

# Downtown Corpus Christi Tax Increment Reinvestment Zone #3 Project and Financing Plan

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## Introduction

The Downtown Corpus Christi Tax Increment Reinvestment Zone #3 (TIRZ #3) will provide the programs, projects and financing needed to develop public improvements and support economic development activities associated with revitalization of the greater downtown Corpus Christi area.

TIRZ #3 consists of a twelve person Board of Directors, is supported by the City's Economic Development staff and the Corpus Christi Downtown Management District (DMD). In 2008, through Ordinance 027996, the City of Corpus Christi created TIRZ #3 over a portion of the city that includes the DMD, as well as all blocks north east of Tancahua Street and Morgan Avenue. In 2015, Ordinance 03592 modified the scope of TIRZ #3, based on findings of the City's ***Downtown Area Development Plan (DADP)***.

A timeline of subsequent amendments to this document can be found in Appendix.

## Criteria for Zone Creation

The 2008 Project Plan stated that the defined area of TIRZ #3 qualifies for designation as a "Reinvestment Zone" because it suffers from "economic stagnation, inadequate infrastructure, and deteriorating properties. Without intervention by the public sector, private market forces will not be sufficient to generate significant development and redevelopment." Conditions that meet the Criteria of Chapter 311, Section 005 include:

- A substantial number of substandard, slum, deteriorated, or deteriorating structures;
- The predominance of defective or inadequate sidewalk or street layout;
- Unsanitary or unsafe conditions;
- The deterioration of site or other improvements; and
- Conditions that endanger life or property by fire or other cause.

According to Chapter 311, these conditions must "substantially arrest or impair the sound growth of the municipality or county creating the zone, retard the provision of housing accommodations, or constitute an economic or social liability and be a menace to the public health, safety, morals, or welfare in its present condition and use."

## A Consistent Vision for Downtown

For decades, planning efforts have been made to improve and revitalize Downtown Corpus Christi, with various levels of success. The 2006 Downtown Redevelopment Vision resulted in the creation of TIRZ #3, but further implementation was limited. Other planning efforts have included:

- 2004 – Bayfront Master Plan – City of Corpus Christi Planning Department
- 2006 – Downtown Redevelopment Report
- 2013 – Central Business Development Plan – City of Corpus Christi Planning Department
- 2014 – Regional Urban Design Assistance Team - UDAT
- 2014 – Three Year Strategic Plan – Downtown Management District
- 2015 – Downtown Area Development Plan – City of Corpus Christi Planning Department
- 2017 – Three Year Strategic Plan – Downtown Management District
- 2022 – 2027 Five Year Strategic Plan

The 2006 Redevelopment Report vision statement is consistent with the vision illustrated in the 2015 Downtown Area Development Plan.

**“Downtown Corpus Christi is a safe, clean, pedestrian friendly community comprised of a central business district, arts and culture, sports and entertainment areas. This unique vibrant waterfront community will provide local residents, tourists and families’ opportunities to enjoy fine restaurants, shops and residential facilities.”**

### Anticipated Zone Role in Downtown Improvements

The 2008 Market and Economic Study indicated the nature of the intervention and assistance needed to spur economic growth in different areas of TIRZ #3. It stated that the “current structure of Corpus Christi’s economy, the aging of existing development, and inadequate public infrastructure and facilities together depress the viability of new development and redevelopment in Downtown.” The **2014 Analysis of Residential Market Potential** repeated those themes, with extra emphasis on residential development and introduction of the concept of gap financing.

The primary functions of TIRZ #3 will be

- To Support Private Sector Development & Investment
- To Plan & Construct Public Improvements
- To Provide Revitalization Focused Programs & Services

The Zone is a key catalyst and funding source to change the public environment in Downtown. By establishing programmatic frameworks we are able to leverage private sector funding and serve the public purpose of eliminating blight. By improving and enhancing streets, sidewalks, and public spaces, and upgrading utilities, TIRZ #3 will facilitate vacant land development and the redevelopment or rehabilitation of existing uses. The intended result is a vibrant Downtown and economically vital urban waterfront district with a variety of residential, retail, and lodging uses, a strong office base, and popular public facilities.

### Project Plan

#### Existing Uses and Conditions/Boundaries §311.01 (b) (1)

TIRZ #3 includes approximately 856 acres wholly within the City of Corpus Christi. A very wide variety of land uses are present within the TIRZ. The boundaries and land uses within the Zone are shown in **Exhibit A**. The existing conditions within the Zone are described generally below. A legal description of the Zone with a specific accounting for the proposed boundaries is given in **Exhibit B**. In the 2015 DADP, the identities of neighborhoods in the Downtown were emphasized as way to build unifying identities and create distinct experiences. Each of those regions is described generally below.

**SEA District** - A large area of publicly owned, cultural and entertainment facilities comprises the north end of the zone. These facilities include:

- Port of Corpus Christi’s Ortiz Center
- Corpus Christi Museum of Science & History
- Art Museum of South Texas



- Whataburger Field
- American Bank Convention Center & Arena
- Harbor Playhouse
- Brewster
- Heritage Park
- Street Icehouse
- Concrete Street Amphitheater
- Railroad Seafood

Moving south, the next few blocks vary between vacant, undeveloped land and low density residential, bordered to the west by Port facilities and storage space, southeast by the Port of Corpus Christi Offices and the Federal Courthouse. The southern portion of the SEA District also includes two restaurants, a vacant hotel, U-Haul, Fire Station #1 and the historic Nueces County Courthouse. IH 37 is the physical southern border of this area, with the transition from a highway to on and off ramps coming to surface grade.

**Uptown** – South of IH 37, a natural bluff distinguishes the high-rise, office building core of the Uptown. Broadway Street marks a topographical change with a historically designated balustrade, one of the City's first infrastructure improvements. The higher elevation area to the west of the street north of Lipan Street is characterized mainly by professional office uses and 11 high-rise towers. TIRZ #3 picks up two blocks of Uptown, with Tanchua Street as the west border. Overall occupancy for the Downtown office market is around 70 percent.

West of the TIRZ #3, Uptown continues to include major government anchors, including Corpus Christi Independent School District Offices, Nueces County Courthouse, a Regional Transportation Authority Service Center and Corpus Christi City Hall.

**Marina Arts District (Downtown Management District)** – The area east of Broadway Street is lower in elevation and features a walkable pedestrian grid with a mix of land uses, including hotels, office, residential and retail. The boundary of this neighborhood is based on the petition of property owners that created the DMD in 1993. This area is the historic center of Corpus Christi, but many of the original buildings have been demolished, due to neglect or natural disasters. The last large wave of construction occurred in the 1980's. The most recent large scale private investment is a \$27 million residential property with ground floor retail, the Cosmopolitan. The area is interspersed with surface parking lots and vacant, blighted property. In several places, public spaces and sidewalks are non-existent or in deteriorated condition.

Another unique feature of this neighborhood is the Corpus Christi Municipal Marina, spanning three man-made T-heads along the Bayfront. The Marina is comprised of over 600 slips, several restaurants and the Corpus Christi Yacht Club, the third oldest yacht club in the Gulf Coast.

