

REAL PROPERTY INTERESTS EXCHANGE AGREEMENT

This REAL PROPERTY INTERESTS EXCHANGE AGREEMENT (“Agreement”) is made and entered into effective as of _____, 2017, by and between the **City of League City, Texas** (“City”) and **MB Harbour, Ltd.** (“MB Harbour”).

RECITALS

MB Harbour is the record owner of legal title to that certain tract of land known as Lot 1, Block 1, Cypress Bay, Section 2, in the M. Muldoon Two League Grant, Abstract No. 18, Galveston County, Texas, according to the plat thereof recorded in Plat Record 2009A, Map Numbers 20 and 21, Galveston County Map Records, an excerpted, reduced-sized copy of which is attached hereto as Exhibit “A”.

Lot 1, Block 1, Cypress Bay, Section Two is comprised in part by a replat of part of Lot 1 and all of Lots 2 and 3, Block A, Glen Cove Park, a subdivision of record in Volume 4, Page 28, Map Records of Galveston County. By virtue of the plat of Glen Cove Park, a 10-foot wide utility easement (“Proposed Abandonment Easement”) located east of and abutting the westerly line of Lots 1, 2 and 3, Block A, Glen Cove Park, was dedicated to the Public use. Excerpted copies of portions of the plat of Glen Cove Park depicting such lots, the Proposed Abandonment Easement, and dedicatory statement are attached hereto as Exhibit “B”.

Existing Proposed Abandonment Easement was not depicted on the plat of Cypress Bay, Section Two and the City has not abandoned, vacated, or released the City’s or Public’s interests in the Proposed Abandonment Easement.

MB Harbour is in the process of replatting Lot 1, Block 1, Cypress Bay, Section Two into a proposed two-lot subdivision to be known as Skippers Port, reduced sized copy of which is attached hereto as Exhibit “C”.

The City and MB Harbour now desire to enter into this Agreement to document and carryout the terms of their agreement so negotiated.

AGREEMENT

For and in consideration of the foregoing recitals, all of which are a material part of the agreement of the parties hereto, and for further consideration of the mutual undertakings set forth below, the sufficiency of which is hereby acknowledged, the parties hereto agree as follows:

Article 1: Dedication by Plat

By the filing of the plat of Skippers Port, MB Harbour will dedicate by said plat a 10-foot wide utility easement labeled as “PROPOSED NEW 10-FOOT UTILITY EASEMENT” on the attached Exhibit “C”. The Proposed New Utility Easement contains approximately 0.09 acre of land.

Article 2: Abandonment by Plat

The location of the "PROPOSED ABANDONMENT EASEMENT" is depicted as a hatched area on the attached Exhibit "C" and the City agrees that, by the filing of the plat of Skippers Port, the City's and Public's interests said Proposed Abandonment Easement shall be considered abandoned, vacated and released. The Proposed Abandonment Easement contains approximately 0.05 acre of land.

Article 3: Amendments in Writing

This Agreement cannot be changed orally, but shall be changed only by agreement in writing signed by the City and MB Harbour.

Article 4: Entire Agreement

THIS AGREEMENT EMBODIES THE ENTIRE AGREEMENT AND UNDERSTANDING BETWEEN THE CITY AND MB HARBOUR WITH RESPECT TO THE SUBJECT MATTER HEREOF AND UNDERSTANDINGS RELATING TO SUCH SUBJECT MATTER AND MAY NOT BE CONTRADICTED BY EVIDENCE OF PRIOR, CONTEMPORANEOUS OR SUBSEQUENT ORAL AGREEMENTS OR THE PARTIES. THE CITY AND MB HARBOUR HEREBY ACKNOWLEDGE AND AGREE THAT THERE ARE NO UNWRITTEN ORAL AGREEMENTS BETWEEN THE CITY AND MB HARBOUR WHICH HAVE NOT BEEN INCORPORATED INTO THIS AGREEMENT.

Executed in counterpart originals effective as of the date first set forth above.

