

STATE OF TEXAS                   §  
   §  
 COUNTY OF FORT BEND         §

**FIRST AMENDMENT AND ASSIGNMENT OF TAX ABATEMENT AGREEMENT BETWEEN  
 FORT BEND COUNTY, AND  
 SAGE DULLES, LTD.  
 (TO ASSIGN TO API INVESTMENTS COMPANY LLC)**

This FIRST AMENDMENT and Assignment of the Tax Abatement Agreement is made and entered into by and between FORT BEND COUNTY, TEXAS, a body politic, (hereinafter referred to as "County"); acting by and through its Commissioners Court, SAGE DULLES, LTD (hereinafter referred to as "Assignor"); and API INVESTMENTS COMPANY LLC (hereinafter referred to as "Assignee").

**RECITALS**

WHEREAS, on or about November 3, 2020, County and Assignor entered into a Tax Abatement Agreement which is incorporated by reference; (and hereby referred to as the "Agreement"); and

WHEREAS, the Agreement was executed as authorized by and in accordance with the Property Redevelopment and Tax Abatement Act, Chapter 312, TEXAS PROPERTY TAX CODE, and the current Guidelines and Criteria for Granting Tax Abatements in Reinvestment Zones located in Fort Bend County (hereinafter the "Guidelines and Criteria") and

WHEREAS, the Assignor desires to assign to the Assignee all of the Assignor's rights, title and interests in, to and under the Tax Abatement Agreement; and

WHEREAS, the Assignee desires to assume the duties and obligations of the Assignor under the Tax Abatement Agreement; and

WHEREAS, the Parties now desire to amend certain portions of the Agreement as allowed by Texas Tax Code Section 312.208 and Section VII of the Guidelines and Criteria to reflect the Assignment;

WHEREAS Notice for this Amended Agreement was provided as required by Texas Tax Code Sec. 312.207.

NOW THEREFORE, for and in consideration of the mutual benefits to be derived by the parties hereto, District and Owner agree as follows:

1. Any references in the Agreement to "Owner" shall mean and refer to API INVESTMENTS COMPANY LLC- ASSIGNEE as the owner of the real property and improvements subject to the Agreement located in Real Property and Improvements, located within the City of Sugar Land Reinvestment Zone No. 2020-01.

2. The Agreement is amended to the effect that all duties, obligations, and responsibilities imposed upon Owner under the Agreement shall be imposed upon API INVESTMENTS COMPANY LLC-Assignee and all agreements and representations made by Assignor- Sage Dulles Ltd. in the Agreement shall be the agreements and representations of API INVESTMENTS COMPANY LLC- Assignee.
3. The representatives of Assignor and Assignee whose signatures execute this First Amendment and Assignment represent and warrant to Fort Bend County that they have the requisite authority to enter into the Agreement and First Amendment thereof.
4. Any references in the Agreement to the Fort Bend County Tax Assessor Collector shall mean and refer to Fort Bend Economic Opportunity & Development Director. The County's Director of Economic Opportunity & Development shall be included on all correspondence to and/or from County employees and officials relative to this project.
5. The addresses set out in Section 16 of the Agreement for notices is hereby deleted in its entirety and the following addresses are substituted therefore:

**To the COUNTY:**

Fort Bend Economic Opportunity & Development  
Attn: Director (Carlos Guzman)  
401 Jackson Street  
Richmond, Texas 77469  
[carlos.guzman@fortbendcountytexas.gov](mailto:carlos.guzman@fortbendcountytexas.gov)

