RESOLUTION NO. _____

A RESOLUTION OF THE CITY OF COPPELL, TEXAS, APPROVING AN ASSIGNMENT OF THE TAX ABATEMENT AGREEMENT BY AND BETWEEN THE CITY OF COPPELL, TEXAS, AND PROLOGIS, A MARYLAND REAL ESTATE INVESTMENT TRUST, TO PROLOGIS L.P., A DELAWARE LIMITED PARTNERSHIP; APPROVING THE TERMS AND CONDITIONS OF AN AMENDED AND RESTATED TAX ABATEMENT AGREEMENT BY AND BETWEEN THE CITY OF COPPELL, TEXAS, AND PROLOGIS L.P.; AUTHORIZING ITS EXECUTION BY THE MAYOR; AND PROVIDING AN EFFECTIVE DATE.

WHEREAS, the City of Coppell, Texas, and Prologis, a Maryland Real Estate Investment Trust, entered into that certain Tax Abatement Agreement dated June 10, 2014 (the "Original Agreement"); and

WHEREAS, Prologis, a Maryland Real Estate Investment Trust, desires to assign the Original Agreement to Prologis L.P.; and

WHEREAS, the City of Coppell, Texas, desires to consent to the assignment; and

WHEREAS, the City of Coppell and Prologis L.P. desire to amend and restate the Original Agreement as set forth in the Amended and Restated Tax Abatement Agreement attached hereto; and

WHEREAS, the City Council has been presented a proposed Amended and Restated Tax Abatement Agreement by and between the City of Coppell, Texas, and Prologis L.P., a copy of which is attached hereto and incorporated herein by reference; and

WHEREAS, upon full review and consideration of the Agreement, and all matters related thereto, the City Council is of the opinion and finds that the terms and conditions thereof should be approved, and that the Mayor should be authorized to execute the Amended and Restated Tax Abatement Agreement on behalf of the City of Coppell, Texas;

NOW, THEREFORE, BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF COPPELL, TEXAS, THAT:

SECTION 1. The City of Coppell, Texas, hereby consents to the assignment of the Original Agreement to Prologis L.P.

SECTION 2. The Amended and Restated Tax Abatement Agreement attached hereto having been reviewed by the City Council of the City of Coppell, Texas, and found to be acceptable and in the best interest of the City and its citizens, be, and the same is hereby, in all things approved,

and the Mayor is hereby authorized to execute the Amended and Restated Tax Abatement Agreement on behalf of the City of Coppell, Texas.

SECTION 3. The Council finds that the improvements proposed to be built upon the Premises described in the Amended and Restated Tax Abatement Agreement will enhance the economic vitality of the community through a combination of new capital investment, increased sales tax revenues, and the creation of additional job opportunities.

SECTION 4. The tax abatement to be granted by the Amended and Restated Tax Abatement Agreement will not include inventory, and supplies.

SECTION 5. The improvements proposed for the Premises will accomplish the tax abatement guidelines of the City of Coppell, Texas.

SECTION 6. The City Manager delivered to the presiding officer of the governing body of each taxing unit in which the property subject to the Amended and Restated Tax Abatement Agreement is located, a written notice that the City of Coppell, Texas, intends to enter into the Amended and Restated Tax Abatement Agreement. The notice given by the City Manager included a copy of the Amended and Restated Tax Abatement Agreement approved by this Resolution.

SECTION 7. This Resolution and the Amended and Restated Tax Abatement Agreement are hereby approved by the affirmative vote of the majority of the members of the City Council of the City of Coppell, Texas, at a regularly scheduled meeting of the City Council.

SECTION 8. This Resolution shall become effective immediately from and after its passage.

DULY RESOLVED AND ADOPTED by the City Council of the City of Coppell, Texas,

on this the _____ day of April, 2015.

CITY OF COPPELL, TEXAS

_____

KAREN SELBO HUNT, MAYOR

ATTEST:

_____

CHRISTEL PETTINOS, CITY SECRETARY

APPROVED AS TO FORM:

_____

CITY ATTORNEY
(PGS:4-22-15:TM 71314)

EXHIBIT "A"
(copy of Amended and Restated Tax Abatement Agreement
to be attached)