proposal, as determined by the current roll of the appraisal district in which the property is located; and the record owners of real property liable for assessment under the proposal who: (a) constitute more than fifty percent (50%) of all record owners of property that are liable for assessment under the proposal, and (b) own taxable real property that constitutes more than fifty percent (50%) of the area of all taxable real property that is liable for assessment under the proposal.

XI.

This Petition will be filed with the City Secretary, City of Tomball, Texas.

[EXECUTION PAGE FOLLOWS]

RESPECTFULLY SUBMITTED, on this the 27th day of April, 2022.

PETITIONER:

HMH Tomball Townhomes, LLC, a Texas
limited liability company

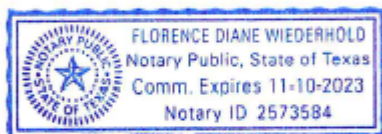
By: [Signature]

Name: Michael J. Pizzitelli, Jr.

Title: Vice President

STATE OF TEXAS §
 §
COUNTY OF Harris §

This instrument was acknowledged before me on April 27th, 2022, by
Michael J. Pizzitelli, Jr., Vice President of HMH Tomball Townhomes, LLC, a
Texas limited liability company, on behalf of said company.



[Signature]
Notary Public, State of Texas

EXHIBIT "A"

Being a 19.34 acre (842,341 square foot) tract of land situated in the C. Pilot survey, Abstract No. 632 City of Tomball of Harris County, Texas and being the remainder of a called 5.0000 acre tract of land as described in an instrument to Franklin L. Cox and wife Karen M. Cox recorded under Harris County Clerk's File Number (H.C.C.F. No.) N337110, all of a called 2.0000 acre tract of land as described in an instrument to Franklin L. Cox and wife Karen M. Cox recorded under H.C.C.F. No. N325685 and the remainder of a called 22.1454 acre tract as described in an instrument to Franklin L. Cox and wife Karen M. Cox recorded under H.C.C.F. No. M269425, said 19.34 acre tract of land described by metes and bounds as follows, with all bearings based on the Texas coordinate system of 1983 (NAD83), South Central Zone 4204 and referenced to monuments found along the north right-of-Way line of Holderrieth Road as cited herein and as shown on a survey plat of even date prepared by the undersigned in conjunction with this metes and bounds description:

BEGINNING at a 5/8-Inch iron rod with cap stamped "GORRONDONA & ASSOC." found for the southwest corner of the herein described tract, lying on the north right-of-way line of Holderrieth Road (80 feet wide), said point being the northwest corner of a called 0.3104 acre tract (Parcel 23) as described in an instrument to Harris County recorded under H.C.C.F. No. RP-2021-276721 for the widening of said Holderrieth Road, same being the northeast corner of a called 0.2073 acre tract (Parcel 21B) as described in an instrument to Harris County recorded under H.C.C.F. No. RP-2021-358152, from which a 5/8-inch iron rod with cap stamped "EE COON" bears S 21°13' E, 20.75 feet, found for the southwest corner of said 22.1454 acre tract and the southeast corner of a called 21.361 acre tract as described in an instrument to Frank Leon Denina and wife Alma Ruth Denina recorded under H.C.C.F. No. E712621, Thence, N 21°13'03" W, along and with the common line of said 21.361 acre tract and said 22.1454 acre tract, at a distance of 1,216.08 feet passing a 2-Inch iron pipe found for the southwest corner of said 2.0000 acre tract and continuing for a total distance of 1,442.32 feet to a 1/2-Inch iron rod inside a 5-Inch metal pipe found for the northwest corner of the herein described tract and the southwest corner of a called 2.5 acre tract as described in an instrument to Gurprit Singh and Jaspreet Bains recorded under H.C.C.F. No. RP-2018-252717;

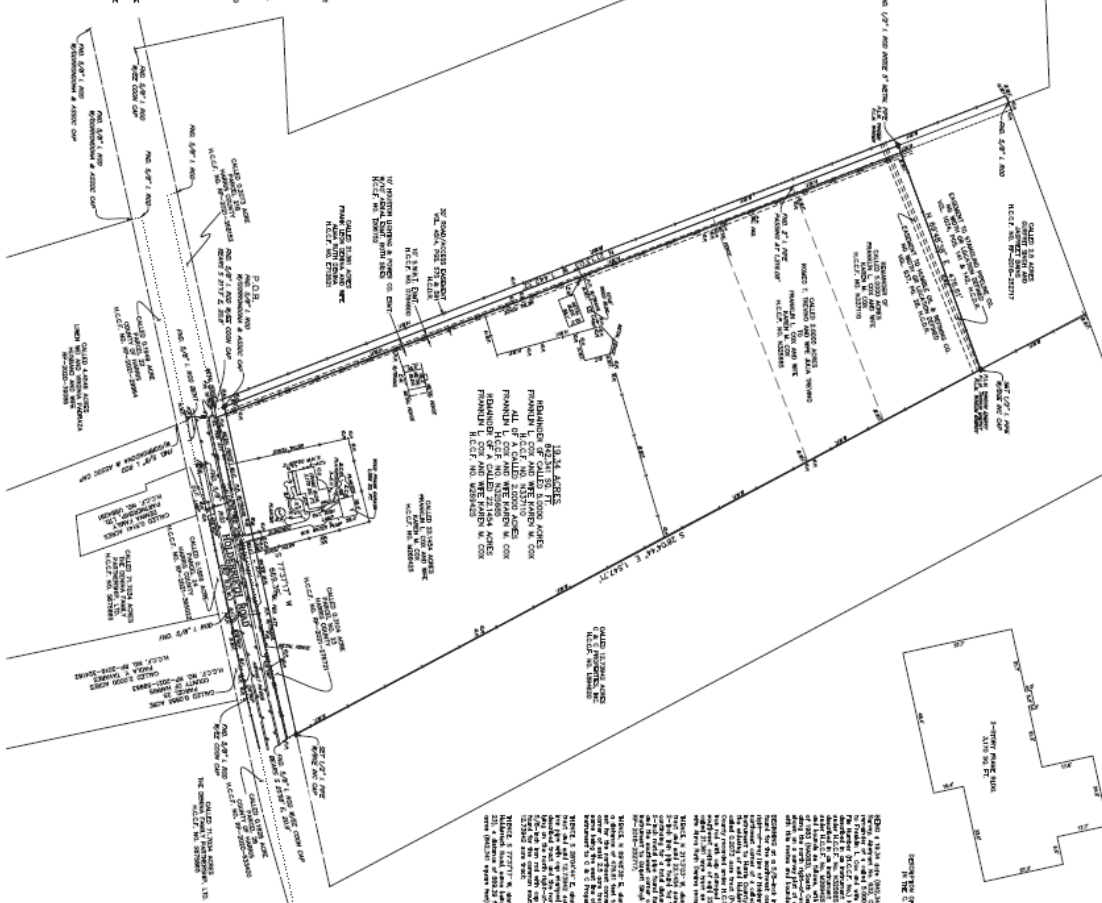
THENCE, N 69°48'38" E, along and with the southerly line of said 2.5 acre tract, a distance of 476.61 feet to a 1/2-Inch iron pipe with cap stamped "BGE INC" set for the northeast corner of the herein described tract and the southeast corner of said 2.5 acre tract, lying on the east line of said 22.1454 acre tract, same being the west line of a called 12.73942 acre tract as describe in an instrument to C & C Properties, Inc. recorded under H.C.C.F. No. L894620;

