

MONTGOMERY COUNTY MUNICIPAL UTILITY DISTRICT NO. 8

MINUTES OF SPECIAL MEETING OF BOARD OF DIRECTORS

AUGUST 23, 2010

The Board of Directors (the "Board" or "Directors") of Montgomery County Municipal Utility District No. 8 (the "District" or "MCMUD 8") met in special session, open to the public, on Monday, August 23, 2010, at 9:00 a.m., at the Walden Yacht Club, 13101 Melville Drive, Montgomery, Texas 77356, a designated meeting place located inside the boundaries of the District, and the roll was called of the duly constituted officers and members of the Board, to-wit:

Roy McCoy	President
Robert Leasure	Vice President
Daniel L. Davis	Assistant Vice President
Arch Payne	Secretary
Claude D. (Dan) Fryman	Assistant Secretary

All members of the Board were present, except for Director Payne. Also in attendance was Scott Sustman, General Manager of the Walden Community Improvement Association.

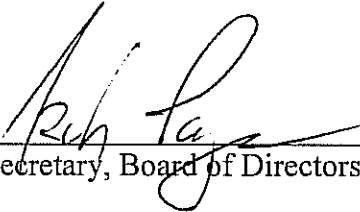
The President, after finding that the notice of the meeting was posted as required by law and determining that a quorum of the Board was present, called the meeting to order and declared it open for such business as may come before it.

1. Public Comment. The President first opened the meeting to public comment. As no public comment was offered, the President directed the Board to proceed with the agenda.
2. Public Hearing. The President called the public hearing on the 2010 tax rate to order, notice of which was published as required. The President also noted that there were no parties present to offer public comment. The President declared that the Board intended to levy a total ad valorem tax rate of \$0.2494 per \$100 of assessed value for the year 2010 for operation and maintenance purposes. The public hearing was adjourned.
3. Tax Orders.
 - a. An Order Setting Rate and Levying Tax for 2010 was presented, a copy of which is attached as Exhibit "A." Upon a **motion** by Director Leasure, seconded by Director Davis, after full discussion and with all Directors present voting aye, the Board approved the Order Setting Rate and Levying Tax for 2010, authorizing a total ad valorem tax rate of \$0.2494 per \$100 of assessed value for the year 2010 for operation and maintenance purposes.
 - b. The Board considered an Order Appointing Tax Assessor/Collector, a copy of which is attached hereto as Exhibit "B." Upon a **motion** by Director Davis, seconded by Director Fryman, after full discussion and with all Directors present voting aye, the Board approved the Order Appointing Tax Assessor/Collector.

- c. The Board next considered the Amended and Restated District Information Form, a copy of which is attached hereto as Exhibit "C." The form must be amended to show the change in the tax rate, the outstanding debt and the Notice to Purchasers form. The amended form is required to be filed with the Montgomery County Real Property Records (the "MCRPR") and the TCEQ. Upon a **motion** by Director Leasure, seconded by Director Fryman, after full discussion and with all Directors present voting aye, the Board approved the Amended and Restated District Information Form.
- d. The Board then considered a Resolution Concerning Tax Collection Procedures, a copy of which is attached as Exhibit "D." Upon a **motion** by Director Fryman, seconded by Director Leasure, after full discussion and with all Directors present voting aye, the Board approved the Resolution Concerning Tax Collection Procedures.

THERE BEING NO FURTHER BUSINESS BEFORE THE BOARD, the meeting was adjourned.

PASSED AND APPROVED this the 13th day of October, 2010.


Secretary, Board of Directors

EXHIBITS:

- A - Order Setting Rate and Levying Tax for 2010
- B - Order Appointing Tax Assessor/Collector
- C - Amended and Restated District Information Form
- D - Resolution Concerning Tax Collection Procedures

CERTIFICATE FOR ORDER SETTING RATE AND LEVYING TAX FOR 2010

THE STATE OF TEXAS
COUNTY OF MONTGOMERY
MONTGOMERY COUNTY MUNICIPAL UTILITY DISTRICT NO. 8

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We, the undersigned officers of the Board of Directors (the "Board") of MONTGOMERY COUNTY MUNICIPAL UTILITY DISTRICT NO. 8 (the "District"), hereby certify as follows:

The Board convened in special session, open to the public, on Monday, August 23, 2010, at 9:00 a.m., at Walden Yacht & Country Club, 13101 Melville Drive, Montgomery, Texas 77356, and the roll was called of the members of the Board, to-wit:

Roy McCoy	President
Robert Leasure	Vice President
Daniel L. Davis	Assistant Vice President
Arch Payne	Secretary
Claude D. Fryman	Assistant Secretary

All members of the Board were present, except for Director Payne, thus constituting a quorum. Whereupon, among other business, the following was transacted at such meeting:

ORDER SETTING RATE AND LEVYING TAX FOR 2010

was duly introduced for the consideration of the Board. It was then duly moved and seconded that such Order be adopted; and, after due discussion, such motion, carrying with it the adoption of said Order, prevailed and carried by the following vote:

AYES: 4 NOES: 0 ABSTAINING: 0

A true, full, and correct copy of the aforesaid Order adopted at the meeting described in the above and foregoing paragraph is attached to and follows this Certificate; such Order has been duly recorded in said Board's minutes of such meeting; the above and foregoing paragraph is a true, full, and correct excerpt from the Board's minutes of such meeting pertaining to the adoption of such Order; the persons named in the above and foregoing paragraph are the duly chosen, qualified, and acting officers and members of the Board as indicated therein; each of the officers and members of the Board was duly and sufficiently notified officially and personally, in advance of the time, place, and purpose of such meeting and that such Order would be introduced and considered for adoption at such meeting and each of such officers and members consented, in advance, to the holding of such meeting for such purpose; such meeting was open to the public, as required by law, and public notice of the time, place and purpose of such meeting was given as required by Chapter 551, Government Code, and Section 49.063, Texas Water Code, as amended.

SIGNED this 23rd day of August, 2010.

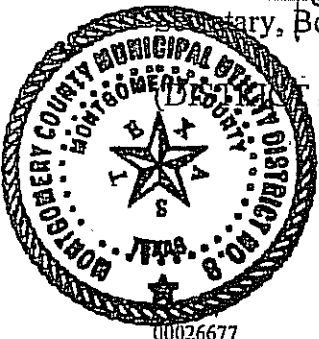


Secretary, Board of Directors

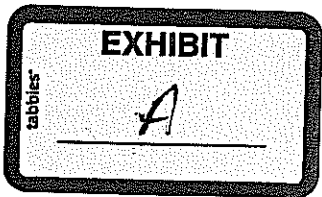


President, Board of Directors

SEAL)



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ORDER SETTING RATE AND LEVYING TAX FOR 2010

STATE OF TEXAS

COUNTY OF MONTGOMERY

MONTGOMERY COUNTY MUNICIPAL UTILITY DISTRICT NO. 8

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WHEREAS, Montgomery County Municipal Utility District No. 8 (the "District") has issued and sold certain bonds; and

WHEREAS, Texas Water Code, Section 49.107, as amended, provides that the District may levy and collect a tax for operation and maintenance purposes, including funds for planning, constructing, acquiring, maintaining, repairing, and operating all necessary land, plants, facilities, improvements, appliances, and equipment of the District and for paying costs of proper services, engineering and legal fees, and organization and administrative expenses; and

WHEREAS, pursuant to Senate Bill 392 enacted by the 78th Legislature, Regular Session, effective September 1, 2003, Texas Water Code, Section 49.236 was amended to provide that before the Board adopts an ad valorem tax rate for debt service, operation and maintenance purposes, or contract purposes, the Board shall give notice of each meeting of the Board at which the adoption of a tax rate will be considered; such notice of the public hearing on the District's tax rate shall be in substantially the form set forth in Texas Water Code, Section 49.236, as amended, and shall be published at least once in a newspaper having general circulation in the District at least seven (7) days before the date of the hearing or mailed to each owner of taxable property in the District at the address for notice shown on the most recently certified tax roll of the District, at least ten (10) days before the date of the hearing; and

