



**RESOLUTION NO. 20141028-06**

**A RESOLUTION AUTHORIZING THE EXTENSION AND MODIFICATION OF  
RAILCAR LEASE AGREEMENT WITH LONE STAR RAILCAR STORAGE CO.**

**WHEREAS**, TexAmericas Center is a political subdivision of the State of Texas with the powers and authorities specified in Chapter 3503 of the Special District Local Laws Code of the State of Texas; and

**WHEREAS**, on or about August 31, 2010, Red River Redevelopment Authority and Lone Star Railcar Storage Co. entered into a Rail Lease Agreement providing for Lone Star Railcar Storage Co. to lease substantially all of the rail lines and associated property located upon that part of the former Lone Star Army Ammunition Plant received by Red River Redevelopment Authority from the United States Department of the Army; and

**WHEREAS**, Lone Star Railcar Storage Co. has requested an extension and modification of the terms of the Lease Agreement to extend the Term for an additional Term of five (5) years; and

**WHEREAS**, TexAmericas Center, formerly Red River Redevelopment Authority, believes that it is in the best interest of the Authority to extend the Term of the Lease as modified;

**NOW, THEREFORE, BE IT RESOLVED**, by the Board of Directors of TexAmericas Center, that TexAmericas Center enter into a Modification and Extension of Rail Lease Agreement with Lone Star Railcar Storage Co. upon the terms as set forth in the attached Modification and Extension of Rail Lease Agreement; and

**BE IT FURTHER RESOLVED** that Scott Norton, Executive Director/CEO is hereby authorized to execute the Modification and Extension of Railcar Lease in substantially the form attached hereto.

**PASSED and APPROVED** this 28<sup>th</sup> day of October, 2014.

  
Denis Washington, Chairman of the Board

**ATTEST:**

  
Boyd Sartin, Secretary/Treasurer

**MODIFICATION AND EXTENSION OF RAIL LEASE AGREEMENT**1. Parties.

The parties to this Agreement are TEXAMERICAS CENTER (TAC), formerly known as Red River Redevelopment Authority, hereinafter the Landlord, and LONE STAR RAILCAR STORAGE CO., hereinafter the Tenant.

2. Current Lease.

Landlord and Tenant entered into a Rail Lease Agreement dated the 31<sup>st</sup> day of August, 2010, for a portion of the Rail Track owned by Landlord and located upon the premises formerly known as Lone Star Army Ammunition Plant in Bowie County, Texas, said Lease having a termination date of September 30, 2015.

3. Modification Terms. The Lease is modified as follows:

- A. The Lease Term shall be extended for a period of 60 months and will terminate on the 30<sup>th</sup> day of September, 2020.
- B. The rent for the extended term of this Lease shall remain unchanged.
- C. Section 30 of the Rail Lease Agreement is amended by adding the following sentence: "The fees and charges for services set forth on Exhibit "E" are minimum charges which Tenant shall require for its services under the Industrial Track Agreement; It is the intention of the parties that the Tenant is free to impose fees and charges greater than the minimum charges set forth in Exhibit "E".
- D. A new paragraph shall be added to Section 3 of the Lease to read as follows:  
If either party desires to negotiate an extension of the term of this Lease beyond the end of the Term, said party shall notify the other party not earlier than eighteen (18) months prior to the end of the Term and not later than six (6) months prior to the end of the Term. If notice is given, the Parties may extend the Term upon mutually agreeable terms in a written Extension Agreement executed prior to the 90<sup>th</sup> day prior to the end of the Term. If the parties have not executed an Extension Agreement on mutually agreeable terms prior to the specified date, this Rail Lease Agreement shall terminate at the end of the Term as provided herein. The provisions of this paragraph do not constitute a right of first refusal, a right of last offer or any other contract or property right in favor of Tenant. Landlord reserves the right to reject in its sole discretion any and all offers from Tenant to Landlord to extend or renew this Rail Lease Agreement.
- E. All references in the Rail Lease Agreement to Red River Redevelopment Authority are changed to be TexAmericas Center.

4. Continuation of Lease Terms.

Except for the modifications and extensions made in this Modification and Extension Agreement, all provisions of the Lease Agreement will continue in full force and effect.

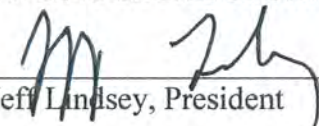
EXECUTED as of this the 28 day of October, 2014. <sup>12</sup>

TEXAMERICAS CENTER

By:   
Scott Norton, Exec. Director/CEO

**TENANT:**

LONE STAR RAILCAR STORAGE CO.

By:   
Jeff Landsey, President