

RESOLUTION NO. _____

RESOLUTION OF THE CITY COUNCIL OF THE CITY OF PFLUGERVILLE, TEXAS ACKNOWLEDGING PAYMENT IN FULL AND SATISFACTION OF ALL TERMS AND CONDITIONS RELATED TO A LOAN IN AN AGGREGATE AMOUNT OF \$25,000,000 WITH CAPITAL ONE, N.A. BY THE PFLUGERVILLE COMMUNITY DEVELOPMENT CORPORATION AND ACKNOWLEDGING SATISFACTION OF ALL OBLIGATIONS RELATED THERETO.

WHEREAS, the Pflugerville Community Development Corporation (“PCDC”) issued a Promissory Note dated February 21, 2014 to Capital One, N.A. (“Capital One”) in the aggregate principal amount of \$23,500,000; and

WHEREAS, PCDC and Capital One entered into a Security Agreement dated February 21, 2014 securing a lien in favor of Capital One in the Collateral, as defined therein; and

WHEREAS, PCDC and Capital One entered into a Construction Loan Agreement dated February 21, 2014 for, among other things, the advancement of funds under the Promissory Note for the construction of a Water and Adventure Park in Pflugerville, Texas; and

WHEREAS, PCDC, Capital One, and the City of Pflugerville, Texas (the “City”) entered into the Disbursement Agreement dated February 21, 2014 to provide for the deposit and disbursement of PCDC’s sales and use taxes secured by the Security Agreement; and

WHEREAS, the Construction Loan, Promissory Note, Security Agreement, and Disbursement Agreement were amended by PCDC, Capital One, and the City in the First Amendment to Construction Loan Agreement, Promissory Note, Security Agreement, Disbursement Agreement and Performance Agreement dated November 18, 2014 increasing the aggregate principal amount to \$25,000,000 (“Loan”) and similarly amending the other agreements; and

WHEREAS, PCDC determined to repay the Loan in full; and

WHEREAS, on March 15, 2017, PCDC paid Capital One the Loan in full, and the City received Capital One’s acknowledgement of receipt of such funds.

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

- 1) The recitals are hereby found to be true and correct and are hereby adopted by

the City Council and made a part hereof for all purpose for finding of fact.

- 2) The City Council of the City of Pflugerville acknowledges PCDC's payment of the Loan in full.
- 3) The City Council of the City of Pflugerville hereby declares satisfaction of all terms and conditions of the Construction Loan, Promissory Note, and Security Agreement between the PCDC and Capital One, from both the February 21, 2014 agreements and the November 18, 2014 amendments thereto, severing any and all obligations under any of same.
- 4) The City Council of the City of Pflugerville hereby declares satisfaction of all terms and conditions of the Disbursement Agreement dated February 21, 2014 to provide for the deposit and disbursement of PCDC's sales and use taxes secured by the Security Agreement among PCDC, Capital One, and the City, from both the February 21, 2014 agreement and the November 18, 2014 amendments thereto, severing any and all obligations under any of same.

APPROVED this ____ day of April 2017.

CITY OF PFLUGERVILLE, TEXAS

Victor Gonzales, Mayor

ATTEST:

Karen Thompson, City Secretary