WHEREAS, pursuant to Senate Bill 392 enacted by the 78th Legislature, Regular Session, effective September 1, 2003, Texas Water Code, Section 49.236 was amended to provide that if the Board adopts a combined debt service, operation and maintenance, and contract tax rate that would impose more than 1.08 times the amount of tax imposed by the District in the preceding year on a residence homestead appraised at the average appraised value of a residence homestead in the District in that year, disregarding any homestead exemption available only to disabled persons or persons 65 years of age or older, the qualified voters of the District by petition may require that an election be held to determine whether or not to reduce the tax rate adopted for the current year to the rollback tax rate in accordance with the procedures provided by Sections 26.07(b)-(g) and 26.081, of the Texas Tax Code; and

WHEREAS, the Tax Assessor and Collector for the District has received the certified tax roll from the Montgomery Central Appraisal District assessing the 2010 valuation of District property and presented such information to the Board for their consideration in setting the 2010 tax rate; and

WHEREAS, the Board has no outstanding bonds, nor other obligations of the District, which require tax revenues to pay principal and interest; and

WHEREAS, the Board finds that the tax levy for operations and maintenance purposes of the District are permitted by Texas Water Code, Section 49.107, as amended.

NOW, THEREFORE, BE IT ORDERED BY THE BOARD OF DIRECTORS OF MONTGOMERY COUNTY MUNICIPAL UTILITY DISTRICT NO. 8, THAT:

Section 1. The Board hereby finds that prior to adopting the ad valorem tax rate for 2010, the District has provided proper notice of the public hearing to set the District's tax rate and otherwise satisfied the requirements of Texas Water Code, Section 49.236, as amended.

Section 2. The Board hereby levies and causes to be assessed upon all property (real, personal or mixed) subject to taxation within the District a total ad valorem tax rate of \$0.2494 per \$100 of assessed value for the year 2010 for operation/maintenance purposes. The District's Tax Assessor-Collector shall take all steps necessary and authorized by law to collect taxes as owed pursuant to this Order. Said taxes shall be levied, assessed and collected at the rate of \$0.2494 per \$100 of assessed valuation for 2010 as provided for in Chapter 54, Texas Water Code, and all other applicable laws.

Section 3. The Board hereby finds that the total ad valorem tax rate of \$0.2494 per \$100 of assessed value does not impose more than 1.08 times the amount of tax imposed by the District in the preceding year.

Section 4. Pursuant to law, all taxes shall be due and payable on or before the 31st day of January, 2011.

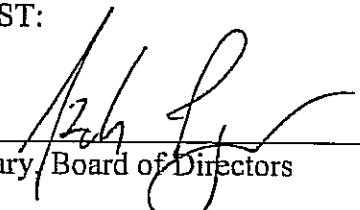
Section 5. The President or Vice President is authorized to do all things necessary for execution of this Order; and the President or Vice President is further authorized to execute, and the Secretary or any Assistant Secretary to attest, this Order on behalf of the Board of Directors.

(EXECUTION PAGE FOLLOWS)

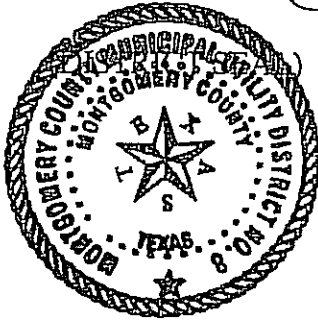
WITNESS OUR HANDS AND THE SEAL OF THE DISTRICT this 23rd day of August, 2010.



President, Board of Directors

ATTEST:


Secretary, Board of Directors



CERTIFICATE FOR ORDER APPOINTING TAX ASSESSOR/COLLECTOR

**THE STATE OF TEXAS
COUNTY OF MONTGOMERY
MONTGOMERY COUNTY MUNICIPAL UTILITY DISTRICT NO. 8**

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We, the undersigned officers of the Board of Directors (the "Board") of MONTGOMERY COUNTY MUNICIPAL UTILITY DISTRICT NO. 8 (the "District"), hereby certify as follows:

The Board convened in special session, open to the public, on Monday, August 23, 2010, at 9:00 a.m., at Walden Yacht & Country Club, 13101 Melville Drive, Montgomery, Texas 77356, and the roll was called of the members of the Board, to-wit:

