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TEXAS BOARD OF LEGAL SPECIALIZATION

JUSTIN DEMERATH

April 22, 2016

Local Government Assistance & Economic Analysis
Texas Comptroller of Public Accounts
P.O. Box 13528
Austin, Texas 78711-3528

RE: Application to the Tulosso-Midway Independent School District from CCI Corpus Christi LLC

(First Qualifying Year 2018)

To the Local Government Assistance & Economic Analysis Division:

By copy of this letter transmitting the application for review to the Comptroller's Office, the Tulosso-Midway Independent School District is notifying CCI Corpus Christi LLC of its intent to consider the application for appraised value limitation on qualified property should a positive certificate be issued by the Comptroller. The Applicant previously submitted an Application to the school district on November 3, 2014. The Application was assigned Comptroller Application Number 1037. The Applicant formally withdrew Application 1037.

The current application was submitted to the District on April 18, 2016. The Board voted to accept the Application on April 18, 2016.

The project is located in an enterprise zone. The Applicant has provided evidence that the area qualifies as an enterprise zone as defined by the Governor's office and a map that shows where the proposed project is located in relation to the Enterprise Zone.

The Applicant has requested Tab 5 and portion of Tab 11 of the Application be kept confidential. In accordance with 34 TAC 9.1053, the information that is the subject of this request is segregated from the supplemental materials submitted contemporaneously with this application, that is, the proprietary commercial information regarding the specific location of the possible project. The confidential materials are being submitted separately to protect against unintended disclosure. The public release of this information would reveal information which the company considers to

Letter to Local Government Assistance & Economic Analysis Division

April 22, 2016

Page 2 of 2

be a trade secret. Furthermore, the public production of this information would cause the company to suffer substantial competitive harm and weaken its position in competitive siting decisions.

A copy of the application will be submitted to the Nueces County Appraisal District.

Sincerely,

A handwritten signature in black ink, appearing to read 'Kevin O'Hanlon', written in a cursive style.

Kevin O'Hanlon
School District Consultant

Cc: Nueces County Appraisal District

CCI Corpus Christi LLC



Castleton Commodities International LLC
2200 Atlantic Street, Suite 800
Stamford, Connecticut 06902 – 6834

T 203 564 – 8100
F 203 564 – 8119

April 12, 2016
Dr. Suzanne J. Nelson, Superintendent
Tuloso-Midway ISD
9760 La Branch
Corpus Christi, Texas 78460

Dear Dr. Nelson:

CCI Corpus Christi, LLC (“CCI”) applied to the district for an Agreement for Limitation on Appraised Value of Qualified Property for School District Maintenance and Operations Taxes. The application was accepted by the Board of Trustees on November 3, 2014. The Texas Comptroller (“Comptroller”) deemed the application (#1037) to be complete on December 5, 2015 and issued a certificate recommendation letter package to Tuloso-Midway ISD on March 5, 2015. The certificate recommendation letter package allowed CCI and the district to execute an Agreement for Limitation on Appraised Value of Qualified Property within one year from March 5, 2015 provided that there is no change to the application.

Due to changing market conditions and planned revisions to the agreement form, CCI requested two extensions until March 4, 2016 to execute and agreement with the district. The Comptroller has ruled that this delay changes the years of the qualifying time period and thus requires a new application by CCI. CCI’s project timing has also changed such that the company will not be able to make the qualified investment within the qualifying time period as stated in the application approved by the district and the Comptroller.

CCI hereby notifies Tuloso-Midway ISD that it is withdrawing its application accepted by the district on November 3, 2014. CCI is submitting the new application attached to this letter and respectfully requests that the Board of Trustees accept this application and forward it promptly to the Comptroller for review.

Sincerely,

A handwritten signature in black ink, appearing to read "John Damasco", is written over the typed name and title.

John Damasco
Senior Vice President

TAB 1

Pages 1 through 9 of application.



Application for Appraised Value Limitation on Qualified Property (Tax Code, Chapter 313, Subchapter B or C)

Economic Development
and Analysis
Form 50-296-A

INSTRUCTIONS: This application must be completed and filed with the school district. In order for an application to be processed, the governing body (school board) must elect to consider an application, but — by Comptroller rule — the school board may elect to consider the application only after the school district has received a completed application. Texas Tax Code, Section 313.025 requires that any completed application and any supplemental materials received by the school district must be forwarded within seven days to the Comptroller of Public Accounts.

If the school board elects to consider the application, the school district must:

- notify the Comptroller that the school board has elected to consider the application. This notice must include:
 - the date on which the school district received the application;
 - the date the school district determined that the application was complete;
 - the date the school board decided to consider the application; and
 - a request that the Comptroller prepare an economic impact analysis of the application;
- provide a copy of the notice to the appraisal district;
- must complete the sections of the application reserved for the school district and provide information required in the Comptroller rules located at 34 Texas Administrative Code (TAC) Section 9.1054; and
- forward the original hard copy of the completed application to the Comptroller in a three-ring binder with tabs, as indicated on page 9 of this application, separating each section of the documents, in addition to an electronic copy on CD. See 34 TAC Chapter 9, Subchapter F.

The governing body may, at its discretion, allow the applicant to supplement or amend the application after the filing date, subject to the restrictions in 34 TAC Chapter 9, Subchapter F.

When the Comptroller receives the notice and required information from the school district, the Comptroller will publish all submitted application materials on its website. The Comptroller is authorized to treat some application information as confidential and withhold it from publication on the Internet. To do so, however, the information must be segregated and comply with the other requirements set out in the Comptroller rules. For more information, see guidelines on Comptroller's website.

The Comptroller will independently determine whether the application has been completed according to the Comptroller's rules (34 TAC Chapter 9, Subchapter F). If the Comptroller finds the application is not complete, the Comptroller will request additional materials from the school district. Pursuant to 9.1053(a)(1)(C), requested information shall be provided within 20 days of the date of the request. When the Comptroller determines that the application is complete, it will send the school district a notice indicating so. The Comptroller will determine the eligibility of the project, issue a certificate for a limitation on appraised value to the school board regarding the application and prepare an economic impact evaluation by the 90th day after the Comptroller receives a complete application—as determined by the Comptroller.

The school board must approve or disapprove the application not later than the 150th day after the application review start date (the date the application is finally determined to be complete), unless an extension is granted. The Comptroller and school district are authorized to request additional information from the applicant that is reasonably necessary to issue a certificate, complete the economic impact evaluation or consider the application at any time during the application review period.

Please visit the Comptroller's website to find out more about the program at www.texasahead.org/tax_programs/chapter313/. There are links to the Chapter 313 statute, rules, guidelines and forms. Information about minimum limitation values for particular districts and wage standards may also be found at that site.

SECTION 1: School District Information

1. Authorized School District Representative

Date Application Received by District

First Name

Last Name

Title

School District Name

Street Address

Mailing Address

City

State

ZIP

Phone Number

Fax Number

Mobile Number (optional)

Email Address

2. Does the district authorize the consultant to provide and obtain information related to this application? Yes No

SECTION 1: School District Information (continued)

3. Authorized School District Consultant (If Applicable)

First Name _____ Last Name _____

Title _____

Firm Name _____

Phone Number _____ Fax Number _____

Mobile Number (optional) _____ Email Address _____

4. On what date did the district determine this application complete?
5. Has the district determined that the electronic copy and hard copy are identical? Yes No

SECTION 2: Applicant Information

1. Authorized Company Representative (Applicant)

First Name _____ Last Name _____

Title _____ Organization _____

Street Address _____

Mailing Address _____

City _____ State _____ ZIP _____

Phone Number _____ Fax Number _____

Mobile Number (optional) _____ Business Email Address _____

2. Will a company official other than the authorized company representative be responsible for responding to future information requests? Yes No
- 2a. If yes, please fill out contact information for that person.

First Name _____ Last Name _____

Title _____ Organization _____

Street Address _____

Mailing Address _____

City _____ State _____ ZIP _____

Phone Number _____ Fax Number _____

Mobile Number (optional) _____ Business Email Address _____

3. Does the applicant authorize the consultant to provide and obtain information related to this application? Yes No

SECTION 2: Applicant Information (continued)

4. Authorized Company Consultant (If Applicable)

First Name _____ Last Name _____

Title _____

Firm Name _____

Phone Number _____ Fax Number _____

Business Email Address _____

SECTION 3: Fees and Payments

1. Has an application fee been paid to the school district? Yes No

The total fee shall be paid at time of the application is submitted to the school district. Any fees not accompanying the original application shall be considered supplemental payments.

1a. If yes, attach in **Tab 2** proof of application fee paid to the school district.

For the purpose of questions 2 and 3, "payments to the school district" include any and all payments or transfers of things of value made to the school district or to any person or persons in any form if such payment or transfer of thing of value being provided is in recognition of, anticipation of, or consideration for the agreement for limitation on appraised value.

2. Will any "payments to the school district" that you may make in order to receive a property tax value limitation agreement result in payments that are not in compliance with Tax Code §313.027(i)? Yes No N/A

3. If "payments to the school district" will only be determined by a formula or methodology without a specific amount being specified, could such method result in "payments to the school district" that are not in compliance with Tax Code §313.027(i)? Yes No N/A

SECTION 4: Business Applicant Information

1. What is the legal name of the applicant under which this application is made? _____

2. List the Texas Taxpayer I.D. number of entity subject to Tax Code, Chapter 171 (11 digits) _____

3. List the NAICS code _____

4. Is the applicant a party to any other pending or active Chapter 313 agreements? Yes No

4a. If yes, please list application number, name of school district and year of agreement

SECTION 5: Applicant Business Structure

1. Identify Business Organization of Applicant (corporation, limited liability corporation, etc) _____

2. Is applicant a combined group, or comprised of members of a combined group, as defined by Tax Code §171.0001(7)? Yes No

2a. If yes, attach in **Tab 3** a copy of Texas Comptroller Franchise Tax Form No. 05-165, No. 05-166, or any other documentation from the Franchise Tax Division to demonstrate the applicant's combined group membership and contact information.

3. Is the applicant current on all tax payments due to the State of Texas? Yes No

4. Are all applicant members of the combined group current on all tax payments due to the State of Texas? Yes No N/A

5. If the answer to question 3 or 4 is no, please explain and/or disclose any history of default, delinquencies and/or any material litigation, including litigation involving the State of Texas. (If necessary, attach explanation in **Tab 3**)

SECTION 6: Eligibility Under Tax Code Chapter 313.024

1. Are you an entity subject to the tax under Tax Code, Chapter 171? Yes No
2. The property will be used for one of the following activities:
 - (1) manufacturing Yes No
 - (2) research and development Yes No
 - (3) a clean coal project, as defined by Section 5.001, Water Code Yes No
 - (4) an advanced clean energy project, as defined by Section 382.003, Health and Safety Code Yes No
 - (5) renewable energy electric generation Yes No
 - (6) electric power generation using integrated gasification combined cycle technology Yes No
 - (7) nuclear electric power generation Yes No
 - (8) a computer center that is used as an integral part or as a necessary auxiliary part for the activity conducted by applicant in one or more activities described by Subdivisions (1) through (7) Yes No
 - (9) a Texas Priority Project, as defined by 313.024(e)(7) and TAC 9.1051 Yes No
3. Are you requesting that any of the land be classified as qualified investment? Yes No
4. Will any of the proposed qualified investment be leased under a capitalized lease? Yes No
5. Will any of the proposed qualified investment be leased under an operating lease? Yes No
6. Are you including property that is owned by a person other than the applicant? Yes No
7. Will any property be pooled or proposed to be pooled with property owned by the applicant in determining the amount of your qualified investment? Yes No

SECTION 7: Project Description

1. In **Tab 4**, attach a detailed description of the scope of the proposed project, including, at a minimum, the type and planned use of real and tangible personal property, the nature of the business, a timeline for property construction or installation, and any other relevant information.
2. Check the project characteristics that apply to the proposed project:

<input type="checkbox"/> Land has no existing improvements	<input type="checkbox"/> Land has existing improvements (<i>complete Section 13</i>)
<input type="checkbox"/> Expansion of existing operation on the land (<i>complete Section 13</i>)	<input type="checkbox"/> Relocation within Texas

SECTION 8: Limitation as Determining Factor

1. Does the applicant currently own the land on which the proposed project will occur? Yes No
2. Has the applicant entered into any agreements, contracts or letters of intent related to the proposed project? Yes No
3. Does the applicant have current business activities at the location where the proposed project will occur? Yes No
4. Has the applicant made public statements in SEC filings or other documents regarding its intentions regarding the proposed project location? Yes No
5. Has the applicant received any local or state permits for activities on the proposed project site? Yes No
6. Has the applicant received commitments for state or local incentives for activities at the proposed project site? Yes No
7. Is the applicant evaluating other locations not in Texas for the proposed project? Yes No
8. Has the applicant provided capital investment or return on investment information for the proposed project in comparison with other alternative investment opportunities? Yes No
9. Has the applicant provided information related to the applicant's inputs, transportation and markets for the proposed project? Yes No
10. Are you submitting information to assist in the determination as to whether the limitation on appraised value is a determining factor in the applicant's decision to invest capital and construct the project in Texas? Yes No

Chapter 313.026(e) states "the applicant may submit information to the Comptroller that would provide a basis for an affirmative determination under Subsection (c)(2)." If you answered "yes" to any of the questions in Section 8, attach supporting information in Tab 5.

Application for Appraised Value Limitation on Qualified Property

SECTION 9: Projected Timeline

1. Application approval by school board _____
 2. Commencement of construction _____
 3. Beginning of qualifying time period _____
 4. First year of limitation _____
 5. Begin hiring new employees _____
 6. Commencement of commercial operations _____
 7. Do you propose to construct a new building or to erect or affix a new improvement after your application review start date *(date your application is finally determined to be complete)*? Yes No
- Note:** Improvements made before that time may not be considered qualified property.
8. When do you anticipate the new buildings or improvements will be placed in service? _____

SECTION 10: The Property

1. Identify county or counties in which the proposed project will be located _____
2. Identify Central Appraisal District (CAD) that will be responsible for appraising the property _____
3. Will this CAD be acting on behalf of another CAD to appraise this property? Yes No
4. List all taxing entities that have jurisdiction for the property, the portion of project within each entity and tax rates for each entity:

County: _____ <small>(Name, tax rate and percent of project)</small>	City: _____ <small>(Name, tax rate and percent of project)</small>
Hospital District: _____ <small>(Name, tax rate and percent of project)</small>	Water District: _____ <small>(Name, tax rate and percent of project)</small>
Other (describe): _____ <small>(Name, tax rate and percent of project)</small>	Other (describe): _____ <small>(Name, tax rate and percent of project)</small>
5. Is the project located entirely within the ISD listed in Section 1? Yes No
 - 5a. If no, attach in **Tab 6** additional information on the project scope and size to assist in the economic analysis.
6. Did you receive a determination from the Texas Economic Development and Tourism Office that this proposed project and at least one other project seeking a limitation agreement constitute a single unified project (SUP), as allowed in §313.024(d-2)? Yes No
 - 6a. If yes, attach in **Tab 6** supporting documentation from the Office of the Governor.

SECTION 11: Investment

NOTE: The minimum amount of qualified investment required to qualify for an appraised value limitation and the minimum amount of appraised value limitation vary depending on whether the school district is classified as Subchapter B or Subchapter C, and the taxable value of the property within the school district. For assistance in determining estimates of these minimums, access the Comptroller's website at www.texasahead.org/tax_programs/chapter313/.