**South Downtown** – At Kinney Street, the Zone gets divided by a redundancy of roadways and a few vacant parcels. This portion of the Zone includes the YMCA, a Greek Orthodox Church, Episcopal Church, Methodist Church and several parks. Additionally, there is a mix of early 20<sup>th</sup> century single family homes and multi-family residential developments. The multi-family developments are truly a diverse mix, including high rise and mid-rise, market rate and affordable, ownership and rental, constructed at all different times with various architectural styles. Many of the original homes, especially at the south end of the neighborhood, have been converted to professional office use. This neighborhood would lend itself to the revitalization seen in older neighborhoods across the country, however an absence of neighborhood support services prevents the unification necessary to create this self identity.

A defining feature of this neighborhood is the 34 acres of park land called Water's Edge. The southeastern corner of the zone includes the Emerald Beach hotel and Marina del Sol condominiums. This neighborhood abuts the Christus Spohn Shoreline hospital complex. Christus Spohn Shoreline is just outside TIRZ #3 Boundaries and recently completed a \$325 million upgrade. This area has had multiple district names....

#### Municipal Ordinances §311.011 (b) (2)

Changes to municipal ordinances in TIRZ #3 may include: requirements for vacant buildings, requirements for vacant land, development codes to support residential and recreational activity, design requirements to support the downtown character.

#### City Planned Improvements (Non Project Costs) §311.011 (b) (3)

The City operates a robust public improvement program, utilizing voter approved bond funds, capital improvement funds, and general fund improvements. Recently completed projects and planned projects are listed below.

| Project                                 | Source            | Timeframe | Cost                           | Status as of 1/2023 |
|-----------------------------------------|-------------------|-----------|--------------------------------|---------------------|
| Shoreline Realignment                   | Bond 2008         | Ongoing   | \$13,000,000                   | Done                |
| SEA District Pedestrian Improvements    | Bond 2012         | 2015-2016 | \$500,000                      | Done                |
| Chaparral Street Two Way Conversion     | Bond 2014         | 2015-2016 | \$9,000,000                    | Done                |
| Water Street Improvements               | Bond 2014         | 2015-2016 | \$5,000,000                    | Done                |
| Streetscape Improvements                | Bond 2014         | 2015-2015 | \$1,500,000                    | Done                |
| Wayfinding Program                      | HOT Funds         | 2022      | \$500,000                      | In Progress         |
| Shoreline Crosswalks                    | Bond 2018         | 2022      | \$850,000                      | In Progress         |
| Downtown Lighting                       | Bond 2018         | 2023      | \$650,000                      | Pending Design      |
| Broadway Bluff Balustrade Stabilization | Bond 2022         | 2023      | \$2,600,000                    | Pending Design      |
| Water Street Reimagined                 | CIP & Future Bond | Future    | Estimated to cost \$20,000,000 | Pending Design      |

#### Relocation §311.011 (b) (4)

No relocation of existing residents is anticipated to be required as part of the Project Plan.

#### Financing Plan

##### Estimated Project Cost Description (§311.011 (c) (1) & Kind, Number and Location of TIRZ Improvements §311.001 (c) (2)

TIRZ #3 will participate in projects that support the development and economic activity projected in the DADP. With vast vacancy and deferred maintenance, these public private partnership programs provide frameworks that create a signal for private sector investment. The focus is on street level vibrancy, residential and mixed-use development. Generally, TIRZ #3 will aim to provide under 20% of project cost, but may provide up to 30% for catalytic projects and excessively blighted spaces. Exceptions may be made

to the guidelines below for catalytic projects with TIRZ #3 Board approval. The DMD is contracted through interlocal service agreement to manage the programs and initiatives below. Estimated project cost is \$25 million, equivalent to the anticipated revenues. TIRZ #3 will make funding available for five targeted development programs and additional initiatives:

- 1. Targeted Vacant Property Improvement Grant Program (Created 2016)** – This matching grant program will support and encourage private investment in the built environment along Chaparral Street and Mesquite Street. Due to its “Main Street” characteristics and its function of connecting the Marina Arts District and SEA Districts, Chaparral Street is a first phase priority for successful revitalization of TIRZ #3. Due to the vacancy rate and existing building stock along Mesquite, it is a second phase priority. TIRZ #3 will consider a 50/50, on renovation construction costs.
- 2. Commercial Finish-Out Grant Program (Created 2016)** – To create more dining, retail and entertainment venues, TIRZ #3 will agree to reimburse approved new tenants and owner-occupied finish-outs at a maximum rate of \$10 per square foot. For an owner-occupied business to qualify for finish out or remodels, the incentive, they must be established for at least 10 years. Evidence of operation must be provided upon application submission. Qualified finish-out expenses include floor and wall upgrades, HVAC, kitchen equipment, and other permanent, semi-permanent fixtures. Grant is reimbursable to the Tenant, but written approval must come from Landlord in application.

*Landlord Policy* – Due to severe lack of building maintenance, many buildings require significant mechanical, electrical, or plumbing repairs that cannot be funded by a small business tenant. Thus, 50% of Mechanical, Electrical, or Plumbing Costs (Up to \$20,000) will be available to the landlord with a new tenant if that landlord provides a 6-month rent waived lease on first-floor, active street use projects.

*Micro Grant Policy* - smaller scale, expedited \$10,000 micro-grants can be approved by the City Manager, or his designee, and administered by DMD and City Staff. Approved agreements will be reported to TIRZ #3 Board at the next Regular Meeting following award.

- 3. Downtown Living Initiative (Created 2016)** – The DADP stated that over the next 5 years, 1,850 new units could be absorbed in the greater downtown if the investor return made investment attractive. This figure has been confirmed in subsequent residential demand studies. To stimulate development, TIRZ #3 will provide a \$30,000 per unit reimbursement grant for multi-family developments of over 3 units that meet the required design criteria. Additional per unit funds may be allocated, up to 30% of the per unit development cost for vacant building rehabilitation, office conversion or new construction. Depending on the scale of the project, this may be paid in a lump sum or over a period of several years from increment generated by the project.
- 4. Project Specific Development Agreement (Created 2016)** – In situations where higher development costs create a financing gap, TIRZ #3 can provide assistance to property owners or developers through a Development Agreement for reimbursement of net new tax increment. A pro-forma is required to qualify for up to 75% reimbursement of the new taxes for 10 years if a development is 5,000 sq. ft or creating 25 or more new residential units. If further gap exists, staff will undertake additional third

party review to justify any additional reimbursement, based on the “but, for” principle. The qualifying cost elements for this Program include:

- Environmental Remediation/Code Compliance
- Historic Preservation
- Structured Parking
- Urban Design/Landscaping
- Public Improvements/Utilities

- 5. Streetscape and Safety Improvement Program (Created 2018)** – Following the 2017 Traffic & Planning Analysis, TIRZ #3 created a program to assist with improvements that increased quality of streetscapes and safety in the zone. This includes reimbursement of 50% of costs for exterior façade, patio improvements, parklets, sidewalk and patio cafés, lighting, security, and other items identified as meeting the spirit of the program. Additionally, the roof of a vacant structure will qualify if the scope of work includes activating the property. Smaller scale expedited \$10,000 micro-grants can be approved by the City Manager, or his designee, and administered by DMD and City Staff. Approved agreements will be reported to TIRZ #3 Board at the next Regular Meeting following award.