Roy McCoy	President
Robert Leasure	Vice President
Daniel L. Davis	Assistant Vice President
Arch Payne	Secretary
Claude D. Fryman	Assistant Secretary

All members of the Board were present, except for Director Payne, thus constituting a quorum. Whereupon, among other business, the following was transacted at such meeting:

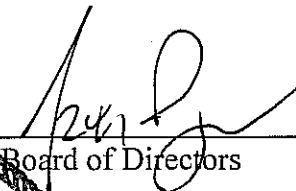
ORDER APPOINTING TAX ASSESSOR/COLLECTOR

was duly introduced for the consideration of the Board. It was then duly moved and seconded that such Order be adopted; and, after due discussion, such motion, carrying with it the adoption of said Order, prevailed and carried by the following vote:


AYES: 4 NOES: 0 ABSTAINING: 0

A true, full, and correct copy of the aforesaid Order adopted at the meeting described in the above and foregoing paragraph is attached to and follows this Certificate; such Order has been duly recorded in said Board's minutes of such meeting; the above and foregoing paragraph is a true, full, and correct excerpt from the Board's minutes of such meeting pertaining to the adoption of such Order; the persons named in the above and foregoing paragraph are the duly chosen, qualified, and acting officers and members of the Board as indicated therein; each of the officers and members of the Board was duly and sufficiently notified officially and personally, in advance of the time, place, and purpose of such meeting and that such Order would be introduced and considered for adoption at such meeting and each of such officers and members consented, in advance, to the holding of such meeting for such purpose; such meeting was open to the public, as required by law, and public notice of the time, place and purpose of such meeting was given as required by Chapter 551, Government Code, and Section 49.063, Texas Water Code, as amended.

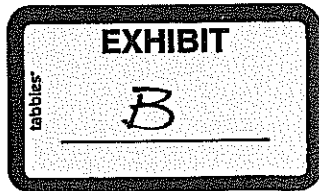
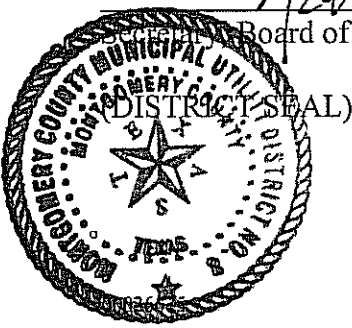
SIGNED this 23rd day of August, 2010.



Secretary, Board of Directors



President, Board of Directors



ORDER APPOINTING TAX ASSESSOR/COLLECTOR

STATE OF TEXAS
COUNTY OF MONTGOMERY
MONTGOMERY COUNTY MUNICIPAL UTILITY DISTRICT NO. 8

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WHEREAS, the Board of Directors (the "Board") of MONTGOMERY COUNTY MUNICIPAL UTILITY DISTRICT NO. 8 (the "District") is required by Section 54.604 of the Texas Water Code, as amended, to appoint a tax assessor/collector for the year 2010; and

WHEREAS, J. R. Moore, Jr. of Montgomery County, Texas is qualified in all respects to serve in such capacity.

NOW, THEREFORE, BE IT ORDERED BY THE BOARD OF DIRECTORS OF MONTGOMERY COUNTY MUNICIPAL UTILITY DISTRICT NO. 8 THAT:

1. J. R. Moore, Jr. of Montgomery County, Texas is hereby appointed Tax Assessor/Collector for the District for the year 2010. He shall give good and sufficient bond, to be approved by the Board of the District in the sum of TEN THOUSAND DOLLARS (\$10,000) or such other greater amount as may be determined by the Board, conditioned on the faithful performance of J. R. Moore, Jr. as Tax Assessor/Collector and on paying over to the District's depository all money coming into his hands as Tax Assessor/Collector; provided, however, that the Board reserves the right to require additional security if in the judgment of the Board it becomes necessary.

2. J. R. Moore shall perform all duties required by law of a tax assessor/collector for a municipal utility district.

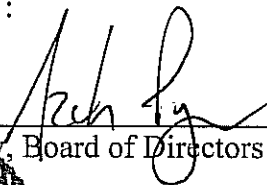
3. The Board fixes such Tax Assessor/Collector's compensation at the rate provided by the Agreement attached hereto and made a part hereof for all purposes.