1. At the time of application, what is the estimated minimum qualified investment required for this school district? _____
2. What is the amount of appraised value limitation for which you are applying? _____

Note: The property value limitation amount is based on property values available at the time of application and may change prior to the execution of any final agreement.
3. Does the qualified investment meet the requirements of Tax Code §313.021(1)? Yes No
4. Attach a description of the qualified investment [See §313.021(1).] The description must include:
 - a. a specific and detailed description of the qualified investment you propose to make on the property for which you are requesting an appraised value limitation as defined by Tax Code §313.021 (**Tab 7**);
 - b. a description of any new buildings, proposed new improvements or personal property which you intend to include as part of your minimum qualified investment (**Tab 7**); and
 - c. a detailed map of the qualified investment showing location of tangible personal property to be placed in service during the qualifying time period and buildings to be constructed during the qualifying time period, with vicinity map (**Tab 11**).
5. Do you intend to make at least the minimum qualified investment required by Tax Code §313.023 (or §313.053 for Subchapter C school districts) for the relevant school district category during the qualifying time period? Yes No

SECTION 12: Qualified Property

1. Attach a detailed description of the qualified property. [See §313.021(2)] (If qualified investment describes qualified property exactly, you may skip items a, b and c below.) The description must include:
 - 1a. a specific and detailed description of the qualified property for which you are requesting an appraised value limitation as defined by Tax Code §313.021 (Tab 8);
 - 1b. a description of any new buildings, proposed new improvements or personal property which you intend to include as part of your qualified property (Tab 8); and
 - 1c. a map of the qualified property showing location of new buildings or new improvements with vicinity map (Tab 11).
2. Is the land upon which the new buildings or new improvements will be built part of the qualified property described by §313.021(2)(A)? Yes No
 - 2a. If yes, attach complete documentation including:
 - a. legal description of the land (Tab 9);
 - b. each existing appraisal parcel number of the land on which the new improvements will be constructed, regardless of whether or not all of the land described in the current parcel will become qualified property (Tab 9);
 - c. owner (Tab 9);
 - d. the current taxable value of the land. Attach estimate if land is part of larger parcel (Tab 9); and
 - e. a detailed map showing the location of the land with vicinity map (Tab 11).
3. Is the land on which you propose new construction or new improvements currently located in an area designated as a reinvestment zone under Tax Code Chapter 311 or 312 or as an enterprise zone under Government Code Chapter 2303? Yes No
 - 3a. If yes, attach the applicable supporting documentation:
 - a. evidence that the area qualifies as a enterprise zone as defined by the Governor's Office (Tab 16);
 - b. legal description of reinvestment zone (Tab 16);
 - c. order, resolution or ordinance establishing the reinvestment zone (Tab 16);
 - d. guidelines and criteria for creating the zone (Tab 16); and
 - e. a map of the reinvestment zone or enterprise zone boundaries with vicinity map (Tab 11)
 - 3b. If no, submit detailed description of proposed reinvestment zone or enterprise zone with a map indicating the boundaries of the zone on which you propose new construction or new improvements to the Comptroller's office within 30 days of the application date. What is the anticipated date on which you will submit final proof of a reinvestment zone or enterprise zone?

SECTION 13: Information on Property Not Eligible to Become Qualified Property

1. In Tab 10, attach a specific and detailed description of all **existing property**. This includes buildings and improvements existing as of the application review start date (the date the application is determined to be complete by the Comptroller). The description must provide sufficient detail to locate all existing property on the land that will be subject to the agreement and distinguish existing property from future proposed property.
2. In Tab 10, attach a specific and detailed description of all **proposed new property that will not become new improvements** as defined by TAC 9.1051. This includes proposed property that: functionally replaces existing or demolished/removed property; is used to maintain, refurbish, renovate, modify or upgrade existing property; or is affixed to existing property; or is otherwise ineligible to become qualified property. The description must provide sufficient detail to distinguish existing property (question 1) and all proposed new property that cannot become qualified property from proposed qualified property that will be subject to the agreement (as described in Section 12 of this application).
3. For the property not eligible to become qualified property listed in response to questions 1 and 2 of this section, provide the following supporting information in Tab 10:
 - a. maps and/or detailed site plan;
 - b. surveys;
 - c. appraisal district values and parcel numbers;
 - d. inventory lists;
 - e. existing and proposed property lists;
 - f. model and serial numbers of existing property; or
 - g. other information of sufficient detail and description.
4. Total estimated market value of existing property (that property described in response to question 1): \$ _____
5. In Tab 10, include an appraisal value by the CAD of all the buildings and improvements existing as of a date within 15 days of the date the application is received by the school district.
6. Total estimated market value of proposed property not eligible to become qualified property (that property described in response to question 2): \$ _____

Note: Investment for the property listed in question 2 may count towards qualified investment in Column C of Schedules A-1 and A-2, if it meets the requirements of 313.021(1). Such property cannot become qualified property on Schedule B.

Application for Appraised Value Limitation on Qualified Property

SECTION 14: Wage and Employment Information

1. What is the estimated number of permanent jobs (more than 1,600 hours a year), with the applicant or a contractor of the applicant, on the proposed qualified property during the last complete quarter before the application review start date (date your application is finally determined to be complete)?
 2. What is the last complete calendar quarter before application review start date:
 First Quarter Second Quarter Third Quarter Fourth Quarter of _____
(year)
 3. What were the number of permanent jobs (more than 1,600 hours a year) this applicant had in Texas during the most recent quarter reported to the Texas Workforce Commission (TWC)?
- Note:** For job definitions see TAC §9.1051 and Tax Code §313.021(3).
4. What is the number of new qualifying jobs you are committing to create?
 5. What is the number of new non-qualifying jobs you are estimating you will create?
 6. Do you intend to request that the governing body waive the minimum new qualifying job creation requirement, as provided under Tax Code §313.025(f-1)? Yes No
 - 6a. If yes, attach evidence in **Tab 12** documenting that the new qualifying job creation requirement above exceeds the number of employees necessary for the operation, according to industry standards.
 7. Attach in **Tab 13** the four most recent quarters of data for each wage calculation below, including documentation from the TWC website. The final actual statutory minimum annual wage requirement for the applicant for each qualifying job — which may differ slightly from this estimate — will be based on information from the four quarterly periods for which data were available at the time of the application review start date (date of a completed application). See TAC §9.1051(21) and (22).
 - a. Average weekly wage for all jobs (all industries) in the county is
 - b. 110% of the average weekly wage for manufacturing jobs in the county is
 - c. 110% of the average weekly wage for manufacturing jobs in the region is
 8. Which Tax Code section are you using to estimate the qualifying job wage standard required for this project? §313.021(5)(A) or §313.021(5)(B)
 9. What is the minimum required annual wage for each qualifying job based on the qualified property?
 10. What is the annual wage you are committing to pay for each of the new qualifying jobs you create on the qualified property?
 11. Will the qualifying jobs meet all minimum requirements set out in Tax Code §313.021(3)? Yes No
 12. Do you intend to satisfy the minimum qualifying job requirement through a determination of cumulative economic benefits to the state as provided by §313.021(3)(F)? Yes No
 - 12a. If yes, attach in **Tab 12** supporting documentation from the TWC, pursuant to §313.021(3)(F).
 13. Do you intend to rely on the project being part of a single unified project, as allowed in §313.024(d-2), in meeting the qualifying job requirements? Yes No
 - 13a. If yes, attach in **Tab 6** supporting documentation including a list of qualifying jobs in the other school district(s).

SECTION 15: Economic Impact

1. Complete and attach Schedules A1, A2, B, C, and D in **Tab 14**. Note: Excel spreadsheet versions of schedules are available for download and printing at URL listed below.
2. Attach an Economic Impact Analysis, if supplied by other than the Comptroller's Office, in **Tab 15**. (*not required*)
3. If there are any other payments made in the state or economic information that you believe should be included in the economic analysis, attach a separate schedule showing the amount for each year affected, including an explanation, in **Tab 15**.

SECTION 16: Authorized Signatures and Applicant Certification

After the application and schedules are complete, an authorized representative from the school district and the business should review the application documents and complete this authorization page. Attach the completed authorization page in **Tab 17**. **NOTE:** If you amend your application, you will need to obtain new signatures and resubmit this page, Section 16, with the amendment request.

1. Authorized School District Representative Signature

I am the authorized representative for the school district to which this application is being submitted. I understand that this application is a government record as defined in Chapter 37 of the Texas Penal Code.

print here → Dr. Suzanne J. Nelson
Print Name (Authorized School District Representative) Superintendent
Title
sign here → Suzanne J. Nelson
Signature (Authorized School District Representative) 4/18/16
Date

2. Authorized Company Representative (Applicant) Signature and Notarization

I am the authorized representative for the business entity for the purpose of filing this application. I understand that this application is a government record as defined in Chapter 37 of the Texas Penal Code. The information contained in this application and schedules is true and correct to the best of my knowledge and belief.
I hereby certify and affirm that the business entity I represent is in good standing under the laws of the state in which the business entity was organized and that no delinquent taxes are owed to the State of Texas.

print here → John Damasco
Print Name (Authorized Company Representative (Applicant)) Senior Vice President
Title
sign here → John Damasco
Signature (Authorized Company Representative (Applicant)) 3-7-2016
Date

GIVEN under my hand and seal of office this, the
7th day of MARCH, 2016
Tara E. Liscombe
Notary Public in and for the State of ~~Texas~~ CONNECTICUT
My Commission expires: 7-31-17

TARA E. LISCOMBE
NOTARY PUBLIC
STATE OF CONNECTICUT
(Notary Seal) Commission Expires July 31, 2017

If you make a false statement on this application, you could be found guilty of a Class A misdemeanor or a state jail felony under Texas Penal Code Section 37.10.

APPLICATION TAB ORDER FOR REQUESTED ATTACHMENTS

TAB	ATTACHMENT
1	Pages 1 through 11 of Application
2	Proof of Payment of Application Fee
3	Documentation of Combined Group membership under Texas Tax Code 171.0001(7), history of tax default, delinquencies and/or material litigation <i>(if applicable)</i>
4	Detailed description of the project
5	Documentation to assist in determining if limitation is a determining factor
6	Description of how project is located in more than one district, including list of percentage in each district and, if determined to be a single unified project, documentation from the Office of the Governor <i>(if applicable)</i>
7	Description of Qualified Investment
8	Description of Qualified Property
9	Description of Land
10	Description of all property not eligible to become qualified property <i>(if applicable)</i>
11	<p>Maps that clearly show:</p> <ul style="list-style-type: none"> a) Project vicinity b) Qualified investment including location of tangible personal property to be placed in service during the qualifying time period and buildings to be constructed during the qualifying time period c) Qualified property including location of new buildings or new improvements d) Existing property e) Land location within vicinity map f) Reinvestment or Enterprise Zone within vicinity map, showing the actual or proposed boundaries and size <p>Note: Electronic maps should be high resolution files. Include map legends/markers.</p>
12	Request for Waiver of Job Creation Requirement and supporting information <i>(if applicable)</i>
13	Calculation of three possible wage requirements with TWC documentation
14	Schedules A1, A2, B, C and D completed and signed Economic Impact <i>(if applicable)</i>
15	Economic Impact Analysis, other payments made in the state or other economic information <i>(if applicable)</i>
16	<p>Description of Reinvestment or Enterprise Zone, including:</p> <ul style="list-style-type: none"> a) evidence that the area qualifies as a enterprise zone as defined by the Governor's Office b) legal description of reinvestment zone* c) order, resolution or ordinance establishing the reinvestment zone* d) guidelines and criteria for creating the zone* <p>* To be submitted with application or before date of final application approval by school board</p>
17	Signature and Certification page, signed and dated by Authorized School District Representative and Authorized Company Representative <i>(applicant)</i>

Tab 2

Proof of Payment of Application Fee

Proof of payment attached.

Proof of payment of filing fee received by the
Comptroller of Public Accounts per TAC Rule
§9.1054 (b)(5)

*(Page Inserted by Office of Texas Comptroller of
Public Accounts)*

TAB 3

Documentation of Combined Group membership under Texas Tax Code 171.0001(7),
history of tax default, delinquencies and/or material litigation (if applicable)

CCI Corpus Christi LLC is a combined group. See attached form 05-166.

Texas Franchise Tax Affiliate Schedule

Tcode 13253 Annual

■ Reporting entity taxpayer number	■ Report year	Reporting entity taxpayer name
10616205778	2014	Castleton Commodities International LLC

Reporting entity must be included on Affiliate Schedule. Affiliate reporting period dates must be within combined group's accounting period dates.

1. Legal name of affiliate		■ 2. Affiliate taxpayer number (if none, use FEI number)		■ 3. Affiliate NAICS code	
Castleton Commodities Petroleum Merchants LP		10616205786		523900	
4. Check box if entity is disregarded for franchise tax	5. Check box if this affiliate does NOT have NEXUS in Texas	■ 6. Affiliate reporting begin date m m d d y y		■ 7. Affiliate reporting end date m m d d y y	
<input type="checkbox"/>	<input checked="" type="checkbox"/>	010113		123113	
■ 8. Gross receipts subject to throwback in other states (before eliminations)		■ 9. Gross receipts everywhere (before eliminations)			
0.00		0.00			
■ 10. Gross receipts in Texas (before eliminations)		■ 11. Cost of goods sold or compensation (before eliminations)			
0.00		0.00			
Check box if this is a Corporation or Limited Liability Company <input type="checkbox"/>			Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>		

1. Legal name of affiliate		■ 2. Affiliate taxpayer number (if none, use FEI number)		■ 3. Affiliate NAICS code	
Castleton Commodities Merchant Trading LP		10615977609		529300	
4. Check box if entity is disregarded for franchise tax	5. Check box if this affiliate does NOT have NEXUS in Texas	■ 6. Affiliate reporting begin date m m d d y y		■ 7. Affiliate reporting end date m m d d y y	
<input type="checkbox"/>	<input checked="" type="checkbox"/>	010113		123113	
■ 8. Gross receipts subject to throwback in other states (before eliminations)		■ 9. Gross receipts everywhere (before eliminations)			
0.00		0.00			
■ 10. Gross receipts in Texas (before eliminations)		■ 11. Cost of goods sold or compensation (before eliminations)			
0.00		0.00			
Check box if this is a Corporation or Limited Liability Company <input type="checkbox"/>			Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>		

1. Legal name of affiliate		■ 2. Affiliate taxpayer number (if none, use FEI number)		■ 3. Affiliate NAICS code	
Midwest Energy Trading East LLC		32043625063		523900	
4. Check box if entity is disregarded for franchise tax	5. Check box if this affiliate does NOT have NEXUS in Texas	■ 6. Affiliate reporting begin date m m d d y y		■ 7. Affiliate reporting end date m m d d y y	
<input type="checkbox"/>	<input checked="" type="checkbox"/>	010113		123113	
■ 8. Gross receipts subject to throwback in other states (before eliminations)		■ 9. Gross receipts everywhere (before eliminations)			
0.00		15189885.00			
■ 10. Gross receipts in Texas (before eliminations)		■ 11. Cost of goods sold or compensation (before eliminations)			
0.00		0.00			
Check box if this is a Corporation or Limited Liability Company <input type="checkbox"/>			Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>		

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Texas Comptroller Official Use Only



VE/DE	<input type="checkbox"/>	FM	<input type="checkbox"/>
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Texas Franchise Tax Affiliate Schedule

■ **Tcode** 13253 Annual

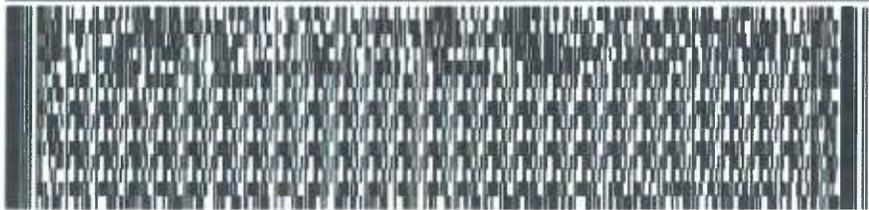
■ Reporting entity taxpayer number	■ Report year	Reporting entity taxpayer name
10616205778	2014	Castleton Commodities International LLC

Reporting entity must be included on Affiliate Schedule. Affiliate reporting period dates must be within combined group's accounting period dates.

