



CITY OF SOUTHLAKE TAX INCREMENT REINVESTMENT ZONE #1

AMENDED PROJECT AND FINANCING PLAN
AUGUST 7, 2018

*Updated by:
Alison Ortowski
Assistant City Manager*

*Sharen Jackson
Chief Financial Officer*

Table of Contents

<i>page</i> 03	<i>page</i> 07	<i>page</i> 17	<i>page</i> 32	<i>page</i> 33
<i>Project Overview – History, Executive Summary and Location</i>	<i>Amended Project Plan</i>	<i>Amended Financing Plan</i>	<i>Exhibit A-1: Map of the Zone</i>	<i>Exhibit A-2: Legal Description</i>
<i>page</i> 38	<i>page</i> 42	<i>page</i> 43	<i>page</i> 50	<i>page</i> 51
<i>Exhibit B: Financial Analysis</i>	<i>Exhibit C: Proposed Project Costs</i>	<i>Exhibit D: Listing of Properties</i>	<i>Exhibit E: Public Notice</i>	<i>Exhibit F: Town Square Concept Plan</i>

A bronze sculpture of a man and a child. The man is crouching on the left, looking down at a soccer ball. The child is standing on the right, leaning over the ball. The sculpture is set on a stone base in a park-like setting with trees and a building in the background.

Project Overview

*History and location of
Southlake TIRZ#1*

Southlake TIRZ #1 History

*Created in 1997 and
extended in 2018 for
twenty years*

408 acres

*\$163.6 million in project
costs as part of the 1999
Project and Financing
Plan*

*\$259.6 million in new
project costs identified in
the 2018 Project and
Financing Plan*

In June 1997, the Southlake City Council began the process of creating the Tax Increment Reinvestment Zone #1 (TIRZ #1) by setting the public hearing. In September of 1997, the City Council passed Ordinance No. 682 establishing the boundaries and term of the zone and creating a Board of Directors. In December of 1997, the City Council approved the final project and financing plan. At that time, TIRZ #1 included 256 acres and project costs were established at \$26 million. Anticipated projects included Town Hall, as well as general infrastructure.

In October 1997, City staff met with staff of the overlapping taxing jurisdictions to discuss their participation and the preliminary project and financing plan that had been developed to delineate the projects and costs of the zone. These agreements were important to the ultimate success of the TIRZ because their pledged incremental property taxes flowed into TIRZ #1 to help fund the public improvements.

In January 1998, the City Council approved participation agreements with Tarrant County, Tarrant County Jr. College, and Tarrant County Hospital District. Although Carroll ISD had expressed interest in being a part of the project, their participation agreement with the City of Southlake was not approved until 1999.

In August 1999, the Reinvestment Zone Board and the City Council amended the Project and Financing Plan to provide for a TIRZ boundary of 408 acres and project costs of \$163.6 million, to include Town Hall, general infrastructure, and school projects and operation costs. The life of the zone remained 20 years.

Southlake TIRZ #1 History

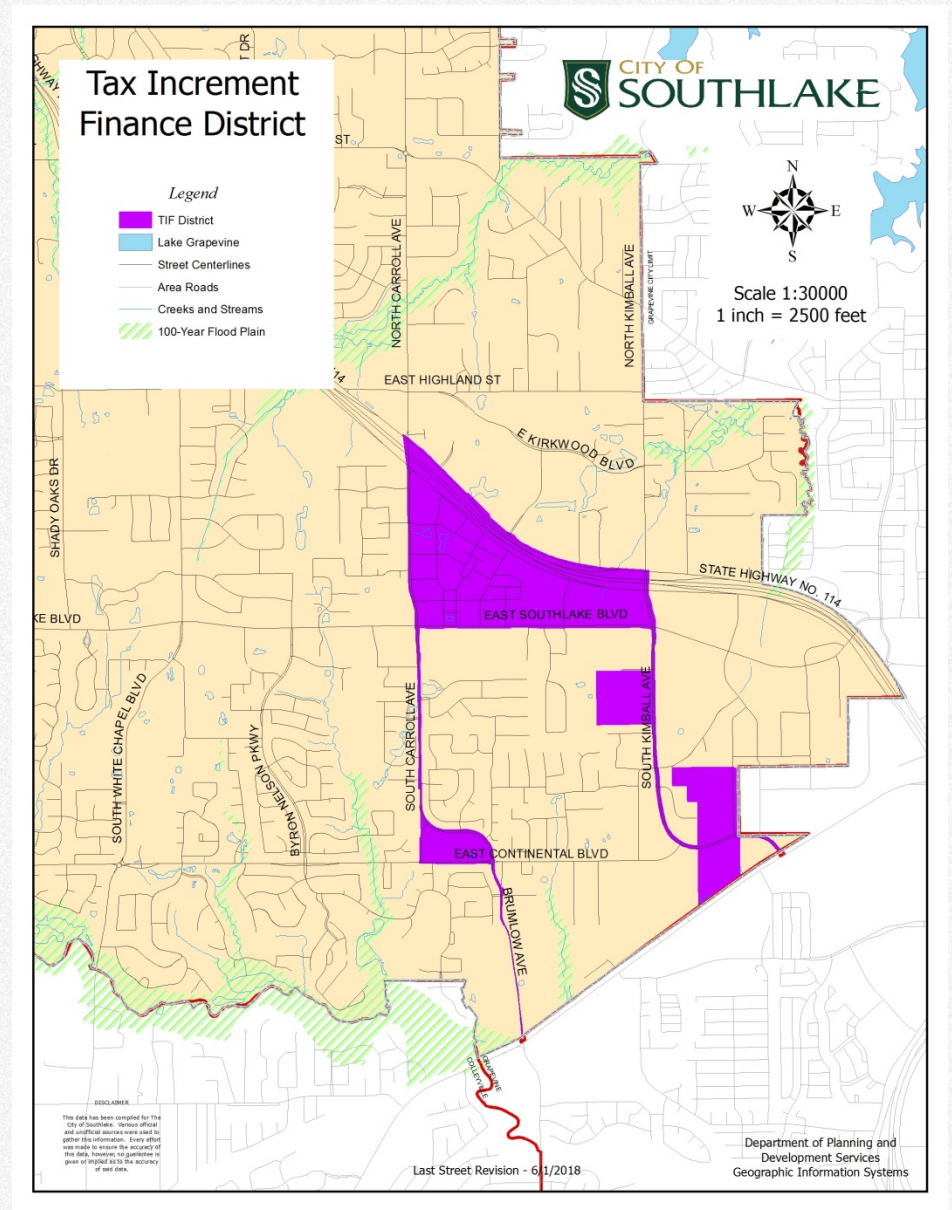
Based on Ordinance No. 682, TIRZ #1 was set to expire on December 31, 2018. In August 2018, the TIRZ #1 Board and the City Council amended the Project and Financing Plan a second time to extend the life of the zone for 20 years.

The participation of the overlapping taxing jurisdictions was also adjusted to reduce Tarrant County, Tarrant County Jr. College, and the Tarrant County Hospital District participation to zero percent. The City of Southlake's and Carroll ISD's participation amounts remained unchanged in the extension with participation at 100%.

This amended project and financing plan extends the life of the zone for an additional twenty years, adjusts the planned projects and associated costs, and adjusts the participation of overlapping jurisdictions.

Southlake TIRZ #1 Location

The area consists of approximately 408 acres and is more fully described in the map and legal description presented in Exhibit A.





Amended Project Plan

Existing uses and conditions of real property and proposed improvements

List of estimated non-project costs

Proposed changes of zoning ordinances, master plans, building codes and other municipal ordinances

Statement of a method of relocating persons to be displaced as a result of implementing the plan

Southlake TIRZ #1 Amended Project Plan

As set forth in Section 311.011 in the Tax Increment Financing Act of the Tax Code, the Project Plan for the Tax Increment Reinvestment Zone Number 1, Southlake, Texas must include the following elements:

1. A description and map showing existing uses and conditions of real property in the zone and proposed uses of that property.
2. Proposed changes of zoning ordinances, the master plan of the municipality, building codes and other municipal ordinances.
3. A list of estimated non-project costs.
4. A statement of a method of relocating persons to be displaced as a result of implementing the plan.

Southlake TIRZ #1 Amended Project Plan

Element 1: A description and map showing existing uses and conditions of real property in the zone and proposed uses of that property

TIRZ #1 Maps located on the following pages:

- Map 1: Boundaries of the Reinvestment Zone
- Map 2: Airport Noise Overlay 'LDN'
- Map 3: Current Uses and Conditions of Real Property in TIRZ #1
- Map 4: TIRZ #1 Land Use
- Map 5: TIRZ #1 Zoning

The boundaries of the Tax Increment Reinvestment Zone are shown in Map 1. Additionally, portions of the TIF are located within the DFW International Airport 65 'LDN' and 75 'LDN' noise contour. 'LDN' is the abbreviation for the average day/night sound level calculation methodology used by airport operators to determine noise levels. The LDN is shown in Map 2.

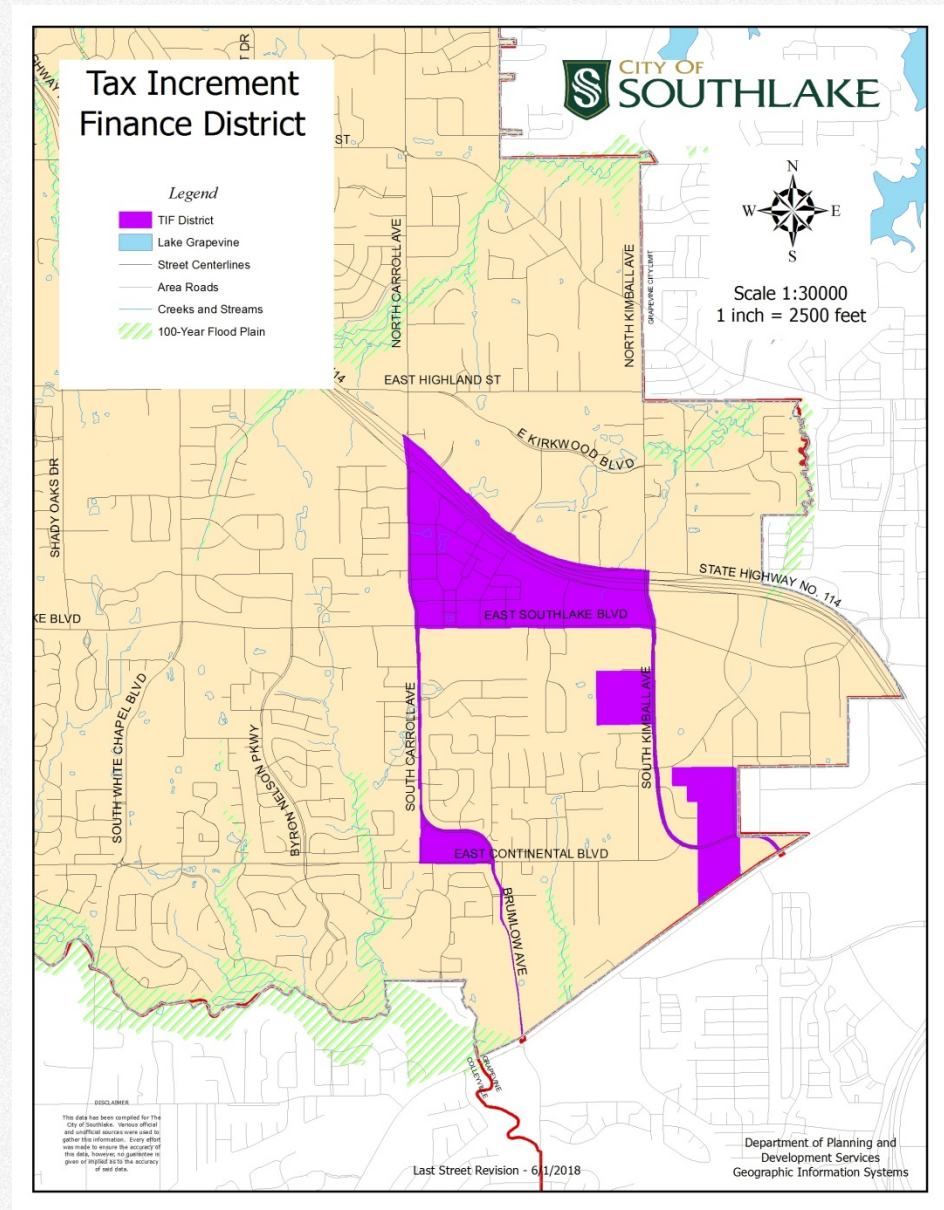
Since the creation of the zone in 1997, the majority of the land area in the TIF has been developed. Map 3 shows the current uses within the TIRZ area. This is not an exhaustive display, but is intended to provide a feeling of the current area and the possibility of expansion. The TIRZ has existing development including Southlake Town Square (at build out will be a 130-acre development with over 3 million square feet of retail, office, civic, park, and residential uses), Carroll ISD uses (George Dawson Middle School, Old Union Elementary School, and Dragon Stadium), Kroger, Home Depot, and other retail, commercial, and industrial uses.

The development of the TIF District is as follows: Approximately 59.48 acres (14.58%) is classified as having no improvement value, approximately 5.35 acres (1.31%) is shown to have improvement under \$100K, 220.41 acres (54.02%) is classified as having improvement over \$100K, and 122.76 acres (30.09%) of the TIF area is within the Right-of-Way (ROW).