4. The President or the Vice President and the Secretary or Assistant Secretary are authorized to execute and deliver on behalf of the Board of the District the Agreement attached hereto in substantially the form attached and to do all things necessary and proper to carry out the intent hereof and thereof.

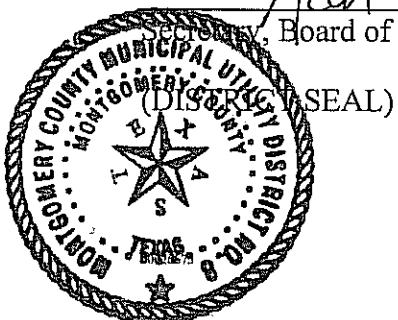
WITNESS OUR HANDS AND THE SEAL OF THE DISTRICT this 23rd day of August, 2010.



President, Board of Directors

ATTEST:


Secretary, Board of Directors



INTERLOCAL AGREEMENT BETWEEN
MONTGOMERY COUNTY AND
MONTGOMERY COUNTY MUNICIPAL UTILITY DISTRICT NO. 8
AKA M.U.D. # 8

APR. 24 1995

THE STATE OF TEXAS | KNOW ALL MEN BY
COUNTY OF MONTGOMERY | THESE PRESENTS

This Agreement, made and entered into by and between M.U.D. # 8 a
taxing entity, under the laws of the State of Texas, hereinafter called the
"Entity" and Montgomery County, a body corporate and politic under the laws of
the State of Texas, hereinafter called the "County", is as follows:

WITNESSETH:

WHEREAS, the Entity desires to employ the County to collect taxes due
to the Entity; and

WHEREAS, the County maintains equipment and employs personnel
necessary to collect taxes; and

WHEREAS, the Entity is willing to compensate the County for tax
collection services as provided under the Texas Property Tax Code,
Sections 6.21 et. seq.;

NOW THEREFORE, in consideration of the mutual promises and covenants
contained herein, the Entity and the County agree as follows:

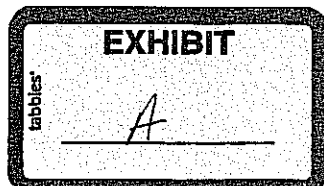
I.

The County agrees to collect tax monies for the Entity and at
intervals specified herein, to place monies in an account established and
maintained by the Entity in a bank designated by the County.

II.

Tax monies collected for the Entity by the County shall be
transferred to the Entity's account daily by direct deposit or wire transfer.
The County will receive no interest from any funds deposited belonging to the
Entity unless payment of interest to the Entity is specifically waived by the
Entity, in writing.

1.



III.

The Entity agrees to pay the County the sum of two percent (2%) of all collections of current taxes and five percent (5%) of all collections of delinquent taxes until the predetermined maximum fee is collected each tax year. Such amounts are to be paid as compensation for the cost incurred by the County in collecting tax monies for the Entity. The Entity agrees such sum is a reasonable fee and consideration for the services to be performed. Said fee shall not exceed the actual cost incurred by the County.

IV.

The Entity understands that the County may from time to time enter into agreements with private law firms for the collection of current and/or delinquent taxes, based on a percentage of taxes collected. This percentage shall be assessed as an additional penalty on taxes, penalty and interest due, and shall be collected accordingly. Therefore, pursuant Texas Property Tax Code, Section 6.30, the Entity hereby authorizes the County to contract with any such firms on the Entity's behalf for collection of taxes the subject of the Agreement, under terms and conditions and for compensation as deemed appropriate by the County. In the sole discretion of the County.

In addition, pursuant to Texas Property Tax Code, Section 33.07, the Entity certifies that it has provided for an additional fifteen percent (15%) penalty on taxes that remain delinquent on July 1 of the year in which they become delinquent, to defray cost of collection.

V.

The initial term of this Agreement shall begin on April 1, 1995, and continue in full force and effect until September 30, 1995, at which time this Agreement shall be automatically renewed for another five (5) year term unless the Entity notifies the County in writing, at least ninety (90) days prior to the end of the initial term of this Agreement, that the Entity intends not to renew this Agreement for another five (5) year period. The Entity understands that, due to the County printing schedules, such ninety (90) days notice is necessary to prevent incurring of unnecessary printing expenses by the County.

