

**Reimbursement Agreement
(Parkside estates)**

THIS Agreement is entered into as of the 17th day of October, 2013, by and between **Hines Interests Limited Partnership**, a Delaware limited partnership ("**Hines**"), the CITY OF IRVING, a municipal corporation situated in Dallas County, Texas (the "**City**").

RECITALS:

A. Hines is the owner of approximately 233 acres of land located between Cabell Road and State Highway 114 in City of Irving which Hines desires to develop into an approximately 900 lot residential subdivision to be known as "Parkside Estates" (the "**Subdivision**").

B. Hines has requested the City consider creation of a Tax Increment Reinvestment Zone ("**TIF**") and/or Public Improvement District ("**PID**") in the City of Irving (the "**City**") for the Subdivision.

C. City will retain consultants and attorneys to assist it in evaluating the request.

NOW THEREFORE, Hines and City agree as follows:

Hines acknowledges that the City will incur certain costs and expenses in connection with the evaluation and formation, if any, of the PID and the TIF, including the cost of engaging David Pettit Economic Development, LLC ("**DPED**") and Bracewell Giuliani, LP.

In consideration for the City working with the project owner affiliate(s) of the undersigned evaluating this requested TIF and/or PID, the undersigned agrees to reimburse the City up to \$150,000, in the aggregate, for services paid to DPED or Bracewell Giuliani by the City related to this request. Any reimbursement shall be paid within thirty (30) days after written request from the City evidencing the City's payment of the same.

EXECUTED by the parties as of the date first above written.

THE CITY:

CITY OF IRVING

By: _____
Beth Van Duyne, Mayor

ATTEST:

Shanae Jennings, City Secretary

APPROVED AS TO FORM:

Charles R. Anderson, City Attorney

Hines Interests Limited Partnership, a Delaware
limited partnership

By: Hines Holdings, Inc.,
its General Partner

By: _____
Name: _____
Title: _____