FOR THE CITY OF LEAGUE CITY:

By: _____
John Baumgartner
Acting City Manager

ATTEST:

Diana M. Stapp
City Secretary

FOR MB HARBOUR, LTD.:
by Harbour Management, LLC its General Manager

By:  _____
Nick Scotto, General Manager -- President

EXHIBIT "B"

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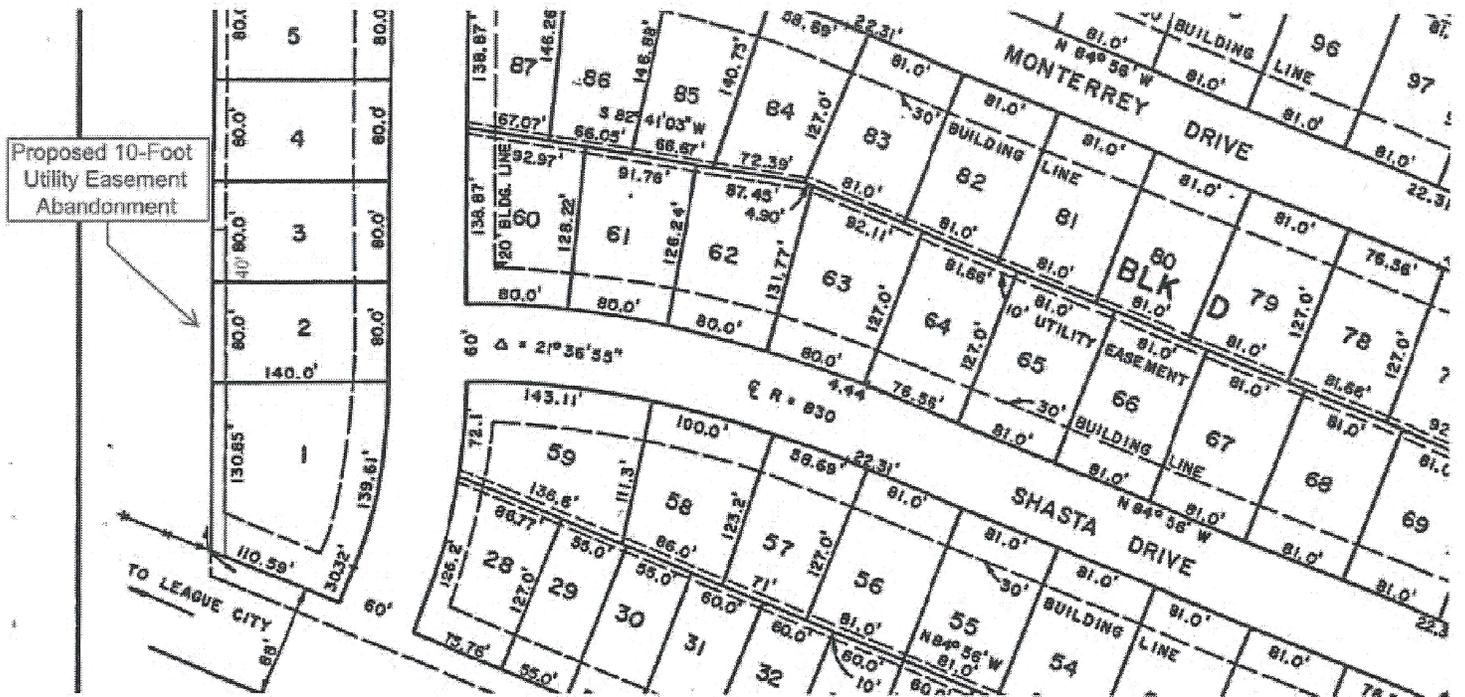


EXHIBIT "B"

Pate 2 of 2

GLEN COVE PARK

A RESUBDIVISION OF S $\frac{1}{2}$ OF BLKS 11 & 12 AND ALL OF BLKS 13, 14, 17 THRU 20, 23 THRU 26, 29 THRU 32, 35 THRU 38, 41 & 42 OF GLEN COVE ADDITION IN THE J. G. ROST SURVEY, GALVESTON COUNTY, TEXAS, PLAT OF WHICH IS RECORDED IN VOL. 254, pg. 100, MAP RECORDS

STATE OF TEXAS:

COUNTY OF GALVESTON:

I, ROY M. PITNER JR., OWNER OF THE PROPERTY SUBDIVIDED IN THE ABOVE AND FOREGOING MAP OF GLEN COVE PARK, DO HEREBY MAKE SUBDIVISION OF SAID PROPERTY ACCORDING TO THE LINES, STREETS, LOTS, ALLEYS, PARKS, BUILDING LINES AND EASEMENTS THEREIN SHOWN, AND DEDICATE SAID SUBDIVISION AS GLEN COVE PARK, IN THE JOHN G. ROST SURVEY, GALVESTON COUNTY, TEXAS, AND DEDICATE TO PUBLIC USE AS SUCH THE STREETS, ALLEYS, AND EASEMENTS SHOWN THEREON FOREVER AND DO HEREBY WAIVE ANY CLAIMS FOR DAMAGES OCCASIONED BY THE ESTABLISHING OF GRADES AS APPROVED FOR THE STREETS AND ALLEYS DEDICATED OR OCCASIONED BY THE ALTERATION OF THE SURFACE OF ANY PORTION OF STREETS OR ALLEYS TO CONFORM TO SUCH GRADES, AND DO HEREBY BIND MYSELF, MY HEIRS AND ASSIGNS TO WARRANT AND FOREVER DEFEND THE TITLE TO THE LAND SO DEDICATED.

I, MARGARET E. WATSON, OWNER AND HOLDER OF A LIEN UPON SAID PROPERTY, DO HEREBY RATIFY AND CONFIRM SAID SUBDIVISION AND DEDICATION, AND DO HEREBY IN ALL THINGS SUBORDINATE TO SAID SUBDIVISION AND DEDICATION THE LIEN AGAINST SAID LAND OWNED AND HELD BY ME.

THERE IS ALSO DEDICATED FOR UTILITIES AN UNOBSTRUCTED AERIAL EASEMENT FIVE (5) FEET WIDE FROM A PLANE TWENTY (20) FEET ABOVE THE GROUND UPWARD LOCATED ADJACENT TO ALL EASEMENTS SHOWN HEREON.

FURTHER, I DO HEREBY DEDICATE FOREVER TO THE PUBLIC A STRIP OF LAND FIFTEEN (15) FEET WIDE ON EACH SIDE OF THE CENTERLINE OF ANY AND ALL GULLIES, RAVINES, DRAWS, SLOUGHS, OR OTHER NATURAL DRAINAGE COURSES LOCATED IN SAID SUBDIVISION AS EASEMENTS FOR DRAINAGE PURPOSES, GIVING GALVESTON COUNTY AND/OR ANY OTHER PUBLIC AGENCY THE RIGHT TO ENTER UPON SAID EASEMENTS AT ANY AND ALL TIMES FOR THE PURPOSE OF CONSTRUCTING AND/OR MAINTAINING DRAINAGE WORK AND/OR STRUCTURES.

FURTHER, ALL OF THE PROPERTY IN THE ABOVE AND FOREGOING MAP SHALL BE RESTRICTED IN ITS USE, WHICH RESTRICTIONS SHALL RUN WITH THE TITLE OF THE PROPERTY AND SHALL BE ENFORCEABLE, AT THE OPTION OF GALVESTON COUNTY, BY GALVESTON COUNTY, OR ANY CITIZENS THEREFORE BY INJUNCTION AS FOLLOWS:

1. THE DRAINAGE OF SEPTIC TANKS INTO ROAD, STREET, ALLEY, OR OTHER PUBLIC DITCHES, EITHER DIRECTLY OR INDIRECTLY, IS STRICTLY PROHIBITED.

2. DRAINAGE STRUCTURES UNDER PRIVATE DRIVEWAYS SHALL HAVE A NET DRAINAGE OPENING AREA OF SUFFICIENT SIZE TO PERMIT THE FREE FLOW OF WATER WITHOUT BACKWATER AND SHALL BE A MINIMUM OF ONE AND THREE-QUARTERS (1-3/4) SQUARE FEET (18" DIAMETER PIPE CULVERT). CULVERTS, OR BRIDGES, MUST BE USED FOR DRIVEWAYS AND/OR WALKS.

3. PARK SHOWN IS DEDICATED TO USE AND ENJOYMENT OF PERSONS OWNING LOTS IN GLEN COVE PARK AND TRACTS SHOWN ON ORIGINAL GLEN COVE ADDITION PLAT, EXCLUSIVELY.