THENCE, S 28°04'44" E, along and with the common line of said 22.1454 acre tract and said 12.73942 acre tract, a distance of 1,547.71 feet to a 1/2-Inch iron pipe with cap stamped "BGE INC" set for the southeast corner of the herein described tract and the northeast corner of said 0.3104 acre tract (Parcel 23), lying on the north right-of-way line of said Holderrieth Road, from which a 5/8-Inch iron rod with cap stamped "EE COON" bears S 25°56' E, 20.9 feet, found for the common south corner of said 22.1454 acre tract and said 12.73942 acre tract;

THENCE, S 77°37'17" W, along and with the north right-of-way line of said Holderrieth Road, same being the north line of said 0.3104 acre tract (Parcel 23), a distance of 669.39 feet to the POINT OF BEGINNING and containing 19.34 acres (842,341 square feet) of land, more or less.

[illegible]

1. A person's identity is not one of the "dispositive" or "indexical" features of a name. It is not a feature that is essential to the name's meaning.
2. The property that is associated with a name is not exhausted by the person's identity. The name's meaning is not exhausted by the person's identity.
3. The name's meaning is not exhausted by the person's identity. The name's meaning is not exhausted by the person's identity.
4. The name's meaning is not exhausted by the person's identity. The name's meaning is not exhausted by the person's identity.
5. The name's meaning is not exhausted by the person's identity. The name's meaning is not exhausted by the person's identity.
6. The name's meaning is not exhausted by the person's identity. The name's meaning is not exhausted by the person's identity.
7. The name's meaning is not exhausted by the person's identity. The name's meaning is not exhausted by the person's identity.
8. The name's meaning is not exhausted by the person's identity. The name's meaning is not exhausted by the person's identity.
9. The name's meaning is not exhausted by the person's identity. The name's meaning is not exhausted by the person's identity.
10. The name's meaning is not exhausted by the person's identity. The name's meaning is not exhausted by the person's identity.



RECEPTION OF A 10.24 ACRE TRACT OF LAND SITUATED IN THE C. FILLIT RIVER, ABSTRACT NO. 832
CITY OF TULSA

VICINITY MAP
N.T.S.[illegible]

© 1994 by The McGraw-Hill Companies, Inc. All rights reserved. This publication is a registered trademark of The McGraw-Hill Companies, Inc. Printed in the United States of America. All other trademarks are the property of their respective owners.



CHIEF JOURNAL FILE NO. 8730
B&C, INC.
10377 WENTWORTH BLVD. 460
HOUSTON, TEXAS 77042
TELEPHONE: (281) 596-8730

**ALTA/NSP's LAND TITLE SURVEY OF
19.34 ACRES OF LAND
SITUATED IN THE
C. PILOT SURVEY, A-632
CITY OF TOMBALL
HARRIS COUNTY, TEXAS**

- i. A completed City of Tomball PID Application Form (Exhibit A);

**CITY OF TOMBALL
PUBLIC IMPROVEMENT DISTRICT POLICY
AS ADOPTED BY CITY COUNCIL ON MARCH 7, 2022**

I have read and understand this policy.


Signature

4/26/22
Date

Michael J. Pizzitola, Sr.
Printed Name

(Please sign and date this page and return to the Project Manager)

ii. Letter from developer requesting consideration of a PID and summary of the special benefits to be received by the development;

HistoryMaker Homes is requesting from the City of Tomball the creation of a Public Improvement District to assist in developer reimbursement of public infrastructure and public parks.

The Seven Oaks community will consist of 141 town homes which will come in packs of 3, 4, 5 & 6. These townhomes will be 1800 SF on average, and are anticipated to have an average sales price of \$310,000. Our target price point is catered to second generation Tomball residents who desire to stay close to the family and friends they grew up with. This community will be managed by a homeowner's association which will allow the Seven Oaks residents to live a life style which demands little in the way of property management and maintenance. The HOA will be responsible for the exterior upkeep of the buildings in the community, as well as the landscaping & amenities throughout the community.

HistoryMaker has had tremendous success in Houston, and other major US cities, in bringing their townhome product to market. Due to design efficiency, HistoryMaker is able to deliver to their customers a level of quality that is unmatched by competing products.

Since HistoryMaker Homes closed on the land on August 31st 2021; Seven Oaks inflationary pressures, driven by the pandemic, has added \$2,956,793 to the budget, or \$22,023 per Lot. It is HistoryMakers desire to deliver a product to its customers that does not cut back, in any way, on the quality of the Seven Oaks Community.

The additional funds the PID will generate will be used to construct a park, and embellish the community's amenity lake and other reserves with high quality features. These amenities include masonry walls, iron fencing to enhance views of the lake, decorative lighting features around the lake, aesthetic fountains, walking trails, entry monumentation, seating areas, and the planting of shade trees. Of the 19.34 acres in the Seven Oaks Community 3.03 acres, or 15.65% of all land, will be used for amenitization. This is a large percent of the Seven Oaks community, and exceeds the percent of amenitized land in comparable Tomball communities (comparison table below).

SEVEN OAKS ADDED AMENITY FEATURES

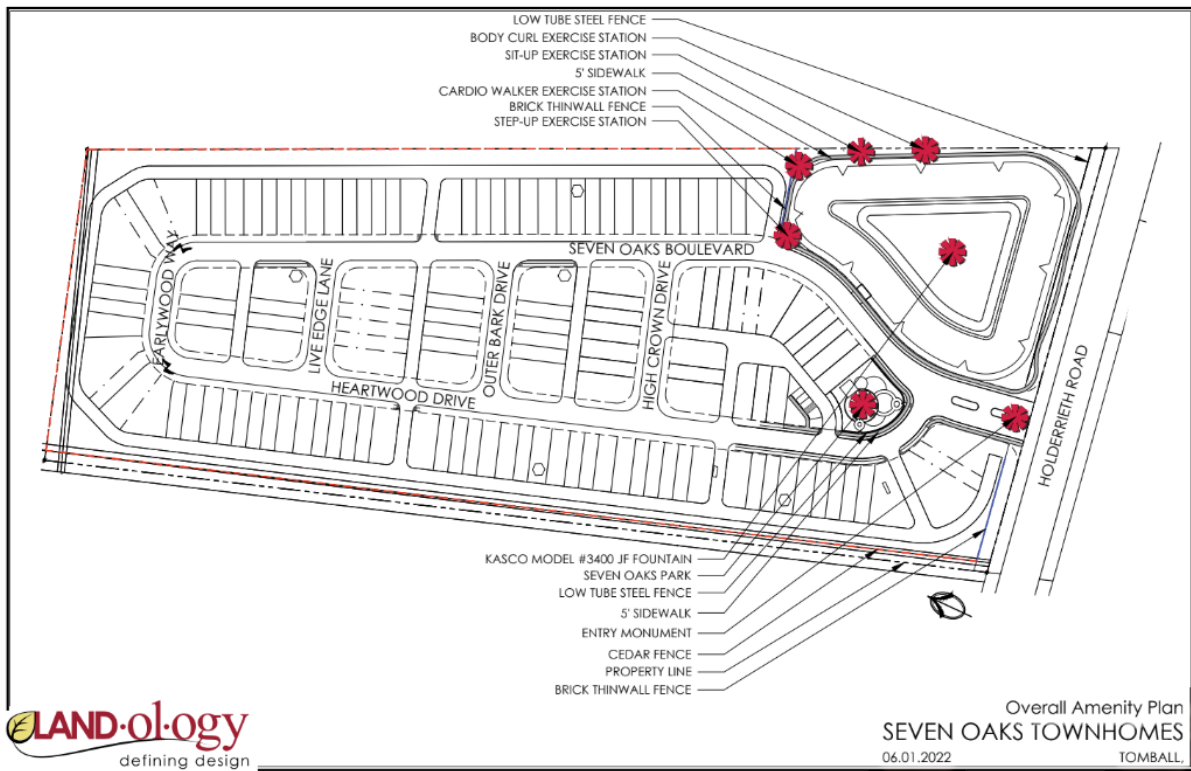
The creation of the PID for the Seven Oaks community will allow HistoryMaker to add various amenity features to the community that would otherwise not be able to be included in the project. These amenity features are listed below.