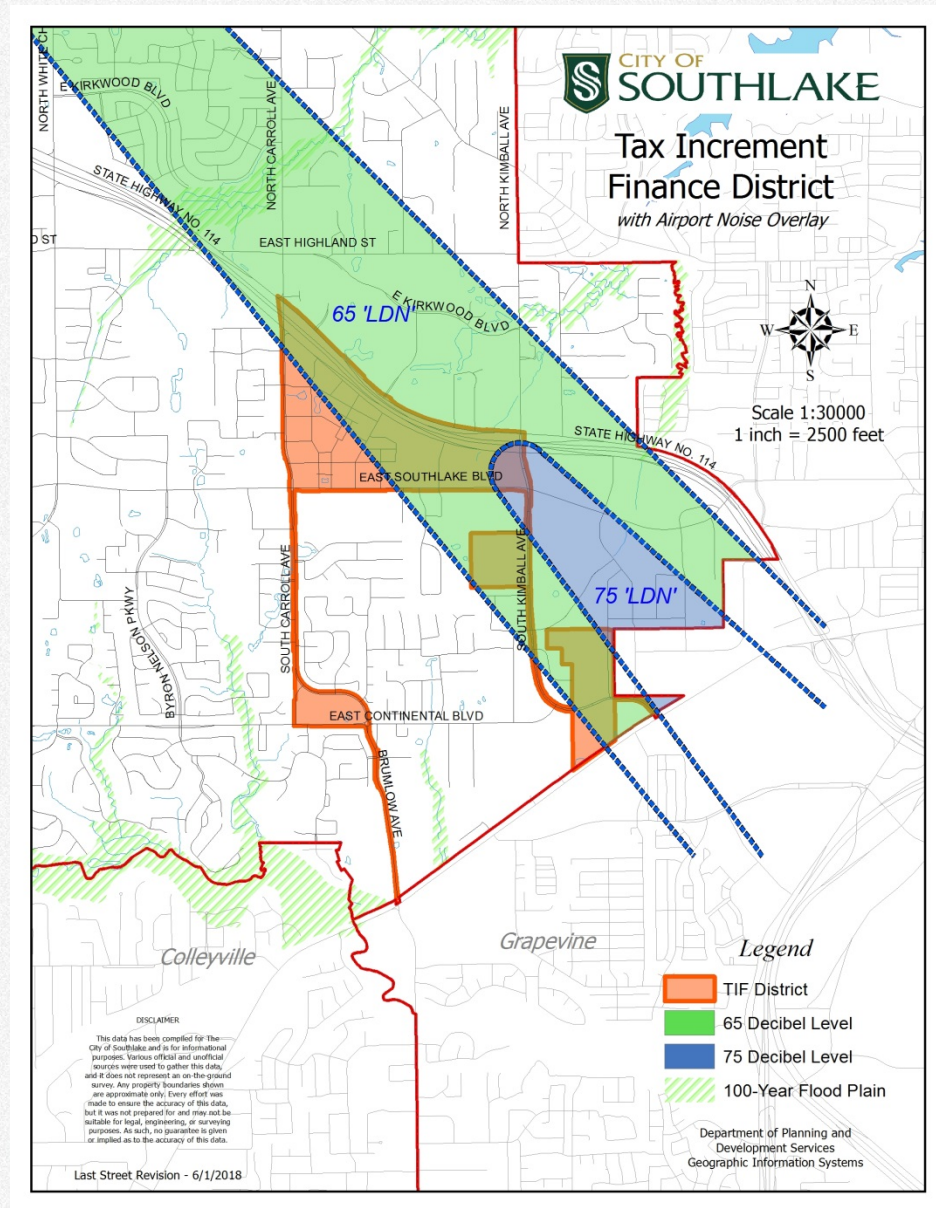
The City of Southlake Land Use Plan adopted in June 2018 designates Medium Density Residential, Public Parks/Open Space, Public /Semi Public, Town Center, Regional Retail, and Industrial land uses. Map 4 shows the Land Use Plan for the TIRZ area.

The current zoning districts approved in the Reinvestment Zone are shown in Map 5 and include: C3 - General Commercial, R-PUD- Residential Planned Unit Development, AG - Agricultural, SF20B- Single Family Residential, CS - Community Service, DT – Downtown District, I-1 – Light Industrial District, and S-P-1 – Detailed Site Plan District.

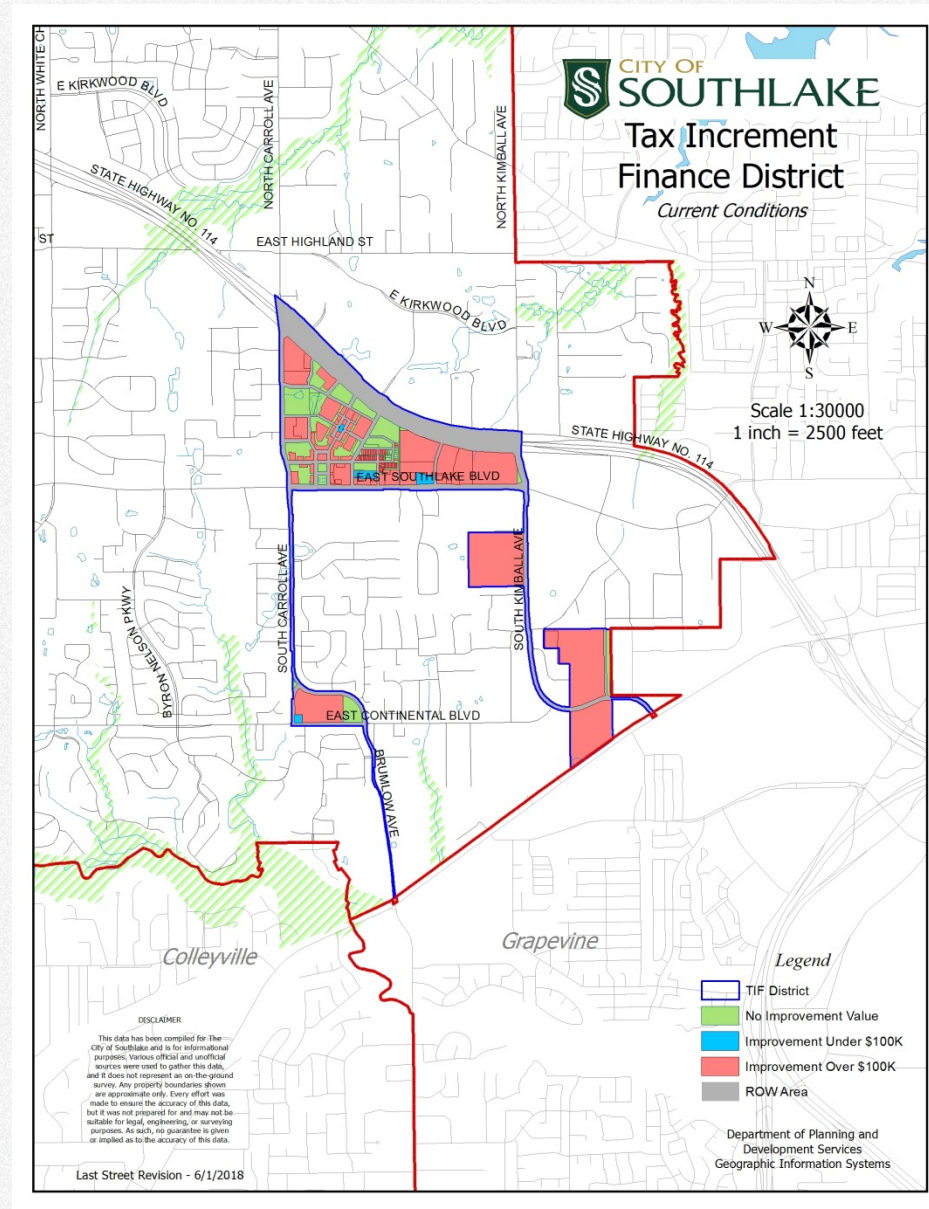
Map 1: Boundaries of Southlake TIRZ #1



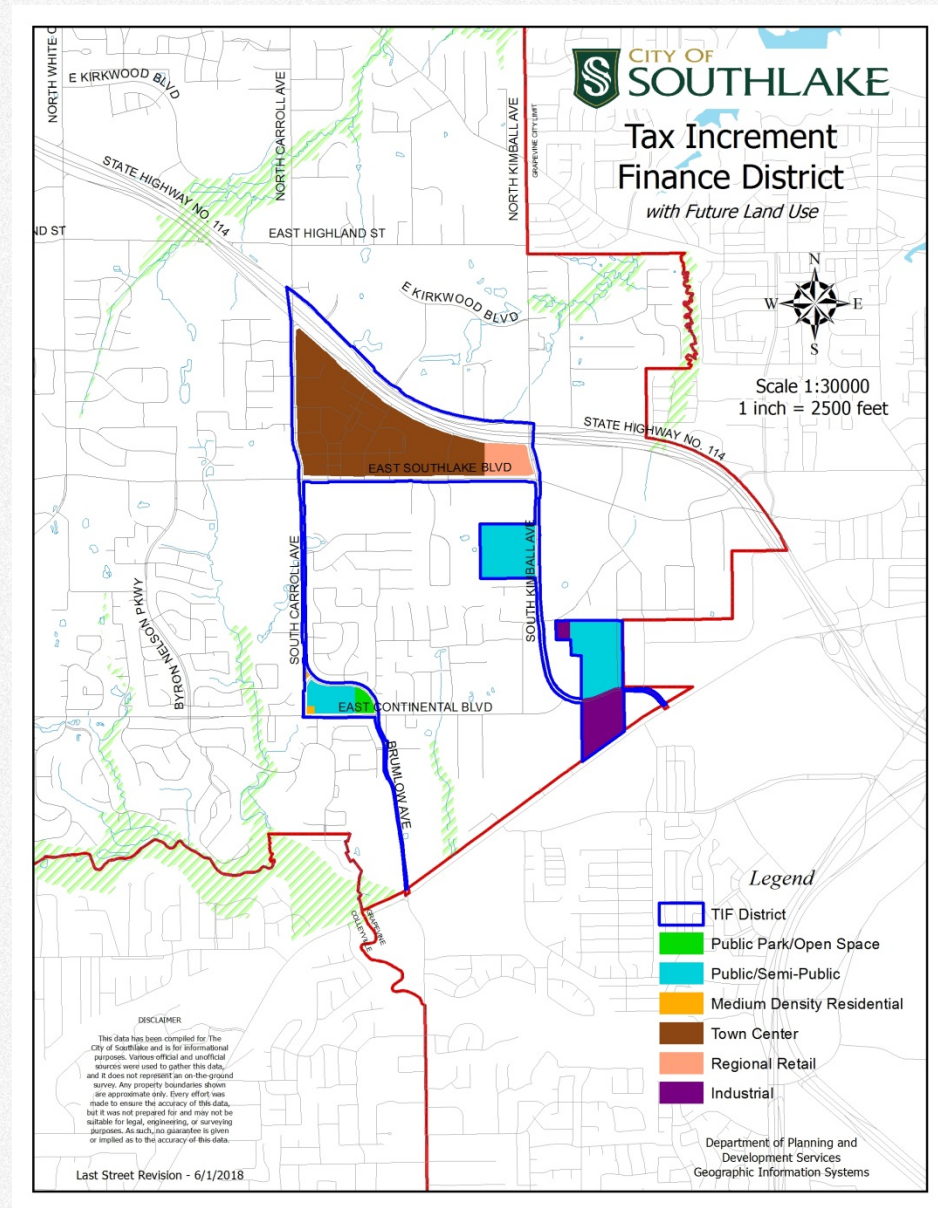
Map 2: Airport Noise Overlay



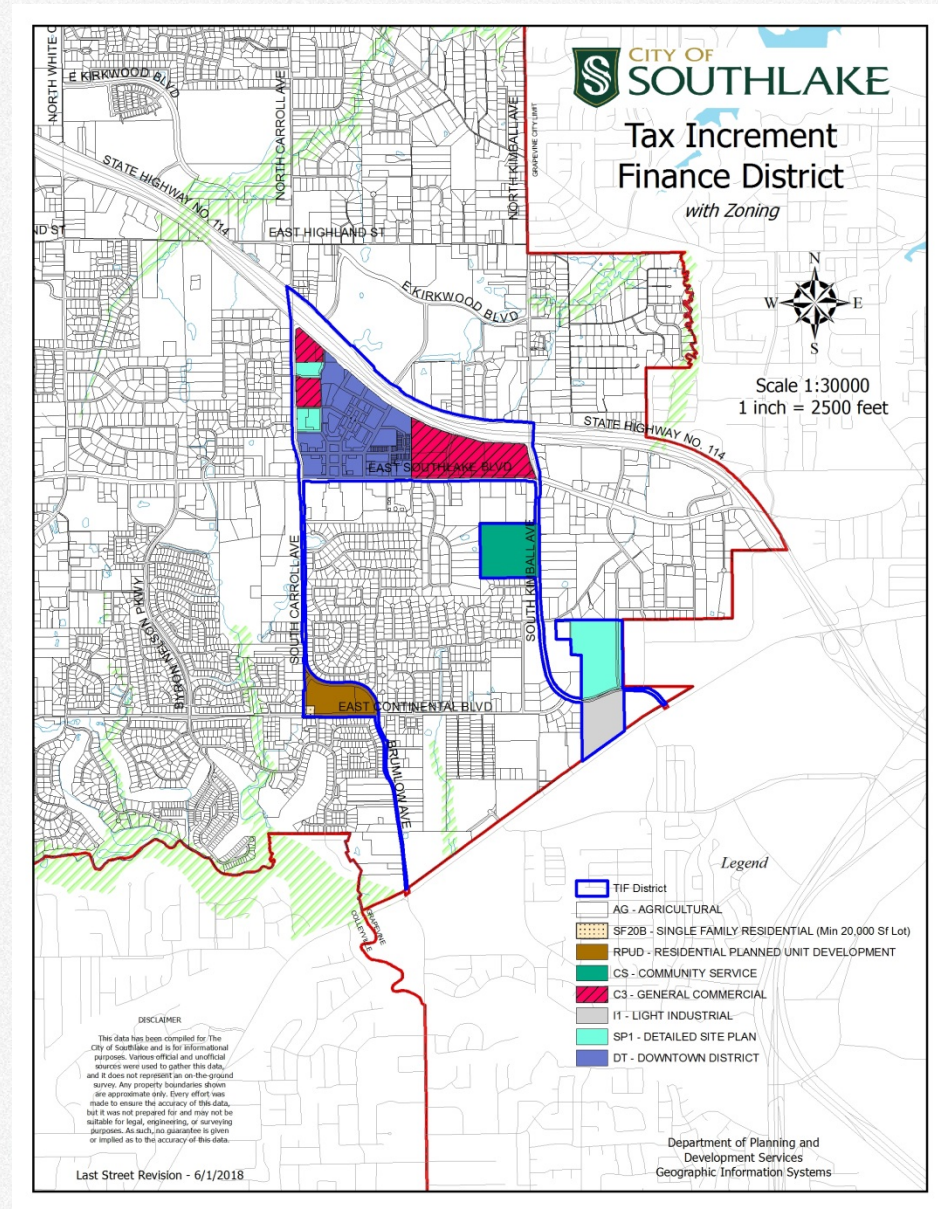
Map 3: Current Uses and Conditions of Real Property in TIRZ #1



Map 4: TIRZ #1 Land Use



Map 5: TIRZ #1 Zoning



Southlake TIRZ #1 Amended Project Plan

*Element 2:
Proposed changes of zoning
ordinances, the master plan of the
municipality, building codes and
other municipal ordinances*

*Element 3:
A list of estimated non-project
costs*

No changes are anticipated to any city codes or ordinances by the extension of the Tax Increment Finance Zone. This does not preclude, however, the possibility of planning and zoning changes subject to the standard planning and zoning process and procedures.