VI.

Any notice permitted or required to be given to the County hereunder may be given by Certified United States Mail, Return Receipt Requested, Postage Prepaid, addressed to:

J. R. MOORE, JR., TAX ASSESSOR-COLLECTOR
221 N. THOMPSON STREET
CONROE, TEXAS 77301

Any notice permitted or required to be given to the Entity hereunder may be given by Certified United States Mail, Return Receipt Requested, Postage Prepaid, addressed to:

R. E. FARROWAY, PRESIDENT
MONTGOMERY COUNTY MUNICIPAL UTILITY DISTRICT NO. 3
C/O VINSON & ELKINS
1001 FANNIN, SUITE 3300
HOUSTON, TEXAS 77002

This Agreement shall not become effective until executed by both the County and the Entity.

VII.

~~The Entity specifically waives the payment of taxes by the County, or all taxes collected by the County on its behalf. (This provision to be void unless marked through and initialed by all parties hereto.)~~

REY

MONTGOMERY COUNTY

BY: ABJ

COUNTY JUDGE

Mike Bush

COMMISSIONER PRECINCT 1

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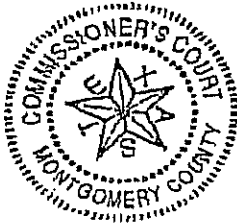
COMMISSIONER PRECINCT 2

Ed Cl...

COMMISSIONER PRECINCT 3

Jan L.

COMMISSIONER PRECINCT 4



ATTEST:

Mark Turnbull

COUNTY CLERK

ENTITY: M. U. D. # 8

BY: R. E. Gassoway
R. E. GASSOWAY

TITLE: PRESIDENT

Approved on this 24th day of April, 1995,
at a meeting of the Montgomery County Commissioner's Court

J. R. Moore, Jr.

J. R. MOORE, JR.
TAX ASSESSOR-COLLECTOR
MONTGOMERY COUNTY

ADDENDUM TO INTERLOCAL AGREEMENT BETWEEN MONTGOMERY COUNTY AND
MONTGOMERY COUNTY MUNICIPAL UTILITY DISTRICT NO. 8

AKA M. U. D. # 8

At the special instance and request of the Board of Directors of M. U. D. # 8, and for the purpose of simplifying and clarifying COLLECTION COST and the transition of subsequent Board of Directors of M. U. D. # 8, Montgomery County and M. U. D. # 8 agree to this addendum to the foregoing Interlocal Agreement.

I.

NOTWITHSTANDING anything to the contrary in the Interlocal Agreement or this Addendum, either party hereto may cancel this Agreement, for any cause, upon ninety (90) days written notice to the other party.

II.

COLLECTION COST and reports reflect the twelve month period beginning with the first day of October and ending with the last day of September. Monthly reports reflect that months activity and a year-to-date recap. Collection Cost provides various services.

III.

COLLECTION SERVICES by the County include Calculating Effective Rates, mailing Original Tax Statements and Second Notices, Accounting, Monthly Reports, Delinquent Tax Attorney's Fees, Filing of Suits, Seizures, Foreclosures, and working with the Taxpayers.

IV.

COLLECTIONS SERVICES by the County does not include cost incurred by the Tax office as a result of a Rollback Election, Annexation, or Deannexation, Special Request, nor possible equipment failures. These cost will be passed on to the Entity involved, or be adjusted in the following year's cost of collections. Other than special request, tax office personnel will not attend District meetings other than during the Effective Rate and Assessment Season (July and August).

1.A.

v.

SECTION 6.27 (b) of the Texas Property Tax Code allows for a fee to the County that does not exceed the cost incurred. Collection fees will be in direct proportion to the cost of collecting. To calculate and determine each years Collection Cost the County Tax Office determines what it's cost would be if it did not collect for any other entity. That cost is then subtracted from the Tax Collection Operating Budget. The remainder is then passed on to all other taxing entities that the County collects for. In order to pass on the remainder, the total number of accounts represented by all taxing entities, excluding the County, is divided into the remaining Tax Collection Operating Budget. This gives a "cost per account". This "cost per account" is then multiplied by the number of accounts an entity has, to give the total Maximum Cost of Collection for that entities collection services by the County. Each entity will be notified of their maximum collection cost each year.