- Fenced park area
- Vehicle parking area for park
- Large children's play structure
- Park fencing for child safety
- Pavilion for shade and seating
- Grill
- Additional tree planting and landscaping
- Park benches
- 4 work out stations
- Lake Fountain
- Masonry Fencing
- Lake front iron fencing

SEVEN OAKS - COST OF ADDITIONAL AMENITY FEATURES

PARK ELECTRICAL	
Electrical Meter Loop & Panel (Complete & In-Place)	\$ 6,500.00
Conduit and Wire	\$ 2,400.00
PARK HARDSCAPE	
Concrete Walks, 4 1/2" Thick	\$ 10,625.00
Beaverdam Play Structure - by GameTime	\$ 80,620.00
3.5' Tube Steel Fence	\$ 22,770.00
Benches	\$ 3,900.00
Kiddie Mulch - Mulch Fall Surfacing @ 12" Depth	\$ 6,000.00
Concrete Containment Curb	\$ 2,537.50
Carolina 20'x20' Pavilion by Poligon	\$ 58,053.00
Pilot Rock Charcoal Grill	\$ 496.00
Dumor 70-32TTX - Trash Receptacle	\$ 2,535.00
Dumor 298-60-2TX/S-2 - ADA Picnic Table	\$ 5,703.00
Dumor 298-60TX/S-2 Picnic Table	\$ 4,914.00
PARK IRRIGATION	
Irrigation Controller (Complete & In-Place)	\$ 8,000.00
Irrigation - Shrubs & Groundcover (Drip)	\$ 4,500.00
Irrigation -Turf (Spray)	\$ 1,072.00
Irrigation - Tree Bubblers (2 per Shade tree / 1 per Orn. Tree)	\$ 1,300.00
PARK SOFTSCAPE	
Shrubs & Groundcover: Bed Preparation	\$ 3,900.00
Shrubs & Groundcover: Hardwood Mulch	\$ 3,000.00
Pit Planting Bed Preparation	\$ 260.00
Shade Tree: 45 gal.	\$ 5,850.00
Shrubs & Groundcover: Plant Material	\$ 12,750.00
Common Bermuda, Sod (includes fine grading)	\$ 1,072.00
FITNESS TRAIL @ POND	
Bench(s)	\$ 5,850.00
Body Curl Station - GameTime GTFIT Exercise Station	\$ 3,568.00
Sit Up Station - GameTime GTFit Exercise Station	\$ 2,908.00
Cardio Walker - GameTime GTFit Exercise Station	\$ 9,306.00
Step-Up Station - GameTime GTFit Exercise Station	\$ 1,068.00
Kiddie Mulch - Mulch Fall Surfacing @ 12" Depth @ Exercise Stations	\$ 1,215.00
Concrete Containment Curb @ Exercise Stations	\$ 2,905.00
Pond Fountain - Kasco 3400JF Fountain - Nozzle T.B.D.	\$ 5,000.00
Electrical meter Loop & Panel (Complete & In-Place)	\$ 6,500.00
Conduit & Wire	\$ 2,400.00
5' W Concrete Walk, 4 1/2" Thick	\$ 58,735.00
Lake fountain	\$ 48,500.00
Masonry Fencing	\$ 41,160.00
Contingency / Anticipated Pricing pressure	\$ 43,787.25
TOTAL	\$ 481,659.75

***These improvements will cause HistoryMaker to forfeit 2 lots.**





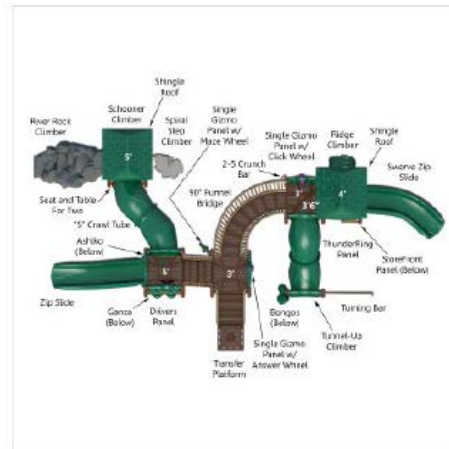
VAULT

Beaverdam

Product Line: PrimeTime

Model # PT15388

PrimeTime is a perfect choice for schools, early learning centers, faith-based organizations and more. With a full range of climbers, slides, ladders and play activities, PrimeTime systems can be configured for any space and any budget, without compromising play or play value.



GameTime Play Structure - \$80,620 Installed Cost Estimate



Body Curl Station



Sit-Up Station



Cardio Walker



Step-Up Station



poligon



FRAME COLOR: SURREY BEIGE
ROOF COLOR: EVERGREEN
COLORS SHOWN ARE FOR REFERENCE ONLY.
CONTACT BECKMAN@LAND-OLY.COM TO REQUEST ACTUAL COLOR SAMPLES.

CAR-20

CAROLINA 20'x20' PAVILION by POLIGON



70-32TTX
TRASH RECEPTACLE
by DUMOR QTY: 1

LAND-ology
defining design

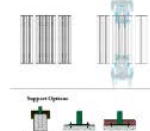


ASW-20 CHARCOAL GRILL
by PILOT ROCK QTY: 1

TABLE 298



Number	Description	Weight
298-000	6' Long Plastic Table	180 lbs.
298-001	6' Long Plastic Table	180 lbs.
298-002	6' Long Plastic Table	180 lbs.
298-003	6' Long Plastic Table	180 lbs.
298-004	6' Long Plastic Table	180 lbs.
298-005	6' Long Plastic Table	180 lbs.
298-006	6' Long Plastic Table	180 lbs.
298-007	6' Long Plastic Table	180 lbs.
298-008	6' Long Plastic Table	180 lbs.
298-009	6' Long Plastic Table	180 lbs.
298-010	6' Long Plastic Table	180 lbs.
298-011	6' Long Plastic Table	180 lbs.
298-012	6' Long Plastic Table	180 lbs.
298-013	6' Long Plastic Table	180 lbs.
298-014	6' Long Plastic Table	180 lbs.
298-015	6' Long Plastic Table	180 lbs.
298-016	6' Long Plastic Table	180 lbs.
298-017	6' Long Plastic Table	180 lbs.
298-018	6' Long Plastic Table	180 lbs.
298-019	6' Long Plastic Table	180 lbs.
298-020	6' Long Plastic Table	180 lbs.