1. Legal name of affiliate		2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
SW Power Trading LLC		32044613605	523900
4. Check box if entity is disregarded for franchise tax	5. Check box if this affiliate does NOT have NEXUS in Texas	6. Affiliate reporting begin date m m d d y y	7. Affiliate reporting end date m m d d y y
<input type="checkbox"/>	<input checked="" type="checkbox"/>	010113	123113
8. Gross receipts subject to throwback in other states (before eliminations)		9. Gross receipts everywhere (before eliminations)	
0.00		488656.00	
10. Gross receipts in Texas (before eliminations)		11. Cost of goods sold or compensation (before eliminations)	
0.00		0.00	
Check box if this is a Corporation or Limited Liability Company <input type="checkbox"/>		Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>	
1. Legal name of affiliate		2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
LDH Energy Funds Trading Ltd		980572973	
4. Check box if entity is disregarded for franchise tax	5. Check box if this affiliate does NOT have NEXUS in Texas	6. Affiliate reporting begin date m m d d y y	7. Affiliate reporting end date m m d d y y
<input type="checkbox"/>	<input checked="" type="checkbox"/>	010113	123113
8. Gross receipts subject to throwback in other states (before eliminations)		9. Gross receipts everywhere (before eliminations)	
0.00		0.00	
10. Gross receipts in Texas (before eliminations)		11. Cost of goods sold or compensation (before eliminations)	
0.00		386.00	
Check box if this is a Corporation or Limited Liability Company <input type="checkbox"/>		Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>	
1. Legal name of affiliate		2. Affiliate taxpayer number (if none, use FEI number)	3. Affiliate NAICS code
CCI Canada Holdings LLC		205139991	551112
4. Check box if entity is disregarded for franchise tax	5. Check box if this affiliate does NOT have NEXUS in Texas	6. Affiliate reporting begin date m m d d y y	7. Affiliate reporting end date m m d d y y
<input type="checkbox"/>	<input checked="" type="checkbox"/>	010113	123113
8. Gross receipts subject to throwback in other states (before eliminations)		9. Gross receipts everywhere (before eliminations)	
0.00		0.00	
10. Gross receipts in Texas (before eliminations)		11. Cost of goods sold or compensation (before eliminations)	
0.00		0.00	
Check box if this is a Corporation or Limited Liability Company <input type="checkbox"/>		Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>	

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Texas Comptroller Official Use Only



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Texas Franchise Tax Affiliate Schedule

■ Tcode 13253 Annual

■ Reporting entity taxpayer number 10616205778	■ Report year 2014	Reporting entity taxpayer name Castleton Commodities International LLC
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Reporting entity must be included on Affiliate Schedule. Affiliate reporting period dates must be within combined group's accounting period dates.

1. Legal name of affiliate Castleton Commodities Advisors LLC		2. Affiliate taxpayer number (if none, use FEI number) 32039028504		3. Affiliate NAICS code 523900	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input checked="" type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 010113		7. Affiliate reporting end date m m d d y y 123113	
8. Gross receipts subject to throwback in other states (before eliminations) 0.00		9. Gross receipts everywhere (before eliminations) 0.00			
10. Gross receipts in Texas (before eliminations) 0.00		11. Cost of goods sold or compensation (before eliminations) 567.00			
Check box if this is a Corporation or Limited Liability Company <input type="checkbox"/>			Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>		

1. Legal name of affiliate LDHE Enhanced GP LLC		2. Affiliate taxpayer number (if none, use FEI number) 273696370		3. Affiliate NAICS code 551112	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input checked="" type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 010113		7. Affiliate reporting end date m m d d y y 123113	
8. Gross receipts subject to throwback in other states (before eliminations) 0.00		9. Gross receipts everywhere (before eliminations) 0.00			
10. Gross receipts in Texas (before eliminations) 0.00		11. Cost of goods sold or compensation (before eliminations) 0.00			
Check box if this is a Corporation or Limited Liability Company <input type="checkbox"/>			Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>		

1. Legal name of affiliate LDH Energy Enhanced Commodity Return Fund LP		2. Affiliate taxpayer number (if none, use FEI number) 273696516		3. Affiliate NAICS code 523900	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input checked="" type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 010113		7. Affiliate reporting end date m m d d y y 123113	
8. Gross receipts subject to throwback in other states (before eliminations) 0.00		9. Gross receipts everywhere (before eliminations) 0.00			
10. Gross receipts in Texas (before eliminations) 0.00		11. Cost of goods sold or compensation (before eliminations) 0.00			
Check box if this is a Corporation or Limited Liability Company <input type="checkbox"/>			Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>		

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Texas Comptroller Official Use Only



VE/DE	<input type="checkbox"/>	FM	<input type="checkbox"/>
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Texas Franchise Tax Affiliate Schedule

■ **Tcode** 13253 Annual

■ Reporting entity taxpayer number	■ Report year	Reporting entity taxpayer name
10616205778	2014	Castleton Commodities International LLC

Reporting entity must be included on Affiliate Schedule. Affiliate reporting period dates must be within combined group's accounting period dates.

1. Legal name of affiliate <i>CCI Opportunities Master Fund LP</i>		2. Affiliate taxpayer number (if none, use FEI number) 980572258		3. Affiliate NAICS code 523900	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input checked="" type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 010113		7. Affiliate reporting end date m m d d y y 123113	
8. Gross receipts subject to throwback in other states (before eliminations) 0.00		9. Gross receipts everywhere (before eliminations) 0.00			
10. Gross receipts in Texas (before eliminations) 0.00		11. Cost of goods sold or compensation (before eliminations) 2988714.00			
Check box if this is a Corporation or Limited Liability Company <input type="checkbox"/>			Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>		

1. Legal name of affiliate <i>CCI US Asset Holdings LLC</i>		2. Affiliate taxpayer number (if none, use FEI number) 262838893		3. Affiliate NAICS code 551112	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input checked="" type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 010113		7. Affiliate reporting end date m m d d y y 123113	
8. Gross receipts subject to throwback in other states (before eliminations) 0.00		9. Gross receipts everywhere (before eliminations) 0.00			
10. Gross receipts in Texas (before eliminations) 0.00		11. Cost of goods sold or compensation (before eliminations) 143.00			
Check box if this is a Corporation or Limited Liability Company <input type="checkbox"/>			Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>		

1. Legal name of affiliate <i>CCI Slones Branch Terminal LLC</i>		2. Affiliate taxpayer number (if none, use FEI number) 274267324		3. Affiliate NAICS code 523900	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input checked="" type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 010113		7. Affiliate reporting end date m m d d y y 123113	
8. Gross receipts subject to throwback in other states (before eliminations) 0.00		9. Gross receipts everywhere (before eliminations) 2160000.00			
10. Gross receipts in Texas (before eliminations) 0.00		11. Cost of goods sold or compensation (before eliminations) 0.00			
Check box if this is a Corporation or Limited Liability Company <input type="checkbox"/>			Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>		

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Texas Franchise Tax Affiliate Schedule

Tcode 13253 Annual

■ Reporting entity taxpayer number 10616205778	■ Report year 2014	Reporting entity taxpayer name Castleton Commodities International LLC
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Reporting entity must be included on Affiliate Schedule. Affiliate reporting period dates must be within combined group's accounting period dates.

1. Legal name of affiliate CCI Resources LLC		2. Affiliate taxpayer number (if none, use FEI number) 12008784857		3. Affiliate NAICS code 551112	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 010113		7. Affiliate reporting end date m m d d y y 123113	
8. Gross receipts subject to throwback in other states (before eliminations) 0.00		9. Gross receipts everywhere (before eliminations) 453200.00			
10. Gross receipts in Texas (before eliminations) 0.00		11. Cost of goods sold or compensation (before eliminations) 20097.00			
Check box if this is a Corporation or Limited Liability Company <input checked="" type="checkbox"/>			Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>		

1. Legal name of affiliate CCI Cyrus River Terminal LLC		2. Affiliate taxpayer number (if none, use FEI number) 262868126		3. Affiliate NAICS code 424910	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input checked="" type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 010113		7. Affiliate reporting end date m m d d y y 123113	
8. Gross receipts subject to throwback in other states (before eliminations) 0.00		9. Gross receipts everywhere (before eliminations) 4671983.00			
10. Gross receipts in Texas (before eliminations) 0.00		11. Cost of goods sold or compensation (before eliminations) 68376.00			
Check box if this is a Corporation or Limited Liability Company <input type="checkbox"/>			Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>		

1. Legal name of affiliate Castleton Commodities Management Services LLC		2. Affiliate taxpayer number (if none, use FEI number) 32045980672		3. Affiliate NAICS code 551112	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 010113		7. Affiliate reporting end date m m d d y y 123113	
8. Gross receipts subject to throwback in other states (before eliminations) 0.00		9. Gross receipts everywhere (before eliminations) 0.00			
10. Gross receipts in Texas (before eliminations) 0.00		11. Cost of goods sold or compensation (before eliminations) 173120.00			
Check box if this is a Corporation or Limited Liability Company <input checked="" type="checkbox"/>			Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>		

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Texas Comptroller Official Use Only



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Texas Franchise Tax Affiliate Schedule

Tcode 13253 Annual

■ Reporting entity taxpayer number 10616205778	■ Report year 2014	Reporting entity taxpayer name Castleton Commodities International LLC
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Reporting entity must be included on Affiliate Schedule. Affiliate reporting period dates must be within combined group's accounting period dates.

1. Legal name of affiliate CCI Energy Solutions LLC		2. Affiliate taxpayer number (if none, use FEI number) 460885603		3. Affiliate NAICS code 237100	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input checked="" type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 010113		7. Affiliate reporting end date m m d d y y 123113	
8. Gross receipts subject to throwback in other states (before eliminations) 0.00		9. Gross receipts everywhere (before eliminations) 58631.00			
10. Gross receipts in Texas (before eliminations) 0.00		11. Cost of goods sold or compensation (before eliminations) 50324.00			
Check box if this is a Corporation or Limited Liability Company <input type="checkbox"/>			Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>		

1. Legal name of affiliate CCI Rensselaer LLC		2. Affiliate taxpayer number (if none, use FEI number) 11617133456		3. Affiliate NAICS code 424710	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input checked="" type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 010113		7. Affiliate reporting end date m m d d y y 123113	
8. Gross receipts subject to throwback in other states (before eliminations) 0.00		9. Gross receipts everywhere (before eliminations) 8585353.00			
10. Gross receipts in Texas (before eliminations) 0.00		11. Cost of goods sold or compensation (before eliminations) 4681902.00			
Check box if this is a Corporation or Limited Liability Company <input type="checkbox"/>			Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>		

1. Legal name of affiliate CCI Energy Solutions Management Services LLC		2. Affiliate taxpayer number (if none, use FEI number) 461012830		3. Affiliate NAICS code 523900	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input checked="" type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 010113		7. Affiliate reporting end date m m d d y y 123113	
8. Gross receipts subject to throwback in other states (before eliminations) 0.00		9. Gross receipts everywhere (before eliminations) 0.00			
10. Gross receipts in Texas (before eliminations) 0.00		11. Cost of goods sold or compensation (before eliminations) 917.00			
Check box if this is a Corporation or Limited Liability Company <input type="checkbox"/>			Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>		

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Texas Comptroller Official Use Only



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Texas Franchise Tax Affiliate Schedule

■ **Tcode** 13253 Annual

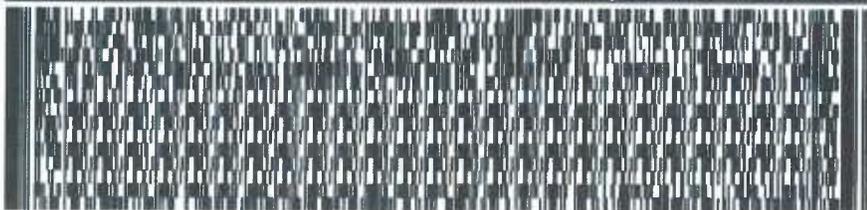
■ Reporting entity taxpayer number	■ Report year	Reporting entity taxpayer name
10616205778	2014	Castleton Commodities International LLC

Reporting entity must be included on Affiliate Schedule. Affiliate reporting period dates must be within combined group's accounting period dates.

1. Legal name of affiliate		■ 2. Affiliate taxpayer number (if none, use FEI number)		■ 3. Affiliate NAICS code	
Castleton Commodities Upstream LLC		455144673		523900	
4. Check box if entity is disregarded for franchise tax	5. Check box if this affiliate does NOT have NEXUS in Texas	■ 6. Affiliate reporting begin date m m d d y y		■ 7. Affiliate reporting end date m m d d y y	
<input type="checkbox"/>	<input checked="" type="checkbox"/>	010113		123113	
■ 8. Gross receipts subject to throwback in other states (before eliminations)		■ 9. Gross receipts everywhere (before eliminations)			
0 .00		0 .00			
■ 10. Gross receipts in Texas (before eliminations)		■ 11. Cost of goods sold or compensation (before eliminations)			
0 .00		3182 .00			
Check box if this is a Corporation or Limited Liability Company <input type="checkbox"/>			Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>		
1. Legal name of affiliate		■ 2. Affiliate taxpayer number (if none, use FEI number)		■ 3. Affiliate NAICS code	
CGI Rosten LLC		32052078873		221118	
4. Check box if entity is disregarded for franchise tax	5. Check box if this affiliate does NOT have NEXUS in Texas	■ 6. Affiliate reporting begin date m m d d y y		■ 7. Affiliate reporting end date m m d d y y	
<input type="checkbox"/>	<input checked="" type="checkbox"/>	010113		123113	
■ 8. Gross receipts subject to throwback in other states (before eliminations)		■ 9. Gross receipts everywhere (before eliminations)			
0 .00		72062967 .00			
■ 10. Gross receipts in Texas (before eliminations)		■ 11. Cost of goods sold or compensation (before eliminations)			
0 .00		15111689 .00			
Check box if this is a Corporation or Limited Liability Company <input type="checkbox"/>			Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>		
1. Legal name of affiliate		■ 2. Affiliate taxpayer number (if none, use FEI number)		■ 3. Affiliate NAICS code	
Castleton Commodities Upstream Investments LP		455145212		551112	
4. Check box if entity is disregarded for franchise tax	5. Check box if this affiliate does NOT have NEXUS in Texas	■ 6. Affiliate reporting begin date m m d d y y		■ 7. Affiliate reporting end date m m d d y y	
<input type="checkbox"/>	<input checked="" type="checkbox"/>	010113		123113	
■ 8. Gross receipts subject to throwback in other states (before eliminations)		■ 9. Gross receipts everywhere (before eliminations)			
0 .00		0 .00			
■ 10. Gross receipts in Texas (before eliminations)		■ 11. Cost of goods sold or compensation (before eliminations)			
0 .00		0 .00			
Check box if this is a Corporation or Limited Liability Company <input type="checkbox"/>			Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>		

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Texas Franchise Tax Affiliate Schedule

Tcode 13253 Annual

<input type="checkbox"/> Reporting entity taxpayer number	<input type="checkbox"/> Report year	Reporting entity taxpayer name
10616205778	2014	Castleton Commodities International LLC

Reporting entity must be included on Affiliate Schedule. Affiliate reporting period dates must be within combined group's accounting period dates.

1. Legal name of affiliate CCI Paradox Midstream LLC		2. Affiliate taxpayer number (if none, use FEI number) 461582127		3. Affiliate NAICS code 211110	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input checked="" type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 010113		7. Affiliate reporting end date m m d d y y 123113	
8. Gross receipts subject to throwback in other states (before eliminations) 0.00		9. Gross receipts everywhere (before eliminations) 16346437.00			
10. Gross receipts in Texas (before eliminations) 0.00		11. Cost of goods sold or compensation (before eliminations) 13924060.00			
Check box if this is a Corporation or Limited Liability Company <input type="checkbox"/>			Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>		

1. Legal name of affiliate CCI US Asset Holdings II LLC		2. Affiliate taxpayer number (if none, use FEI number) 32041653604		3. Affiliate NAICS code 551112	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input checked="" type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 010113		7. Affiliate reporting end date m m d d y y 123113	
8. Gross receipts subject to throwback in other states (before eliminations) 0.00		9. Gross receipts everywhere (before eliminations) 0.00			
10. Gross receipts in Texas (before eliminations) 0.00		11. Cost of goods sold or compensation (before eliminations) 3998.00			
Check box if this is a Corporation or Limited Liability Company <input type="checkbox"/>			Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>		

1. Legal name of affiliate CCI Paradox Upstream LLC		2. Affiliate taxpayer number (if none, use FEI number) 461590256		3. Affiliate NAICS code 211110	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input checked="" type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 010113		7. Affiliate reporting end date m m d d y y 123113	
8. Gross receipts subject to throwback in other states (before eliminations) 0.00		9. Gross receipts everywhere (before eliminations) 37233888.00			
10. Gross receipts in Texas (before eliminations) 0.00		11. Cost of goods sold or compensation (before eliminations) 15726737.00			
Check box if this is a Corporation or Limited Liability Company <input type="checkbox"/>			Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>		

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Texas Franchise Tax Affiliate Schedule

Tcode 13253 Annual

■ Reporting entity taxpayer number 10616205778	■ Report year 2014	Reporting entity taxpayer name Castleton Commodities International LLC
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Reporting entity must be included on Affiliate Schedule. Affiliate reporting period dates must be within combined group's accounting period dates.