Non-project costs within the TIRZ zone are those development costs not paid for by the TIRZ. These will include, but are not limited to, \$400 million in improvement costs for the Southlake Town Square, which comprises 140 acres or nearly one third of the total land area of the Tax Increment Reinvestment Zone. This provides a conservative projection of assessed value growth and the potential funds available for public improvements. No information is available at this time on the potential value of projects arising from the other non-developed property or from the value of expanding uses currently within the TIRZ.

In the process of developing Southlake Tax Increment Reinvestment Zone Number One, it may be necessary to relocate individuals and businesses. In the event that this is required, the City will follow the procedures that would be used in the development or construction of other public improvements outside the zone.

Southlake TIRZ #1 Amended Project Plan

In the process of developing Southlake Tax Increment Reinvestment Zone Number One, it may be necessary to relocate individuals and businesses. In the event that this is required, the City will follow the procedures that would be used in the development or construction of other public improvements outside the zone.

*Element 4:
A statement of a method of
relocating persons to be
displaced as a result of
implementing the plan.*



Amended Financing Plan

Estimated project costs of the Zone, including administrative expenses

A statement listing the kind, number, and location of all proposed public works or public improvements in the zone

Economic Feasibility Study

The estimated amount of bonded indebtedness to be incurred

The time when related costs or monetary obligations are to be incurred

A description of the methods of financing all estimated project costs and the expected sources of revenue to finance or pay project costs, including the percentage of tax increment to be derived from the property taxes of each taxing unit on real property in the zone

The current total appraised value of taxable real property in the zone

The estimated captured appraised value of the zone during each year of its existence.

The duration of the zone

Southlake TIRZ #1 Amended Financing Plan

The Amended Financing Plan provides information on the projected monetary impact that the extension of the TIRZ could have on the property described in Exhibit A. It also describes how that impact will be utilized to enhance the area and region through leveraging the resources of each entity who participates in the project.

With this amendment, the City of Southlake and Carroll Independent School District are shown as participating at 100%, meaning that 100% of the increment generated from these entities will flow into the fund. These revenues will be used to fund public improvements within the zone as described beginning on page 21 of this plan and included as Exhibit C.

Upon approval of the amended project plan and financing plan, an updated participation agreement between the Carroll Independent School District and the City will be incorporated into this plan.

The Tax Increment Reinvestment Zone Analysis, prepared by Hilltop Securities, Inc. is included in its entirety in Exhibit B.

Southlake TIRZ #1

Amended Financing Plan

The allowable "project costs" by the municipality establishing a reinvestment zone, as set forth in Section 311.011 in the TIF Tax code, are as shown on this page.

The specific projects anticipated to be undertaken in the Southlake TIRZ #1 are included as Exhibit C.

- Acquisition and construction of public works, public improvements, new buildings, structures and fixtures; the actual costs of the acquisition, demolition, alteration, remodeling, repair, or reconstruction of existing buildings, structures, and fixtures; and the actual costs of the acquisition of land and equipment and the clearing and grading of land;
- Financing costs, including all interest paid to holders of evidences of indebtedness or other obligations issued to pay for project costs and any premium paid over the principal amount of the obligations because of the redemption of the obligations before maturity;
- Real property assembly costs;
- Professional service costs, including those incurred for architectural, planning, engineering, and legal advice and services; imputed administrative costs, including reasonable charges for the time spent by employees of the municipality in connection with the implementation of the project plan;
- Relocation costs;
- Organizational costs, including the costs of conducting environmental impact studies or other studies, the cost of publicizing the creation of the zone, and the cost of implementing the project plan for the zone;
- Interest before and during construction and for one year after completion of construction, whether or not capitalized;
- The cost of operating the reinvestment zone and project facilities;
- The amount of any contributions made by the municipality from general revenue for the implementation of the project plan; and
- Payments made at the discretion of the governing body of the municipality that the municipality finds necessary or convenient to the creation of the zone or to the implementation of the project plans for the zone.

Southlake TIRZ #1

Amended Financing Plan

As set forth in Section 311.011 in the Tax Increment Financing Act of the Tax Code, the Financing Plan for the Southlake, Texas Reinvestment Zone Number One must include the following elements:

1. Estimated Project Costs of the Zone, including administrative expenses,
2. A statement listing the kind, number and location of all proposed public works or public improvements in the zone,
3. Economic Feasibility Study,
4. The estimated amount of bonded indebtedness to be incurred,
5. The time when related costs or monetary obligations are to be incurred,
6. A description of the methods of financing all estimated project costs and the expected sources of revenue to finance or pay project costs, including the percentage of tax increment to be derived from the property taxes of each taxing unit on real property in the zone,
7. The current total appraised value of taxable real property in the zone,
8. The estimated captured appraised value of the zone during each year of its existence; and,
9. The duration of the zone.

The following pages provide details regarding these requirements for the TIRZ #1 Amended Financing Plan.

Southlake TIRZ #1 Amended Financing Plan

Element 1:
Estimated Project Costs of the Zone, including administrative expenses

Element 2:
A statement listing the kind, number and location of all proposed public works or public improvements in the zone

Total project costs are estimated at approximately \$259,647,866.

Specific project cost estimates are included in Exhibit C.

The proposed public improvements in the zone fall into five general categories:

- public buildings and facilities,
- public parks,
- general infrastructure,
- technology infrastructure; and,
- operations and maintenance.

In addition, the TIF will pay a portion of project costs and operations for the Carroll Independent School District's educational facilities listed in Exhibit C of the project plan, which are located in the TIRZ boundaries.

The participation agreement between the City of Southlake and the Carroll Independent School District details the School District's level of participation in the TIF.

The costs of each item and a brief description of the project components are included on the following pages.

Southlake TIRZ #1 Amended Financing Plan

*Element 1:
Estimated Project Costs of the
Zone, including administrative
expenses*

*Element 2:
A statement listing the kind,
number and location of all
proposed public works or public
improvements in the zone*

Public Buildings and Facilities

Parking Facilities

\$6,000,000

Public parking facilities provide parking for the Town Square development and could provide the TIF an optional revenue source by maintaining the right to charge parking fees.

Educational Facilities - Capital & Operational School Improvement Project

\$175,908,022

CISD TIRZ contributions will be expended on infrastructure and maintenance / operations costs related to CISD facilities within the TIRZ boundary. As part of the TIRZ, the CISD will be paid a portion of project costs and operations for the educational facilities described Exhibit C. The public improvements include a Middle School, Intermediate School, Elementary School, Transportation Facility, and Multipurpose Stadium. These sites benefit the community by attracting individuals and businesses desiring to relocate to the area with an exemplary school system which provides quality academic and athletic facilities.

Pedestrian Connectivity

\$5,000,000

The Southlake 2030 Parks, Recreation, Open Space, and Community Facilities Master Plan includes a recommendation to evaluate the feasibility of a pedestrian bridge across FM 1709 from Rustin Park (located in Town Square within the TIRZ #1 boundary) to Central Park. This plan includes funding for improvements necessary to the area within the Zone in order to create this pedestrian connection.

Visitor Amenity Center

\$2,000,000

The Southlake 2035 Tourism Master Plan includes a recommendation to assess and develop a strategy for a visitor services center that could offer serviceable amenities for guests. The center could have single or satellite locations and could also include amenities such as public restrooms and serve as a type of “visitor concierge.” This plan includes funding for future development of a center in Southlake Town Square.

Southlake TIRZ #1

Amended Financing Plan

*Element 1:
Estimated Project Costs of the
Zone, including administrative
expenses*

*Element 2:
A statement listing the kind,
number and location of all
proposed public works or public
improvements in the zone*

Public Parks

\$7,400,726

The TIRZ project plan includes costs associated with development of new parks and improvements and enhancements for existing public parks within the Town Square development including the planned improvements to McPherson Park, recently adopted as part of the Southlake 2030 Parks, Recreation, Open Space, and Community Facilities Master Plan.

These costs include land acquisition, structures, hardscape, landscaping, and trails.

Technology Infrastructure

\$2,628,283

The TIRZ project plan includes costs associated with the provision of technology infrastructure within the zone. These include installation of public Wi-Fi systems and supportive infrastructure, as well as equipment and materials necessary to provide security camera coverage within Southlake Town Square.

General Infrastructure

\$14,444,000

The public improvement projects include streets, water, sanitary sewer, and storm water drainage systems. The project plan separates the general infrastructure into two categories designated as General Infrastructure and Educational Infrastructure. General Infrastructure projects include costs associated with reimbursing the developer for 40% of the infrastructure costs within the Town Square development. General Infrastructure costs also include costs associated with road improvements to Carroll Avenue and Kimball Avenue, which are located on the periphery of the TIRZ boundaries.

Educational Infrastructure

\$5,088,235

The Educational Infrastructure costs include water, sewer, drainage, and road construction to service the educational facilities located in the TIRZ.

Southlake TIRZ #1

Amended Financing Plan

Element 1:
Estimated Project Costs of the Zone, including administrative expenses

Element 2:
A statement listing the kind, number and location of all proposed public works or public improvements in the zone,

Operations and Maintenance

Town Hall City / County Facility

\$3,976,654

Southlake Town Hall is a shared facility between the City of Southlake and Tarrant County that brings the civic offices of the City and Council together in one central location. Town Hall is located in the heart of the Town Square development, and is considered a be the focal point of the new downtown. The facility is approximately 80,000 square feet with approximately 12,000 square feet dedicated to the Southlake Public Library. The offices for the City of Southlake include administrative offices, Finance, Municipal Court, Utility Billing, Planning, Economic Development, and Public Works. The offices for Tarrant County include the County Commissioner, Constable, Justice of the Peace, County Clerk offices, and Tax offices.

The initial term of the TIRZ funded the construction of this facility as well as provided for capital maintenance costs designated for large capital expenditures related to building maintenance.

This amended project and financing plan includes funding to provide for the operations and capital maintenance of Southlake Town Hall, including future renovations necessary to accommodate staffing changes and ensure compliance with the Americans with Disabilities Act, as well as to provide for a sustainable facility.

Southlake TIRZ #1 Amended Financing Plan

***Element 1:
Estimated Project Costs of the
Zone, including administrative
expenses***

***Element 2:
A statement listing the kind,
number and location of all
proposed public works or public
improvements in the zone***

Operations and Maintenance

Infrastructure and Asset Maintenance

\$15,595,778

Public infrastructure and assets within the Zone include sidewalks, streets, water / wastewater facilities, storm water facilities, signage, parking garages, and light poles. This plan includes funding necessary to maintain these assets.

Public Space Maintenance

\$17,521,305

Public spaces within the zone include streets, parking garages, and sidewalks. In fact, about 30% of the Zone is designated as public Right-of-Way (ROW). These areas require regular maintenance such as power washing, sweeping, porter services for public trash cans, landscaping, painting, and general repairs. This element of the plan provides funding for ongoing maintenance of these public spaces.

Park Maintenance

\$4,084,863

There are currently five parks that are publicly maintained and located in Southlake Town Square: Rustin Park; Family Park; Summit Park; Frank Edgar Cornish, IV Park; and McPherson Park. This plan includes funding for the ongoing maintenance of these parks which includes not only landscaping but hardscape like benches and infrastructure elements such as fountains and ponds.

Southlake TIRZ #1 Amended Financing Plan

Element 3: Economic Feasibility Study

Element 4: The estimated amount of bonded indebtedness to be incurred

Element 5: The time when related costs or monetary obligations are to be incurred

.

The fiscal impact of phased development is outlined in the Tax Increment Reinvestment Zone Analysis (Exhibit B). Not reflected in this analysis is the anticipated sales tax and personal property tax revenue which would be in addition to the real property tax. These revenue streams would not be designated to be used specifically in the zone.

.

Debt issuance is not anticipated as an element of this plan. Expenses will be budgeted annually as needed, in alignment with identified expenditures within the project and financing plan.

Please refer to Exhibit C for details on planned expenditures.

Southlake TIRZ #1

Amended Financing Plan

Element 6:
A description of the methods of financing all estimated project costs and the expected sources of revenue to finance or pay project costs, including the percentage of tax increment to be derived from the property taxes of each taxing unit on real property in the zone

Project costs will be paid for through use of tax increment funds received.

The revenue source will be the real property taxes captured by the TIRZ.

For the Amended Financial Plan, the City of Southlake is illustrated as participating at 100% and Carroll Independent School District is shown as participating at 100%. Other taxing entities such as Tarrant County, Tarrant County Junior College District and Tarrant County Hospital District are illustrated as participating at 0% in the TIRZ.

The Carroll Independent School District is participating in the TIF with 100% of its M&O rate in the TIF district.

The TIRZ, active through the City, will make annual payments to the School District in an amount necessary to offset any negative financial impact on the School District, as a result of its participation in the TIF, relating to State funds that would otherwise be received by the School District under school finance legislation or relating to amounts that must be paid or contributed by the School District under school finance law.

Southlake TIRZ #1 Amended Financing Plan

Element 7: The current total appraised value of taxable real property in the zone

The total appraised value of the taxable real property in the zone, using the 1997 base year values provided by the Tarrant Appraisal District, is \$32,123,017.

The taxable value of those same properties is \$23,475,366, after deducting a total of \$8,647,651 for agricultural deferrals and tax exempt properties. This is the base year value established for the zone.

When this plan was amended in 1999, the total appraised value of the taxable real property in the zone provided by the Tarrant Appraisal District was \$54,949,664. The 1999 taxable value of those same properties was \$54,874,664, after deducting a total of \$75,000 for agricultural deferrals and tax exempt properties.

In 2018, the total appraised value of the taxable real property in the zone provided by the Tarrant Appraisal District is \$539,576,789. The 2018 taxable value of those same properties is \$ 528,026,644, after deducting a total of \$11,550,145 for agricultural deferrals and tax exempt properties.

A listing of existing properties is included in Exhibit D.

Southlake TIRZ #1 Amended Financing Plan

*Element 8:
The estimated captured appraised
value of the zone during each year
of its existence*

The estimated appraised value of the improvements in the zone per year is listed in the following table. The estimated value of the zone assumes an annual growth in the appraised value of 6%. This is less than the historic double-digit average annual growth in assessed values in the initial 20 year term of the district.