DuMor Inc.
1800 Main St.
DUMOR.COM

6' TABLE 298 by DUMOR QTY:2 (1 ADA ACCESSIBLE)
6' BACKLESS BENCH by DUMOR QTY:2

Park Equipment

SEVEN OAKS TOWNHOMES

06.01.2022

TOMBALL,

THE DESIGN IS A CONCEPTUAL IN NATURE AND SUBJECT TO CHANGE. THIS PLAN IS NOT FOR PERMITTING OR CONSTRUCTION AND SHALL NOT BE USED WITHOUT THE PERMISSION OF LAND-OLY, LLC.

How will future residents of Seven Oaks benefit from this PID creation.

- Our customers will pay **LESS money over time** due to a PID creation. The 30 year PID assessment payments will be lower than a mortgage that is \$38,500 higher.
- HMM will forfeit 2 lots in order to provide a higher level of *amenities that would otherwise not be part of the community*. These amenities include parks, an outdoor cooking facility, fitness equipment, & enhanced landscaping.

Accounts	7/1/22 Budget with NO PID	7/1/22 Budget with PID	Difference
Engineering Design	\$ 464,785	\$ 464,785	\$ -
Geotechnical Services	\$ 133,000	\$ 133,000	\$ -
Erosion Control	\$ 52,249	\$ 52,249	\$ -
Sanitary Sewer	\$ 3,163,563	\$ 3,163,563	\$ -
Paving	\$ 1,684,516	\$ 1,684,516	\$ -
Electric	\$ 162,513	\$ 162,513	\$ -
Misc. Cost	\$ 99,443	\$ 99,443	\$ -
10510-Unexpected Costs	\$ 417,900	\$ 417,900	\$ -
Land	\$ 1,674,239	\$ 1,674,239	\$ -
Closing Cost	\$ 50,000	\$ 50,000	\$ -
Interest Expense	\$ 348,649	\$ 348,649	\$ -
Legal - Development	\$ 35,000	\$ 35,000	\$ -
City Fees	\$ 2,500	\$ 2,500	\$ -
Excavation / Detention	\$ 511,858	\$ 511,858	\$ -
OS Paving	\$ 33,639	\$ 33,639	\$ -
Landscape	\$ 722,480	\$ 722,480	\$ -
HOA	\$ 50,400	\$ 50,400	\$ -
Taxes	\$ 330,797	\$ 330,797	\$ -
Development management	\$ 143,000	\$ 143,000	\$ -
PID Reimbursement	0	\$ (4,190,142)	\$ (4,190,142)
TOTAL	\$ 10,080,531	\$ 5,890,389	\$ (4,190,142)
# of Lots	\$ 141	\$ 141	\$ (3)
Cost of lot	\$ 71,493	\$ 41,776	\$ (29,717)
Expected sales price of home	\$ 348,500.00	\$ 310,000	\$ (38,500)

Cost Comparison - Assessment vs Decreased home cost	
Total per unit cost of 30 yr. PID assessment	\$ 66,750.00
Total 30 yr. Mortgage cost of \$38,500 @ 6%	\$ 83,097.70
PID cost benefit per customer	\$ 16,347.70

- iii. Evidence that the developer has the expertise, experience, necessary capital, and financial backing to complete the new development to be supported by the District financing. The developer must provide the City with adequate evidence of its committed and anticipated sources of funding to fund the balance of the improvements in the District not eligible to be funded by District issued financing;

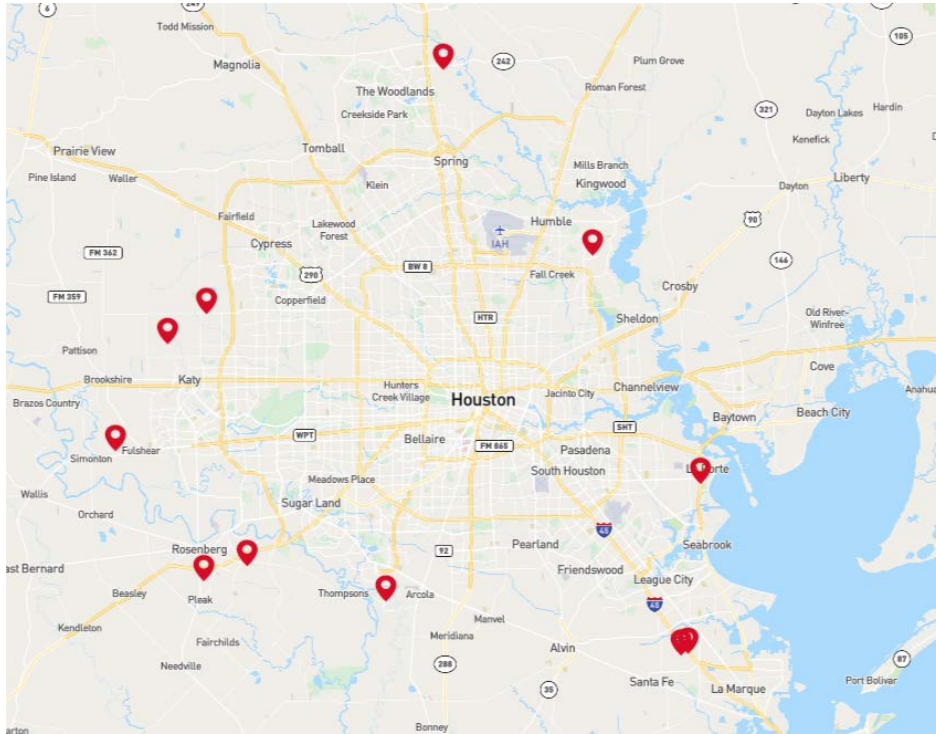
HistoryMaker Homes:

A brief history behind HistoryMaker Homes goes back to pre-World War II. The Mitchell family began building homes in the Fort Worth area in the late 1940's. From there on, the Mitchell family would establish HistoryMaker Homes and would then flourish into the prevalent home builder & developer they are today. After 60 years in the DFW market, History Maker would then open their Houston, TX hub in 2016. Since then, History Maker Homes has constructed quality homes in major master plan communities such as; Sunterra, Artesia Village, Katy Lakes, Summer Lakes, Seabourn Landing, Harpers Preserve, Sienna Townhomes at Parkway Place, & Balmoral. The success of History Maker Homes can be attributable to the company's vision, mission, and core values "To honor God, enrich the lives of stakeholders, and delight customers". History Maker Homes has made strides in the development and home building industry due to their adaptations in technology applications, intelligent construction methods, as well as energy efficiency.