Projects supported through these programs will be updated in **Exhibit E**.

Through an interlocal agreement with the DMD, TIRZ #3 will pursue development initiatives in four categories:

- 6. Site Management & Vacancy Development** –TIRZ #3 developed a program to activate vacant properties within TIRZ #3, resulting in the adoption of a downtown vacant building ordinance in 2018. The program will establish minimum requirements for vacant properties and designate registered properties as eligible for incentives or emergency stabilization funding. Funding will be allocated to establish and administer the program.

In order to activate strategically located properties, TIRZ #3 may place properties under option and work towards developing proposals for development, then assist in acquisition and development of the properties. Additionally, TIRZ #3 may purchase properties outright for redevelopment and dispose of properties, if approved by the Board.

Under this initiative, funding may also be expended for stabilization or redevelopment of public, cultural and/or historic properties. Target properties include:

- The Ritz Theater (1929)
- The Montgomery Ward Building (1936)
- Blacknall Auto Dealer (built 1912)

- 7. Parking Development**– In 2016 TIRZ #3 conducted a study to develop a strategic approach for parking in the Downtown and fund implementation steps. TIRZ #3 will continue to fund implementation of this study, as well as further analysis to develop the parking system into a functional business model. This includes improving public parking facilities such as on-street spaces or off-street lots and structures. Additionally, TIRZ #3 may support any efforts for appropriate parking management infrastructure such as meters, lot improvements, structured garages, and occupancy monitoring systems.

- 8. Public Space, Right of Way & Streetscape Development** – In 2017, TIRZ #3 conducted a study to strategically approach traffic patterns and movement throughout the zone. TIRZ #3 may contribute to implementation of the study, infrastructure (repaving, repair, widening, redesign), traffic management infrastructure (signals, signs), and beautification (landscaping in medians, special lighting, etc.). Additionally, pedestrian accommodations and streetscapes will be a priority. Funds may also be expended on implementation of infrastructure improvements, as listed below:

- Artesian Park & La Retama Park Rehabilitation - \$150,000 in FY 20 and \$50,000 Annually for new improvement projects.
- Special Purpose or Pocket Parks, Including Norma Urban Park, Sherrill Park, and Spohn Park.
- Two Way Street Conversions - \$400,000 in FY 21
- Right of Way Maintenance - \$100,000 Annually
- Broadway Bluff Balustrade Maintenance and Repair Assessment
- Water Street Reimagined - \$25,000 in FY 21, Additional Funding for Implementation
- Agnes Laredo Entrance Reimagined
- Lighting Improvements
- Pedestrian Improvements

**9. Targeted Office to Residential Conversion Program (Created 2023)-**

**Requirements**

Only the properties listed below will be eligible for this program. Properties not included on this list may be considered on an individual basis. The project requires a minimum improvement investment amount of \$5,000,000 (not including the purchase of the building or demolition) and must create a minimum of 25 residential units. The total allowable reimbursement is not to exceed 30% of the construction cost associated with the conversion or in support of the conversion. Performance milestones will be included in the agreement and these milestones may include:

- Securing financing
- Permit submittal
- Construction start
- Project completion

The project must include exterior design features such as architectural lighting and design-oriented landscaping. This program may be layered with the Downtown Living Initiative & Streetscape programs only. This program will expire on 12/31/25. Applications must be submitted prior to this date to be considered.

**Eligible Expenses for Reimbursement**

- 50% Reimbursement for Eligible Improvements include:
  - Mechanical, Electrical, & Plumbing
  - Structural (Exterior walls, roof, foundation, building core, and stairwells)
  - Fire Safety
  - Elevator (Cabin structure, cable & hydraulic systems, and mechanical or electrical systems)
  - Not intended for cosmetic or programming improvements
  - Environmental Remediation: i.e. asbestos, lead, and other recognized environmental conditions (RECs)
  - Parking Garage that includes a portion available for public parking
- While reimbursement is intended for the residential conversion costs only, improvements to non-residential portions of the building may be deemed an eligible expense if they support

the converted residential units and are included on the list of expenses eligible for reimbursement under this program.

- Developer reimbursement payout to be within 5 years after the completion of the project but a shorter payout period may be considered. Reimbursement schedule dependent upon available TIRZ fund balances.

**Eligible Building List**

| Building Name                | Address              | Building Name           | Address              |
|------------------------------|----------------------|-------------------------|----------------------|
| Bayview Tower                | 400 Mann             | Park Tower              | 710 Buffalo          |
| Guaranty Title Bldg          | 921 N Chaparral      | The Chamberlain         | 807 N Upper Broadway |
| Caller Times Bldg.           | 820 N Lower Broadway | 802 NC                  | 802 N Carancahua     |
| One Shoreline Plaza          | 801 N Shoreline      | Petroleum Tower         | 811 N Carancahua     |
| Furman Plaza                 | 418 Peoples          | Former Wells Fargo Bldg | 615 N Upper Broadway |
| Peoples Street Bldg.         | 402 Peoples          | American Bank Plaza     | 711 N Carancahua     |
| Plains Capital Bank Tower    | 500 N Shoreline      | 600 Building            | 600 Leopard          |
| 1st Community Bank Tower     | 500 N Water          | Wilson Plaza            | 606 N Carancahua     |
| Former Supreme Lending Bldg. | 325 Mesquite         | Tower II                | 555 N Carancahua     |
| Bay Building                 | 101 N Shoreline      | Borden Insurance Bldg   | 210 N Carancahua     |

**10. Technology, Innovation, and Startup Ecosystem Development** – TIRZ #3 contains over 3,000,000 square feet of office space that has maintained a high level of vacancy since the late 1980's. TIRZ #3 will support the development of an ecosystem where technology, innovation, startups, and entrepreneurs may launch new enterprises and contribute to the economic development of the downtown area. Specific projects may include Wi-Fi expansion, a co-working space, business incubator, and other platforms, in partnership with the DMD, CCREDC, Texas A&M University Corpus Christi, Del Mar College, and other innovation-oriented institutions.

**11. Other Revitalization Services** – The DMD will also provide revitalization services to the zone. These services will include operations – such as cleaning, beautification, landscaping and seasonal improvements; as well as activities that improve business operations and climate, as allowed by Chapter 311; as well as activities approved by the Board that are found to be convenient for improving implementation of the project and financing plan. The DMD will propose an annual list of one-time projects but may include re-occurring services in the Interlocal Agreement with the annually approved Service Plan. Examples include – micro mobility (previously Bike Share), district wide branding, website development, construction mitigation and other items that provide a unified front door for TIRZ #3.

**12. Rooftop Activation Program** – In many waterfront downtowns, rooftops are utilized as patios to create unique experiences that highlight the views. Historically, there have been challenges with the cost of meeting codes required to create these spaces in Corpus Christi. By making incentives available to downtown businesses and buildings for this feature, we may expand the availability of these types of businesses. In this program, TIRZ #3 will agree to reimburse an approved existing or new business' rooftop patio improvement, as well as rooftop access. Qualified rooftop patio and accessibility expenses include: floor and wall upgrades, lighting, security cameras, signage, bar build out,

restrooms, mechanical/electrical/ plumbing costs, roof repair, structural roof support, rooftop safety, permanent seating, awnings, rooftop accessibility costs (elevators and stairs), enclosed landings, windows, doors and other permanent fixtures. An owner or tenant can qualify for up to 50% of the overall eligible costs, but payout will not exceed \$500,000 per year per building.