1. Legal name of affiliate Castleton Commodities Partners LLC		2. Affiliate taxpayer number (if none, use FEI number) 32041653554		3. Affiliate NAICS code 551112	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input checked="" type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 010113		7. Affiliate reporting end date m m d d y y 123113	
8. Gross receipts subject to throwback in other states (before eliminations) 0.00		9. Gross receipts everywhere (before eliminations) 55715350.00			
10. Gross receipts in Texas (before eliminations) 0.00		11. Cost of goods sold or compensation (before eliminations) 47456003.00			
Check box if this is a Corporation or Limited Liability Company <input type="checkbox"/>			Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>		

1. Legal name of affiliate CCI Port Nickel LLC		2. Affiliate taxpayer number (if none, use FEI number) 32051761610		3. Affiliate NAICS code	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input checked="" type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 010113		7. Affiliate reporting end date m m d d y y 123113	
8. Gross receipts subject to throwback in other states (before eliminations) 0.00		9. Gross receipts everywhere (before eliminations) 0.00			
10. Gross receipts in Texas (before eliminations) 0.00		11. Cost of goods sold or compensation (before eliminations) 0.00			
Check box if this is a Corporation or Limited Liability Company <input type="checkbox"/>			Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>		

1. Legal name of affiliate CCI Signal Hill LLC		2. Affiliate taxpayer number (if none, use FEI number) 32035234304		3. Affiliate NAICS code 221118	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 010113		7. Affiliate reporting end date m m d d y y 123113	
8. Gross receipts subject to throwback in other states (before eliminations) 0.00		9. Gross receipts everywhere (before eliminations) 3192066.00			
10. Gross receipts in Texas (before eliminations) 0.00		11. Cost of goods sold or compensation (before eliminations) 0.00			
Check box if this is a Corporation or Limited Liability Company <input checked="" type="checkbox"/>			Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>		

The reporting entity of a combined group with a temporary credit for business loss carryforwards preserved for itself and/or affiliates must submit common owner information. The information must be provided to satisfy franchise tax reporting requirements. Learn more at www.window.texas.gov/commonowner/. An information report (Form 05-102 or Form 05-167) must be filed for each affiliate that is organized in Texas or that has a physical presence in Texas.

Texas Comptroller Official Use Only



VE/DE	<input type="checkbox"/>	FM	<input type="checkbox"/>
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Texas Franchise Tax Affiliate Schedule

Tcode 13253 Annual

Reporting entity taxpayer number	Report year	Reporting entity taxpayer name
10616205778	2014	Castleton Commodities International LLC

Reporting entity must be included on Affiliate Schedule. Affiliate reporting period dates must be within combined group's accounting period dates.

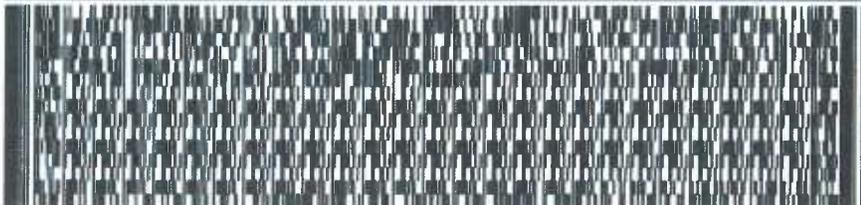
1. Legal name of affiliate CCI/ECI Energy LLC		2. Affiliate taxpayer number (if none, use FEI number) 32047957678		3. Affiliate NAICS code 339110	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input checked="" type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 010113		7. Affiliate reporting end date m m d d y y 123113	
8. Gross receipts subject to throwback in other states (before eliminations) 0.00		9. Gross receipts everywhere (before eliminations) 0.00			
10. Gross receipts in Texas (before eliminations) 0.00		11. Cost of goods sold or compensation (before eliminations) 0.00			
Check box if this is a Corporation or Limited Liability Company <input type="checkbox"/>			Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>		

1. Legal name of affiliate CCI Robinson's Bend LLC		2. Affiliate taxpayer number (if none, use FEI number) 32040686092		3. Affiliate NAICS code	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 010113		7. Affiliate reporting end date m m d d y y 123113	
8. Gross receipts subject to throwback in other states (before eliminations) 0.00		9. Gross receipts everywhere (before eliminations) 21458923.00			
10. Gross receipts in Texas (before eliminations) 0.00		11. Cost of goods sold or compensation (before eliminations) 10304485.00			
Check box if this is a Corporation or Limited Liability Company <input checked="" type="checkbox"/>			Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>		

1. Legal name of affiliate MVGrid Energy LLC		2. Affiliate taxpayer number (if none, use FEI number) 454725679		3. Affiliate NAICS code	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input checked="" type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 010113		7. Affiliate reporting end date m m d d y y 123113	
8. Gross receipts subject to throwback in other states (before eliminations) 0.00		9. Gross receipts everywhere (before eliminations) 1447751.00			
10. Gross receipts in Texas (before eliminations) 0.00		11. Cost of goods sold or compensation (before eliminations) 1515886.00			
Check box if this is a Corporation or Limited Liability Company <input type="checkbox"/>			Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>		

The reporting entity of a combined group with a temporary credit for business loss carryforwards preserved for itself and/or affiliates must submit common owner information. The information must be provided to satisfy franchise tax reporting requirements. Learn more at www.window.texas.gov/commonowner/. An information report (Form 05-102 or Form 05-167) must be filed for each affiliate that is organized in Texas or that has a physical presence in Texas.

Texas Comptroller Official Use Only



VE/DE	<input type="checkbox"/>	FM	<input type="checkbox"/>
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Texas Franchise Tax Affiliate Schedule

Tcode 13253 Annual

<input checked="" type="checkbox"/> Reporting entity taxpayer number	<input checked="" type="checkbox"/> Report year	<input type="checkbox"/> Reporting entity taxpayer name
10616205778	2014	Castleton Commodities International LLC

Reporting entity must be included on Affiliate Schedule. Affiliate reporting period dates must be within combined group's accounting period dates.

1. Legal name of affiliate <i>CCI Corpus Christi LLC</i>		2. Affiliate taxpayer number (if none, use FEI number) 32052114710		3. Affiliate NAICS code	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 010113		7. Affiliate reporting end date m m d d y y 123113	
8. Gross receipts subject to throwback in other states (before eliminations) 0.00		9. Gross receipts everywhere (before eliminations) 0.00			
10. Gross receipts in Texas (before eliminations) 0.00		11. Cost of goods sold or compensation (before eliminations) 0.00			
Check box if this is a Corporation or Limited Liability Company <input checked="" type="checkbox"/>			Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>		
1. Legal name of affiliate <i>CCI Management Services GP LLC</i>		2. Affiliate taxpayer number (if none, use FEI number) 454088395		3. Affiliate NAICS code 551112	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input checked="" type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 010113		7. Affiliate reporting end date m m d d y y 123113	
8. Gross receipts subject to throwback in other states (before eliminations) 0.00		9. Gross receipts everywhere (before eliminations) 0.00			
10. Gross receipts in Texas (before eliminations) 0.00		11. Cost of goods sold or compensation (before eliminations) 0.00			
Check box if this is a Corporation or Limited Liability Company <input type="checkbox"/>			Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>		
1. Legal name of affiliate <i>Castleton Power Trading LLC</i>		2. Affiliate taxpayer number (if none, use FEI number) 32047228260		3. Affiliate NAICS code	
4. Check box if entity is disregarded for franchise tax <input type="checkbox"/>	5. Check box if this affiliate does NOT have NEXUS in Texas <input checked="" type="checkbox"/>	6. Affiliate reporting begin date m m d d y y 010113		7. Affiliate reporting end date m m d d y y 123113	
8. Gross receipts subject to throwback in other states (before eliminations) 0.00		9. Gross receipts everywhere (before eliminations) 0.00			
10. Gross receipts in Texas (before eliminations) 0.00		11. Cost of goods sold or compensation (before eliminations) 0.00			
Check box if this is a Corporation or Limited Liability Company <input type="checkbox"/>			Check box if this is an Entity other than a Corporation or Limited Liability Company <input type="checkbox"/>		

The reporting entity of a combined group with a temporary credit for business loss carryforwards preserved for itself and/or affiliates must submit common owner information. The information must be provided to satisfy franchise tax reporting requirements. Learn more at www.window.texas.gov/commonowner/. An information report (Form 05-102 or Form 05-167) must be filed for each affiliate that is organized in Texas or that has a physical presence in Texas.

Texas Comptroller Official Use Only



VE/DE	<input type="checkbox"/>	FM	<input type="checkbox"/>
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Texas Franchise Tax Payment Form

■ **Tcode** 13050 Annual

■ Taxpayer number	■ Report year	Due date
10616205778	2014	11/17/2014

Taxpayer name

Castleton Commodities International LLC

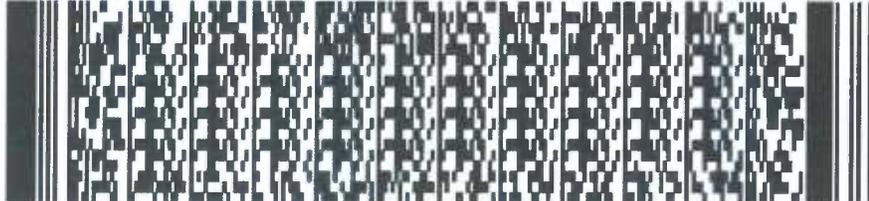
1. Total tax due on this report <i>(item 35 from Form 05-158-B or item 17 from Form 05-169)</i>	1.	29285.09
2. Enter prior payment <i>(e.g. extension payment)</i>	2.	35000.00
3. Net tax due <i>(item 1 minus item 2)</i>	3.	-5714.91
4. Penalty <i>(see instructions)</i>	4.	0.00
5. Interest <i>(see instructions)</i>	5.	0.00
6. TOTAL AMOUNT DUE AND PAYABLE <i>(Add items 3, 4 and 5)</i> 6. ■ <i>Make amount payable to TEXAS COMPTROLLER</i>		-5714.91

Taxpayers who paid \$10,000 or more during the preceding fiscal year (Sept. 1 thru Aug. 31) are required to electronically pay their franchise tax. For more information visit www.window.state.tx.us/webfile/req_franchise.html.

Mail original to:
 Texas Comptroller of Public Accounts
 P.O. Box 149348
 Austin, TX 78714-9348

If you have any questions regarding franchise tax, you may contact the Texas Comptroller's field office in your area or call 1-800-252-1381. Instructions for each report year are online at www.window.state.tx.us/taxinfo/taxforms/05-forms.html.

Texas Comptroller Official Use Only



VE/DE	<input type="checkbox"/>
PM Date	<input type="text"/>



Castleton Commodities International LLC
Instructions for Filing
Form 05-102
2014 Texas Franchise Tax Public Information Report
for the year ended December 31, 2013

The original return should be signed (use full name) and dated on page 1 by an authorized member.

The signed return should be filed on or before November 17, 2014 with the following:

Comptroller of Public Accounts
P.O. Box 149348
Austin, TX 78714-9348

To document the timely filing of your tax return(s), we suggest that you obtain and retain proof of mailing. Proof of mailing can be accomplished by sending the tax return(s) by registered or certified mail (metered by the U.S. Postal Service) or through the use of an IRS approved delivery method provided by an IRS designated private delivery service.

A copy of Schedule K-1 should be distributed to each partner.

Texas Franchise Tax Public Information Report

To be filed by Corporations, Limited Liability Companies (LLC) and Financial Institutions
This report MUST be signed and filed to satisfy franchise tax requirements

Tcode 13196

<input checked="" type="checkbox"/> Taxpayer number	<input checked="" type="checkbox"/> Report year
10616205778	2014

You have certain rights under Chapter 552 and 559, Government Code, to review, request and correct information we have on file about you. Contact us at 1-800-252-1381.

Taxpayer name Castleton Commodities International LLC				<input type="checkbox"/> Check box if the mailing address has changed.	
Mailing address P.O. BOX 120014				Secretary of State (SOS) file number or Comptroller file number	
City Stamford	State CT	ZIP Code 06912	Plus 4 0014	0800285127	

Check box if there are currently no changes from previous year; if no information is displayed, complete the applicable information in Sections A, B and C.

Principal office P.O. BOX 120014 STAMFORD CT 06912-0014
Principal place of business 2200 ATLANTIC STREET, STE 800 STAMFORD CT 06902-6



1061620577814

Please sign below

Officer, director and manager information is reported as of the date a Public Information Report is completed. The information is updated annually as part of the franchise tax report. There is no requirement or procedure for supplementing the information as officers, directors, or managers change throughout the year.

SECTION A Name, title and mailing address of each officer, director or manager.

Name	Title	Director	Term expiration
WILLIAM C REED II	PRESIDENT	<input checked="" type="checkbox"/> YES	m m d d y y
Mailing address 2200 ATLANTIC STREET, STE 800	City STAMFORD	State CT	ZIP Code 06902
RBERT SHEYBANI	CFO	<input type="checkbox"/> YES	m m d d y y
Mailing address 2200 ATLANTIC STREET, STE 800	City STAMFORD	State CT	ZIP Code 06902
MICHAEL G. DOWLING	EVP	<input type="checkbox"/> YES	m m d d y y
Mailing address 2200 ATLANTIC STREET, STE 800	City STAMFORD	State CT	ZIP Code 06902

SECTION B Enter the information required for each corporation or LLC, if any, in which this entity owns an interest of 10 percent or more.

Name of owned (subsidiary) corporation or limited liability company	State of formation	Texas SOS file number, if any	Percentage of ownership
CASTLETON LP HOLDINGS LLC	DE	2000817549	100.000
CASTLETON COMMODITIES TRADING GP LLC	DE	1061620580	100.000

SECTION C Enter the information required for each corporation or LLC, if any, that owns an interest of 10 percent or more in this entity or limited liability company.

Name of owned (parent) corporation or limited liability company	State of formation	Texas SOS file number, if any	Percentage of ownership
LOUIS DREYFUS VENTURES CORP.	DE	1061526843	49.146

Registered agent and registered office currently on file (see instructions if you need to make changes) Check box if you need forms to change the registered agent or registered office information.

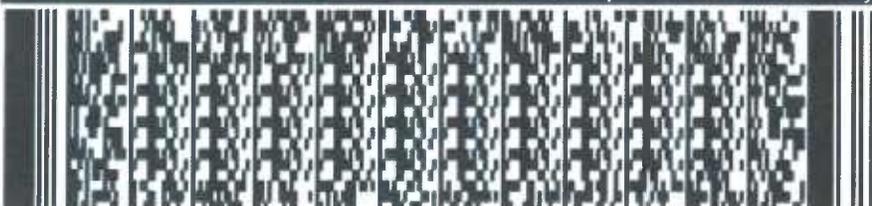
Office:	City	State	ZIP Code
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The above information is required by Section 171.203 of the Tax Code for each corporation or limited liability company that files a Texas Franchise Tax Report. Use additional sheets for Sections A, B, and C, if necessary. The information will be available for public inspection.

I declare that the information in this document and any attachments is true and correct to the best of my knowledge and belief, as of the date below, and that a copy of this report has been mailed to each person named in this report who is an officer, director or manager and who is not currently employed by this, or a related, corporation or limited liability company.

sign here ▶	Title SVP	Date	Area code and phone number (203) 564-8100
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Texas Comptroller Official Use Only



VE/DE	<input type="checkbox"/>	PIR/IND	<input type="checkbox"/>
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Texas Franchise Tax Public Information Report

To be filed by Corporations, Limited Liability Companies (LLC) and Financial Institutions
This report MUST be signed and filed to satisfy franchise tax requirements

■ Tcode 13196

■ Taxpayer number ■ Report year

10616205778 2014

You have certain rights under Chapter 552 and 559, Government Code, to review, request and correct information we have on file about you. Contact us at 1-800-252-1381.

Taxpayer name Castleton Commodities International LLC				<input type="checkbox"/> Check box if the mailing address has changed.	
Mailing address P.O. BOX 120014				Secretary of State (SOS) file number or Comptroller file number	
City Stamford	State CT	ZIP Code 06912	Plus 4 0014	0800285127	

Check box if there are currently no changes from previous year; if no information is displayed, complete the applicable information in Sections A, B and C.