In the past 12 months HistoryMaker has constructed approximately 290 homes in the Houston area, and approximately 846 homes in the Dallas / Fort Worth area. With an average home selling at \$332,700 that is \$378,000,000 in home sales over the past 12 months.

(SEE MAPS ON NEXT PAGE)

HISTORYMAKER COMMUNITY LOCATION MAP (HOUSTON)



Production Builder Ranking

Current Selections

Sorted By Annual Closings

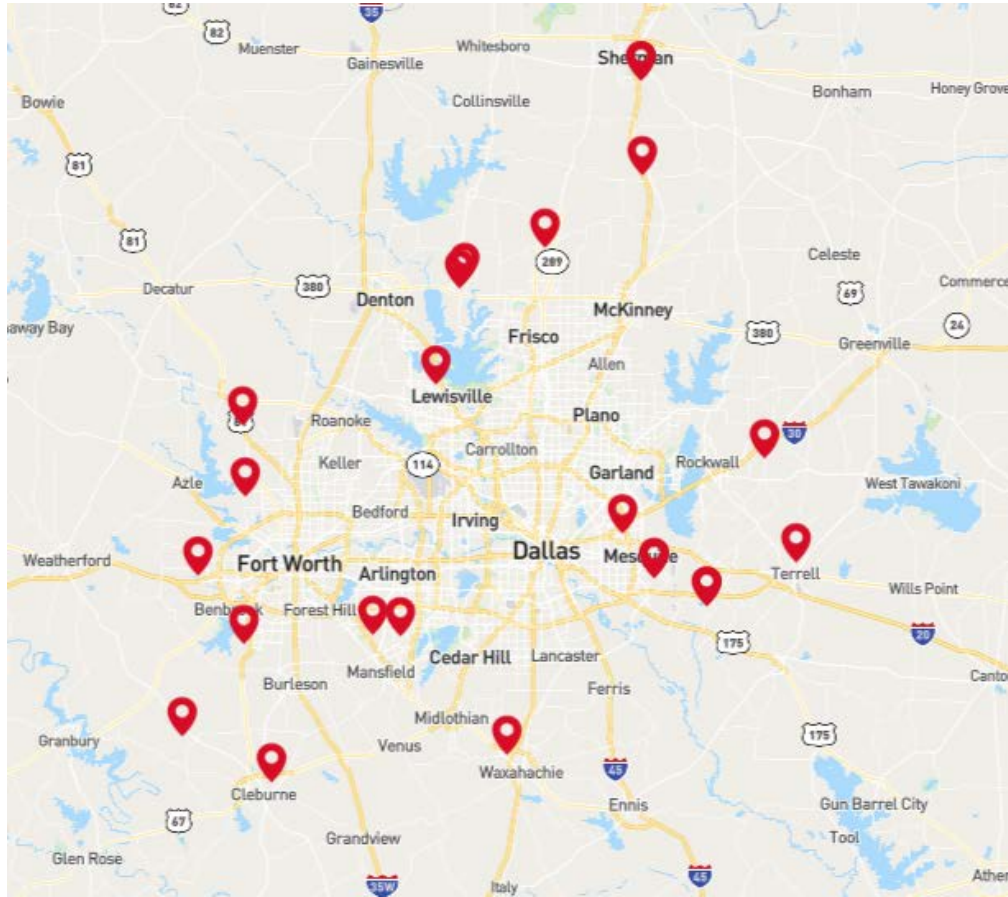
Rank	Builder Name (Production)	Single-Builder Section Closings					Shared Annual Closings	Total Annual Closings	Production Builder Share
		1Q21	2Q21	3Q21	4Q21	Annual			
22	Century Communities	132	228	122	136	618		618	1.69 %
23	Colina Homes	197	162	101	135	595		595	1.63 %
24	Anglia Homes	139	118	129	154	540		540	1.48 %
25	M/I Homes	124	160	130	109	523		523	1.43 %
26	Ashton Woods	99	187	126	95	507		507	1.39 %
27	First America Homes	113	131	131	89	464	2	466	1.28 %
28	Devon Street Homes	56	82	127	125	390		390	1.07 %
29	Pulte	112	103	55	87	357		357	0.98 %
30	Newmark Homes Houston	116	85	76	79	356		356	0.98 %
31	NuHome	81	113	74	80	348		348	0.95 %
32	Village	101	78	70	95	344		344	0.94 %
33	Princeton Classic Hom	73	80	80	80	313		313	0.86 %
34	History Maker Homes	54	77	80	79	290		290	0.79 %

S numbers in this column are based on shared (multiple-builder) sections; in these cases, the annual number is evenly distributed between builders in these sections

Houston Residential Survey (4Q21)
Copyright Metrostudy
Page 1 of 5

metrostudy
Sales: 1-800-227-8839
A hantleywood Company

HISTORYMAKER COMMUNITY LOCATION MAP (DALLAS/FT. WORTH)