~~**TIRZ Member Agency Reimbursement Program**—In order to facilitate the demolition of publicly owned buildings for the government agencies that participate in this TIRZ, namely the City of Corpus Christ, Nueces County, and Del Mar College District. This program shall be a reimbursement basis, and the applicant agency shall designate an individual responsible for submitting the application to participate in the program, provide all supporting documentation of costs to support the application, and shall submit the “Request for Reimbursement Form” once the demolition is complete. Reimbursement of costs of demolition shall be paid out in three annual payments for the total cost of demolition, not to exceed \$2,000,000. Additionally, there will not be any reimbursement paid to the applicant agency after the expiration of the TIRZ.~~

**13. Demolition Of 1914 Nueces County Courthouse** – In order to facilitate the demolition of the 1914 Nueces County Courthouse (Courthouse), Nueces County may be given \$2,000,000, paid in two annual payments of \$1,000,000. If the Courthouse is not demolished by December 31, 2028, Nueces County shall be required to repay \$2,000,000 to the TIRZ less monies spent preparing for the demolition, engineering, or asbestos remediation. In the event the TIRZ is expired, the \$2,000,000, less costs incurred in preparation of the demolition, will be refunded to City of Corpus Christi and Del Mar College District on each respective entity’s contribution to the TIRZ in FY 2026 and/or FY 2027. (For example, if City’s contributions in FY 2026 are 50% of total TIRZ and Del Mar’s contributions are 25%, County shall repay City \$1,000,000 and shall repay Del Mar \$500,000 and will be allowed to keep the remaining \$500,000.)

Finally, TIRZ #3 will compensate the City and the DMD (subject to an interlocal agreement between the TIRZ #3 and the DMD) for the costs of ongoing administration of TIRZ #3, including but not limited to accounting, legal services, consulting services, document production and maintenance, and other administrative costs. Staff plans to strategically engage outside resources to evaluate revenue projections and continue to develop innovative, effective programs.

### Economic Feasibility Study §311.011 (c) (3)

The 2008 Market and Economic Feasibility Study for TIRZ #3 was completed by CDS Market Research I Spillette. In support of the DADP, Goody Clancy completed additional studies that reflect the more recent environment, and emphasize the importance of residential development in any revitalization. Additional analysis have been undertaken to keep data updated. Those studies include:

- 2014 Residential Market Potential (Zimmerman/Volk)
- 2014 Retail Market Analysis & Strategy (Mike Berne)
- 2014 Hotel, Office, Retail (W-ZHA, Sarah Woodworth)
- 2014 Incentives & Development Economics (W-ZHA, Sarah Woodworth)
- 2017 Residential Analysis - (RCLCO)
- 2021 Residential Analysis - (RCLCO)
- 2021 Retail Leakage Report – (The Retail Coach)

#### Estimate of Bonded Indebtedness §311.011 (c) (4)

It was not anticipated that TIRZ would issue bonded debt, but would be funded on a pay-as-you-go basis. If the annual revenue and available non-bonded debt financing are insufficient to address the needs of TIRZ #3, we may issue bonded debt commensurate with the specific project costs under consideration and anticipated annual revenues to support debt service payments.

#### Timing of Incurring Costs or Monetary Obligation §311.011(c) (5)

Costs will be incurred over the life of the TIRZ #3 based on its Board of Directors' identification of priority activities and projects, opportunities for implementation, and available revenues to sustain a pay-as-you-go project expenditure approach.

Annual Budgets are included in Exhibit C.

#### Method of Financing and Sources of Revenue §311.011(c) (6)

**Methods of Financing.** TIRZ #3 will initially take a primarily pay-as-you-go approach to financing projects that could utilize the following methods:

- Cash funds generated from existing property value increment,
- Developer cash reimbursement agreements where the revenues from the TIRZ #3 property tax increment compensate a developer for fronting eligible expenditures in a specific taxable project.
- If future TIRZ #3 revenues to support debt service payments are anticipated, the TIRZ #3 may also issue bonded debt, the term of which will not extend past the expected life of the TIRZ #3.

**Sources of Revenue.** The primary source of revenue for TIRZ #3 will be funds from the contributed property tax collections of the City of Corpus Christi, Nueces County, and Del Mar College on the taxable property value increment within TIRZ #3. The City, County, and Del Mar College have agreed to participate in funding TIRZ #3 with 100% of the incremental property taxes collected over the life of the Zone. The assessed value base year for the City of Corpus Christi is 2009; the base year for Nueces County and Del Mar College is 2010. The 2018 adjusted projection of incremental property tax revenue contributed to the Zone is as follows:

These estimates will continue to be monitored and adjusted **annually**.

| Sources of Revenue  |                 |             |             |             |               |              |              |                      |
|---------------------|-----------------|-------------|-------------|-------------|---------------|--------------|--------------|----------------------|
| Year                | Increment Value |             |             |             | Tax Revenue   |              |              |                      |
| Fiscal Year         | City            | County      | Del Mar     | Total       | City          | County       | Del Mar      | TOTAL                |
| FY 10               | 8,938,611       | -           | -           | 8,938,611   | 50,400        | -            | -            | 50,400               |
| FY 11               | 21,931,959      | 4,698,427   | 4,674,139   | 31,304,526  | 127,703       | 16,488       | 12,059       | 156,251              |
| FY 12               | 22,782,697      | 15,449,269  | 15,290,811  | 53,522,776  | 129,988       | 54,227       | 39,451       | 223,666              |
| FY 13               | 43,910,295      | 38,987,148  | 38,041,488  | 120,938,931 | 250,533       | 136,845      | 98,148       | 485,526              |
| FY 14               | 56,814,718      | 51,751,996  | 50,602,120  | 159,168,834 | 332,516       | 176,474      | 126,842      | 635,832              |
| FY 15               | 61,641,842      | 57,170,457  | 55,257,674  | 174,069,974 | 359,150       | 189,203      | 137,079      | 685,432              |
| FY 16               | 73,819,407      | 81,480,890  | 80,084,765  | 235,385,063 | 447,540       | 254,977      | 198,669      | 901,186              |
| FY 17               | 82,672,144      | 96,768,777  | 95,440,711  | 274,881,633 | 501,211       | 294,266      | 234,936      | 1,030,413            |
| FY 18               | 90,723,843      | 94,622,680  | 98,178,819  | 283,525,342 | 550,026       | 287,740      | 241,676      | 1,079,442            |
| FY 19               | 96,280,721      | 110,962,179 | 117,040,051 | 324,282,951 | 583,715       | 337,427      | 288,105      | 1,209,247            |
| FY 20               | 105,165,951     | 111,267,007 | 123,927,631 | 340,360,589 | 637,583       | 338,354      | 305,059      | 1,280,996            |
| FY 21               | 112,055,614     | 127,652,230 | 144,304,130 | 384,011,974 | 679,353       | 388,180      | 355,218      | 1,422,751            |
| FY 22               | 121,974,293     | 130,414,841 | 155,674,539 | 408,063,674 | 739,486       | 396,581      | 383,207      | 1,519,274            |
| FY 23               | 130,351,758     | 147,214,456 | 178,552,529 | 456,118,743 | 790,276       | 447,667      | 439,523      | 1,677,466            |
| FY 24               | 141,527,057     | 152,497,010 | 194,956,096 | 488,980,162 | 858,028       | 463,731      | 479,902      | 1,801,661            |
| FY 25               | 151,580,816     | 170,089,008 | 221,442,870 | 543,112,694 | 918,980       | 517,227      | 545,102      | 1,981,309            |
| FY 26               | 164,264,179     | 178,010,361 | 243,673,527 | 585,948,067 | 995,875       | 541,315      | 599,824      | 2,137,014            |
| FY 27               | 176,220,443     | 196,790,562 | 275,051,046 | 648,062,051 | 1,068,361     | 598,424      | 677,063      | 2,343,848            |
| FY 28               | 190,697,246     | 207,528,945 | 304,184,757 | 702,410,948 | 1,156,129     | 631,079      | 748,778      | 2,535,986            |
| FY 29               | 204,825,030     | 227,919,904 | 341,971,692 | 774,716,626 | 1,241,780     | 693,086      | 841,794      | 2,776,661            |
| <b>Bold=Actuals</b> |                 |             |             |             | \$ 12,418,634 | \$ 6,763,292 | \$ 6,752,435 | <b>\$ 25,934,361</b> |