Fiscal Year	Incremental Taxable Assessed Valuation	Fiscal Year	Incremental Taxable Assessed Valuation
2019	\$504,551,278	2029	\$896,773,204
2020	\$534,308,355	2030	\$950,063,596
2021	\$565,850,856	2031	\$1,006,551,412
2022	\$599,285,907	2032	\$1,066,428,497
2023	\$634,727,062	2033	\$1,129,898,206
2024	\$672,294,685	2034	\$1,197,176,099
2025	\$712,116,367	2035	\$1,268,490,665
2026	\$754,327,349	2036	\$1,344,084,104
2027	\$799,070,990	2037	\$1,424,213,151
2028	\$846,499,249	2038	\$1,509,149,940

Southlake TIRZ #1 Amended Financing Plan

Element 9: The duration of the zone

The zone was created in September 1997, with an effective date of January 1, 1998. The zone was set to exist for 20 years with an expiration date set at either December 31, 2018, or the date when all project costs were paid and all debt was retired, whichever came first.

This amended plan extends the life of the zone for an additional 20 years with termination of the zone set at either December 31, 2038, or the date when all project costs are paid, whichever comes first.



Exhibits

Exhibit A: Legal Description and Map of The Reinvestment Zone

Exhibit B: Tax Increment Reinvestment Zone Analysis

Exhibit C: Proposed Project Costs

Exhibit D: Listing of Properties

Exhibit E: Public Notice of a Public Hearing

Exhibit F: Town Square Concept Plan

Exhibit A-1: Map of The Reinvestment Zone

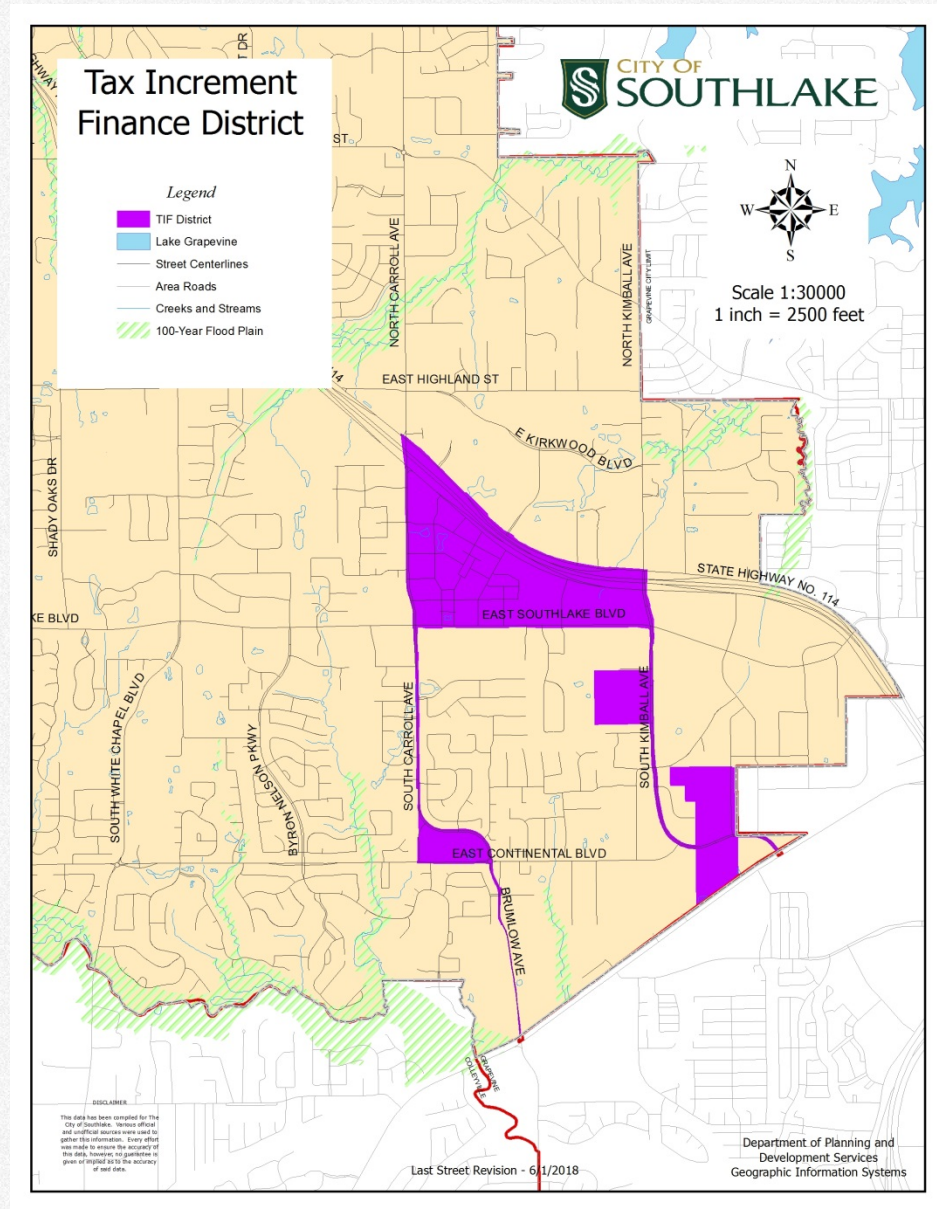


Exhibit A-2: Legal Description of The Reinvestment Zone

Beginning at the intersection of the south right-of-way line of F.M. 1709 (Southlake Boulevard) and the projection of the west right-of-way line of Carroll Avenue (said right-of-way being either the existing or what becomes future right-of-way after future right-of-way acquisition)

THENCE NORTH, along the west right-of-way of Carroll Avenue (said right-of-way being either the existing or what becomes future right-of-way after future right-of-way acquisition) to the intersection of the said west right-of-way line of Carroll Avenue and the south right-of-way of State Highway 114 (Northwest Parkway) (said right-of-way being either the existing or what becomes future right-of-way after future right-of-way acquisition);

THENCE NORTH, along the west right-of-way of the intersection of State Highway 114 (Northwest Parkway) and Carroll Avenue (said right-of-way being the west right-of-way after right-of-way acquisition is complete for the construction of State Highway 114 improvements) to the intersection of the north right-of-way of State Highway 114 (said right-of-way being either the existing or what becomes future right-of-way after future right-of-way acquisition) and the west right-of-way of Carroll Avenue (said right-of-way being either the existing or what becomes future right-of-way after future right-of-way acquisition);

THENCE EAST, along the north right-of-way of State Highway 114 (Northwest Parkway) (said right-of-way being either the existing or what becomes future right-of-way after future right-of-way acquisition) continuing to the intersection of the east right-of-way line of Kimball Avenue (said right-of-way being either the existing or what becomes future right-of-way after future right-of-way acquisition):

THENCE SOUTH, along the east right-of-way of State Highway 114 (Northwest Parkway) (said right-of-way being the east right-of-way after right-of-way acquisition is complete for the construction of State Highway 114 improvements) to the intersection of the south right-of-way of State Highway 114 (said right-of-way being either the existing or what becomes future right-of-way after future right-of-way acquisition), and the east right-of-way of Kimball Avenue (said right-of-way being either the existing or what becomes future right-of-way after future right-of-way acquisition);

THENCE SOUTH, continuing along the east right-of-way of Kimball Avenue (said right-of-way being either the existing or what becomes future right-of-way after future right-of-way acquisition) to the intersection of the south right-of-way of Crooked Lane and the said east right-of-way of Kimball Avenue;

Exhibit A-2: Legal Description of The Reinvestment Zone

THENCE continuing in a southeasterly direction in a curve to the left along the east right-of-way of Kimball Avenue (said right-of-way being either the existing or what becomes future right-of-way after future right-of-way acquisition) to the intersection of the east right-of-way of Kimball Avenue and the west property line of Tract 1 of the C.B. McDonald Survey (Abstract 1013);

THENCE NORTH, along the west property line of said Tract 1 to the intersection of the west line of Tract 1 and the southeast corner of Tract 3 of the C.B. McDonald Survey (Abstract 1013);

THENCE WEST, along the south property line of said Tract 1 to the southwest corner of said Tract 3;

THENCE NORTH, along the west property line of said Tract 3 to the southeast corner of said Tract 3B3;

THENCE WEST, along the south property line of said Tract 3B3 to the southwest corner of said Tract 3B3;

THENCE NORTH, along the west property line of said Tract 3B3 to the northwest corner of said Tract 3B3;

THENCE EAST, along the north property line of said Tract 3B3 to the northwest corner of said Tract 3;

THENCE EAST, along the north property line of said Tract 3 to the northwest corner of said Tract 1;

THENCE EAST, along the north property line of said Tract 1 to the northeast corner of said Tract 1, said point being in the city limit line of the City of Southlake;

THENCE SOUTH, along said east property line of Tract 1 to a point being in the city limit line of the City of Southlake and being in the north right-of-way line of South Kimball Avenue (said right-of-way being either the existing or what becomes future right-of-way after future right-of-way acquisition);

THENCE continuing in a southeasterly direction in a curve to the right along the north right-of-way of South Kimball Avenue (said right-of-way being either the existing or what becomes future right-of-way after future right-of-way acquisition) to the intersection of the east right-of-way of South Kimball Avenue and the south property line of Heritage Industrial Park, said point also being in the city limit line of the City of Southlake;

Exhibit A-2: Legal Description of The Reinvestment Zone

THENCE SOUTH, along the south property line of said Heritage Industrial Park to the intersection of the south line of Heritage Industrial Park and the south right-of-way line of South Kimball Avenue;

THENCE continuing in a northwesterly direction in a curve to the left along the west right-of-way of Kimball Avenue (said right-of-way being either the existing or what becomes future right-of-way after future right-of-way acquisition) to a point in the east property line of Tract 1 of the C.B. McDonald Survey (Abstract 1013);

THENCE SOUTH, along the said east property line of Tract 1 to the southeast corner of said Tract 1, said point being in the city limit line of the City of Southlake;

THENCE continuing in a southwesterly direction along the south line of said Tract 1 to the southeast corner of Tract 1, said point being in the city limit line of the City of Southlake;

THENCE NORTH, along the said west property line of Tract 1 to a point in the east property line of Green Meadow Addition and the south right-of-way line of South Kimball Avenue (said right-of-way being either the existing or what becomes future right-of-way after future right-of-way acquisition);

THENCE continuing in a northwesterly direction in a curve to the left along the right-of-way of Kimball Avenue (said right-of-way being either the existing or what becomes future right-of-way after future right-of-way acquisition) to the intersection of the west right-of-way of Kimball Avenue and the south right-of-way of Crooked Lane and the said east right-of-way of Kimball Avenue;

THENCE NORTH, along the west right-of-way of Kimball Avenue to the southeast corner of Tract 3A of the John A. Freeman Survey (Abstract 529);

THENCE WEST, along the south property line of said Tract 3A to the southwest corner of said Tract 3A;

THENCE NORTH, along the said west property line of Tract 3A to the southwest corner of Tract 1 of the John A. Freeman Survey (Abstract 529);

Exhibit A-2: Legal Description of The Reinvestment Zone

THENCE NORTH, along the said west property line of Tract 1 to the southwest corner of Tract 1B of the John A. Freeman Survey (Abstract 529);

THENCE NORTH, along the said west property line of Tract 1B to the southwest corner of Tract 1C of the John A. Freeman Survey (Abstract 529);

THENCE NORTH, along the said west property line of Tract 1C to the northwest corner of Tract 1C of the John A. Freeman Survey (Abstract 529);

THENCE EAST, along the said north property line of Tract 1C to the northeast corner of Tract 1C of the John A. Freeman Survey (Abstract 529), said point being in the west right-of-way of South Kimball Avenue;

THENCE NORTH, along the said west right-of-way line of South Kimball Avenue to the intersection of the west right-of-way of South Kimball Avenue and the south right-of-way of F.M. 1709 (Southlake Boulevard);

THENCE WEST, along the south right-of-way of F.M. 1709 (Southlake Boulevard) to the projection of the intersection of the west right-of-way of Carroll Avenue (said right-of-way being either the existing or what becomes future right-of-way after future right-of-way acquisition) and south right-of-way of F.M. 1709 (Southlake Boulevard);

THENCE SOUTH, Along the east right-of-way of South Carroll Avenue to the intersection of the east right-of-way of Carroll Avenue (said right-of-way being either the existing or what becomes future right-of-way after future right-of-way acquisition) and the north right-of-way of East Continental Boulevard;

THENCE SOUTH, across East Continental Boulevard to the intersection of the south right-of-way line of East Continental Boulevard and the east right-of-way of Brumlow Avenue;

THENCE SOUTH, along the east right-of-way line of Brumlow Avenue to the intersection of the east right-of-way line of Brumlow Avenue and the south line of the Brumlow Industrial Addition, said point also being in the city limit line of the City of Southlake;

Exhibit A-2: Legal Description of The Reinvestment Zone

THENCE SOUTH, along the south property line of said Brumlow Industrial Addition to the intersection of the south line of said Brumlow Industrial Addition and the west right-of-way line of Brumlow Avenue;

THENCE NORTH, along the west right-of-way line Brumlow Avenue to the intersection of the west right-of-way line of Brumlow Avenue and the south right-of-way line of East Continental Avenue;

THENCE WEST, along the south line of East Continental Avenue to the intersection of the west right-of-way line of South Carroll Avenue and the south right-of-way line of East Continental Avenue;

THENCE NORTH, along the west right-of-way line South Carroll Avenue to the intersection of the west right-of-way line of South Carroll Avenue and the south right-of-way of F.M. 1709 (Southlake Boulevard);

THENCE WEST, along the south right-of-way of F.M. 1709 (Southlake Boulevard) to the projection of the intersection of the west right-of-way of Carroll Avenue (said right-of-way being either the existing or what becomes future right-of-way after future right-of-way acquisition) and south right-of-way of F.M. 1709 (Southlake Boulevard) to the POINT OF BEGINNING, containing 408 acres, more or less.