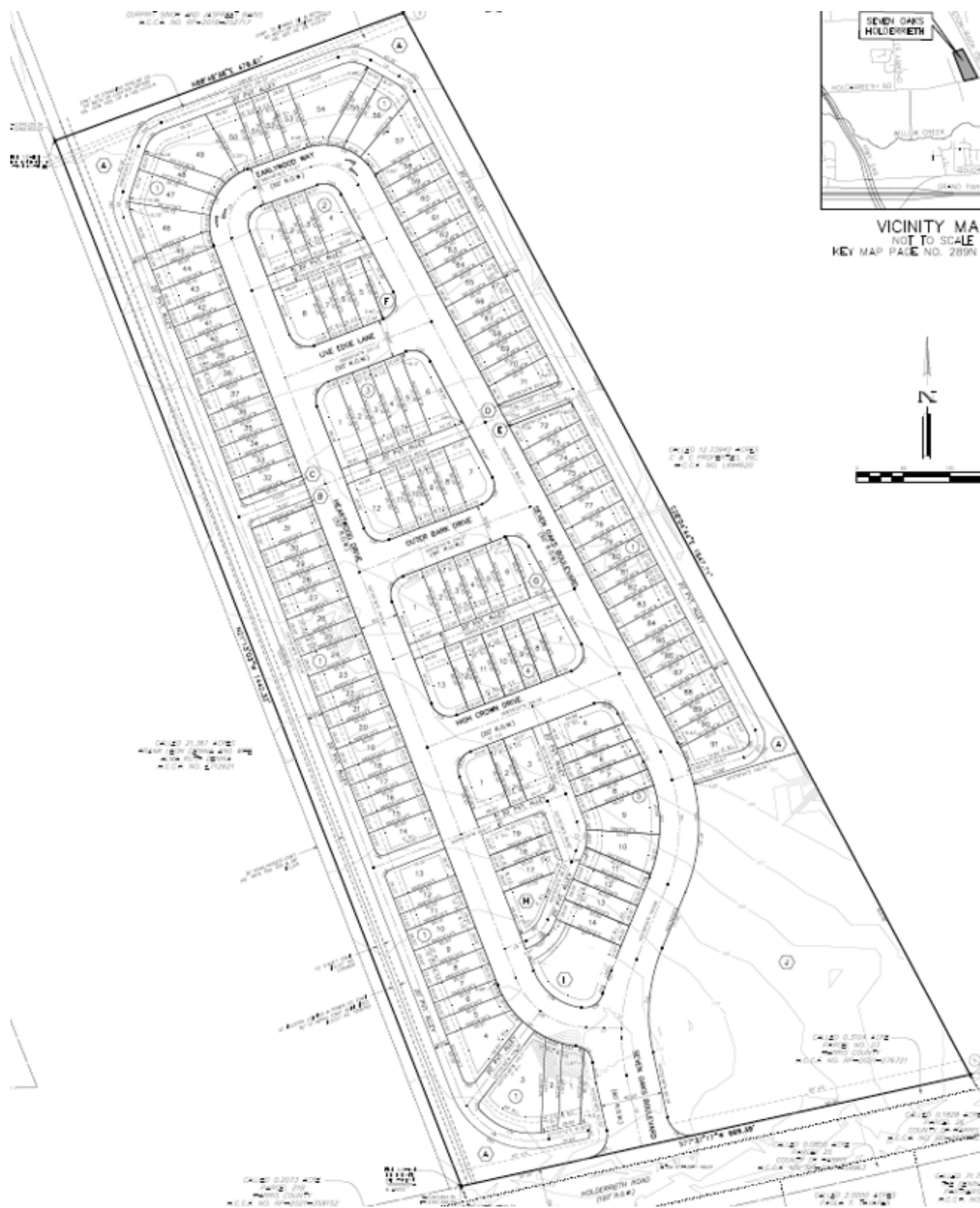


Production Builder Ranking

Current Selections

Sorted By Annual Closings

Rank	Builder Name (Production)	Single-Builder Section Closings					Shared Annual Closings	Total Annual Closings	Production Builder Share
		1Q21	2Q21	3Q21	4Q21	Annual			
1	D.R. Horton Homes	937	1,210	968	1,320	4,435	1	4,436	10.80 %
2	Express Homes by DR H	606	795	858	832	3,091		3,091	7.52 %
3	Lennar Homes	580	697	674	677	2,628		2,628	6.40 %
4	Bloomfield Homes	363	572	596	509	2,040		2,040	4.97 %
5	Highland Homes	438	488	483	431	1,840	1	1,841	4.48 %
6	LGI Homes	446	645	362	333	1,786		1,786	4.35 %
7	Meritage Homes	250	333	327	291	1,201		1,201	2.92 %
8	First Texas Homes	269	356	265	186	1,076		1,076	2.62 %
9	Pulte	190	280	223	236	929		929	2.26 %
10	Trophy Signature Home	97	247	294	258	896		896	2.18 %
11	Impression Homes	209	239	150	276	874		874	2.13 %
12	History Maker Homes	190	254	187	215	846		846	2.06 %
13	Starlight Homes by As	87	254	220	259	820		820	2.00 %



VICINITY MA
NOT TO SCALE
KEY MAP PAGE NO. 289N



- v. Identification of how the project will contribute to funding the expansion of arterial and connector streets, major collector roadways or highways, and trunk line utility infrastructure, as applicable when necessary to address the projected demand for services and the impacts of the development;

HistoryMaker's Seven Oaks project will contribute to and enhance the public infrastructure of Tomball in several major ways. Harris County is undertaking a major project which will widen Holderrieth Road, and replace water, sewer, and drainage facilities within the Holderrieth ROW. The Seven Oaks project has caused Harris County to agree to deepen their proposed storm sewer in this area in order to better serve the 7 Oaks community and the land around this area. This action will allow nearby properties to drain to the Holderrieth storm sewer that would have otherwise not been able to. HistoryMaker has agreed to pay for the cost to lower this storm sewer line. HistoryMaker will also be providing a left-hand turn lane which will allow traffic flow to continue while passengers are entering the Seven Oaks community. The detention Pond of Seven Oaks will also enhance the flooding characteristics of the area by detaining storm water that previously sheet flowed off site. Seven Oaks will also sport an amenity pond with walking trails that will be open for public use.

- vi. Identify all project expenses and costs, including acquisition, construction, and any applicable long-term management cost;

Accounts	7/1/22 Budget
Engineering Design	\$ 464,785
Geotechnical Services	\$ 133,000
Erosion Control	\$ 52,249
Sanitary Sewer	\$ 3,163,563
Paving	\$ 1,684,516
Electric	\$ 162,513
Misc. Cost	\$ 99,443
10510-Unexpected Costs	\$ 417,900
Land	\$ 1,674,239
Closing Cost	\$ 50,000
Interest Expense	\$ 348,649
Legal - Development	\$ 35,000
City Fees	\$ 2,500
Excavation / Detention	\$ 511,858
OS Paving	\$ 33,639
Landscape	\$ 722,480
HOA	\$ 50,400
Taxes	\$ 330,797
Development management	\$ 143,000
TOTAL	\$ 10,080,531
# of Lots	\$ 141
Cost of lot	\$ 71,493

- vii. Sources and uses budget and project pro forma detailing projected cash flows over the life of the proposed District including other public sources, private financing, and developer equity contribution to the project;

PROJECT FUNDING DEBT & EQUITY

Accounts	7/1/22 Budget	Equity	Loan
Engineering Design	\$ 464,785	\$ 464,785	
Geotechnical Services	\$ 133,000	\$ 133,000	
Erosion Control	\$ 52,249	\$ 52,249	
Sanitary Sewer	\$ 3,163,563	\$ 3,163,563	
Paving	\$ 1,684,516	\$ 1,266,934	\$ 417,582
Electric	\$ 162,513		\$ 162,513
Misc. Cost	\$ 99,443		\$ 99,443
10510-Unexpected Costs	\$ 417,900		\$ 417,900
Land	\$ 1,674,239		\$ 1,674,239
Closing Cost	\$ 50,000		\$ 50,000
Interest Expense	\$ 348,649		\$ 348,649
Legal - Development	\$ 35,000		\$ 35,000
City Fees	\$ 2,500		\$ 2,500
Excavation / Detention	\$ 511,858		\$ 511,858
OS Paving	\$ 33,639		\$ 33,639
Landscape	\$ 722,480		\$ 722,480
HOA	\$ 50,400		\$ 50,400
Taxes	\$ 330,797		\$ 330,797
Development management	\$ 143,000		\$ 143,000
TOTAL	\$ 10,080,531	\$ 5,080,531	\$ 5,000,000