### Current Appraised Value & Estimated Captured Appraised Value §311.011(c)(7), (8)

According to the Nueces County Appraisal District, the 2009 certified taxable appraised value for the Zone is \$310,019,372.

The table above projects taxable value increment captured by the Zone over the remainder of its duration, if all taxing entities continue participation. Due to differences in policies regarding exemptions and tax abatements, the captured increment differs among the three jurisdictions. Captured value projections assume a 2.5% annual value appreciation rate for existing development, based on actual property value growth and do not take into account future investments.

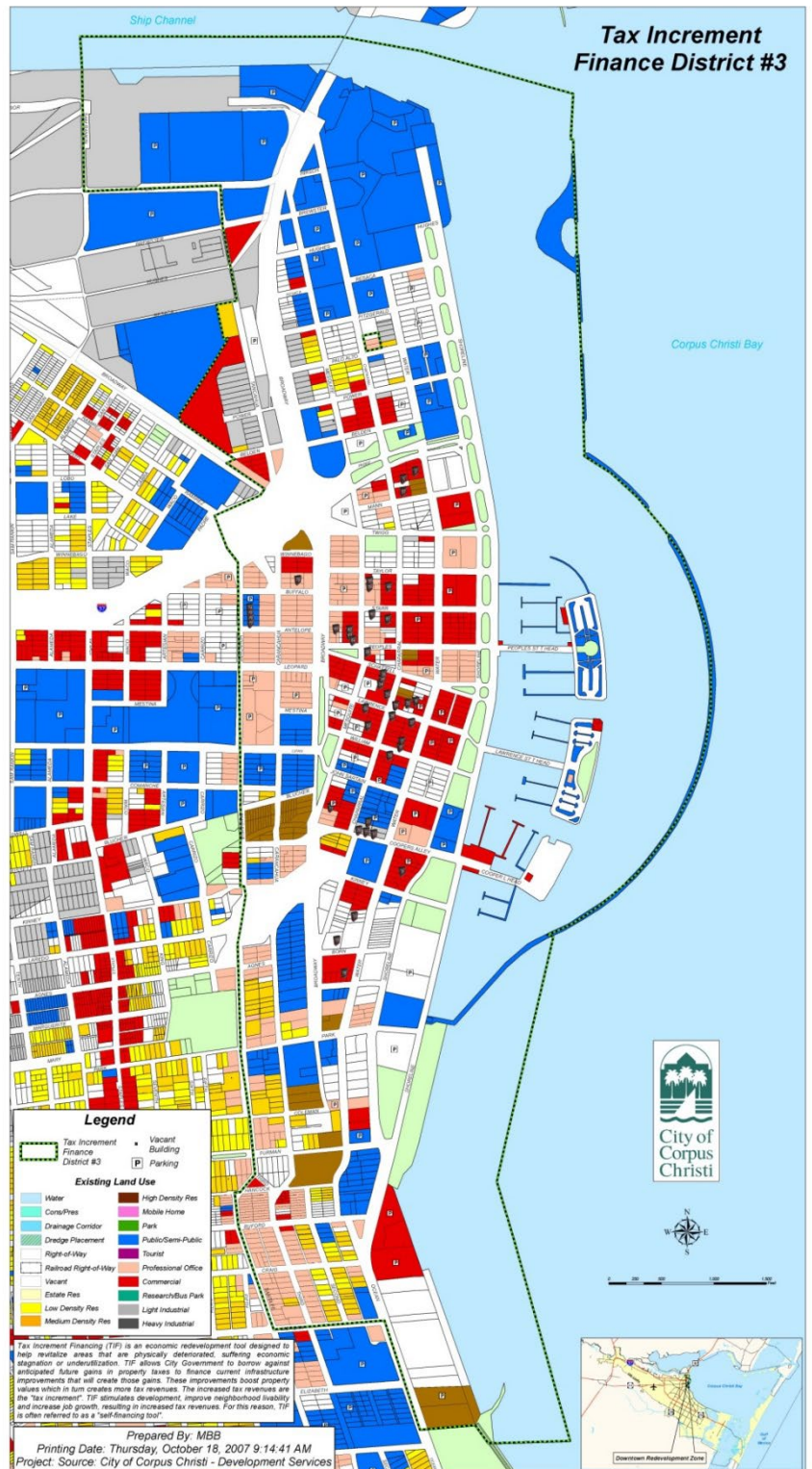
### Duration of the Zone §311.011(c)(9)

TIRZ #3 will exist until 2028, however, City may extend the term of the TIRZ #3 by ordinance and other taxing entities may choose to participate for the additional term.