Principal office

Principal place of business



1061620577814

Please sign below! Officer, director and manager information is reported as of the date a Public Information Report is completed. The information is updated annually as part of the franchise tax report. There is no requirement or procedure for supplementing the information as officers, directors, or managers change throughout the year.

SECTION A Name, title and mailing address of each officer, director or manager.

Name	Title	Director	Term expiration		
		<input type="checkbox"/> YES	m	m	d d y y
MAGESH NAIR	EVP, COO	<input type="checkbox"/>			
Mailing address	City	State	ZIP Code		
2200 ATLANTIC STREET, STE 800	STAMFORD	CT	06902		
MICHAEL P. CARROLL	EVP, GC	<input type="checkbox"/>			
Mailing address	City	State	ZIP Code		
2200 ATLANTIC STREET, STE 800	STAMFORD	CT	06902		
DAVID WALLACE	EVP	<input type="checkbox"/>			
Mailing address	City	State	ZIP Code		
2200 ATLANTIC STREET, STE 800	STAMFORD	CT	06902		

SECTION B Enter the information required for each corporation or LLC, if any, in which this entity owns an interest of 10 percent or more.

Name of owned (subsidiary) corporation or limited liability company	State of formation	Texas SOS file number, if any	Percentage of ownership
CCI RESOURCES LLC	DE	1200878848	100.000
CASTLETON COMMODITIES MANAGEMENT SERVICES LLC	DE	3204598067	100.000

SECTION C Enter the information required for each corporation or LLC, if any, that owns an interest of 10 percent or more in this entity or limited liability company.

Name of owned (parent) corporation or limited liability company	State of formation	Texas SOS file number, if any	Percentage of ownership
HIGHBRIDGE LD ACQUISITION LLC			31.454

Registered agent and registered office currently on file (see instructions if you need to make changes) Check box if you need forms to change the registered agent or registered office information.

Agent:

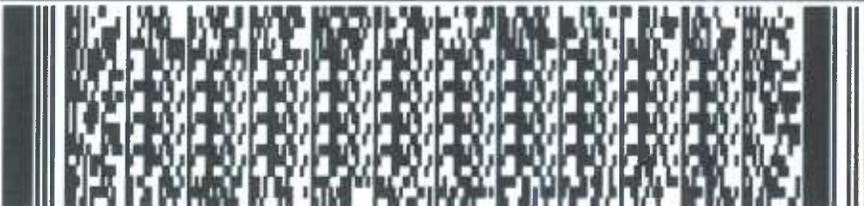
Office: City State ZIP Code

The above information is required by Section 171.203 of the Tax Code for each corporation or limited liability company that files a Texas Franchise Tax Report. Use additional sheets for Sections A, B, and C, if necessary. The information will be available for public inspection.

I declare that the information in this document and any attachments is true and correct to the best of my knowledge and belief, as of the date below, and that a copy of this report has been mailed to each person named in this report who is an officer, director or manager and who is not currently employed by this or a related, corporation or limited liability company

sign here ▶ Title Date Area code and phone number

Texas Comptroller Official Use Only



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Texas Franchise Tax Public Information Report
To be filed by Corporations, Limited Liability Companies (LLC) and Financial Institutions
This report **MUST** be signed and filed to satisfy franchise tax requirements

■ Tcode 13196

■ Taxpayer number ■ Report year

10616205778 2014

You have certain rights under Chapter 552 and 559, Government Code, to review, request and correct information we have on file about you. Contact us at 1-800-252-1381.

Taxpayer name Castleton Commodities International LLC				<input type="checkbox"/> Check box if the mailing address has changed.	
Mailing address P.O. BOX 120014				Secretary of State (SOS) file number or Comptroller file number	
City Stamford	State CT	ZIP Code 06912	Plus 4 0014	0800285127	

Check box if there are currently no changes from previous year; if no information is displayed, complete the applicable information in Sections A, B and C.

Principal office _____

Principal place of business _____

Please sign below! Officer, director and manager information is reported as of the date a Public Information Report is completed. The information is updated annually as part of the franchise tax report. There is no requirement or procedure for supplementing the information as officers, directors, or managers change throughout the year.



1061620577814

SECTION A Name, title and mailing address of each officer, director or manager.

Name JOHN DAMASCO	Title TAX DIRECTOR	Director <input type="checkbox"/> YES	Term expiration m m d d y y	
Mailing address 2200 ATLANTIC STREET, STE 800	City STAMFORD	State CT	ZIP Code 06902	
Name JOHN P. GIANUKAKIS	Title TREASURER	Director <input type="checkbox"/> YES	Term expiration m m d d y y	
Mailing address 2200 ATLANTIC STREET, STE 800	City STAMFORD	State CT	ZIP Code 06902	
Name CONNIE GROSSMAN	Title SVP, CAO	Director <input type="checkbox"/> YES	Term expiration m m d d y y	
Mailing address 2200 ATLANTIC STREET, STE 800	City STAMFORD	State CT	ZIP Code 06902	

SECTION B Enter the information required for each corporation or LLC, if any, in which this entity owns an interest of 10 percent or more.

Name of owned (subsidiary) corporation or limited liability company	State of formation	Texas SOS file number, if any	Percentage of ownership
Name of owned (subsidiary) corporation or limited liability company	State of formation	Texas SOS file number, if any	Percentage of ownership

SECTION C Enter the information required for each corporation or LLC, if any, that owns an interest of 10 percent or more in this entity or limited liability company.

Name of owned (parent) corporation or limited liability company	State of formation	Texas SOS file number, if any	Percentage of ownership

Registered agent and registered office currently on file (see instructions if you need to make changes) Check box if you need forms to change the registered agent or registered office information.

Agent: _____

Office: _____ City _____ State _____ ZIP Code _____

The above information is required by Section 171.203 of the Tax Code for each corporation or limited liability company that files a Texas Franchise Tax Report. Use additional sheets for Sections A, B, and C, if necessary. The information will be available for public inspection.

I declare that the information in this document and any attachments is true and correct to the best of my knowledge and belief, as of the date below, and that a copy of this report has been mailed to each person named in this report who is an officer, director or manager and who is not currently employed by this, or a related, corporation or limited liability company

sign here ▶ Title _____ Date _____ Area code and phone number _____

Texas Comptroller Official Use Only



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Texas Franchise Tax Public Information Report

To be filed by Corporations, Limited Liability Companies (LLC) and Financial Institutions
This report MUST be signed and filed to satisfy franchise tax requirements

Tcode 13196

Taxpayer number: 10616205778
Report year: 2014

You have certain rights under Chapter 552 and 559, Government Code, to review, request and correct information we have on file about you. Contact us at 1-800-252-1381.

Taxpayer name: Castleton Commodities International LLC
Mailing address: P.O. BOX 120014, Stamford, CT 06912-0014
Secretary of State (SOS) file number or Comptroller file number: 0800285127

Check box if there are currently no changes from previous year; if no information is displayed, complete the applicable information in Sections A, B and C.

Principal office
Principal place of business



1061620577814

Please sign below!

Officer, director and manager information is reported as of the date a Public Information Report is completed. The information is updated annually as part of the franchise tax report. There is no requirement or procedure for supplementing the information as officers, directors, or managers change throughout the year.

SECTION A Name, title and mailing address of each officer, director or manager.

Name	Title	Director	Term expiration
AMY WILLIAMS	SVP	<input type="checkbox"/> YES	m m d d y y
Mailing address 2200 ATLANTIC STREET, STE 800	City STAMFORD	State CT	ZIP Code 06902
JAMES J. WRIGLEY	SVP	<input type="checkbox"/> YES	m m d d y y
Mailing address 2200 ATLANTIC STREET, STE 800	City STAMFORD	State CT	ZIP Code 06902
JOSE J. CABRERA	SVP	<input type="checkbox"/> YES	m m d d y y
Mailing address 2200 ATLANTIC STREET, STE 800	City STAMFORD	State CT	ZIP Code 06902

SECTION B Enter the information required for each corporation or LLC, if any, in which this entity owns an interest of 10 percent or more.

Name of owned (subsidiary) corporation or limited liability company	State of formation	Texas SOS file number, if any	Percentage of ownership

SECTION C Enter the information required for each corporation or LLC, if any, that owns an interest of 10 percent or more in this entity or limited liability company.

Name of owned (parent) corporation or limited liability company	State of formation	Texas SOS file number, if any	Percentage of ownership

Registered agent and registered office currently on file (see instructions if you need to make changes) Check box if you need forms to change the registered agent or registered office information.

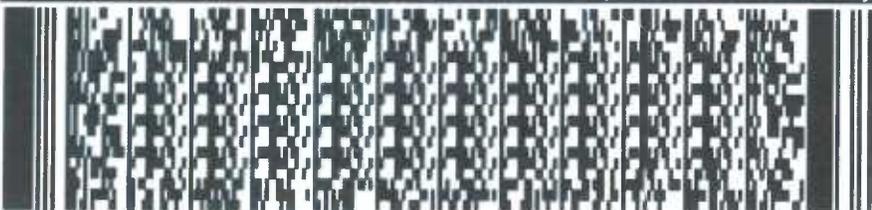
Agent: _____
Office: _____ City: _____ State: _____ ZIP Code: _____

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I declare that the information in this document and any attachments is true and correct to the best of my knowledge and belief, as of the date below, and that a copy of this report has been mailed to each person named in this report who is an officer, director or manager and who is not currently employed by this, or a related, corporation or limited liability company

sign here Title: _____ Date: _____ Area code and phone number: _____

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TAB 4

Detailed Description of the Project

Provide a detailed description of the scope of the proposed project, including, at a minimum, the type and planned use of real and tangible personal property, the nature of the business, a timeline for property construction or installation, and any other relevant information.

Description of Project

CCI Corpus Christi LLC (“CCI”) proposes to construct a new Condensate Splitter Facility (CSF) to be located near Corpus Christi, Texas in Nueces County. The proposed CSF will be comprised of two fractionation trains, each capable of processing 50,000 barrels (bbl.) per day (BPD) for a total processing capability of 100,000 BPD of condensate blends. The product slate will include Y-grade, naphtha, jet fuel, diesel, and gas oil/residual. New process equipment associated with this project includes, but is not limited to, vessels, splitter towers, pumps, motors, electrical substation and other electrical infrastructure and controls, process piping, process heaters, auxiliary boiler, flare, vapor combustion unit, emergency generator, firewater pumps, cooling tower, pollution control equipment storage tanks and spheres with associated piping and other equipment components. Buildings include, but are not limited to, security, warehouse/maintenance shop, laboratory, and control room buildings. Land improvements include, but are not limited to, marine docks and associated gangways, parking lots, road paving, and storm water ditches and impoundments.

A summary of the associated infrastructure is listed below:

Process Units

2 x 50,000 bbl./d condensate splitter trains

6 product cuts (LPGs, Light Naphtha, Heavy Naphtha, Jet Fuel, Diesel, Bottoms)

Storage

2.25mm barrels of storage broken out into 16 tanks

Marine

Deepwater vessel dock capable of receiving Aframax size ships and loading at a rate of 30,000 bbls/hr.

Barge dock capable of receiving up to 4 inland barges and loading/unloading at a rate of 6,000 bbls/hr.

Truck

4 truck racks for liquids receipt/delivery

1 truck rack for LPG receipt/delivery

Capacity for 15,000 – 20,000 bbls/d

A wide range of condensate feedstock will be stored in storage tanks that will be equipped with floating roofs. The condensate feedstock will be preheated using a series of heat exchangers using excess heat recovered from hot splitter overhead, naphtha, jet fuel, diesel, and splitter bottoms stream. A portion of the hot stripper bottoms stream will provide heat for the Jet Fuel Stripper reboiler, Diesel Product Stripper reboilers, and the Naphtha reboiler. The preheated condensate feed will pass through a condensate PreFlash drum where a portion of the condensate feed rate will be flashed off as vapor. The flashed vapor will be routed to the fractionation column below the jet fuel draw section. Liquid from the PreFlash drum will be pumped to a charge heater and then routed to the fractionation column for processing. Three product strippers will remove light material from each product stream to meet flash or vapor pressure specifications. A Naphtha Stripper will remove lighter components from the heavy naphtha, allowing more light naphtha for blending purposes. There will also be a Jet Fuel Stripper and a Diesel Product Stripper that operate in a similar manner to the Naphtha Stripper.

The \$400 million investment in this application is for the splitter and supporting equipment and infrastructure only, which as mentioned above includes among other things 2.25 million barrels of operational storage capacity, a vessel dock and a barge dock (the “**Phase 1 Infrastructure**”). The facility will be integrated to allow for the storage of condensate feedstock to be processed, storage of the processed products and marine infrastructure to sell the processed products to the market.

As the Comptroller has previously noted and CCI has previously responded, in its EPA permit application, CCI included the possibility of expanding the storage tanks by an incremental 1.75 million barrels of storage capacity and marine facilities to include another dock (the “**Phase 2 Infrastructure**”). This would result in incremental capital investment, but may be necessary depending on how CCI and/or its customers decide to use the splitter processing units – they will be configured to have flexibility on the processed products manufactured. For example, if a customer wants to make two cuts of naphtha and/or multiple cuts of diesel or kerosene, additional storage tanks will be required to segregate these products and additional dock capacity would be needed to handle more cargo loadings. Further, CCI has available space to build additional process units such as a diesel hydrotreater or naphtha reformer – although these units have not been permitted, CCI and its customers may need such additional processing to meet product specifications. In this case, CCI may need all or a portion of the Phase 2 Infrastructure to support these processing units.

If the Phase 2 Infrastructure is not needed to support CCI and its customers for processing purposes, any excess may be used for the receipt, storage and subsequent loading of petroleum products. CCI has not yet made a decision on whether to proceed with the Phase 2 Infrastructure, as this decision will be informed by customer demand as well as market conditions. If appropriate, CCI may make a separate 313 application for this.

All of the facility's receipt and delivery infrastructure, piping, treatment systems, flare and fire water systems is required for the operation of the Splitter. Some portion of this equipment **may** be used for the Phase 2 Infrastructure, although new piping would be necessary to connect this with the then existing infrastructure.

The storage tanks described in the application are solely for the use of the splitter. The application describes 2.25 million barrels of storage capacity for the splitter project. This storage capacity will be used for condensate feed to the splitter as well as storage of products manufactured by the splitter including LPGs, light naphtha, jet fuel, diesel, and bottoms. For certain products, the most favorable market may be Asia, Europe or South America, in which case it is important to build sufficient bulk to move them in very large vessels, as this reduces transport cost per unit. The largest vessel that CCI's docks will be able to accommodate is an Aframax, which has the capacity of 750,000 barrels.

The docks listed in the application will only be used to transport processed products from the splitter to market. The application lists a deepwater dock capable of handling Aframax size ships and a barge dock. CCI expects these docks to be used for receipt of incoming feedstock and delivery of processed products to market.

CCI may elect to use all or a portion of the Phase 2 Infrastructure for the receipt, storage and delivery of petroleum products. Accordingly, CCI sought to permit for this possibility.

The project, if approved by CCI management, would begin construction in the first quarter of 2018 and commence commercial operations in the third quarter of 2019.



Castleton Commodities International LLC
2200 Atlantic Street, Suite 800
Stamford, Connecticut 06902 – 6834

T 203 564 – 8100
F 203 564 – 8119

April 12, 2016
Dr. Suzanne J. Nelson, Superintendent
Tuloso-Midway ISD
9760 La Branch
Corpus Christi, Texas 78460

Dear Dr. Nelson:

CCI Corpus Christi, LLC (“CCI”) applied to the district for an Agreement for Limitation on Appraised Value of Qualified Property for School District Maintenance and Operations Taxes. The application was accepted by the Board of Trustees on November 3, 2014. The Texas Comptroller (“Comptroller”) deemed the application (#1037) to be complete on December 5, 2015 and issued a certificate recommendation letter package to Tuloso-Midway ISD on March 5, 2015. The certificate recommendation letter package allowed CCI and the district to execute an Agreement for Limitation on Appraised Value of Qualified Property within one year from March 5, 2015 provided that there is no change to the application.

Due to changing market conditions and planned revisions to the agreement form, CCI requested two extensions until March 4, 2016 to execute and agreement with the district. The Comptroller has ruled that this delay changes the years of the qualifying time period and thus requires a new application by CCI. CCI’s project timing has also changed such that the company will not be able to make the qualified investment within the qualifying time period as stated in the application approved by the district and the Comptroller.