PROJECTS ELEGIBLE FOR REIMBURSEMENT VIA PID FUNDS

Accounts	7/1/22 Budget	Costs eligible for PID reimbursement
Engineering Design	\$ 464,785	\$ 428,599
Geotechnical Services	\$ 133,000	\$ 122,645
Erosion Control	\$ 52,249	\$ 52,249
Sanitary Sewer	\$ 3,163,563	\$ 2,917,263
Paving	\$ 1,684,516	\$ 1,102,345
Electric	\$ 162,513	
Misc. Cost	\$ 99,443	
10510-Unexpected Costs	\$ 417,900	
Land	\$ 1,674,239	
Closing Cost	\$ 50,000	
Interest Expense	\$ 348,649	
Legal - Development	\$ 35,000	
City Fees	\$ 2,500	
Excavation / Detention	\$ 511,858	
OS Paving	\$ 33,639	\$ 33,639
Landscape	\$ 722,480	\$ 722,480
HOA	\$ 50,400	
Taxes	\$ 330,797	
Development management	\$ 143,000	
TOTAL	\$ 10,080,531	\$ 5,379,220

SEVEN OAKS CASH FLOW

TOTAL EXPENSES									
Accounts	Budget	Q4/2021	1/1/2022	2/1/2022	3/1/2022	4/1/2022	5/1/2022	6/1/2022	7/1/2022
A. Engineering Design	\$ 464,785.27	-	\$ 33,198.95	\$ 33,198.95	\$33,198.95	\$33,198.95	\$ 33,198.95	\$ 33,198.95	\$ 33,198.95
B. Geotechnical Services	\$ 183,928.36	-	\$ 183,928.36	\$ 183,928.36	\$ 183,928.36	\$ 183,928.36	\$ 183,928.36	\$ 183,928.36	\$ 183,928.36
C. Erosion Control	\$ 52,249.00	-	\$ 52,249.00	\$ 52,249.00	\$ 52,249.00	\$ 52,249.00	\$ 52,249.00	\$ 52,249.00	\$ 52,249.00
D. Sanitary Sewer	\$2672,108.84	-	\$ 2672,108.84	\$ 2672,108.84	\$ 2672,108.84	\$ 2672,108.84	\$ 2672,108.84	\$ 2672,108.84	\$ 2672,108.84
E. Paving	\$1626,304.85	-	\$ 162,630.48	\$ 162,630.48	\$ 162,630.48	\$ 162,630.48	\$ 162,630.48	\$ 162,630.48	\$ 162,630.48
F. Electric	\$ 162,512.87	-	\$ 162,512.87	\$ 162,512.87	\$ 162,512.87	\$ 162,512.87	\$ 162,512.87	\$ 162,512.87	\$ 162,512.87
G. Misc. Cost	\$ 77,143.22	-	\$ 77,143.22	\$ 77,143.22	\$ 77,143.22	\$ 77,143.22	\$ 77,143.22	\$ 77,143.22	\$ 77,143.22
H. Contingency	\$ 346,917.37	-	\$ 346,917.37	\$ 346,917.37	\$ 346,917.37	\$ 346,917.37	\$ 346,917.37	\$ 346,917.37	\$ 346,917.37
I. Interest Expense	\$ 348,646.00	-	\$ 348,646.00	\$ 348,646.00	\$ 348,646.00	\$ 348,646.00	\$ 348,646.00	\$ 348,646.00	\$ 348,646.00
J. Legal - Development	\$ 10,000.00	-	\$ 10,000.00	\$ 10,000.00	\$ 10,000.00	\$ 10,000.00	\$ 10,000.00	\$ 10,000.00	\$ 10,000.00
K. Misc Application Fees/Permits	\$ 50,000.00	-	\$ 50,000.00	\$ 50,000.00	\$ 50,000.00	\$ 50,000.00	\$ 50,000.00	\$ 50,000.00	\$ 50,000.00
L. Environmental Report	\$ 20,000.00	-	\$ 20,000.00	\$ 20,000.00	\$ 20,000.00	\$ 20,000.00	\$ 20,000.00	\$ 20,000.00	\$ 20,000.00
M. Clearing and Demo	\$ 125,663.00	-	\$ 125,663.00	\$ 125,663.00	\$ 125,663.00	\$ 125,663.00	\$ 125,663.00	\$ 125,663.00	\$ 125,663.00
N. Excavation / Detention	\$ 329,795.30	-	\$ 329,795.30	\$ 329,795.30	\$ 329,795.30	\$ 329,795.30	\$ 329,795.30	\$ 329,795.30	\$ 329,795.30
O. Off Site Paving	\$ 107,236.35	-	\$ 107,236.35	\$ 107,236.35	\$ 107,236.35	\$ 107,236.35	\$ 107,236.35	\$ 107,236.35	\$ 107,236.35
P. Landscape	\$1,199,489.35	-	\$ 119,948.93	\$ 119,948.93	\$ 119,948.93	\$ 119,948.93	\$ 119,948.93	\$ 119,948.93	\$ 119,948.93
Q. HOA	\$ 50,400.00	-	\$ 50,400.00	\$ 50,400.00	\$ 50,400.00	\$ 50,400.00	\$ 50,400.00	\$ 50,400.00	\$ 50,400.00
Totals	\$7,827,237.79	-	\$ 20,000.00	\$ 68,102.45	\$183,765.45	\$58,102.45	\$58,102.45	\$254,396.52	\$254,396.52
TOTAL INCOME									
Accounts	Budget								
LOT SALE/TRANSFER TO MHM	\$7,827,237.79	-							

[illegible]

[illegible]

SEVEN OAKS EXPECTED SALES		
Date	Monthly	Cumulative
3/1/2023	6	6
4/1/2023	6	12
5/1/2023	6	18
7/1/2023	6	30
8/1/2023	6	36
9/1/2023	6	42
10/1/2023	6	48
11/1/2023	6	54
12/1/2023	6	60
1/1/2024	6	66
6/1/2024	6	96
7/1/2024	6	102
9/1/2024	6	114
11/1/2024	6	126
12/1/2024	6	132
1/1/2025	6	138
2/1/2025	3	141

- viii. Demonstration of financial capability, solvency, and generally the necessary capital to meet project costs through project completion;
- i. This could include, but is not limited to, at least three years of financial statements, complete sources and uses budget, and letters of credit or letters of support from bank or lending institutions.



April 26, 2022

Frost Bank
640 Taylor Street,
Fort Worth, TX 76102

Mr. Matt Wiggins
CFO
History Maker Homes
1038 Texan Trail
Grapevine, TX 76051

Project Name: Seven Oaks
Description: 143 Townhomes Development

HMH Lifestyles, LP ("Borrower") has entered into a Loan Agreement ("Agreement") with Frost Bank ("Lender") for \$5,000,000 ("loan") covering the development and improvements of the Seven Oaks Development located in Tomball, Texas.

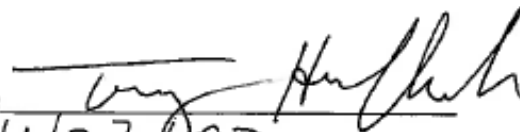
Lender has reviewed the Borrowers financial statements, and has determined Borrower to have the necessary financial capacity to successfully complete the development of the Seven Oaks community. Lender and Borrower have worked together on past residential projects, and feel confident in Borrowers development capabilities.