Exhibit B: Tax Increment Reinvestment Zone Analysis

City of Southlake, Texas

Projected Incremental Taxable Assessed Valuation (TAV)

As of July 25, 2018

<u>A</u>	<u>B</u>	<u>C</u>	<u>D</u>	<u>E</u>	<u>F</u>	<u>G</u>
Tax Year	Fiscal Year Ending 30-Sep	TIRZ Year	TIRZ Base Value	TIRZ Incremental TAV Growth Rate	TIRZ Incremental TAV Jan - 1	Total Incremental TIRZ TAV Increase
Base Year	1998	n/a	\$ 8,600,000 ⁽¹⁾	n/a	\$ -	\$ 8,600,000
2018	2019	1	8,600,000	6.00%	495,951,278 ⁽²⁾	504,551,278
2019	2020	2	8,600,000	6.00%	525,708,355	534,308,355
2020	2021	3	8,600,000	6.00%	557,250,856	565,850,856
2021	2022	4	8,600,000	6.00%	590,685,907	599,285,907
2022	2023	5	8,600,000	6.00%	626,127,062	634,727,062
2023	2024	6	8,600,000	6.00%	663,694,685	672,294,685
2024	2025	7	8,600,000	6.00%	703,516,367	712,116,367
2025	2026	8	8,600,000	6.00%	745,727,349	754,327,349
2026	2027	9	8,600,000	6.00%	790,470,990	799,070,990
2027	2028	10	8,600,000	6.00%	837,899,249	846,499,249
2028	2029	11	8,600,000	6.00%	888,173,204	896,773,204
2029	2030	12	8,600,000	6.00%	941,463,596	950,063,596
2030	2031	13	8,600,000	6.00%	997,951,412	1,006,551,412
2031	2032	14	8,600,000	6.00%	1,057,828,497	1,066,428,497
2032	2033	15	8,600,000	6.00%	1,121,298,206	1,129,898,206
2033	2034	16	8,600,000	6.00%	1,188,576,099	1,197,176,099
2034	2035	17	8,600,000	6.00%	1,259,890,665	1,268,490,665
2035	2036	18	8,600,000	6.00%	1,335,484,104	1,344,084,104
2036	2037	19	8,600,000	6.00%	1,415,613,151	1,424,213,151
2037	2038	20	8,600,000	6.00%	1,500,549,940	1,509,149,940

Notes:

(1) Based on initial value of as per TIRZ Ordinance No. 752.

(2) Based on 2018 taxable value provided by Tarrant Appraised District and growth assumptions as provided by the City

Exhibit B: Tax Increment Reinvestment Zone Analysis

City of Southlake, Texas
 Estimated Tax Revenues
 As of July 25, 2018

<u>A</u>	<u>B</u>	<u>C</u>	<u>D</u>	<u>E</u>		<u>F</u>		<u>G</u>		<u>H</u>	
Tax Year	Fiscal Year Ending 30-Sep	TIRZ Year	Total Incremental TIRZ TAV Increase	City of Southlake		Carroll ISD		Total Tax Rate Participation	Total Tax Rate Participation	Annual	Cumulative
				M&O Rate	I&S Rate	M&O Rate	I&S Rate				
Base Year	1998	n/a	\$ 8,600,000 ⁽¹⁾	\$ -	\$ -	\$ -	\$ -				
2018	2019	1	504,551,278	2,331,027	2,331,027	5,247,333	5,247,333				
2019	2020	2	534,308,355	2,468,505	4,799,532	5,556,807	10,804,140				
2020	2021	3	565,850,856	2,614,231	7,413,762	5,884,849	16,688,989				
2021	2022	4	599,285,907	2,768,701	10,182,463	6,232,573	22,921,563				
2022	2023	5	634,727,062	2,932,439	13,114,902	6,601,161	29,522,724				
2023	2024	6	672,294,685	3,106,001	16,220,904	6,991,865	36,514,589				
2024	2025	7	712,116,367	3,289,978	19,510,881	7,406,010	43,920,599				
2025	2026	8	754,327,349	3,484,992	22,995,874	7,845,004	51,765,603				
2026	2027	9	799,070,990	3,691,708	26,687,582	8,310,338	60,075,942				
2027	2028	10	846,499,249	3,910,827	30,598,408	8,803,592	68,879,534				
2028	2029	11	896,773,204	4,143,092	34,741,500	9,326,441	78,205,975				
2029	2030	12	950,063,596	4,389,294	39,130,794	9,880,661	88,086,637				
2030	2031	13	1,006,551,412	4,650,268	43,781,062	10,468,135	98,554,771				
2031	2032	14	1,066,428,497	4,926,900	48,707,961	11,090,856	109,645,628				
2032	2033	15	1,129,898,206	5,220,130	53,928,091	11,750,941	121,396,569				
2033	2034	16	1,197,176,099	5,530,954	59,459,045	12,450,631	133,847,200				
2034	2035	17	1,268,490,665	5,860,427	65,319,472	13,192,303	147,039,503				
2035	2036	18	1,344,084,104	6,209,669	71,529,140	13,978,475	161,017,978				
2036	2037	19	1,424,213,151	6,579,865	78,109,005	14,811,817	175,829,795				
2037	2038	20	1,509,149,940	6,972,273	85,081,278	15,695,159	191,524,954				
				\$ 85,081,278		\$ 191,524,954					

Notes:

- (1) Based on initial value of as per TIRZ Ordinance No. 752.
- (2) Based on the City of Southlake Total Tax Rate as of Tax Year 2017
- (3) Based on the Carroll Independent School District M&O Tax Rate as of Tax Year 2017

Exhibit B: Tax Increment Reinvestment Zone Analysis

City of Southlake, Texas
 Estimated Tax Revenues Coverage Calculation
 As of July 25, 2018

A	B	C	D	E	F	G	H	I	J	K
Tax Year	Fiscal Year Ending 30-Sep	TIRZ Year	Total Incremental TIRZ TAV Increase	City of Southlake Estimated Tax Revenue ⁽²⁾ Participation Annual	100% Cumulative	Series XX Issuance Projected Total D/S ⁽³⁾	Series XX Issuance Projected Total D/S ⁽³⁾	Series XX Issuance Projected Total D/S ⁽³⁾	Projected NET Total D/S ⁽³⁾	Surplus/ (Deficit) Cash After D/S ⁽⁴⁾
Base Year	1998	n/a	\$ 8,600,000 ⁽¹⁾	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
2018	2019	1	504,551,278	2,331,027	2,331,027	-	-	-	-	2,331,027
2019	2020	2	534,308,355	2,468,505	4,799,532	-	-	-	-	4,799,532
2020	2021	3	565,850,856	2,614,231	7,413,762	-	-	-	-	7,413,762
2021	2022	4	599,285,907	2,768,701	10,182,463	-	-	-	-	10,182,463
2022	2023	5	634,727,062	2,932,439	13,114,902	-	-	-	-	13,114,902
2023	2024	6	672,294,685	3,106,001	16,220,904	-	-	-	-	16,220,904
2024	2025	7	712,116,367	3,289,978	19,510,881	-	-	-	-	19,510,881
2025	2026	8	754,327,349	3,484,992	22,995,874	-	-	-	-	22,995,874
2026	2027	9	799,070,990	3,691,708	26,687,582	-	-	-	-	26,687,582
2027	2028	10	846,499,249	3,910,827	30,598,408	-	-	-	-	30,598,408
2028	2029	11	896,773,204	4,143,092	34,741,500	-	-	-	-	34,741,500
2029	2030	12	950,063,596	4,389,294	39,130,794	-	-	-	-	39,130,794
2030	2031	13	1,006,551,412	4,650,268	43,781,062	-	-	-	-	43,781,062
2031	2032	14	1,066,428,497	4,926,900	48,707,961	-	-	-	-	48,707,961
2032	2033	15	1,129,898,206	5,220,130	53,928,091	-	-	-	-	53,928,091
2033	2034	16	1,197,176,099	5,530,954	59,459,045	-	-	-	-	59,459,045
2034	2035	17	1,268,490,665	5,860,427	65,319,472	-	-	-	-	65,319,472
2035	2036	18	1,344,084,104	6,209,669	71,529,140	-	-	-	-	71,529,140
2036	2037	19	1,424,213,151	6,579,865	78,109,005	-	-	-	-	78,109,005
2037	2038	20	1,509,149,940	6,972,273	85,081,278	-	-	-	-	85,081,278
				\$ 85,081,278						

Notes:

- (1) Based on initial value of as per TIRZ Ordinance No. 752.
- (2) Based on the City of Southlake Total Tax Rate as of Tax Year 2017
- (3) City of Southlake reserves the right to issue debt repaid by TIRZ revenue in the future
- (4) Represents cash available to the City after debt service.

Exhibit B: Tax Increment Reinvestment Zone Analysis

Carroll Independent School District
Estimated Tax Revenues Coverage Calculation
 As of July 25, 2018

<u>A</u>	<u>B</u>	<u>C</u>	<u>D</u>	<u>E</u>		<u>G</u>	<u>H</u>	<u>I</u>	<u>J</u>	<u>K</u>
Tax Year	Fiscal Year Ending 30-Sep	TIRZ Year	Total Incremental TIRZ TAV Increase	Carroll ISD Estimated Tax Revenue ⁽²⁾		Series XX Issuance Projected Total D/S	Series XX Issuance Projected Total D/S	Series XX Issuance Projected Total D/S	Projected NET Total D/S	Surplus/ (Deficit) Cash After D/S ⁽³⁾
				Annual	Cumulative					
Base Year	1998	n/a	\$ 8,600,000 ⁽¹⁾	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
2018	2019	1	504,551,278	5,247,333	5,247,333	-	-	-	-	5,247,333
2019	2020	2	534,308,355	5,556,807	10,804,140	-	-	-	-	10,804,140
2020	2021	3	565,850,856	5,884,849	16,688,989	-	-	-	-	16,688,989
2021	2022	4	599,285,907	6,232,573	22,921,563	-	-	-	-	22,921,563
2022	2023	5	634,727,062	6,601,161	29,522,724	-	-	-	-	29,522,724
2023	2024	6	672,294,685	6,991,865	36,514,589	-	-	-	-	36,514,589
2024	2025	7	712,116,367	7,406,010	43,920,599	-	-	-	-	43,920,599
2025	2026	8	754,327,349	7,845,004	51,765,603	-	-	-	-	51,765,603
2026	2027	9	799,070,990	8,310,338	60,075,942	-	-	-	-	60,075,942
2027	2028	10	846,499,249	8,803,592	68,879,534	-	-	-	-	68,879,534
2028	2029	11	896,773,204	9,326,441	78,205,975	-	-	-	-	78,205,975
2029	2030	12	950,063,596	9,880,661	88,086,637	-	-	-	-	88,086,637
2030	2031	13	1,006,551,412	10,468,135	98,554,771	-	-	-	-	98,554,771
2031	2032	14	1,066,428,497	11,090,856	109,645,628	-	-	-	-	109,645,628
2032	2033	15	1,129,898,206	11,750,941	121,396,569	-	-	-	-	121,396,569
2033	2034	16	1,197,176,099	12,450,631	133,847,200	-	-	-	-	133,847,200
2034	2035	17	1,268,490,665	13,192,303	147,039,503	-	-	-	-	147,039,503
2035	2036	18	1,344,084,104	13,978,475	161,017,978	-	-	-	-	161,017,978
2036	2037	19	1,424,213,151	14,811,817	175,829,795	-	-	-	-	175,829,795
2037	2038	20	1,509,149,940	15,695,159	191,524,954	-	-	-	-	191,524,954
				\$ 191,524,954						

Notes:

- (1) Based on initial value of as per TIRZ Ordinance No. 752.
- (2) Based on the Carroll Independent School District M&O Tax Rate as of Tax Year 2017
- (3) Represents cash available to the District after debt service.

Exhibit C: Proposed Project Costs

	<u>General Infrastructure</u>	<u>Educational Projects</u>	<u>Educational Infrastructure</u>	<u>School Improvement Projects</u>
<u>Public Building and Facilities</u>				
Parking Facilities	6,000,000			
Educational Facility			5,088,235	82,596,257
Pedestrian Connectivity	5,000,000			
Visitor Amenity Center	2,000,000			
<u>Public Parks</u> (includes land acquisition, special structures, landscaping and trails)	7,400,726			
<u>Technology Infrastructure</u>	2,628,283			
<u>General Infrastructure</u> (includes water utilities, sewer utilities, stormwater, streets and curbs, traffic control, sidewalks/streetscape, demolition and excavation, earthwork/grading and engineering/contingency)	14,444,000			
<u>Operational and Maintenance</u>				
Joint City/County Facility	3,976,654			
Infrastructure and Asset Maintenance	15,595,778			
Public Space Maintenance	17,521,305			
Park Maintenance	4,084,863			
Educational Facility		10,911,765		82,400,000
TOTAL COST	78,651,609	10,911,765	5,088,235	164,996,257

The educational projects and infrastructure include a Middle School, Intermediate School, Elementary School, Transportation Facility and Multipurpose Stadium located within the TIRZ boundaries.