CCI hereby notifies Tuloso-Midway ISD that it is withdrawing its application accepted by the district on November 3, 2014. CCI is submitting the new application attached to this letter and respectfully requests that the Board of Trustees accept this application and forward it promptly to the Comptroller for review.

Sincerely,

A handwritten signature in black ink, appearing to read "John Damasco", is written over the typed name and title.

John Damasco
Senior Vice President

TAB 6

Description of how project is located in more than one district, including list of percentage in each district and, if determined to be a single unified project, documentation from the Office of the Governor (if applicable).

- 1) Nueces County - 100%
- 2) Nueces County Hospital - 100%
- 3) Del Mar Junior College - 100%

TAB 7

Description of Qualified Investment

CCI Corpus Christi LLC (“CCI”) proposes to construct a new Condensate Splitter Facility (CSF) to be located near Corpus Christi, Texas in Nueces County. The proposed CSF will be comprised of two fractionation trains, each capable of processing 50,000 barrels (bbl.) per day (BPD) for a total processing capability of 100,000 BPD of condensate blends. The product slate will include Y-grade, naphtha, jet fuel, diesel, and gas oil/residual. New process equipment associated with this project includes, but is not limited to, vessels, splitter towers, pumps, motors, electrical substation and other electrical infrastructure and controls, process piping, process heaters, auxiliary boiler, flare, vapor combustion unit, emergency generator, firewater pumps, cooling tower, pollution control equipment storage tanks and spheres with associated piping and other equipment components. Buildings include, but are not limited to, security, warehouse/maintenance shop, laboratory, and control room buildings. Land improvements include, but are not limited to, marine docks and associated gangways, parking lots, road paving, and storm water ditches and impoundments.

A summary of the associated infrastructure is listed below:

Process Units

2 x 50,000 bbl./d condensate splitter trains

6 product cuts (LPGs, Light Naphtha, Heavy Naphtha, Jet Fuel, Diesel, Bottoms)

Storage

2.25mm barrels of storage broken out into 16 tanks

Marine

Deepwater vessel dock capable of receiving Aframax size ships and loading at a rate of 30,000 bbls/hr.

Barge dock capable of receiving up to 4 inland barges and loading/unloading at a rate of 6,000 bbls/hr.

Truck

4 truck racks for liquids receipt/delivery

1 truck rack for LPG receipt/delivery

Capacity for 15,000 – 20,000 bbls/d

A wide range of condensate feedstock will be stored in storage tanks that will be equipped with floating roofs. The condensate feedstock will be preheated using a series of heat exchangers using excess heat recovered from hot splitter overhead, naphtha, jet fuel, diesel, and splitter bottoms stream.

A portion of the hot stripper bottoms stream will provide heat for the Jet Fuel Stripper reboiler, Diesel Product Stripper reboilers, and the Naphtha reboiler. The preheated condensate feed will pass through a condensate PreFlash drum where a portion of the condensate feed rate will be flashed off as vapor. The flashed vapor will be routed to the fractionation column below the jet fuel draw section. Liquid from the PreFlash drum will be pumped to a charge heater and then routed to the fractionation column for processing. Three product strippers will remove light material from each product stream to meet flash or vapor pressure specifications. A Naphtha Stripper will remove lighter components from the heavy naphtha, allowing more light naphtha for blending purposes. There will also be a Jet Fuel Stripper and a Diesel Product Stripper that operate in a similar manner to the Naphtha Stripper.

The project, if approved by CCI management, would begin construction in the first quarter of 2018 and commence commercial operations in the third quarter of 2019.

TAB 8

Description of Qualified Property

Description of Project

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The project, if approved by CCI management, would begin construction in the first quarter of 2018 and commence commercial operations in the third quarter of 2019.

TAB 9

Description of Land

See attached survey



Surveying | Construction | Hydro Excavation

802 N. Navigation Blvd., Suite 102
Corpus Christi, Texas 78408

83.37-Acre Tract "Site M"

FIELD NOTES to describe the boundary of an 83.37-acre tract of land, herein referred to as "Site M" out of a portion of a called 2694.93-acre tract conveyed by the State of Texas to the Nueces County Navigation District No. 1 by Patent 84, Abstract 2677 as recorded in Book 5, Page 257, Deed Records, Nueces County, Texas and out of a portion of a called 1945.75-acre tract conveyed by the State of Texas to the Nueces County Navigation District No. 1 by Patent 446, Abstract 2689 as recorded in Volume 719, Page 358, Deed Records, Nueces County, Texas all in Nueces County, Texas, said 83.37-acre tract being more particularly described by metes and bounds as follows;

COMMENCING at a Port of Corpus Christi Authority monument known as "Cell-C, 1998" being a brass disk set in a concrete headwall, said monument having Texas State Plane Coordinates of X= 1313068.70 and Y= 17189533.96, thence South 56°51'32" East a distance of 1090.72 feet to a point on the Port of Corpus Christi Authority's North Bulkhead Line for the southeast corner of the herein described tract and for the **POINT OF BEGINNING**;

THENCE North 63°46'35" West, along said bulkhead line, a distance of 1538.57 feet to a point being the P.C. of a non-tangent circular curve from which the radius bears North 26°13'27" East for a corner of the herein described tract;

THENCE in a Westerly direction, with the arc of said circular curve (No. 1) to the right, whose Central Angle is 10°40'57", whose Radius is 3394.83 feet, and Arc Distance of 632.94 feet to a point being the P.T. of said curve for a corner of the herein described tract;

THENCE North 53°05'36" West, continuing along said bulkhead line, a distance of 838.70 feet to a point for a corner of the herein described tract;

THENCE North 35°11'24" West, continuing along said bulkhead line, a distance of 362.35 feet to a point for the southwest corner of the herein described tract;

THENCE North 37°54'41" East, a distance of 1200.58 feet to a 5/8" iron rod with red plastic cap stamped "HYDRO EX SURVEYING" set (hereinafter called 5/8" iron rod with red cap set) for the northwest corner of the herein described tract;

THENCE South 52°05'18" East, a distance of 2147.86 feet to a 5/8" iron rod with red cap set for the P.C. of a circular curve to the right and for a corner of the herein described tract;

THENCE in a southeasterly direction, with the arc of said circular curve (No.2) to the right, whose Chord Bearing= South 51°33'42" East Central Angle is 1°03'07", Radius is 2129.86 feet, and Arc Distance of 39.10 feet to a 5/8" iron rod with red cap set for the P.C. of a curve (No.3) another non-tangent circular curve to the right, from which the radius bears South 37°07'00" West for a corner of the herein described tract;

THENCE in a southeasterly direction, with the arc of said circular curve (No.3) to the right, whose Chord Bearing= South 28°47'19" East, Central Angle is 48°11'22", Radius is 1062.98 feet, and Arc Distance of 894.04 feet to a 5/8" iron rod with red cap set for the P.C. of a curve (No.4) another non-tangent circular curve to the right, from which the radius bears South 85°21'21" West for a corner of the herein described tract;

THENCE in a southwesterly direction, with the arc of said circular curve (No.4) to the right, whose Chord Bearing= South 03°45'28" West, Central Angle is 16°48'14", Radius is 305.00 feet, and Arc Distance of 89.45 feet to a 5/8" iron rod with red cap set for the PT of said curve and for a corner of the herein described tract;

THENCE South 12°09'42" West, a distance of 48.82 feet to a 5/8" iron rod with red cap set for a corner of the herein described tract;

THENCE South 07°20'44" West, a distance of 520.61 feet to a point on the POCCA bulkhead line for the southeast corner of the herein described tract and the **POINT OF BEGINNING, CONTAINING** within these metes and bounds 83.37 acres (3,631,420.75 square feet) of land, more or less.

A record drawing of even date herewith accompanies this legal description.

These field notes represent a survey made on the ground under my direction and are true and correct to the best of my knowledge. The information of record noted herein was provided by the Port of Corpus Christi Authority.

Date

6-26-14



Michael D. Stridde
Michael D. Stridde R.P.L.S. #3589

TAB 10

Description of all property not eligible to become qualified property (if applicable)

Not applicable

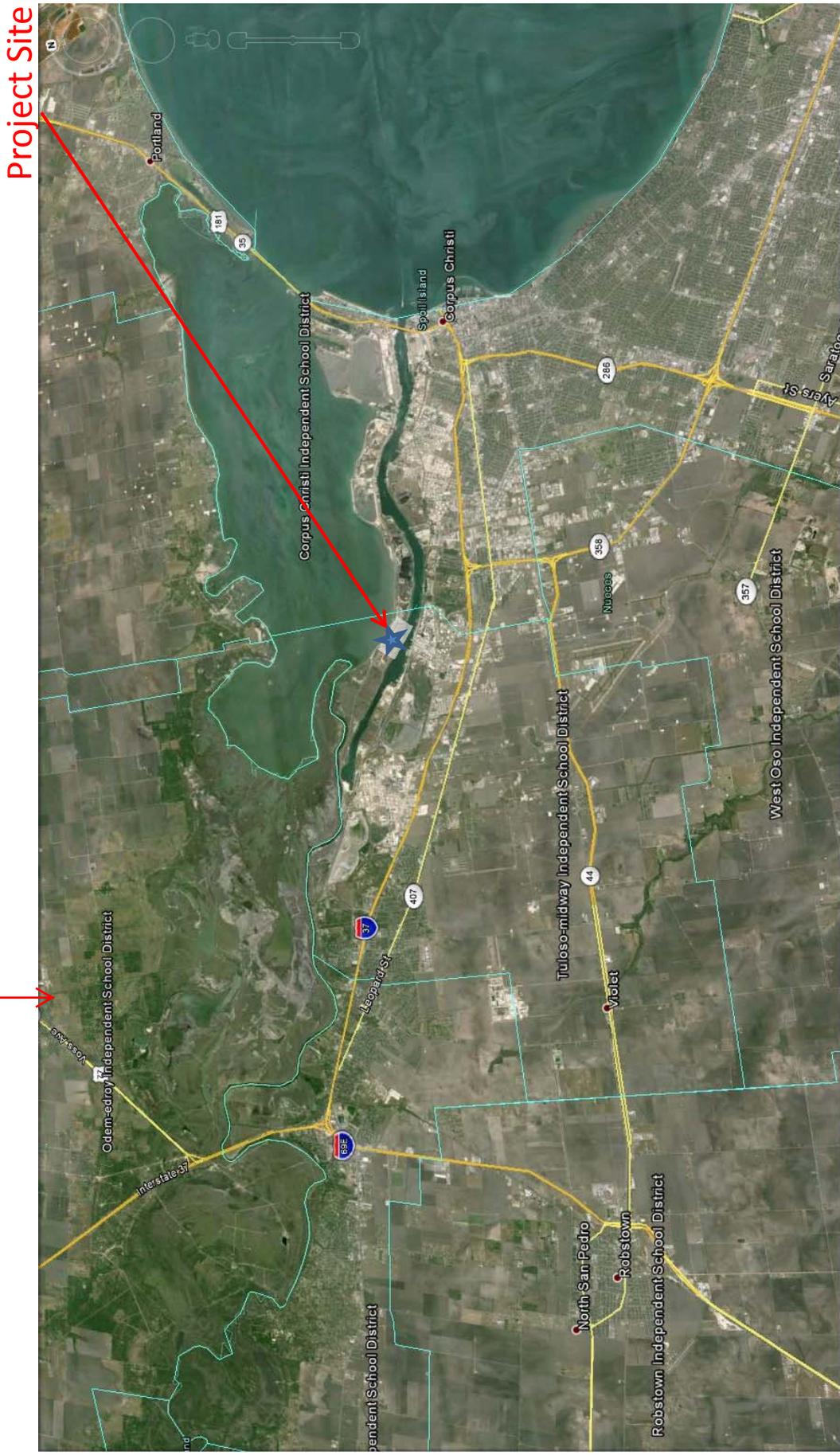
TAB 11

Maps that clearly show:

- a) Project vicinity
- b) Qualified investment including location of new building or new improvements
- c) Qualified property including location of new building or new improvements
- d) Existing property
- e) Land location within vicinity map
- f) Reinvestment or Enterprise Zone within vicinity map, showing the actual or proposed boundaries and size

See attached maps

Tab 11 – Project Vicinity Map

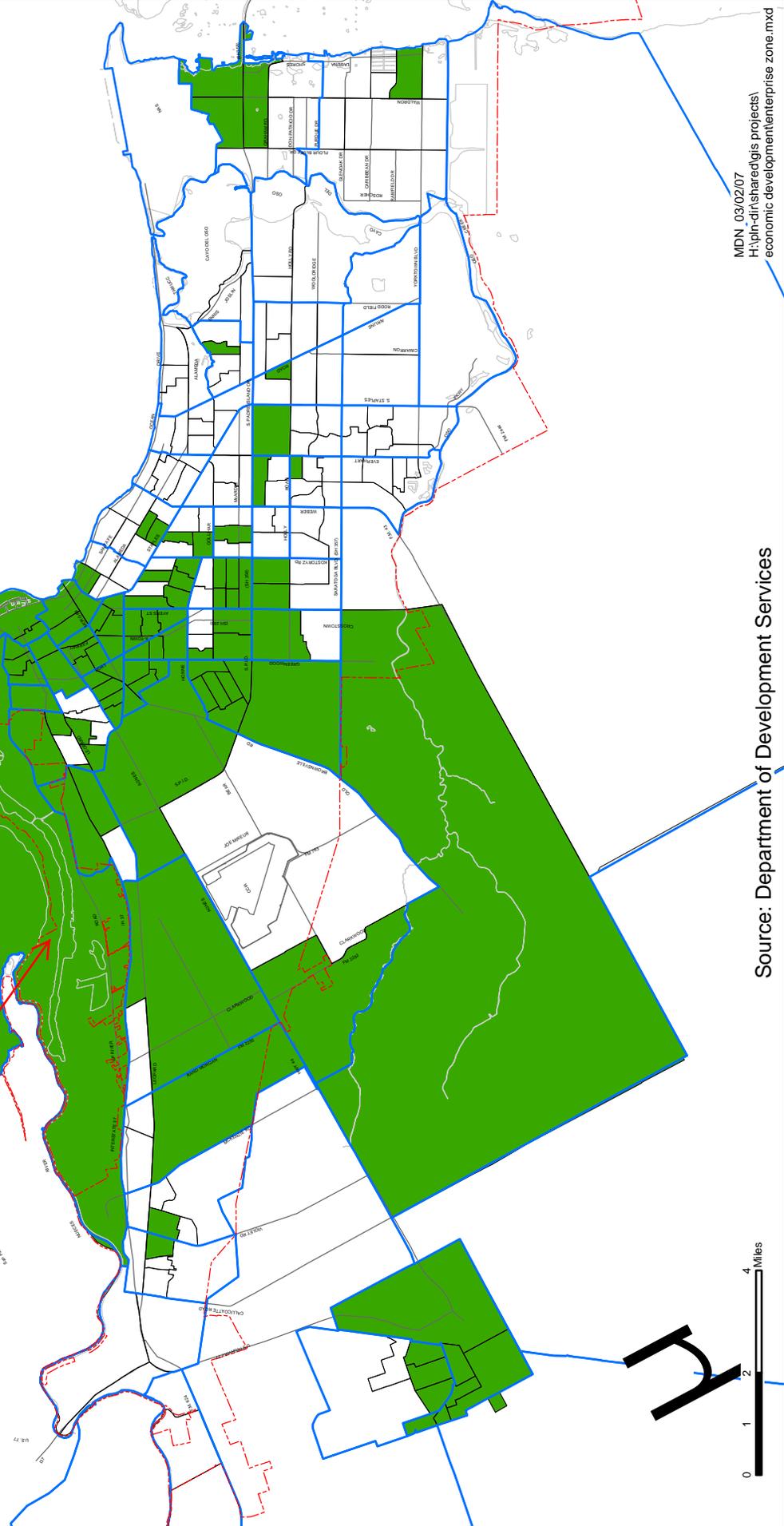


CITY OF CORPUS CHRISTI, TEXAS Enterprise Zone

Legend

- Census Tract
- Enterprise Zone
- City Limit Boundary
- Census Block Group

CCI Project Site



MDN_03/02/07
H:\pdr\shared\gis projects\
economic development\enterprise zone.mxd

Source: Department of Development Services

TAB 12

Request for Waiver of Job Creation Requirement and supporting information (if applicable)

Not applicable. There is no job waiver request.