Exhibit A – Boundaries & Land Use



- TIRZ Boundary
- SEA District
- Uptown
- Marina Arts District (DMD)
- Bayshore Park



## Exhibit B. - Legal Description of the Zone

BEGINNING AT A POINT on the center line of the Corpus Christi Ship Channel and commonly known as the Corpus Christi – Port Aransas Waterway at its intersection with the northerly extension of the West right-of-way line of Sam Rankin Street;

Thence Easterly along the centerline of the Corpus Christi – Port Aransas Waterway to its intersection with the northerly extension of a line parallel with the breakwater 50' feet on the east side for a point in the Corpus Christi Bay and the Northeast corner;

Thence Southerly along said line, being 50 feet on the East side and parallel with the breakwater, following the meanders of the breakwater in the Corpus Christi Bay to its intersection with an "A-2" zoning line approximately 1,000 feet from the shoreline and parallel with the East right-of-way line of Shoreline Boulevard for a point in the Corpus Christi Bay;

Thence Southwesterly along said "A-2" zoning line extending parallel and approximately 1,040 feet from the East right-of-way line of South Shoreline Boulevard to its intersection with a second "A-2" zoning line extending parallel and approximately 1,000 feet from an existing 18 foot seawall easement, inside the Marina Del Sol Boat Harbor, for a point in the Corpus Christi Bay;

Thence Southeasterly along said line 200 feet more or less past its intersection with the easterly extension of the south most boundary of Lot 3, Block 1 of Marina Del Sol Subdivision for a point in the Corpus Christi Bay and the Southeast corner;

Thence Southwest along a line 200 feet more or less to the South and parallel with the extension of the south boundary of Lot 3, Block 1 of Marina Del Sol Subdivision to the Corpus Christi Bay Shoreline;

Thence Northwest along the Corpus Christi Bay Shoreline to its intersection with the extension of the South most boundary of Lot 3, Block 1 of Marina Del Sol Subdivision;

Thence Southwest along the South boundary of Lot 3, Block 1 of Marina Del Sol Subdivision, 540 feet more or less to the centerline of Ocean Drive for a point;

Thence Northwest along the centerline of Ocean Drive to its intersection with the centerline of Morgan Avenue;

Thence Southwest along the centerline of Morgan Avenue, to a point in the center line of Santa Fe Street for the Southwest corner;

Thence Northwest along the centerline of Santa Fe Street to its intersection with the centerline of Hancock Street;

Thence Southeast along the centerline of Hancock Street to its intersection with the centerline of South Tancagua Street;;

Thence Northerly along the centerline of South Tancagua Street, passing Furman, Coleman, Park, Agnes, and Laredo Street, to a point in the centerline where South Tancagua becomes North Tancagua, and continuing along North Tancagua, passing Kinney, Blucher, Comanche, Lipan, Leopard, Antelope and Buffalo Street and continuing past IH 37 to its intersection with the centerline of the existing northwest frontage road of I.H. 37, for a point;

Thence Northeast along the centerline of said existing northwest frontage road of I.H. 37 to its intersection with the South right-of-way line of West Broadway Street for a point;

Thence along the South right-of-way line of West Broadway Street to its intersection with the westerly extension of the South right-of-way line of Concrete Street for a point;

Thence Northeasterly along the South right-of-way line of Concrete Street extended, to its intersection with the north right-of-way line of West Broadway Street, for a point;

Thence Northwesterly along the North right-of-way line of West Broadway Street to the Southeast property line of the City of Corpus Christi's Broadway Wastewater Treatment Plant;

Thence Northeasterly along the City of Corpus Christi's Broadway Wastewater Treatment Plant Southeast property line to its intersection with the common South boundary line of Lots 1, Block 58 of the Beach Addition;

Thence West along the South boundary line of Lot 1, Block 58 out of the Beach Addition, to its Southwest corner for a point;

Thence Northwest along the common, West boundary line of Lots 1 thru 6, Block 58, of the Beach Addition, to its intersection with the South right-of-way line of Resaca Street;

Thence Northeast along the South right-of-way line of Resaca Street to its intersection with the centerline of Tancahua Street, for a point;

Thence Northwest along the centerline of Tancahua Street to its intersection with the centerline of Port Avenue, for a point;

Thence Southwest along the centerline of Port Avenue, to its intersection with the West right-of-way line of Sam Rankin Street for an outside corner;

Thence Northerly along the West right-of-way line of Sam Rankin Street and its extension to its intersection with the centerline of the Corpus Christi – Port Aransas Waterway center line in the Corpus Christi Ship Channel to the POINT OF BEGINNING.

Excluded properties to meet state statute prohibiting Tax Increment Financing Districts from containing 10% or more of the area used for residential purposes:

Beach Addition Block 55 Lots 10 thru 12

## Exhibit C. - Tracking List of Project Plan Changes By Year

**April 2009** – Expansion of Boundaries

**March 2012** - Correction of Termination Date

**August 2014** - Correction of Board Composition

**First Amendment (FY 2015)** – Overhaul and update of the project and financing plan based upon new market information and the Downtown Area Development Plan findings.

**Second Amendment (FY 2017)** – To continue and enhance the Zone’s efforts, this Amendment provides for programming and services from the DMD; refines some of the Incentive Programs; and provides the ability for TIRZ funds to be expended for public, cultural and/or historic properties within the Zone. Updates also include the commitment from Del Mar College’s extended participation to the end of the Zone. *Note: Schedule of Project Expenditures (Page 7) updated as Exhibit C – FY 2017 Project Plan Budget.*

**Third Amendment (FY 2017)** – this Amendment renames the (5) Site Assembly & Development category to (5) Site Management & Development and discusses a pilot vacant building program in the Reinvestment Zone. Additionally, both (6) Parking Management and (7) Traffic Pattern and Streetscapes expand to authorize funding for implementation. (8) Other Programs and Initiatives expands to include Cultural District Plan, upon Board’s approval of the DMD’s FY 2018 Scope of Services. *Note: Schedule of Project Expenditures updated as Exhibit C – FY 2018 Project Plan Budget.*

**Fourth Amendment (FY 2018)** – this Amendment extends the four Incentive Programs for an additional 3-year period and includes the new FY 2019 Budget as Exhibit C. It also provides an updated Sources of Revenue table showing the projected revenue of the TIRZ over time.

**Fifth Amendment (FY 2021)** – this Amendment incorporates implementation that occurred in FY 2020 and refines parameters for more aggressive incentives for FY 21 based upon the remaining rehabilitation hurdles and economics.

**Sixth Amendment (FY 2021)** this Amendment modifies two incentive programs to expand their impact – New Commercial Tenant Finish Out and Chaparral Street Property Improvement Grant. This Amendment modifies the Streetscape and Safety Improvement Program to extend eligibility to patio cafes as an exterior improvement.

**Seventh Amendment (FY 2022)** this Amendment modifies the New Commercial Tenant Finish Out Program remove the “New” and “Tenant” from the qualifying requirements to become “Commercial Finish-Out Program” to expand the qualifying categories.

**Eighth Amendment (FY 2023)** this Amendment adds Innovation and Tech Led Economic Development.

**Ninth Amendment (FY 2023)** this Amendment increased per unit incentive for the Downtown Living Initiative to \$30,000 or \$30,000 of per unit development costs; added roofs as a qualifying category for Streetscape & Safety Program and added special use and pocket parks to Public Space, Right of Way and Streetscape Development.