Exhibit D: Listing of Southlake TIRZ #1 Properties

Property Address	Acres	Land SF	Year Built	Structure SF	Account No.	Owner Name	Owner Address	Owner Address: State, City and Zip
1400 PLAZA PL	3.7148	161,817	2005	242,000	41042271	H & C SOUTHLAKE HILTON LLC	4119 MASSARD RD	FORT SMITH AR 72903-6223
1430 DIVISION ST	2.6199	114,126	2006	-	41042506	SLTS GRAND AVENUE LP	2021 SPRING RD STE 200	OAK BROOK IL 60523-1845
1410 PLAZA PL	0.2396	10,441	2006	-	41042336	SLTS GRAND AVENUE LP	2021 SPRING RD STE 200	OAK BROOK IL 60523-1845
1420 PLAZA PL	0.4052	17,654	2006	8,184	41042344	SLTS GRAND AVENUE LP	2021 SPRING RD STE 200	OAK BROOK IL 60523-1845
1430 PLAZA PL	0.7182	31,287	2006	35,500	41042425	SLTS GRAND AVENUE LP	2021 SPRING RD STE 200	OAK BROOK IL 60523-1845
1440 PLAZA PL	0.4966	21,636	2006	10,300	41042433	SLTS GRAND AVENUE LP	2021 SPRING RD STE 200	OAK BROOK IL 60523-1845
1411 PLAZA PL	0.2338	10,188	2006	-	41042298	SLTS GRAND AVENUE LP	2021 SPRING RD STE 200	OAK BROOK IL 60523-1845
1446 PLAZA PL	0.2048	8,924	2006	-	41042441	SLTS GRAND AVENUE LP	2021 SPRING RD STE 200	OAK BROOK IL 60523-1845
1450 PLAZA PL	2.8947	126,094	2006	65,840	41042468	SLTS GRAND AVENUE LP	2021 SPRING RD STE 200	OAK BROOK IL 60523-1845
410 GRAND AVE W	0.3679	16,030	2006	16,160	41042301	SLTS GRAND AVENUE LP	2021 SPRING RD STE 200	OAK BROOK IL 60523-1845
371 STATE ST	1.9101	83,206	2006	-	41293428	SLTS GRAND AVENUE LP	2021 SPRING RD STE 200	OAK BROOK IL 60523-1845
331 N CARROLL AVE	2.2800	99,317	2000	37,961	7513933	TOWN SQUARE VENTURES LP	2021 SPRING RD STE 200	OAK BROOK IL 60523-1845
300 STATE ST	2.8699	125,017	2000	21,187	7513941	UNITED STATES POSTAL SERVICE	475 LENFANT PLZ SW	WASHINGTON DC 20260-0004
1431 PLAZA PL	0.2360	10,283	2006	7,647	41042352	SLTS GRAND AVENUE LP	2021 SPRING RD STE 200	OAK BROOK IL 60523-1845
400 GRAND AVE W	0.3679	16,030	2006	16,160	41042301	SLTS GRAND AVENUE LP	2021 SPRING RD STE 200	OAK BROOK IL 60523-1845
351 STATE ST	1.9178	83,542	2006	306,052	41293436	SOUTHLAKE, CITY OF	1400 MAIN ST STE 440	SOUTHLAKE TX 76092-7642
429 GRAND AVE E	0.3925	17,101	2006	15,736	41042484	SLTS GRAND AVENUE LP	2021 SPRING RD STE 200	OAK BROOK IL 60523-1845
399 GRAND AVE W	0.3429	14,941	2006	-	41042360	SOUTHLAKE, CITY OF	1400 MAIN ST STE 440	SOUTHLAKE TX 76092-7642
1445 PLAZA PL	0.1991	8,675	2006	-	41042476	SLTS GRAND AVENUE LP	2021 SPRING RD STE 200	OAK BROOK IL 60523-1845
310 GRAND AVE W	0.3915	17,058	2006	16,511	41293401	SLTS GRAND AVENUE II LP	2021 SPRING RD STE 200	OAK BROOK IL 60523-1845
389 GRAND AVE W	0.0100	436	2006	-	41042387	SLTS GRAND AVENUE LP	2021 SPRING RD STE 200	OAK BROOK IL 60523-1845
1695 E SH 114	0.3440	14,985	0	-	4039548	H D DEVELOPMENT PROPERTIES LP	PO BOX 105842	ATLANTA GA 30348-5842
379 GRAND AVE W	0.0100	436	2006	-	41042395	SLTS GRAND AVENUE LP	2021 SPRING RD STE 200	OAK BROOK IL 60523-1845
388 GRAND AVE E	0.0100	436	2006	-	41042409	SLTS GRAND AVENUE LP	2021 SPRING RD STE 200	OAK BROOK IL 60523-1845
378 GRAND AVE E	0.0100	436	2006	-	41042417	SLTS GRAND AVENUE LP	2021 SPRING RD STE 200	OAK BROOK IL 60523-1845
300 VILLAGE CENTER DR	11.5275	502,138	1996	128,775	6936806	HD DEVELOPMENT PROPERTIEX LP	PO BOX 105842	ATLANTA GA 30348-5842
316 GRAND AVE W	0.2513	10,949	2006	10,363	41042379	SLTS GRAND AVENUE LP	2021 SPRING RD STE 200	OAK BROOK IL 60523-1845
327 GRAND AVE E	0.3927	17,108	2006	16,636	41042638	SLTS GRAND AVENUE LP	2021 SPRING RD STE 200	OAK BROOK IL 60523-1845

Exhibit D: Listing of Southlake TIRZ #1 Properties

Property Address	Acres	Land SF	Year Built	Structure SF	Account No	Owner Name	Owner Address	Owner Address: State, City and Zip	2017 Appraised Land Value	2017 Appraised Improvement Value	2017 Total Appraised Value
1400 PLAZA PL	3.7148	161,817	2005	242,000	41042271	H & C SOUTHLAKE HILTON LLC	4119 MASSARD RD	FCRT SMITH AR 72803-8223	\$ 1,618,170	\$ 35,058,880	\$ 36,677,050
1430 DIVISION ST	2.8199	114,126	2008	-	41042508	SLTS GRAND AVENUE LP	2021 SPRING RD STE 200	OAK BROOK IL 60523-1845	\$ 1,141,260	\$ -	\$ 1,141,260
1410 PLAZA PL	0.2386	10,441	2008	-	41042336	SLTS GRAND AVENUE LP	2021 SPRING RD STE 200	OAK BROOK IL 60523-1845	\$ 104,410	\$ -	\$ 104,410
1420 PLAZA PL	0.4052	17,654	2008	8,184	41042344	SLTS GRAND AVENUE LP	2021 SPRING RD STE 200	OAK BROOK IL 60523-1845	\$ 176,540	\$ 2,991,611	\$ 3,168,151
1430 PLAZA PL	0.7182	31,287	2008	35,500	41042425	SLTS GRAND AVENUE LP	2021 SPRING RD STE 200	OAK BROOK IL 60523-1845	\$ 312,870	\$ 5,942,299	\$ 6,255,169
1440 PLAZA PL	0.4966	21,636	2008	10,300	41042433	SLTS GRAND AVENUE LP	2021 SPRING RD STE 200	OAK BROOK IL 60523-1845	\$ 216,360	\$ 4,540,012	\$ 4,756,372
1411 PLAZA PL	0.2338	10,188	2008	-	41042298	SLTS GRAND AVENUE LP	2021 SPRING RD STE 200	OAK BROOK IL 60523-1845	\$ 101,880	\$ -	\$ 101,880
1446 PLAZA PL	0.2048	8,924	2008	-	41042441	SLTS GRAND AVENUE LP	2021 SPRING RD STE 200	OAK BROOK IL 60523-1845	\$ 89,240	\$ -	\$ 89,240
1450 PLAZA PL	2.8947	126,094	2008	85,840	41042488	SLTS GRAND AVENUE LP	2021 SPRING RD STE 200	OAK BROOK IL 60523-1845	\$ 1,260,940	\$ 8,598,708	\$ 9,844,648
410 GRAND AVE W	0.3879	16,030	2008	16,160	41042301	SLTS GRAND AVENUE LP	2021 SPRING RD STE 200	OAK BROOK IL 60523-1845	\$ 160,300	\$ 5,466,795	\$ 5,627,095
371 STATE ST	1.9101	83,208	2008	-	41283428	SLTS GRAND AVENUE LP	2021 SPRING RD STE 200	OAK BROOK IL 60523-1845	\$ 832,000	\$ -	\$ 832,000
331 N CARROLL AVE	2.2800	99,317	2000	37,861	7513933	TOWN SQUARE VENTURES LP	2021 SPRING RD STE 200	OAK BROOK IL 60523-1845	\$ 993,170	\$ 6,694,998	\$ 7,688,168
300 STATE ST	2.8899	125,017	2000	21,187	7513941	UNITED STATES POSTAL SERVICE	475 LENFANT PLZ SW	WASHINGTON DC 20268-0004	\$ 1,000,136	\$ 3,404,066	\$ 4,404,202
1431 PLAZA PL	0.2360	10,283	2008	7,647	41042352	SLTS GRAND AVENUE LP	2021 SPRING RD STE 200	OAK BROOK IL 60523-1845	\$ 102,830	\$ 3,421,554	\$ 3,524,384
400 GRAND AVE W	0.3879	16,030	2008	16,160	41042301	SLTS GRAND AVENUE LP	2021 SPRING RD STE 200	OAK BROOK IL 60523-1845	\$ 160,300	\$ 5,466,795	\$ 5,627,095
351 STATE ST	1.9178	83,542	2008	306,052	41283436	SOUTHLAKE, CITY OF	1400 MAIN ST STE 440	SOUTHLAKE TX 76092-7642	\$ 668,396	\$ 40,759,761	\$ 41,428,097
429 GRAND AVE E	0.3825	17,101	2008	15,738	41042484	SLTS GRAND AVENUE LP	2021 SPRING RD STE 200	OAK BROOK IL 60523-1845	\$ 171,010	\$ 5,497,599	\$ 5,668,609
389 GRAND AVE W	0.3428	14,941	2008	-	41042380	SOUTHLAKE, CITY OF	1400 MAIN ST STE 440	SOUTHLAKE TX 76092-7642	\$ 143,410	\$ 34,300	\$ 183,710
1445 PLAZA PL	0.1981	8,675	2008	-	41042478	SLTS GRAND AVENUE LP	2021 SPRING RD STE 200	OAK BROOK IL 60523-1845	\$ 86,750	\$ -	\$ 86,750
310 GRAND AVE W	0.3915	17,058	2008	16,511	41283401	SLTS GRAND AVENUE II LP	2021 SPRING RD STE 200	OAK BROOK IL 60523-1845	\$ 170,580	\$ 5,778,607	\$ 5,949,187
389 GRAND AVE W	0.0100	436	2008	-	41042387	SLTS GRAND AVENUE LP	2021 SPRING RD STE 200	OAK BROOK IL 60523-1845	\$ 4,360	\$ -	\$ 4,360
1885 E SH 114	0.3440	14,885	0	-	4039548	H D DEVELOPMENT PROPERTIES LP	PO BOX 105842	ATLANTA GA 30348-5842	\$ 74,925	\$ -	\$ 74,925
379 GRAND AVE W	0.0100	436	2008	-	41042395	SLTS GRAND AVENUE LP	2021 SPRING RD STE 200	OAK BROOK IL 60523-1845	\$ 4,360	\$ -	\$ 4,360
389 GRAND AVE E	0.0100	436	2008	-	41042409	SLTS GRAND AVENUE LP	2021 SPRING RD STE 200	OAK BROOK IL 60523-1845	\$ 4,360	\$ -	\$ 4,360
378 GRAND AVE E	0.0100	436	2008	-	41042417	SLTS GRAND AVENUE LP	2021 SPRING RD STE 200	OAK BROOK IL 60523-1845	\$ 4,360	\$ -	\$ 4,360
300 VILLAGE CENTER DR	11.5275	502,138	1998	128,775	8838808	HD DEVELOPMENT PROPERTIES LP	PO BOX 105842	ATLANTA GA 30348-5842	\$ 2,510,690	\$ 3,078,310	\$ 5,589,000
318 GRAND AVE W	0.2519	10,949	2008	10,363	41042379	SLTS GRAND AVENUE LP	2021 SPRING RD STE 200	OAK BROOK IL 60523-1845	\$ 109,490	\$ 3,624,997	\$ 3,734,887
327 GRAND AVE E	0.3927	17,108	2008	16,838	41042638	SLTS GRAND AVENUE LP	2021 SPRING RD STE 200	OAK BROOK IL 60523-1845	\$ 171,080	\$ 5,023,170	\$ 5,994,250
286 GRAND AVE	0.5423	23,625	2008	33,978	41283398	SLTS GRAND AVENUE II LP	2021 SPRING RD STE 200	OAK BROOK IL 60523-1845	\$ 236,250	\$ 11,811,056	\$ 12,047,306
1401 FEDERAL WAY	2.3453	102,184	2008	-	41042581	SLTS GRAND AVENUE LP	2021 SPRING RD STE 200	OAK BROOK IL 60523-1845	\$ 1,021,640	\$ -	\$ 1,021,640
1451 FEDERAL WAY	1.3974	60,875	2008	234,576	41042611	SOUTHLAKE, CITY OF	1400 MAIN ST STE 440	SOUTHLAKE TX 76092-7642	\$ 608,750	\$ 8,212,787	\$ 8,821,537
1571 MAIN ST	0.0902	3,932	2008	3,208	41281842	MIDDLE, PATRICIA A	1571 MAIN ST	SOUTHLAKE TX 76092	\$ 300,000	\$ 364,476	\$ 664,476
251 GRAND AVE	0.5933	25,848	2008	39,125	41042646	SLTS GRAND AVENUE LP	2021 SPRING RD STE 200	OAK BROOK IL 60523-1845	\$ 258,460	\$ 6,540,568	\$ 6,799,028
350 CENTRAL AVE	0.6026	26,253	2008	-	41042603	SLTS GRAND AVENUE LP	2021 SPRING RD STE 200	OAK BROOK IL 60523-1845	\$ 262,530	\$ -	\$ 262,530
1240 MAIN ST	0.0000	176,853	1998	-	42197056	TOWN SQUARE VENTURES LP	2021 SPRING RD STE 200	OAK BROOK IL 60523-1845	\$ 1,768,530	\$ -	\$ 1,768,530