TAB 13

Calculation of three possible wage requirements with TWC documentation

- Nueces County average weekly wage for all jobs (all industries)
- Nueces County average weekly wage for all jobs (manufacturing)
- See attached Council of Governments Regional Wage Calculation and Documentation

See attachments.

**CCI CORPUS CHRISTI LLC
TAB 13 TO CHAPTER 313 APPLICATION**

**TULOSO-MIDWAY ISD - NUECES COUNTY
CHAPTER 313 WAGE CALCULATION - ALL JOBS - ALL INDUSTRIES**

QUARTER	YEAR	AVG WEEKLY WAGES*	ANNUALIZED
THIRD	2015	\$ 849	\$ 44,148
SECOND	2015	\$ 838	\$ 43,576
FIRST	2015	\$ 888	\$ 46,176
FOURTH	2014	\$ 944	\$ 49,088
AVERAGE		\$ 879.75	\$ 45,747

**TULOSO-MIDWAY ISD - NUECES COUNTY
CHAPTER 313 WAGE CALCULATION - MANUFACTURING JOBS**

QUARTER	YEAR	AVG WEEKLY WAGES*	ANNUALIZED
THIRD	2015	\$ 1,373	\$ 71,396
SECOND	2015	\$ 1,388	\$ 72,176
FIRST	2015	\$ 1,674	\$ 87,048
FOURTH	2014	\$ 1,456	\$ 75,712
AVERAGE		\$ 1,472.75	\$ 76,583
X		110%	110%
		\$ 1,620.03	\$ 84,241

CHAPTER 313 WAGE CALCULATION - REGIONAL WAGE RATE

REGION	YEAR	AVG WEEKLY WAGES*	ANNUALIZED
Coastal Bend	2014	\$ 1,005	\$ 52,240
X		110%	110%
		\$ 1,105.08	\$ 57,464.00

* SEE ATTACHED TWC DOCUMENTATION

Quarterly Employment and Wages (QCEW)

[Back](#)

D.PERIODYEAR

Page 1 of 1 (40 results/page)

 Year	 Period	 Area	 Ownership	 Division	 Level	 Ind Code	 Industry	 Avg Weekly Wages
2015	1st Qtr	Nueces County	Private	00	0	10	Total, All Industries	\$888
2015	2nd Qtr	Nueces County	Private	00	0	10	Total, All Industries	\$838
2015	3rd Qtr	Nueces County	Private	00	0	10	Total, All Industries	\$849
2014	4th Qtr	Nueces County	Private	00	0	10	Total, All Industries	\$944

Quarterly Employment and Wages (QCEW)

[Back](#)

Page 1 of 1 (40 results/page)

 Year	 Period	 Area	 Ownership	 Division	 Level	 Ind Code	 Industry	 Avg Weekly Wages
2015	1st Qtr	Nueces County	Private	31	2	31-33	Manufacturing	\$1,674
2015	2nd Qtr	Nueces County	Private	31	2	31-33	Manufacturing	\$1,388
2015	3rd Qtr	Nueces County	Private	31	2	31-33	Manufacturing	\$1,373
2014	4th Qtr	Nueces County	Private	31	2	31-33	Manufacturing	\$1,456

**2014 Manufacturing Average Wages by Council of Government Region
Wages for All Occupations**

COG	Wages	
	Hourly	Annual
Texas	\$24.18	\$50,305
1. Panhandle Regional Planning Commission	\$21.07	\$43,821
2. South Plains Association of Governments	\$16.75	\$34,834
3. NORTEX Regional Planning Commission	\$20.23	\$42,077
4. North Central Texas Council of Governments	\$25.32	\$52,672
5. Ark-Tex Council of Governments	\$17.80	\$37,017
6. East Texas Council of Governments	\$19.87	\$41,332
7. West Central Texas Council of Governments	\$19.41	\$40,365
8. Rio Grande Council of Governments	\$17.82	\$37,063
9. Permian Basin Regional Planning Commission	\$23.65	\$49,196
10. Concho Valley Council of Governments	\$18.70	\$38,886
11. Heart of Texas Council of Governments	\$20.98	\$43,636
12. Capital Area Council of Governments	\$28.34	\$58,937
13. Brazos Valley Council of Governments	\$17.57	\$36,547
14. Deep East Texas Council of Governments	\$17.76	\$36,939
15. South East Texas Regional Planning Commission	\$29.21	\$60,754
16. Houston-Galveston Area Council	\$26.21	\$54,524
17. Golden Crescent Regional Planning Commission	\$23.31	\$48,487
18. Alamo Area Council of Governments	\$19.46	\$40,477
19. South Texas Development Council	\$13.91	\$28,923
20. Coastal Bend Council of Governments	\$25.12	\$52,240
21. Lower Rio Grande Valley Development Council	\$16.25	\$33,808
22. Texoma Council of Governments	\$20.51	\$42,668
23. Central Texas Council of Governments	\$18.02	\$37,486
24. Middle Rio Grande Development Council	\$20.02	\$41,646

Source: Texas Occupational Employment and Wages

Data published: July 2015

Data published annually, next update will be July 31, 2016

$$110\% \times \$52,240 = \$57,464$$

Note: Data is not supported by the Bureau of Labor Statistics (BLS).

Wage data is produced from Texas OES data, and is not to be compared to BLS estimates.

Data intended for TAC 313 purposes only.

TAB 14

Schedules A1, A2, B, C and D completed and signed Economic Impact (if applicable)

See attached Schedules A1, A2, B, C and D

Schedule A1: Total Investment for Economic Impact (through the Qualifying Time Period)

PROPERTY INVESTMENT AMOUNTS									
(Estimated investment in each year. Do not put cumulative totals.)									
Year	School Year (YYYY-YYYY)	Tax Year (Fill in actual tax year below) YYYY	Column A New investment (original cost) in tangible personal property placed in service during this year that will become Qualified Property	Column B New investment made during this year in buildings or permanent nonremovable components of buildings that will become Qualified Property	Column C Other new investment made during this year that will not become Qualified Property [SEE NOTE]	Column D Other new investment made during this year that may become Qualified Property [SEE NOTE]	Column E Total Investment (Sum of Columns A+B+C+D)		
Investment made before filing complete application with district	2016	2016-2017	2016	Not eligible to become Qualified Property					
Investment made after filing complete application with district, but before final board approval of application	2016	2016-2017	2016	\$ -	\$ -	\$ -	\$ -	\$ -	
Investment made after final board approval of application and before Jan. 1 of first complete tax year of qualifying time period	2017	2017-2018	2017	\$ -	\$ -	\$ -	\$ -	\$ -	
Complete tax years of qualifying time period	QTP1	2016-2019	2018	\$ 250,000,000	\$ -	\$ -	\$ -	\$ 250,000,000.00	
Complete tax years of qualifying time period	QTP2	2019-2020	2019	\$ 145,500,000	\$ 4,500,000	\$ -	\$ -	\$ 150,000,000.00	
Total Investment through Qualifying Time Period [ENTER this row in Schedule A2]				\$ 395,500,000	\$ 4,500,000	\$ -	\$ -	\$ 400,000,000.00	
Total Qualified Investment (sum of green cells)				\$ 400,000,000	Enter amounts from TOTAL row above in Schedule A2				

For All Columns: List amount invested each year, not cumulative totals.
 Column A: This represents the total dollar amount of planned investment in tangible personal property. Only include estimates of investment for "replacement" property if the property is specifically described in the application.
 Column B: The total dollar amount of planned investment each year in buildings or nonremovable component of buildings.
 Column C: Dollar value of other investment that may affect economic impact and total value. Examples of other investment that will not become qualified property include investment meeting the definition of 313.02(1) but not creating a new improvement as defined by TAC 9.1051. This is proposed property that functionally replaces existing property; is used to maintain, refurbish, renovate, modify or upgrade existing property; or is affixed to existing property—described in SECTION 13, question #5 of the application.
 Column D: Dollar value of other investment that may affect economic impact and total value. Examples of other investment that may result in qualified property are land or professional services.
 Total Investment: Add together each cell in a column and enter the sum in the blue total investment row. Enter the data from this row into the first row in Schedule A2.
 Qualified Investment: For the green qualified investment cell, enter the sum of all the green-shaded cells.

Schedule A2: Total Investment for Economic Impact (including Qualified Property and other investments)

Date 3/21/2016

Applicant Name CCI Corpus Christi LLC

ISD Name Tuloso-Midway ISD

Form 50-296A

Revised May 2014

PROPERTY INVESTMENT AMOUNTS							Column E
(Estimated investment in each year. Do not put cumulative totals.)							Column D
	Column A	Column B	Column C	Column D	Column E	Column F	
	New investment (original cost) in tangible personal property placed in service during this year that will become Qualified Property	New investment made during this year in buildings or permanent nonremovable components of buildings that will become Qualified Property	Other investment made during this year that will NOT become Qualified Property [SEE NOTE]	Other investment made during this year that will become Qualified Property [NOTE]	Total Investment (A+B+C+D)		
Year	Tax Year (Fill in actual tax year below) YYYY	School Year (YYYY-YYYY)					
Enter amounts from TOTAL row in Schedule A1 in the row below							
	\$ 395,500,000.00	\$ 4,500,000.00	\$ -	\$ -	\$ -	\$ 400,000,000.00	
TOTALS FROM SCHEDULE A1							
Total investment from Schedule A1*							
Each year prior to start of value limitation period** <i>Insert as many rows as necessary</i>		2016-2017					
Each year prior to start of value limitation period** <i>Insert as many rows as necessary</i>		2017-2018					
Each year prior to start of value limitation period** <i>Insert as many rows as necessary</i>		2018-2019					
Each year prior to start of value limitation period** <i>Insert as many rows as necessary</i>		2019-2020					
Value limitation period***		2020-2021					
		2021-2022					
		2022-2023					
		2023-2024					
		2024-2025					
		2025-2026					
		2026-2027					
		2027-2028					
		2028-2029					
		2029-2030					
Total investment made through limitation							
	\$ 395,500,000.00	\$ 4,500,000.00	\$ -	\$ -	\$ -	\$ 400,000,000.00	
Continue to maintain viable presence		2030-2031					
		2031-2032					
		2032-2033					
		2033-2034					
		2034-2035					
		2035-2036					
		2036-2037					
		2037-2038					
		2038-2039					
		2039-2040					
Additional years for 25 year economic impact as required by 313.026(c)(1)		2040-2041					
		2041-2042					
		2042-2043					
		2043-2044					
		2044-2045					
		2045-2046					

* All investments made through the qualifying time period are captured and totaled on Schedule A1 [blue box] and incorporated into this schedule in the first row.

** Only investment made during deferrals of the start of the limitation (after the end of qualifying time period but before the start of the Value Limitation Period) should be included in the "year prior to start of value limitation period" row(s). If the limitation starts at the end of the qualifying time period or the qualifying time period overlaps the limitation, no investment should be included on this line.

*** If your qualifying time period will overlap your value limitation period, do not also include investment made during the qualifying time period in years 1 and/or 2 of the value limitation period, depending on the overlap. Only include investments/years that were not captured on Schedule A1.

For All Columns: List amount invested each year, not cumulative totals. Only include investments in the remaining rows of Schedule A2 that were not captured on Schedule A1.

Column A: This represents the total dollar amount of planned investment in tangible personal property. Only include estimates of investment for "replacement" property if the property is specifically described in the application.

Column B: Only tangible personal property that is specifically described in the application can become qualified property.

Column C: The total dollar amount of planned investment each year in buildings or nonremovable component of buildings.

Column D: Dollar value of other investment that may affect economic impact and total value. Examples of other investment meeting the definition of 313.021(1) but not creating a new improvement as defined by TAC 9.1051. This is proposed property that functionally replaces existing property; is used to maintain, refurbish, renovate, modify or upgrade existing property; or is affixed to existing property—described in SECTION 13, question #5 of the application.

Column E: Dollar value of other investment that may affect economic impact and total value. Examples of other investment that may result in qualified property are land or professional services.

Schedule B: Estimated Market And Taxable Value (of Qualified Property Only)

Year	School Year (YYYY-YYYY)	Tax Year (Fill in actual tax year) YYYY	Qualified Property			Estimated Taxable Value		
			Estimated Market Value of Land	Estimated Total Market Value of new buildings or other new improvements	Estimated Total Market Value of tangible personal property in the new buildings or "in or on the new improvements"	Market Value less any exemptions (such as pollution control) and before limitation	Final taxable value for I&S after all reductions	Final taxable value for M&O after all reductions
0	2016-2017	2016	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
0	2017-2018	2017	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
0	2018-2019	2018	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
0	2019-2020	2019	\$ -	\$ -	\$ 125,000,000	\$ 118,750,000	\$ 118,750,000	\$ 118,750,000
1	2020-2021	2020	\$ -	\$ 4,455,000	\$ 389,567,500	\$ 374,544,100	\$ 374,544,100	\$ 80,000,000
2	2021-2022	2021	\$ -	\$ 4,388,200	\$ 379,828,300	\$ 365,225,100	\$ 365,225,100	\$ 80,000,000
3	2022-2023	2022	\$ -	\$ 4,322,400	\$ 370,332,600	\$ 356,138,400	\$ 356,138,400	\$ 80,000,000
4	2023-2024	2023	\$ -	\$ 4,257,600	\$ 361,074,300	\$ 347,278,200	\$ 347,278,200	\$ 80,000,000
5	2024-2025	2024	\$ -	\$ 4,193,700	\$ 352,047,400	\$ 338,638,700	\$ 338,638,700	\$ 80,000,000
6	2025-2026	2025	\$ -	\$ 4,130,800	\$ 343,246,200	\$ 330,214,700	\$ 330,214,700	\$ 80,000,000
7	2026-2027	2026	\$ -	\$ 4,068,800	\$ 334,665,000	\$ 322,000,600	\$ 322,000,600	\$ 80,000,000
8	2027-2028	2027	\$ -	\$ 4,007,800	\$ 326,298,400	\$ 313,991,300	\$ 313,991,300	\$ 80,000,000
9	2028-2029	2028	\$ -	\$ 3,947,700	\$ 318,140,900	\$ 306,181,600	\$ 306,181,600	\$ 80,000,000
10	2029-2030	2029	\$ -	\$ 3,888,500	\$ 310,187,400	\$ 298,566,500	\$ 298,566,500	\$ 80,000,000
11	2030-2031	2030	\$ -	\$ 3,830,200	\$ 302,432,700	\$ 291,141,300	\$ 291,141,300	\$ 291,141,300
12	2031-2032	2031	\$ -	\$ 3,772,700	\$ 294,871,900	\$ 283,901,000	\$ 283,901,000	\$ 283,901,000
13	2032-2033	2032	\$ -	\$ 3,716,100	\$ 287,500,100	\$ 276,841,200	\$ 276,841,200	\$ 276,841,200
14	2033-2034	2033	\$ -	\$ 3,660,400	\$ 280,312,600	\$ 269,957,400	\$ 269,957,400	\$ 269,957,400
15	2034-2035	2034	\$ -	\$ 3,605,500	\$ 273,304,800	\$ 263,245,100	\$ 263,245,100	\$ 263,245,100
16	2035-2036	2035	\$ -	\$ 3,551,400	\$ 266,472,200	\$ 256,700,000	\$ 256,700,000	\$ 256,700,000
17	2036-2037	2036	\$ -	\$ 3,498,100	\$ 259,810,400	\$ 250,318,000	\$ 250,318,000	\$ 250,318,000
18	2037-2038	2037	\$ -	\$ 3,445,600	\$ 253,315,100	\$ 244,094,900	\$ 244,094,900	\$ 244,094,900
19	2038-2039	2038	\$ -	\$ 3,393,900	\$ 246,982,200	\$ 238,027,000	\$ 238,027,000	\$ 238,027,000
20	2039-2040	2039	\$ -	\$ 3,343,000	\$ 240,807,600	\$ 232,110,200	\$ 232,110,200	\$ 232,110,200
21	2040-2041	2040	\$ -	\$ 3,292,900	\$ 234,787,400	\$ 226,340,900	\$ 226,340,900	\$ 226,340,900
22	2041-2042	2041	\$ -	\$ 3,243,500	\$ 228,917,700	\$ 220,715,300	\$ 220,715,300	\$ 220,715,300
23	2042-2043	2042	\$ -	\$ 3,194,800	\$ 223,194,800	\$ 215,229,900	\$ 215,229,900	\$ 215,229,900
24	2043-2044	2043	\$ -	\$ 3,146,900	\$ 217,614,900	\$ 209,881,100	\$ 209,881,100	\$ 209,881,100
25	2044-2045	2044	\$ -	\$ 3,099,700	\$ 212,174,500	\$ 204,665,500	\$ 204,665,500	\$ 204,665,500

Notes: Market value in future years is good faith estimate of future taxable value for the purposes of property taxation.