## Exhibit D. Downtown Development Projects

| Completed Projects         | Address                 | Incentive Program    | TIRZ Meeting | Performance Deadline | Approved Incentive | Project Cost (Including Acquisition) |
|----------------------------|-------------------------|----------------------|--------------|----------------------|--------------------|--------------------------------------|
| The Chamberlain            | 807 N Upper Broadway    | Project Specific     | 9/17/19      | 3/31/21              | \$ 520,000.00      | \$ 11,000,000.00                     |
| Frost Bank                 | 501 S Shoreline         | Project Specific     | 10/24/17     | 3/31/21              | \$ 600,000.00      | \$ 35,000,000.00                     |
| Marriott                   | 309 N Shoreline         | Project Specific     | 11/15/16     | 11/30/19             | \$ 940,000.00      | \$ 15,000,000.00                     |
| Nueces Brewing             | 401 S Water             | Project Specific     | 5/15/18      | 6/30/19              | \$ 61,700.00       | \$ 755,000.00                        |
| Moonshine & Ale            | 301 N Chaparral         | Chap Street (Tenant) | 7/24/18      | 6/30/19              | \$ 50,000.00       | \$ 428,000.00                        |
| Centre Theatre LLC         | 301 N Chaparral         | Chap Street          | 7/24/18      | 4/30/19              | \$ 9,482.00        | \$ 18,964.00                         |
| Centre Theatre LLC         | 305 N Chaparral         | Chap Street          | 7/24/18      | 4/30/19              | \$ 9,482.00        | \$ 18,964.00                         |
| Lucy's                     | 312 N Chaparral, Ste. A | Chap Street          | 12/4/18      | 4/1/19               | \$ 20,390.00       | \$ 72,465.00                         |
| Chels Marie                | 903 N Chaparral         | Chap Street          | 12/4/18      | 12/31/18             | \$ 8,439.00        | \$ 16,878.00                         |
| Urbana                     | 424 Chaparral           | Chap Street          | 1/14/16      | 9/30/16              | \$ 72,000.00       | \$ 500,000.00                        |
| BUS                        | 702 N Chaparral         | Chap Street          | 2/1/17       | 2/1/18               | \$ 100,000.00      | \$ 940,000.00                        |
| Limerick Apts (Ronjo V)    | 201 S Chaparral         | DLI                  | 9/17/19      | 8/31/20              | \$ 220,000.00      | \$ 1,700,000.00                      |
| Studio 44 Apts             | 817 N Carancahua        | DLI                  | 4/12/16      | 7/31/19              | \$ 185,000.00      | \$ 2,900,000.00                      |
| Muse Bistro                | 414 Starr               | CFO (Tenant)         | 1/28/20      | 10/31/20             | \$ 7,888.00        | \$ 40,000.00                         |
| Fresco                     | 619 N Chaparral         | CFO (Tenant)         | 3/19/19      | 7/31/19              | \$ 22,640.00       | \$ 92,000.00                         |
| K Space                    | 623 N Chaparral         | CFO (Tenant)         | 2/29/20      | 2/29/20              | \$ 6,490.00        | \$ 32,450.00                         |
| Cre8ive Culture            | 423 William             | CFO (Tenant)         | 2/27/18      | 2/27/19              | \$ 6,910.00        | \$ 34,548.00                         |
| Nueces Brewing             | 401 S Water             | CFO (Tenant)         | 5/15/18      | 6/30/19              | \$ 61,700.00       | \$ 1,070,000.00                      |
| Produce Art Gallery        | 419 Peoples             | CFO (Tenant)         | 9/29/20      | 7/31/21              | \$ 7,500.00        | \$ 63,500.00                         |
| Elizabeth's                | Art Museum              | CFO (Tenant)         | 3/30/21      | 7/31/21              | \$ 23,280.00       | \$ 95,533.00                         |
| Commons                    | 415 D Peoples Street    | CFO (Tenant Admin)   | 4/30/21      | 4/30/21              | \$ 5,475.00        | \$ 20,000.00                         |
| Americano Properties       | 415 - 419 Peoples       | Streetscape          | 8/27/19      | 8/31/20              | \$ 93,450.00       | \$ 425,000.00                        |
| Dtown Carwash Club         | 417 Mesquite            | Streetscape (Tenant) | 12/17/19     | 10/31/20             | \$ 45,923.00       | \$ 500,000.00                        |
| Aka Sushi                  | 415 N Water             | Streetscape          | 11/19/19     | 4/30/20              | \$ 117,300.00      | \$ 434,000.00                        |
| Dokyo                      | 424 N Chaparral         | Streetscape          | 9/17/19      | 1/31/20              | \$ 36,527.00       | \$ 440,000.00                        |
| Shook Enterprises          | 106 N Chaparral         | Streetscape          | 2/19/19      | 9/30/19              | \$ 3,082.00        | \$ 6,164.00                          |
| House of Rock              | 623 Mesquite            | Streetscape          | 2/19/19      | 4/30/19              | \$ 7,786.00        | \$ 15,572.00                         |
| The Goldfish Bar (Trieber) | 724 Mesquite            | Streetscape          | 2/7/20       | 4/7/20               | \$ 9,230.00        | \$ 85,000.00                         |
| Water Street Oyster Bar    | 309 N Water             | Streetscape          | 9/23/19      | 1/31/20              | \$ 10,000.00       | \$ 21,964.00                         |
| Lucy's                     | 312 N Chaparral, Ste. A | Streetscape          | 3/5/19       | 4/5/19               | \$ 3,569.00        | \$ 7,138.00                          |
| K Space                    | 623 N Chaparral         | Streetscape          | 8/27/19      | 3/31/20              | \$ 20,075.00       | \$ 40,150.00                         |
| Visit CC                   | 309 N Water, Ste. D     | Streetscape (Admin)  | 11/13/20     | 1/31/21              | \$ 232.50          | \$ 465.00                            |