Exhibit D: Listing of Southlake TIRZ #1 Properties

Property Address	Acres	Land SF	Year Built	Structure SF	Account No	Owner Name	Owner Address	Owner Address: State, City and Zip	2017 Appraised Land Value	2017 Appraised Improvement Value	2017 Total Appraised Value
1422 MAIN ST	0.8800	29,621	1998	55,368	7927578	TOWN SQUARE VENTURES LP	2021 SPRING RD STE 200	OAK BROOK IL 60523-1845	\$ 296,210	\$ 13,481,447	\$ 13,777,657
1256 MAIN ST	0.8800	29,621	1998	54,877	7927509	TOWN SQUARE VENTURES LP	2021 SPRING RD STE 200	OAK BROOK IL 60523-1845	\$ 296,210	\$ 12,613,846	\$ 12,910,056
200 N KIMBALL AVE	16.5095	719,153	2004	136,358	6717834	INLAND WESTERN SLAKE CORNERS K	PO BOX 9273	OAK BROOK IL 60522	\$ 8,270,271	\$ 21,595,729	\$ 29,866,000
1200 MAIN ST	0.5899	25,700	1998	23,976	7927525	TOWN SQUARE VENTURES LP	2021 SPRING RD STE 200	OAK BROOK IL 60523-1845	\$ 257,000	\$ 9,851,690	\$ 10,108,690
1400 MAIN ST	0.6987	30,000	2000	71,568	7321562	SOUTHLAKE, CITY OF	1400 MAIN ST STE 440	SOUTHLAKE TX 76092-7642	\$ 240,000	\$ 9,693,858	\$ 9,933,858
1480 MAIN ST	0.5033	21,927	1998	35,527	41042573	TOWN SQUARE VENTURES LP	2021 SPRING RD STE 200	OAK BROOK IL 60523-1845	\$ 213,270	\$ 5,632,906	\$ 5,846,176
1568 MAIN ST	0.0599	2,612	2005	3,268	41007271	BUCK, LARRY	1568 MAIN ST	SOUTHLAKE TX 76092	\$ 500,000	\$ 293,194	\$ 793,194
1566 MAIN ST	0.0599	2,612	2005	3,139	41007298	HAWTON, DEREK AUBREY	1566 MAIN ST	SOUTHLAKE TX 76092-7654	\$ 500,000	\$ 279,000	\$ 779,000
1564 MAIN ST	0.0599	2,612	2005	3,139	41007301	COOKS, ROBERT	29A WEYBRIDGE PK	SURREY	\$ 500,000	\$ 293,378	\$ 793,378
1562 MAIN ST	0.0599	2,612	2005	3,269	41007328	ALEXANDER, STANLEY	1562 MAIN ST	SOUTHLAKE TX 76092-7654	\$ 500,000	\$ 328,000	\$ 828,000
1560 MAIN ST	0.0800	3,485	2005	3,794	41007336	CARDILLO, VALENTINO	1560 MAIN ST	SOUTHLAKE TX 76092-7654	\$ 500,000	\$ 329,104	\$ 829,104
1534 MAIN ST	0.0859	3,745	2005	3,249	41008968	OVERSTREET, MELINDA C	1534 MAIN ST	SOUTHLAKE TX 76092-7654	\$ 500,000	\$ 340,432	\$ 840,432
1532 MAIN ST	0.0711	3,099	2005	2,903	41008976	SMITH, RYAN	5700 BROOK DR	EDINA MN 55439	\$ 500,000	\$ 943,055	\$ 843,055
1514 MAIN ST	0.0711	3,099	2005	3,269	41007077	POSEY, JAMES H	1514 MAIN ST	SOUTHLAKE TX 76092-7654	\$ 500,000	\$ 250,000	\$ 750,000
1500 MAIN ST	0.1399	6,098	2008	5,283	41007131	DURANT, TOM	1908 E HWY 377	GRANBURY TX 76049-5949	\$ 750,000	\$ 404,000	\$ 1,154,000
1512 MAIN ST	0.0711	3,099	2005	3,139	41007085	SHAFER, KENNETH	1512 MAIN ST	SOUTHLAKE TX 76092	\$ 500,000	\$ 215,000	\$ 715,000
1510 MAIN ST	0.0711	3,099	2005	3,139	41007093	CLUNTSMAN, BRYAN	1510 MAIN ST	SOUTHLAKE TX 76092	\$ 500,000	\$ 333,183	\$ 833,183
1508 MAIN ST	0.0711	3,099	2005	3,139	41007107	SCHIRLE, MATTHEW	1512 MAIN ST	SOUTHLAKE TX 76092-7654	\$ 500,000	\$ 270,378	\$ 770,378
1506 MAIN ST	0.0711	3,099	2005	3,139	41007115	WARE, DEMARCUS O	1506 MAIN ST	SOUTHLAKE TX 76092-7654	\$ 500,000	\$ 347,355	\$ 847,355
1504 MAIN ST	0.0711	3,099	2005	3,139	41007123	JULIA, THOMAS	1504 MAIN ST	SOUTHLAKE TX 76092-7654	\$ 500,000	\$ 333,183	\$ 833,183
1230 MAIN ST	0.2899	12,632	1998	11,913	7927617	TOWN SQUARE VENTURES LP	2021 SPRING RD STE 200	OAK BROOK IL 60523-1845	\$ 126,320	\$ 5,290,429	\$ 5,416,749
200 VILLAGE CENTER DR	4.6959	204,122	1998	34,194	6936792	COLE MP FM PORTFOLIO LLC	2325 E CAMELBACK RD STE 1100	PHOENIX AZ 85016-9078	\$ 1,020,610	\$ 2,029,390	\$ 3,050,000
1585 MAIN ST	0.1300	5,663	0	-	41007263	BROWNSTONES AT TOWN SQUARE	9001 AIRPORT FWY STE 450	NORTH RICHLAND HILLS TX 76180	\$ 1	\$ -	\$ 1
179 SUMMIT AVE	0.0899	3,920	2005	3,249	41007255	KEMPS, STEVEN J	179 SUMMIT AVE	SOUTHLAKE TX 76092-6470	\$ 500,000	\$ 365,432	\$ 865,432
1501 MAIN ST	2.0543	89,487	0	-	41391438	SOUTHLAKE, CITY OF	1400 MAIN ST STE 440	SOUTHLAKE TX 76092-7642	\$ 894,670	\$ -	\$ 894,670
177 SUMMIT AVE	0.0899	3,049	2005	3,268	41007247	RYNE, WALLACE R	177 SUMMIT AVE	SOUTHLAKE TX 76092-6470	\$ 500,000	\$ 362,000	\$ 862,000
1429 MAIN ST	0.3199	13,939	1998	13,402	7927649	TOWN SQUARE VENTURES LP	2021 SPRING RD STE 200	OAK BROOK IL 60523-1845	\$ 139,390	\$ 5,614,908	\$ 5,754,198
141 GRAND AVE	3.8391	-	1998	21,546	42078499	TOWN SQUARE VENTURES LP	2021 SPRING RD STE 200	OAK BROOK IL 60523-1845	\$ 1,985,590	\$ 4,439,935	\$ 6,025,465
181 GRAND AVE	0.3999	16,988	1998	31,317	7927606	TOWN SQUARE VENTURES LP	2021 SPRING RD STE 200	OAK BROOK IL 60523-1845	\$ 169,880	\$ 8,476,996	\$ 8,646,876
1400 FOUNTAIN PL	0.9195	35,700	2000	-	7321570	SOUTHLAKE, CITY OF	1400 MAIN ST STE 440	SOUTHLAKE TX 76092-7642	\$ 265,000	\$ -	\$ 265,000
180 STATE ST	0.4100	17,800	1998	32,943	7927460	TOWN SQUARE VENTURES LP	2021 SPRING RD STE 200	OAK BROOK IL 60523-1845	\$ 178,000	\$ 8,275,140	\$ 8,453,140
1235 MAIN ST	0.3300	14,375	1998	13,597	7927495	TOWN SQUARE VENTURES LP	2021 SPRING RD STE 200	OAK BROOK IL 60523-1845	\$ 143,750	\$ 5,690,685	\$ 5,834,435
175 SUMMIT AVE	0.0899	3,049	2005	3,268	41007239	JACKSON, CHARLES B	175 SUMMIT AVE	SOUTHLAKE TX 76092-6470	\$ 500,000	\$ 341,627	\$ 841,627
173 SUMMIT AVE	0.0899	3,049	2005	3,021	41007220	RODGERS, KACY	173 SUMMIT AVE	SOUTHLAKE TX 76092-6470	\$ 500,000	\$ 375,929	\$ 875,929
171 SUMMIT AVE	0.0899	3,049	2005	3,139	41007212	PEDDICORD, MERRI J	171 SUMMIT AVE	SOUTHLAKE TX 76092-6470	\$ 500,000	\$ 270,378	\$ 770,378

Exhibit D: Listing of Southlake TIRZ #1 Properties

Property Address	Acres	Land SF	Year Built	Structure SF	Account No.	Owner Name	Owner Address	Owner Address: State, City and Zip
2130 E SOUTHLAKE BLVD	0.8129	35,414	1997	2,829	6985696	WENDY'S PROPERTIES LLC	1 DAVE THOMAS BLVD	DUBLIN OH 43017
1430 E SOUTHLAKE BLVD	0.1899	8,276	1998	21,595	7927622	TOWN SQUARE VENTURES LP	2021 SPRING RD STE 200	OAK BROOK IL 60523-1845
924 S CARROLL AVE	1.0500	45,738	1966	2,174	4743962	POND, CHERYL A	1925 FAIRWAY BEND DR	HASLET TX 76052-2803
944 S CARROLL AVE	0.3390	14,766	1965	-	6861954	FIRST BAPTIST CHURCH SOUTHLAKE	940 S CARROLL AVE	SOUTHLAKE TX 76092-8778
960 S CARROLL AVE	0.0080	348	0	-	6994822	BOREN, VALORIE	1000 BREEZE WAY	SOUTHLAKE TX 76092
1591 MAIN ST	0.0788	3,433	2006	2,973	41282043	JONES, BRENT M	1591 MAIN ST	SOUTHLAKE TX 76092-7655
1589 MAIN ST	0.0761	3,315	2006	3,155	41282035	LITWAK, DAVID	1589 MAIN ST	SOUTHLAKE TX 76092
1587 MAIN ST	0.0761	3,315	2006	3,155	41282027	MYERS, WADE	1587 MAIN ST	SOUTHLAKE TX 76092
1585 MAIN ST	0.0761	3,315	2006	3,199	41282019	LEAF, MAKRAM J	1585 MAIN ST	SOUTHLAKE TX 76092-7655
1583 MAIN ST	0.0761	3,315	2006	3,535	41282000	BROOME, CARY	3220 BEACH VIEW WAY	MELBOURNE BEACH FL 32951
1581 MAIN ST	0.0761	3,315	2006	3,535	41281993	GREER, KEN	1581 MAIN ST	SOUTHLAKE TX 76092
1579 MAIN ST	0.0761	3,315	2006	3,374	41281985	PLOTT, RONALD T	1579 MAIN ST	SOUTHLAKE TX 76092-7655
1577 MAIN ST	0.0761	3,315	2006	3,199	41281977	PAK, YOUNG	1577 MAIN ST	SOUTHLAKE TX 76092
1575 MAIN ST	0.0761	3,315	2006	3,471	41281969	ITL LABORATORIES LLC	11496 LUNA RD STE 900	FARMERS BRANCH TX 75234
1573 MAIN ST	0.0761	3,315	2006	3,411	41281950	ANGELUNA PROPERTIES LLC	1301 REGENCY CT	SOUTHLAKE TX 76092-9514
145 CENTRAL AVE	0.0866	3,773	0	-	41345568	SOUTHLAKE, CITY OF	1400 MAIN ST STE 440	SOUTHLAKE TX 76092-7642
125 CENTRAL AVE	0.3902	16,999	0	-	41345533	SILTS BLOCK 22 LP	1256 MAIN ST STE 240	SOUTHLAKE TX 76092-7624
1540 E SOUTHLAKE BLVD	0.4758	20,728	2007	8,092	41345509	TOWN SQUARE VENTURES IV LP	2021 SPRING RD STE 200	OAK BROOK IL 60523-1845
1500 E SOUTHLAKE BLVD	0.2415	10,520	2007	6,133	41424492	TOWN SQUARE VENTURES IV LP	2021 SPRING RD STE 200	OAK BROOK IL 60523-1845
1215 E CONTINENTAL BLVD	0.8010	34,891	1950	904	4498798	WRIGHT, JOE L	601 W WALL ST	GRAPEVINE TX 76051-5205
1080 S CARROLL AVE	5.0060	218,061	0	-	6955851	SOUTHLAKE, CITY OF	1400 MAIN ST STE 440	SOUTHLAKE TX 76092-7642
1281 E SH 114	1.1521	50,188	2012	7,101	41509811	SL/JOR LLC	4831 MERLOT AVE # 320	GRAPEVINE TX 76051
1070 S KIMBALL AVE	0.0000	1,050,238	2015	338,952	42033690	KTR DFW II LLC	1800 WAZEE ST	DENVER CO 80202
1050 S CARROLL AVE	15.0440	655,316	2000	83,600	7818564	CARROLL, ISD	2400 N CARROLL AVE	SOUTHLAKE TX 76092-3105
601 SILICON DR	3.4429	149,977	0	-	7839723	CARROLL, ISD	2400 N CARROLL AVE	SOUTHLAKE TX 76092-3105
2120 E SOUTHLAKE BLVD	7.3039	318,159	1996	58,238	41645138	EQYINVEST OWNER II LTD LLP	4125 NW 88TH AVE	SUNRISE FL 33351-6005
2110 E SOUTHLAKE BLVD	5.7734	251,493	1996	62,550	41645111	EQYINVEST OWNER II LTD LLP	4125 NW 88TH AVE	SUNRISE FL 33351-6005
140 STATE ST	3.3013	143,808	1998	-	41688651	TOWN SQUARE VENTURES LP	2021 SPRING RD STE 200	OAK BROOK IL 60523-1845

Exhibit D: Listing of Southlake TIRZ #1 Properties

Property Address	Acres	Land SF	Year Built	Structure SF	Account No.	Owner Name	Owner Address	Owner Address: State, City and Zip
1200 E SOUTHLAKE BLVD	1.0112	44,049	1998	10,426	41688678	TOWN SQUARE VENTURES LP	2021 SPRING RD STE 200	OAK BROOK IL 60523-1845
400 S KIMBALL AVE	35.4681	1,544,992	2001	-	41448839	CARROLL, ISD	2400 N CARROLL AVE	SOUTHLAKE TX 76092-3105
1541 MEETING ST	0.0000	3,733	2015	4,363	42037750	DURANT, RICHARD H	1541 MEETING ST	SOUTHLAKE TX 76092
1543 MEETING ST	0.0000	3,041	2015	4,208	42037768	FIELDS, KAREN	1543 MEETING ST	SOUTHLAKE TX 76092
1545 MEETING ST	0.0000	3,489	2015	4,222	42037776	BRADLEY, ROSALIE	1545 MEETING ST	SOUTHLAKE TX 76092
1547 MEETING ST	0.0000	3,749	2016	4,132	42037784	RLH BROWNSTONES LLC	1038 TEXAN TRL	GRAPEVINE TX 76051
1557 MEETING ST	0.0000	6,872	0	-	42037831	DURANT, THOMAS	1500 MAIN ST	SOUTHLAKE TX 76092
1553 MEETING ST	0.0000	3,749	0	-	42037814	RLH BROWNSTONES LLC	1038 TEXAN TRL	GRAPEVINE TX 76051
1555 MEETING ST	0.0000	3,489	0	-	42037822	RLH BROWNSTONES LLC	1038 TEXAN TRL	GRAPEVINE TX 76051
208 PARK RIDGE BLVD	0.0000	2,181	0	-	42037849	BROWNSTONE AT TOWN SQUARE LP	16250 DALLAS PKWY STE 201	DALLAS TX 75248-2603
1549 MEETING ST	0.0000	3,041	2016	4,160	42037792	RLH BROWNSTONES LLC	1038 TEXAN TRL	GRAPEVINE TX 76051
1551 MEETING ST	0.0000	3,489	2016	4,174	42037806	RLH BROWNSTONES LLC	1038 TEXAN TRL	GRAPEVINE TX 76051
1580 MAIN ST	0.1193	5,200	0	-	41282051	BROWNSTONE AT TOWN SQUARE LP	16250 DALLAS PKWY STE 201	DALLAS TX 75248-2603
1586 MAIN ST	0.0776	3,381	2008	5,048	41451996	ARNOLD, WILLIAM	1586 MAIN ST	SOUTHLAKE TX 76092-7654
1689 E SH 114	0.7000	30,492	0	-	3873501	SHAMROCK PIPELINE CORP. THE	PO BOX 780339	SAN ANTONIO TX 78278-0339
1651 E SH 114	5.2920	230,519	0	-	7736916	SLTS LAND LP	1256 MAIN ST STE 240	SOUTHLAKE TX 76092-7624
1509 MEETING ST	0.0000	3,041	2015	4,160	42037571	SCHIMEK, CHRIS	1509 MEETING ST	SOUTHLAKE TX 76092
1501 MEETING ST	0.0000	7,093	0	-	42037539	KUZMICH, STEPHEN	PO BOX 8528	MIDLAND TX 79708
1507 MEETING ST	0.0000	3,752	2015	4,132	42037563	VAUGHN, DAVID	1507 MEETING ST	SOUTHLAKE TX 76092
1505 MEETING ST	0.0000	3,571	2015	4,132	42037555	GRISHAM, SHAWN M	1505 MEETING ST	SOUTHLAKE TX 76092
1516 MAIN ST	0.0711	3,099	2005	3,139	41007069	NELSON, KENNETH R	1516 MAIN ST	SOUTHLAKE TX 76092-7654
1518 MAIN ST	0.0711	3,099	2005	3,139	41007050	KIENAST, JOSEPH P	1518 MAIN ST	SOUTHLAKE TX 76092-7654
1530 MAIN ST	0.0711	3,099	2005	3,269	41006984	THE LIFE INC	1530 MAIN ST	SOUTHLAKE TX 76092
1511 MEETING ST	0.0000	3,489	2015	4,174	42037580	STEBBINS, PATRICIA	1511 MEETING ST	SOUTHLAKE TX 76092
1513 MEETING ST	0.0000	3,750	2016	4,132	42037598	CENTURION, GLORIA	1513 MEETING ST	SOUTHLAKE TX 76092
1515 MEETING ST	0.0000	3,041	2016	4,160	42037601	RLH BROWNSTONES LLC	1038 TEXAN TRL	GRAPEVINE TX 76051
1519 MEETING ST	0.0000	3,750	2015	4,132	42037628	ROEMER, GREGORY	1519 MEETING ST	SOUTHLAKE TX 76092
1517 MEETING ST	0.0000	3,489	2016	4,174	42037610	DURANT, C	1517 MEETING ST	SOUTHLAKE TX 76092