Only include market value for eligible property on this schedule.

Schedule C: Employment Information

Date : 3/21/16
Applicant Name
ISD Name

CCI Corpus Christi LLC
Tuloso-Midway ISD

	Construction		Tax Year (Actual tax year) YYYY	Non-Qualifying Jobs			Qualifying Jobs	
	Column A	Column B		Column C	Column D	Column E		
	Number of Construction FTEs or man-hours (FTE)	Average annual wage rates for construction workers		Number of non-qualifying jobs applicant estimates it will create (cumulative)	Number of new qualifying jobs applicant commits to create meeting all criteria of Sec. 313.021(3) (cumulative)		Average annual wage of new qualifying jobs	
Each year prior to start of Value Limitation Period <i>Insert as many rows as necessary</i>	0	0 \$	2016	- \$	- \$	- \$	-	
Each year prior to start of Value Limitation Period <i>Insert as many rows as necessary</i>	0	0 \$	2017	- \$	- \$	- \$	-	
Each year prior to start of Value Limitation Period <i>Insert as many rows as necessary</i>	0	50 \$	2018	50,000	0	0 \$	-	
Each year prior to start of Value Limitation Period <i>Insert as many rows as necessary</i>	0	65 \$	2019	50,000	2	10 \$	57,464	
Value Limitation Period <i>The qualifying time period could overlap the value limitation period.</i>	1	0 \$	2020	-	5	25 \$	57,464	
	2	0 \$	2021	-	5	25 \$	57,464	
	3	0 \$	2022	-	5	25 \$	57,464	
	4	0 \$	2023	-	5	25 \$	57,464	
	5	0 \$	2024	-	5	25 \$	57,464	
	6	0 \$	2025	-	5	25 \$	57,464	
	7	0 \$	2026	-	5	25 \$	57,464	
	8	0 \$	2027	-	5	25 \$	57,464	
	9	0 \$	2028	-	5	25 \$	57,464	
	10	0 \$	2029	-	5	25 \$	57,464	
Years Following Limitation Period	11 through 25	0 \$	2030-2044	-	5	25 \$	57,464	

Notes: See TAC 9.1051 for definition of non-qualifying jobs.
Only include jobs on the project site in this school district.

C1. Are the cumulative number of qualifying jobs listed in Column D less than the number of qualifying jobs required by statute? (25 qualifying jobs in Subchapter B districts, 10 qualifying jobs in Subchapter C districts)
 Yes No

C1a. Will the applicant request a job waiver, as provided under 313.025(f-1)?
 Yes No

C1b. Will the applicant avail itself of the provision in 313.021(3)(F)?
 Yes No

Schedule D: Other Incentives (Estimated)

Date: 3/21/16
Applicant Name
ISD Name

CCI Corpus Christi LLC
Tuloso-Midway ISD

State and Local Incentives for which the Applicant intends to apply (Estimated)										
Incentive Description	Taxing Entity (as applicable)	Beginning Year of Benefit	Duration of Benefit	Annual Tax Levy without Incentive	Annual Incentive	Annual Net Tax Levy				
Tax Code Chapter 311	County:	N/A	N/A	N/A	N/A	N/A				
	City:	N/A	N/A	N/A	N/A	N/A				
	Other:	N/A	N/A	N/A	N/A	N/A				
Tax Code Chapter 312	County: Nueces (current agreement)	2017	2017-2021	25 Yr. Avg. = \$861,117	See Below	25 Yr. Avg. = \$767,123				
	City:	N/A	N/A	N/A	N/A	N/A				
	Other: Del Mar College (current agreement)	2017	2017-2021	25 Yr. Avg. = \$682,649	See Below	25 Yr. Avg. = \$608,135				
Local Government Code Chapters 380/381	County:	N/A	N/A	N/A	N/A	N/A				
	City:	N/A	N/A	N/A	N/A	N/A				
	Other:	N/A	N/A	N/A	N/A	N/A				
Freeport Exemptions		N/A	N/A	N/A	N/A	N/A				
Non-Annexation Agreements		N/A	N/A	N/A	N/A	N/A				
Enterprise Zone/Project		N/A	N/A	N/A	N/A	N/A				
Economic Development Corporation		N/A	N/A	N/A	N/A	N/A				
Texas Enterprise Fund		N/A	N/A	N/A	N/A	N/A				
Employee Recruitment		N/A	N/A	N/A	N/A	N/A				
Skills Development Fund		N/A	N/A	N/A	N/A	N/A				
Training Facility Space and Equipment		N/A	N/A	N/A	N/A	N/A				
Infrastructure Incentives		N/A	N/A	N/A	N/A	N/A				
Permitting Assistance		N/A	N/A	N/A	N/A	N/A				
Other:		N/A	N/A	N/A	N/A	N/A				
Other:		N/A	N/A	N/A	N/A	N/A				
Other:		N/A	N/A	N/A	N/A	N/A				
Other:		N/A	N/A	N/A	N/A	N/A				
TOTAL						25 Yr. Avg. = \$1,543,766	25 Yr. Avg. = \$168,508	25 Yr. Avg. = \$1,375,258		

Additional information on incentives for this project:

YEAR	2017	2018	2019	2020	2021	2022	2023	2024	2025	2026
County 312 Terms:	50%	50%	50%	50%	50%	0%	0%	0%	0%	0%
College 312 Terms:	50%	50%	50%	50%	50%	0%	0%	0%	0%	0%

(Terms and/or terms may be renegotiated since project has been delayed)

TAB 15

Economic Impact Analysis, other payments made in the state or other economic information (if applicable)

None

TAB 16

Description of Reinvestment Zone or Enterprise Zone, including:

- a) Evidence that the area qualifies as an enterprise zone as defined by the Governor's office*
- b) Legal description of reinvestment zone**
- c) Order, resolution, or ordinance established the reinvestment zone**
- d) Guidelines and criteria for creating the zone**

See attached enterprise zone information.

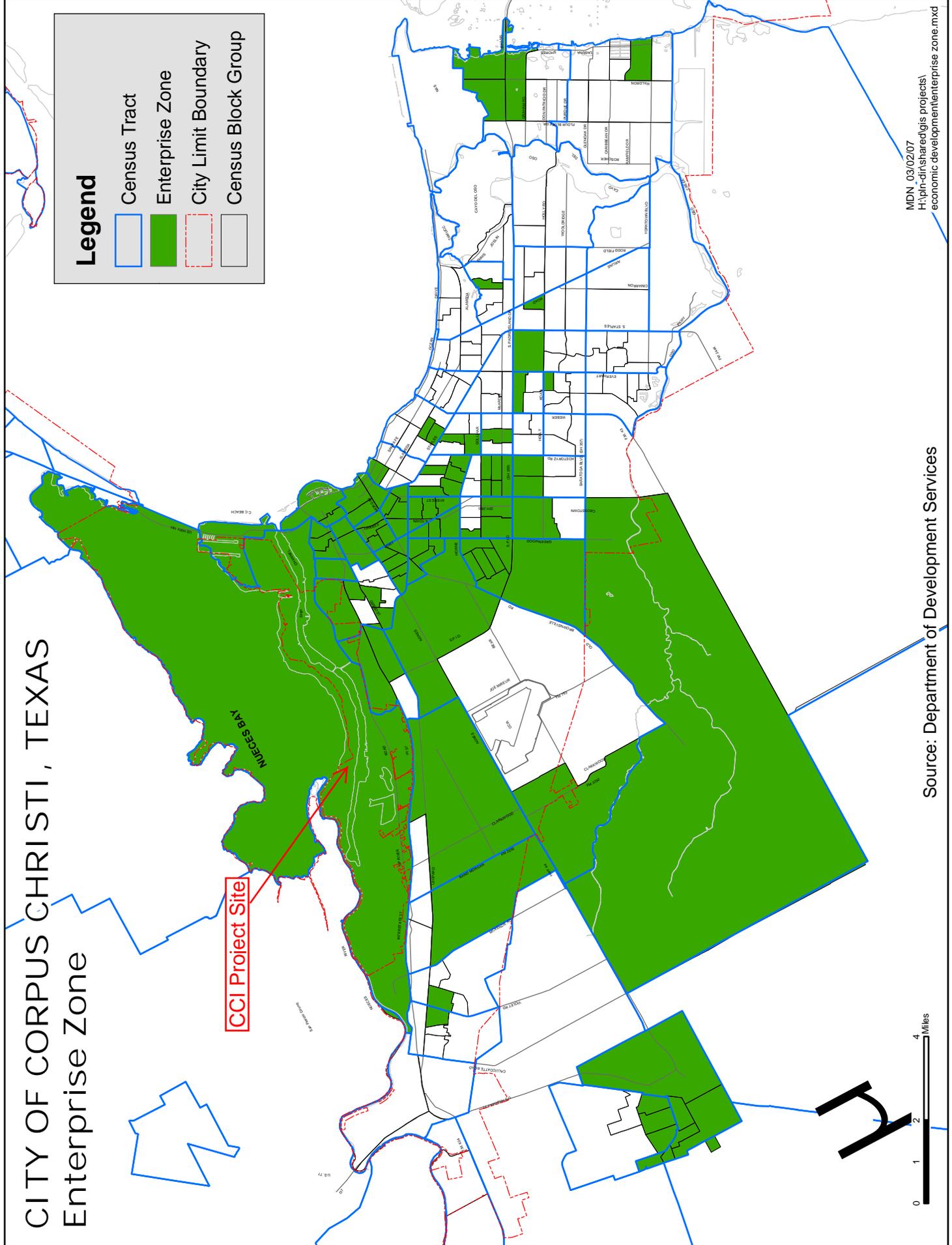
CITY OF CORPUS CHRISTI, TEXAS

Enterprise Zone

CCI Project Site

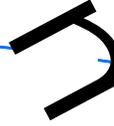
Legend

- Census Tract
- Enterprise Zone
- City Limit Boundary
- Census Block Group



MDN_03/02/07
H:\pdr\shared\gis projects\ economic development\enterprise zone.mxd

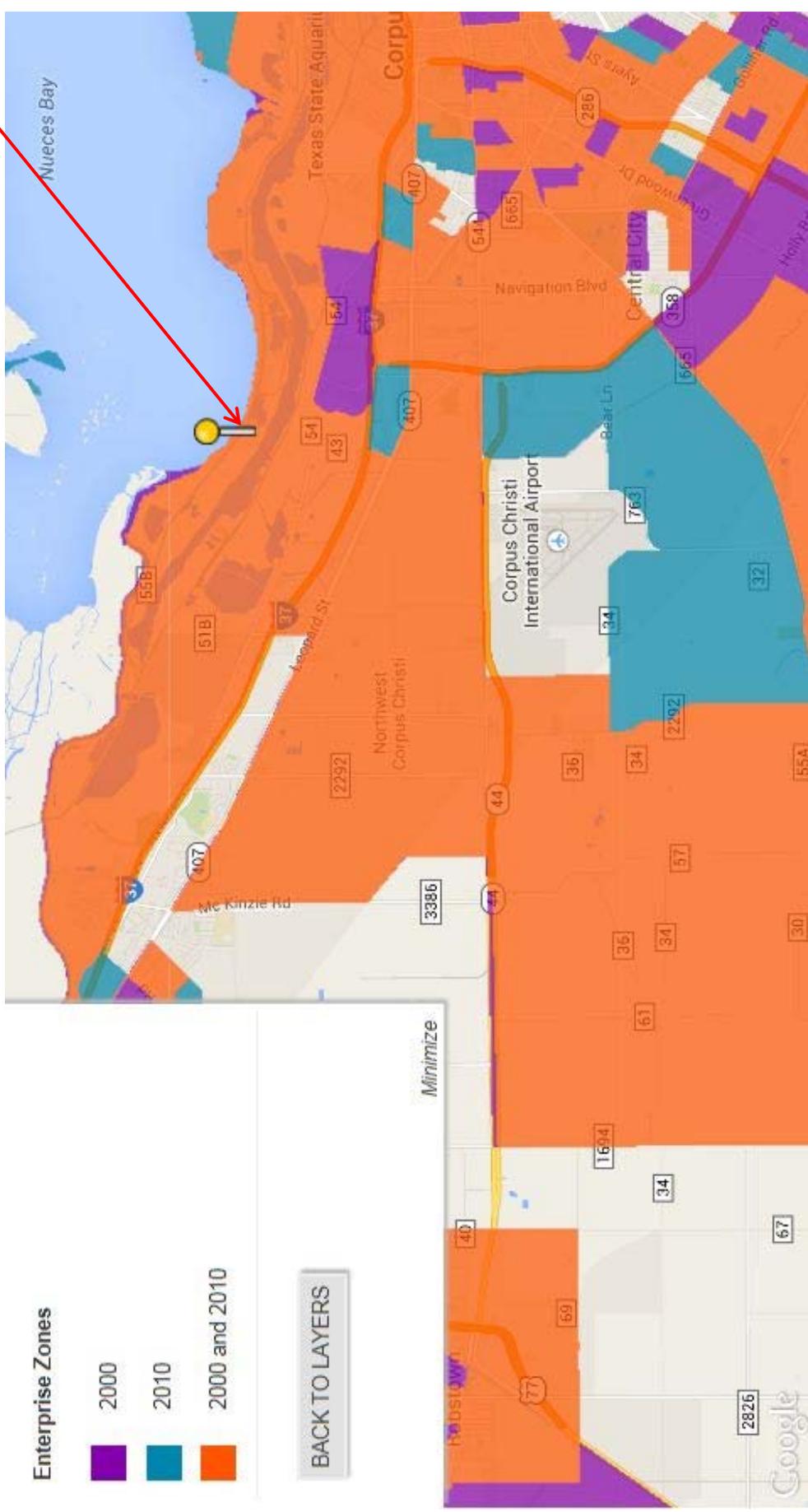
Source: Department of Development Services



Enterprise Zone Map

Source= www.TexasSiteSearch.com (Enterprise Zone Finder)

Project Site



TAB 17

Signature and Certification page, signed and dated by Authorized School District Representative and Authorized Company Representative (applicant)

See attached.

SECTION 16: Authorized Signatures and Applicant Certification

After the application and schedules are complete, an authorized representative from the school district and the business should review the application documents and complete this authorization page. Attach the completed authorization page in Tab 17. NOTE: If you amend your application, you will need to obtain new signatures and resubmit this page, Section 16, with the amendment request.

1. Authorized School District Representative Signature

I am the authorized representative for the school district to which this application is being submitted. I understand that this application is a government record as defined in Chapter 37 of the Texas Penal Code.

print here Dr. Suzanne J. Nelson
Print Name (Authorized School District Representative)

Superintendent
Title

sign here [Signature]
Signature (Authorized School District Representative)

4/18/16
Date

2. Authorized Company Representative (Applicant) Signature and Notarization

I am the authorized representative for the business entity for the purpose of filing this application. I understand that this application is a government record as defined in Chapter 37 of the Texas Penal Code. The information contained in this application and schedules is true and correct to the best of my knowledge and belief.

I hereby certify and affirm that the business entity I represent is in good standing under the laws of the state in which the business entity was organized and that no delinquent taxes are owed to the State of Texas.

print here John Damasco
Print Name (Authorized Company Representative (Applicant))

Senior Vice President
Title

sign here [Signature]
Signature (Authorized Company Representative (Applicant))

3-7-2016
Date

GIVEN under my hand and seal of office this, the

7th day of MARCH, 2016

[Signature]
Notary Public in and for the State of Texas CONNECTICUT

TARA L. LISCOMBE
NOTARY PUBLIC
STATE OF CONNECTICUT
(Notary Seal) Commission Expires July 31, 2017

My Commission expires: 7-31-17

If you make a false statement on this application, you could be found guilty of a Class A misdemeanor or a state jail felony under Texas Penal Code Section 37.10.