City of Corpus Christi / Corpus Christi Downtown Management District

|                                 |                         |                               |          |                              |                 |                  |
|---------------------------------|-------------------------|-------------------------------|----------|------------------------------|-----------------|------------------|
| Rockit's                        | 709 N Chaparral         | Streetscape                   |          |                              | \$ 10,000.00    | \$ 21,200.00     |
| IBC Bank                        | 221 S Shoreline         | Streetscape                   |          | 9/30/18                      | \$ 8,360.00     | \$ 16,721.00     |
| The GoldFish Bar (R. Cooper)    | 724 Mesquite            | Streetscape                   |          |                              | \$ 1,267.00     | \$ 2,534.00      |
| Water Street Gardens            | 321 N Chaparral         | Streetscape (Admin)           | 2/5/21   | 4/1/21                       | \$ 10,000.00    | \$ 22,000.00     |
| AADI Home Health                | 1001 2nd St             | Streetscape                   | 4/27/21  | 9/30/21                      | \$ 24,036.00    | \$ 168,000.00    |
| Education Services Center #2    | 209 N Water             | Streetscape                   | 7/27/21  | 10/31/21                     | \$ 18,613.00    | \$ 37,226.00     |
| Dusty's Taco Shop               | 322 N Chaparral         | Chap Street                   | 10/15/19 | 9/30/20                      | \$ 41,500.00    | \$ 331,000.00    |
| Yucatan Margarita Factory       | 213 S Chaparral St      | Streetscape                   | 12/10/21 | 12/14/21                     | \$ 44,589.00    | \$ 44,540.00     |
| AADI Home Health Mural          | 1001 2nd St             | Streetscape                   | 1/24/22  | 5/30/22                      | \$ 9,825.00     | \$ 20,150.00     |
| Vernon's                        | 1030 3rd St             | Streetscape                   | 10/22/21 | 9/21/21                      | \$ 12,000.00    | \$ 24,261.00     |
| South Chap Square               | 402 S Chaparral St      | Streetscape                   | 10/27/20 | 3/31/22                      | \$ 200,000.00   | \$ 1,200,000.00  |
| All Good Fitness                | 424 Schatzel St         | CFO (Tenant)                  | 1/26/21  | 1/31/22                      | \$ 59,000.00    | \$ 170,000.00    |
| The Annex                       | 312 S Chaparral St      | CFO (Tenant) + Streetscape    | 7/27/21  | 6/30/22                      | \$ 86,743.00    | \$ 272,000.00    |
| Private Wealth Group            | 1102 Santa Fe St        | Streetscape                   | 9/21/21  | 3/31/22                      | \$ 66,750.00    | \$ 443,500.00    |
| Retro                           | 326 N Chaparral         | Vacant Building + Streetscape | 1/25/22  | 11/30/22                     | \$ 169,000.00   | \$ 2,000,000.00  |
| Buc Commission                  | 1415 N Water St         | Streetscape                   | 3/29/22  | 5/30/23                      | \$ 200,000.00   | \$ 407,992.00    |
| BUS Tasty Bites                 | 702 N Chaparral St      | Streetscape                   | 3/30/21  | 2/28/22                      | \$ 26,270.00    | \$ 154,540.00    |
| HypeByke                        | 319 Peoples St          | CFO (Tenant)                  | 3/22/22  | 12/31/22                     | \$ 12,000.00    | \$ 32,000.00     |
| Sabal Dental                    | 1200 Santa Fe           | Streetscape                   | 3/29/22  | 12/31/22                     | \$ 23,485.00    | \$ 46,970.00     |
| Central Kitchen                 | 320 Lomax               | Streetscape                   | 8/30/22  | 5/30/22                      | \$ 58,335.00    | \$ 321,562.00    |
| 535 S. Carancahua               | 535 S. Carancahua       | Streetscape                   | 7/26/22  | 7/31/2023                    | \$ 28,575.00    | \$ 276,753.00    |
| Neptune Fitness                 | 1002 2nd Street         | CFO (Tenant)                  | 9/20/22  | 1/31/2023                    | \$ 18,299.00    | \$ 100,435.00    |
| UBEO                            | 402 S Chaparral Street  | CFO (Tenant)                  | 12/7/22  | 7/31/23                      | \$ 30,000.00    | \$ 350,000.00    |
| Lazy Beach Brewery              | 312 N Chaparral Street  | CFO (Tenant) + Streetscape    | 3/28/23  | 6/30/24                      | \$ 25,295.00    | \$ 59,000.00     |
| Gallery 41                      | 100 N Shoreline Blvd    | CFO (Tenant) + Streetscape    | 3/28/23  | 6/30/2024                    | \$ 104,585.00   | \$ 341,676.00    |
| Jason Wolf Law Firm             | 226 Tancagua Street     | Streetscape                   | 7/25/23  | 7/30/24                      | \$ 29,319.00    | \$ 58,638.00     |
| The Foundry                     | 418 Peoples Street      | Streetscape                   | 7/25/23  | 7/31/24,1/30/24              | \$ 214,225.00   | \$ 428,450.00    |
| The Northwater                  | 1001 N Water Street     | DLI + Project Specific        | 5/25/21  | 1/31/2022, 12/31/23,12/31/24 | \$ 678,000.00   | \$ 5,000,000.00  |
| Holiday Inn Express Streetscape | 1102 S Shoreline Blvd   | Streetscape                   | 9/19/23  | 1/30/25                      | \$ 1,000,000.00 | \$ 19,871,896.00 |
| Bay Building                    | 101 Shoreline Boulevard | Streetscape                   | 11/28/23 | 9/30/24                      | \$ 21,827.00    | \$ 43,655.00     |
| Cosmopolitan                    | 401 N Chaparral Street  | CFO (Landlord)                | 1/23/24  | 9/30/2024                    | \$ 20,000.00    | \$ 56,000.00     |
| Marty McPies                    | 300 N Shoreline Blvd    | CFO (Tenant) + Streetscape    | 1/30/24  | 9/30/24                      | \$ 27,458.00    | \$ 97,299.00     |

City of Corpus Christi / Corpus Christi Downtown Management District

|                                  |                         |                   |                  |            |                        |                          |
|----------------------------------|-------------------------|-------------------|------------------|------------|------------------------|--------------------------|
| Mullys                           | 621 N Chaparral Street  | CFO (Tenant)      | 6/25/24          | 6/25/25    | \$ 16,500.00           | \$ 55,000.00             |
| Water Street Oyster Bar Awning   | 309 N Water Street      | Streetscape       | 5/21/24          | 12/31/24   | \$ 9,900.00            | \$ 19,800.00             |
| Hybrid Records                   | 417 Peoples Street      | CFO (Tenant)      | 1/22/2022        | 4/30/2022  | \$ 7,040.00            | \$ 17,685.00             |
| Plains Capital                   | 500 Shoreline Boulevard | Streetscape       | 11/28/2023       | 9/30/2024  | \$ 162,446.00          | \$ 324,893.00            |
| OK HIFI                          | 415 Peoples Street      | CFO ( Landlord)   | 11/28/2023       | 9/30/2024  | \$ 20,000.00           | \$ 318,846.00            |
| Community Grocery                | 206 Peoples Street      | CFO + Streetscape | 5/30/2023        | 11/30/2024 | \$ 53,508.00           | \$ 244,000.00            |
| Thunderbird (Landlord)           | The Foundry             | CFO (Landlord)    | 11/22/2024       | 11/30/2025 | \$ 8,975.00            | \$ 17,950.00             |
| Bayside Pilates                  | Water Street Market     | CFO (Tenant)      | 2/1/2025 (Admin) | 2/30/2026  | \$ 10,000.00           | \$ 106,876.00            |
| Thunderbird (Tenant)             | The Foundry             | CFO (Tenant)      | 9/17/2024        | 9/30/2025  | \$ 20,237.00           | \$ 70,375.00             |
| Corpus Christi Yacht Club        | 98 Coopers Alley        | Streetscape       | 2/1/2025 (Admin) | 2/30/2026  | \$ 4,438.00            | \$ 8,876.00              |
| 425 Peoples Street (Streetscape) | 425 Peoples Street      | Streetscape       | 2/20/2024        | 3/30/2026  | \$ 36,556.00           | \$ 73,112.00             |
| House of Rock                    | 511 Starr Street        | Streetscape       | 9/17/2024        | 9/30/2025  | \$ 79,714.00           | \$ 159,428.00            |
| Water Street Pergola             | 401 Water Street        | Streetscape       | 5/13/2025        | 5/30/2026  | \$ 22,300.00           | \$ 44,600.00             |
| Mesquite Street Parking Lot      | 721 N Mesquite Street   | Streetscape       | 7/30/2024        | 7/30/2025  | \$ 57,489.00           | \$ 114,978.00            |
| Costa Sur Realtor (Landlord)     | The Foundry             | CFO (Landlord)    | 2/11/2025        | 3/30/2025  | \$ 16,428.00           | \$ 32,856.00             |
| Adelphos (Landlord)              | The Foundry             | CFO (Landlord)    | 2/11/2025        | 3/30/2025  | \$ 18,225.00           | \$ 45,000.00             |
|                                  |                         |                   |                  |            | <b>\$ 7,108,662.50</b> | <b>\$ 105,848,028.00</b> |