Tony Holzbach

Frost Bank

Signature

Date


4/27/2022

- ix. Demonstration of previous experience developing similar scale and types of projects;

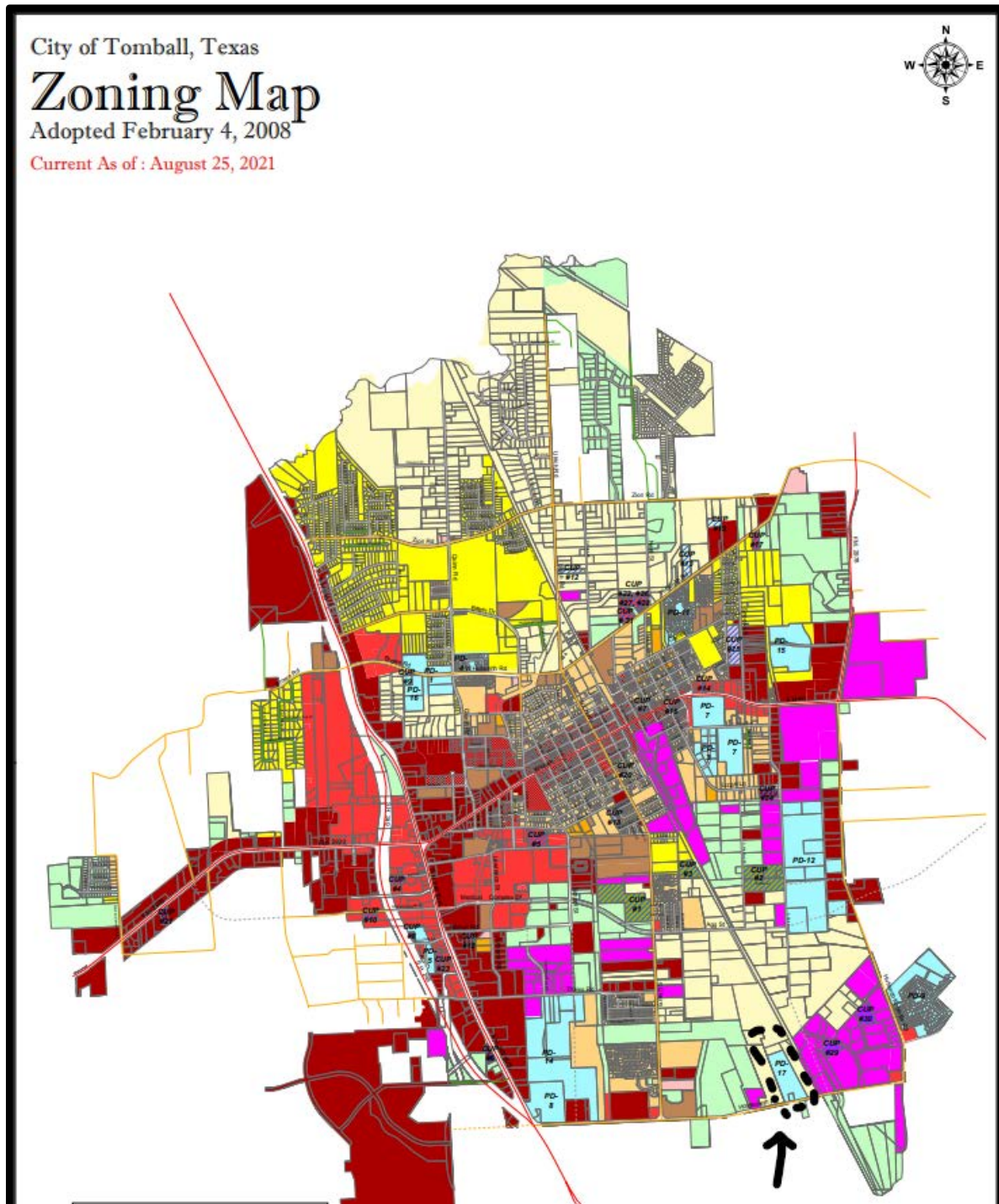
Please reference the HistoryMaker current project maps and city ranking by closings in section iii. HistoryMaker has developed and constructed homes in many communities in the Houston area as you can see in the following chart.

Houston area projects

Map No	Subdivision Name
	Artesia Village
	Balmoral/
	Balmoral/Gated
	Balmoral/THs
	Country Lake Estates Village
	Fulshear Lakes
	Harper's Preserve/East Village
	Harper's Preserve/South Village
	Hidden Creek/Preserve
	Katy Lakes
	Klein Grove
	Lakes at Mason Park
	Legends Trace/Wrights Landing
	Seabourne Landing
	Seven Oaks Holderreith
	Sienna/Sawmill Lake/Parkway
	Sierra Vista/Gated
	Summer Lakes
	Sunterra/
	Sunterra/MP
	Vanbrooke

- x. Demonstration the proposed development is consistent with the zoning of the property;
 - i. Zoning for the proposed development must be in place prior to PID creation or concurrent with PID creation, at the discretion of the City; and

On May 19, 2021 the City of Tomball agreed to a Planned Development District which governs the land use of the 19.3375 acres which the Seven Oaks Community is located. Below is an image of the Tomball Zoning Map which shows the Seven Oaks Community as being located in PD-17.



- xi. Indication of the estimated costs of proposed improvements, maximum assessment, maximum bond issuance, and maximum tax equivalent rate (in dollars, \$).

**ESTIMATED COST OF PROPOSED IMPROVEMENTS, MAX. ASSESEMENT, MAX. TAX EQUIVELENT RATE
IN DOLLARS**

Number of homes	141
AVG home price	\$ 310,000
Annual assesement per lot	\$ 2,225.00
Implied PID tax Rate (%)	0.718%

LOWEST implied PID tax in Tomball

Seven Oaks will have the lowest implied PID tax at the time of approval than any other community in Tomball (.72%). The Seven Oaks PID assessment will have a smaller financial burden on its residents than all 9 active or proposed PID's in the Tomball area.

	Project	Year Community built	Lots	Acerage	Assesement	HCAD avg. taxable value in the year after home construction	Implied PID tax at time of creation	Years (15-30)	Cash Flow or Bond Sale
1	Seven Oaks	Under Development	141	19	\$ 2,225.00	\$ 310,000.00	0.72%	30	Bond Sale
2	Raburn Reserve	Under Development	133	105	\$ 3,007.15	\$ 400,000.00	0.75%	30	Bond Sale
3	Yaupon Trails	2015	37	12	\$ 2,390.00	\$ 314,273.17	0.76%	15	Cash Flow
4	Copper Cove	2017	52	13.46	\$ 1,960.00	\$ 254,821.50	0.77%	15	Cash Flow
5	Grand Junction	2018	49	12.37	\$ 1,800.00	\$ 217,623.67	0.83%	15	Cash Flow
6	Raleigh Creek	2007	265	138	\$ 2,985.00	\$ 354,308.17	0.84%	15	Cash Flow
7	Timber Trails	2019	103	22.3	\$2,346.00	\$ 270,815.00	0.87%	15	Cash Flow
8	Wood Leaf Reserve	Under Development	299	90.54	\$ 2,819.67	\$ 315,000.00	0.90%	30	Bond Sale
9	Alexander Estates	2019	87	75.7	\$3,030.00	\$ 329,415.83	0.92%	15	Cash Flow