Exhibit D: Listing of Southlake TIRZ #1 Properties

Property Address	Acres	Land SF	Year Built	Structure SF	Account No.	Owner Name	Owner Address	Owner Address: State, City and Zip
198 SUMMIT AVE	0.1500	6,534	0	-	41007158	BROWNSTONES AT TOWN SQUARE	9001 AIRPORT FWY STE 450	NORTH RICHLAND HILLS TX 76180
1523 MEETING ST	0.0000	3,736	2015	4,363	42037644	DURANT, STORMY	1523 MEETING ST	SOUTHLAKE TX 76092
1521 MEETING ST	0.0000	3,041	2015	4,160	42037636	BARDWEKK STEVEN & CHRISTIE JOI	1521 MEETING ST	SOUTHLAKE TX 76092
351 CENTRAL AVE	0.0000	94,822	0	-	42037512	BROWNSTONE AT TOWN SQUARE LP	16250 DALLAS PKWY STE 201	DALLAS TX 75248-2603
301 CENTRAL AVE	0.0000	25,115	0	-	42037521	BROWNSTONE AT TOWN SQUARE LP	16250 DALLAS PKWY STE 201	DALLAS TX 75248-2603
1503 MEETING ST	0.0000	4,271	2015	4,174	42037547	Current Owner, Current Owner	Current Address	Current City
1520 MAIN ST	0.0711	3,099	2005	2,903	41007042	HALE, GENEVIEVE	PO BOX 92183	SOUTHLAKE TX 76092-0102
1522 MAIN ST	0.0711	3,099	2005	3,139	41007034	PEKOWSKI FAMILY 1998 TRUST	917 TALBOT TR	COLLEYVILLE TX 76034-8809
1524 MAIN ST	0.0711	3,099	2005	3,139	41007026	LEWIS, TERRY W	1524 MAIN ST	SOUTHLAKE TX 76092-7654
1528 MAIN ST	0.0711	3,099	2005	3,139	41006992	RAJ, ABHINANDAN	1528 MAIN ST	SOUTHLAKE TX 76092
1526 MAIN ST	0.0711	3,099	2005	3,139	41007018	WANG, TZUCHUNG S	1526 MAIN ST	SOUTHLAKE TX 76092-7654
115 CENTRAL AVE	1.6453	71,672	2007	-	41345541	TOWN SQUARE VENTURES IV LP	2021 SPRING RD STE 200	OAK BROOK ILL 60523-1845
1510 E SOUTHLAKE BLVD	0.9573	41,701	2007	23,190	41424484	TOWN SQUARE VENTURES IV LP	2021 SPRING RD STE 200	OAK BROOK ILL 60523-1845
199 SUMMIT AVE	0.1000	4,356	0	-	41007344	BROWNSTONES AT TOWN SQUARE OWN	9001 AIRPORT FWY STE 450	NORTH RICHLAND HILLS TX 76180
1578 MAIN ST	0.0000	6,941	0	-	42047585	PLOTT, R	1578 MAIN ST	SOUTHLAKE TX 76092
2311 CROOKED LN	2.8500	124,146	1977	4,776	4023889	KAPOSTA, AMERICA	2311 CROOKED LN	SOUTHLAKE TX 76092-8068
1085 S KIMBALL AVE	35.8011	1,559,500	0	-	7839715	CARROLL, ISD	2400 N CARROLL AVE	SOUTHLAKE TX 76092-3105
1201 E SH 114	7.2457	315,623	2014	42,645	41509803	GREENWAY-CARROLL OAKS LP	2808 FAIRMOUNT ST STE 100	DALLAS TX 75201-7622
600 STATE ST	3.8117	166,039	2009	55,840	41345495	SOUTHLAKE, CITY OF	1400 MAIN ST STE 440	SOUTHLAKE TX 76092-7642
207 PARK RIDGE BLVD	0.0000	4,356	0	-	42185317	BROWNSTONE AT TOWN SQUARE LP	16250 DALLAS PKWY STE 201	DALLAS TX 75248-2603
201 PARK RIDGE BLVD	0.1305	5,686	0	-	42212144	KUZMICH, STEPHEN	406 N MAIN ST	MIDLAND TX 79708
211 PARK RIDGE BLVD	0.0000	3,309	0	-	42185325	BROWNSTONE AT TOWN SQUARE LP	16250 DALLAS PKWY STE 201	DALLAS TX 75248-2603
215 PARK RIDGE BLVD	0.0000	3,009	0	-	42185333	BROWNSTONE AT TOWN SQUARE LP	16250 DALLAS PKWY STE 201	DALLAS TX 75248-2603
221 PARK RIDGE BLVD	0.0000	2,975	0	-	42185341	BROWNSTONE AT TOWN SQUARE LP	16250 DALLAS PKWY STE 201	DALLAS TX 75248-2603
225 PARK RIDGE BLVD	0.0000	2,975	0	-	42185350	BROWNSTONE AT TOWN SQUARE LP	16250 DALLAS PKWY STE 201	DALLAS TX 75248-2603
231 PARK RIDGE BLVD	0.0000	2,975	2016	5,249	42185368	RLH BROWNSTONES LLC	1038 TEXAN TRL	GRAPEVINE TX 76051
241 PARK RIDGE BLVD	0.0000	24,706	0	-	42185384	BROWNSTONE AT TOWN SQUARE LP	16250 DALLAS PKWY STE 201	DALLAS TX 75248-2603
235 PARK RIDGE BLVD	0.0000	3,524	2016	4,940	42185376	RLH BROWNSTONES LLC	1038 TEXAN TRL	GRAPEVINE TX 76051

Exhibit D: Listing of Southlake TIRZ #1 Properties

Property Address	Acres	Land SF	Year Built	Structure SF	Account No.	Owner Name	Owner Address	Owner Address: State, City and Zip
206 PARK RIDGE BLVD	0.1740	-	0	-	42166746	WARE, DEMARCUS O	1506 MAIN ST	SOUTHLAKE TX 76092-7654
1297 DIVISION ST	1.6374	71,327	0	-	41042255	SOUTHLAKE, CITY OF	1400 MAIN ST STE 440	SOUTHLAKE TX 76092-7642
1299 DIVISION ST	1.6206	70,596	0	-	41042263	SOUTHLAKE, CITY OF	1400 MAIN ST STE 440	SOUTHLAKE TX 76092-7642
581 STATE ST	0.0000	23,165	0	-	42189673	SLTS LAND LP	1256 MAIN ST STE 240	SOUTHLAKE TX 76092-7624
500 RESERVE ST	0.0000	12,144	0	-	42189657	SLTS LAND LP	1256 MAIN ST STE 240	SOUTHLAKE TX 76092-7624
1420 DIVISION ST	3.2793	142,846	2006	-	41042492	SLTS GRAND AVENUE LP	2021 SPRING RD STE 200	OAK BROOK IL 60523-1845
550 RESERVE ST	0.0000	103,877	2016	346,672	42189649	GPI-MT LP	5601 GRANITE PKWY STE 800	PLANO TX 75024
601 STATE ST	0.0000	115,119	0	-	42189665	SLTS LAND LP	1256 MAIN ST STE 240	SOUTHLAKE TX 76092-7624
1400 CIVIC PL	0.7600	33,106	1998	66,118	7927541	TOWN SQUARE VENTURES LP	2021 SPRING RD STE 200	OAK BROOK IL 60523-1845
1361 FEDERAL WAY	1.3646	59,443	2006	-	41293371	SLTS GRAND AVENUE II LP	2021 SPRING RD STE 200	OAK BROOK IL 60523-1845
301 STATE ST	0.4982	21,703	2006	40,270	41293363	SLTS GRAND AVENUE II LP	2021 SPRING RD STE 200	OAK BROOK IL 60523-1845
245 N CARROLL AVE	0.0000	-	0	-				

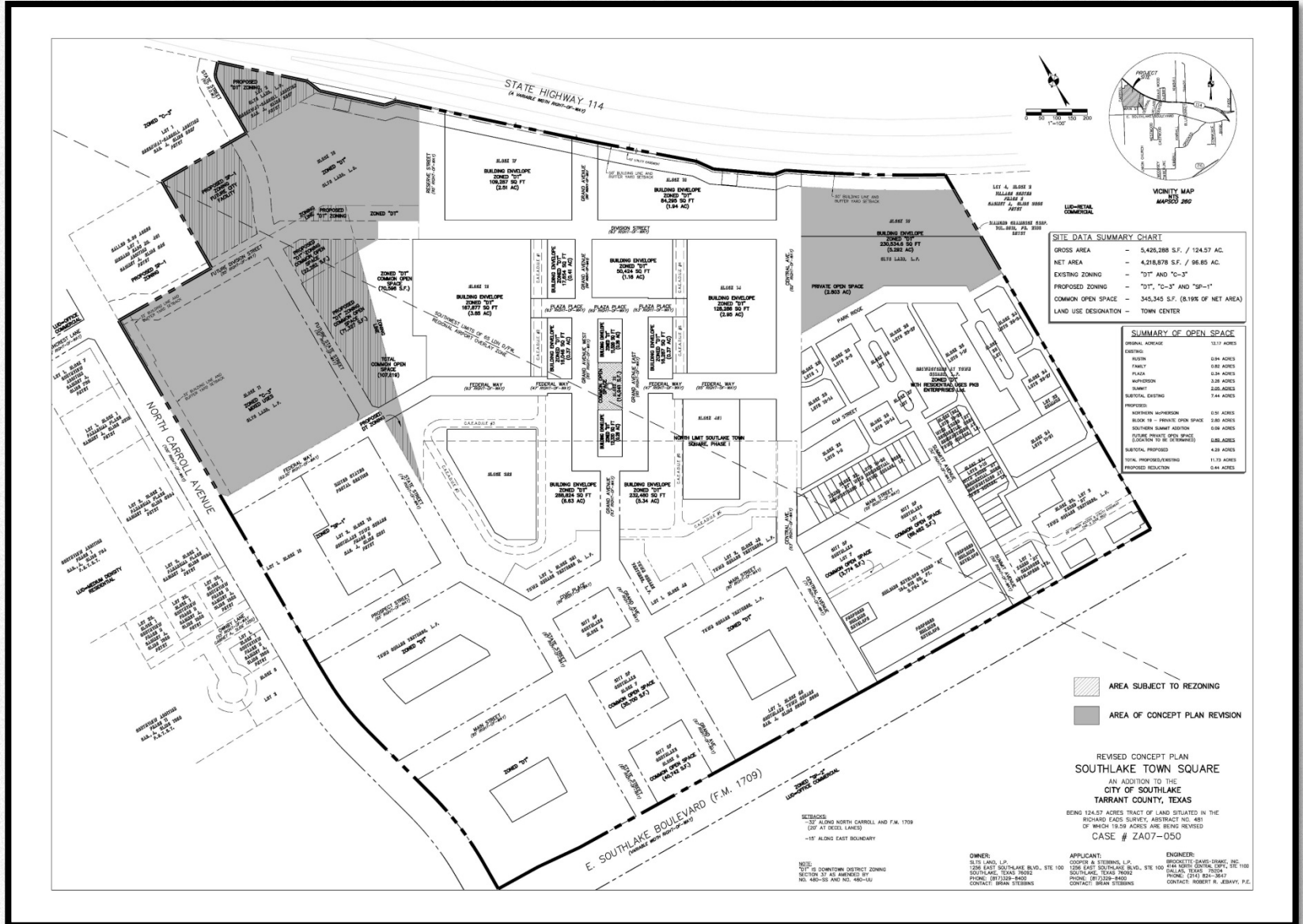
Exhibit E: Public Notice

In addition to the public hearing notification advertised in the Fort Worth Star Telegram shown below, notification letters were also sent to all property owners of record within the Zone.

ON SEPTEMBER 4, 2018,
IMMEDIATELY FOLLOWING
THE WORK SESSION, BUT NO
EARLIER THAN 7:00 P.M., THE
CITY COUNCIL WILL CONDUCT
A PUBLIC HEARING IN THE
COUNCIL CHAMBERS, LOCATED
AT 1400 MAIN STREET,
SOUTHLAKE, TEXAS ON THE
FOLLOWING ORDINANCE:

ORDINANCE NO. 1197
AN ORDINANCE OF THE CITY OF
SOUTHLAKE, TEXAS, APPROV-
ING AN AMENDED PROJECT
PLAN AND FINANCING PLAN
FOR TAX INCREMENT REIN-
VESTMENT ZONE NUMBER
ONE, CITY OF SOUTHLAKE,
TEXAS; EXTENDING THE TERM
OF THE REINVESTMENT ZONE;
PROVIDING SEVERABILITY
CLAUSE; AND PROVIDING AN
EFFECTIVE DATE.

Exhibit F: Town Square Concept Plan





CITY OF SOUTHLAKE TAX INCREMENT REINVESTMENT ZONE #1

AMENDED PROJECT AND FINANCING PLAN
AUGUST 7, 2018

*Updated by:
Alison Ortowski
Assistant City Manager*

*Sharen Jackson
Chief Financial Officer*