Copy to: Fort Bend County Judge  
401 Jackson  
Richmond, Texas 77469

**To: SAGE DULLES, LTD  
ASSIGNOR**

CHARLIE F. MEYER, JR.  
SAGE DULLES, LTD  
1902 WASHINGTON AVENUE, SUITE A  
HOUSTON, TX 77007

**To: API INVESTMENTS COMPANY  
ASSIGNEE**

CHETAN NEGANDHI  
TREASURER  
API INVESTMENTS COMPANY, LLC  
12682 CARDINAL MEADOW DRIVE  
SUGAR LAND, TX 77478

6. API INVESTMENTS COMPANY LLC- ASSIGNEE SHALL BE RESPONSIBLE FOR NOTIFYING THE APPRAISAL DISTRICT OF THE ABATEMENT, INCLUDING FILING WITH THE APPRAISAL DISTRICT ANY APPLICATION OR OTHER FORMS NECESSARY TO QUALIFY FOR OR RECEIVE THE ABATEMENT GRANTED.
7. Any further amendments to this Agreement shall be in accordance with the most recently adopted Guidelines and Criteria for Granting Tax Abatements in Fort Bend County. This requirement applies even if this Amendment was executed under a prior set of Guidelines and Criteria.
8. Except as modified herein, any prior executed document remain in full force and effect and has not been modified or amended. In the event of conflict, the contents of this First Amendment shall prevail.
9. Execution

IN TESTIMONY OF WHICH, THIS AMENDMENT shall be effective upon execution of all parties.



ATTEST:

*Laura Richard*  
 Laura Richard, County Clerk

"COUNTY"  
 FORT BEND COUNTY

By: *KP George*  
County Judge KP George  
 KP George, County Judge

Date: January 10, 2023

ATTEST:

*Walter Blair*

"ASSIGNOR"  
 SAGE DULLES, LTD

By: *Charles F. Meyer, Jr.*  
 Name: Charles F. Meyer, Jr.  
 Title: Vice President

Date: 12/02/22

Date: 12/22/22

"ASSIGNEE"  
 API INVESTMENTS COMPANY LLC

By: *Chinh T. Nguyen*  
 Name: CHINH T. NGUYEN  
 Title: MANAGING MEMBER

Date: 21<sup>st</sup>. Dec. 2022

ATTEST:


*Eric Zollinger*

Date: 21 Dec. 2022

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Reviewed by:

By:

  
\_\_\_\_\_  
Carlos Guzman

Fort Bend Economic Opportunity & Development Director

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# CERTIFICATE OF INTERESTED PARTIES

FORM 1295

1 of 1

Complete Nos. 1 - 4 and 6 if there are interested parties.  
 Complete Nos. 1, 2, 3, 5, and 6 if there are no interested parties.

**OFFICE USE ONLY  
 CERTIFICATION OF FILING**

**Certificate Number:**  
 2022-964898

**Date Filed:**  
 12/15/2022

**Date Acknowledged:**  
 01/11/2023

**1 Name of business entity filing form, and the city, state and country of the business entity's place of business.**  
 API Investments Inc.  
 SugarLand, TX United States

**2 Name of governmental entity or state agency that is a party to the contract for which the form is being filed.**  
 Fort Bend County (General Fund)

**3 Provide the identification number used by the governmental entity or state agency to track or identify the contract, and provide a description of the services, goods, or other property to be provided under the contract.**  
 12152022  
 Tax Abatement

4	Name of Interested Party	City, State, Country (place of business)	Nature of interest (check applicable)	
			Controlling	Intermediary

**5 Check only if there is NO Interested Party.**

**6 UNSWORN DECLARATION**

My name is \_\_\_\_\_, and my date of birth is \_\_\_\_\_.

My address is \_\_\_\_\_, \_\_\_\_\_, \_\_\_\_\_, \_\_\_\_\_, \_\_\_\_\_.  
(street) (city) (state) (zip code) (country)

I declare under penalty of perjury that the foregoing is true and correct.

Executed in \_\_\_\_\_ County, State of \_\_\_\_\_, on the \_\_\_\_\_ day of \_\_\_\_\_, 20\_\_\_\_.  
(month) (year)

\_\_\_\_\_  
 Signature of authorized agent of contracting business entity  
 (Declarant)