To collect the Collection Cost, a 2% Collection Fee for current taxes and a 5% Collection Fee for delinquent taxes is assessed each month until the entity reaches it's Maximum Cost. The County stops assessing the Collection Fee when the entity reaches it's Maximum Cost.

VI.

FOR THE PURPOSE of Calculating the Collection Cost for the M. U. D. # 8 Tax Records reflect they have Twenty Six Hundred Three (2603), accounts for tax year ending September 30, 1995. The Collection Cost, per account, by the County is seven and twenty three one hundredths cents (.0723) for year ending September 30, 1995. This cost per account will be used until the auditing of the County's Financial Report is completed each year. Upon completion of the County's Yearly Financial Audit, all entities are given notice of their maximum cost with adjustments the following year.

VII.

FOR THE PURPOSE of establishing and producing a Delinquent Tax Roll for M. U. D. # 8, the County will charge a fee for each delinquent account as of April 1, 1995. Said fee will not exceed one dollar (\$1.00) for each account listed on the Delinquent Tax Roll for M. U. D. # 8. Said fee will be waived if M. U. D. # 8 provides the County with a computerized tape of Delinquent Accounts using County format specifications.

2.A.

MONTGOMERY COUNTY, TEXAS

BY: ASJ

COUNTY JUDGE

Mike Meach

COMMISSIONER PRECINCT 1

Melvin Luman

COMMISSIONER PRECINCT 2

Ed Chase

COMMISSIONER PRECINCT 3

Jim L. Dennis

COMMISSIONER PRECINCT 4



ATTEST:

Mark Turnbull

COUNTY CLERK

REVIEWED AND APPROVED

J. R. Moore, Jr.

J. R. MOORE, JR.

TAX ASSESSOR-COLLECTOR

MONTGOMERY COUNTY

ENTITY: M. U. D. # 8

BY: R. E. Gassoway

R. E. GASSOWAY

TITLE: PRESIDENT

DATE: _____

3.A.

INTERLOC.ACR

AMENDMENT TO CONTRACT

BY AND BETWEEN

MONTGOMERY COUNTY

AND

Montgomery County MUD No. 8

WHEREAS, the above Taxing Entities have previously entered into an Interlocal Agreement for Collection Services; and

WHEREAS, the Taxing Entities agree to amend Section IV of the Interlocal Agreement, paragraph two, to read "twenty percent (20%)" instead of the current "fifteen percent (15%)";

NOW THEREFORE, be it resolved and passed on this 14th day of May, 2003, in Montgomery County, Texas.

Entity: Montgomery MUD 8

By: [Signature]

Title: President

Montgomery County

By: [Signature]

Title: County Judge

Reviewed and Approved

[Signature]
J. R. Moore, Jr.
Tax Assessor-Collector
Montgomery County

Return Original to J. R. Moore, Jr.-County Tax Assessor-Collector, 400 N. San Jacinto St., Conroe, Tx. 77301

AMENDED AND RESTATED DISTRICT INFORMATION FORM

STATE OF TEXAS

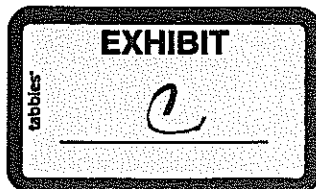
COUNTY OF MONTGOMERY

MONTGOMERY COUNTY MUNICIPAL UTILITY DISTRICT NO. 8

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In compliance with Section 49.455, Texas Water Code, as amended, the undersigned members of the Board of Directors of Montgomery County Municipal Utility District No. 8 (the "District") hereby affirm as of the date hereinafter set out that the following information is correct and accurate:

1. The name of the District is Montgomery County Municipal Utility District No. 8.
2. The most recent rate of taxes established by the District on property located in the District is set forth in the form of Notice to Purchasers contained in Exhibit "A" attached hereto and made a part hereof for all purposes, as same may hereafter be from time to time amended.
3. The total amount of bonds that have been approved by the voters and which may be issued by the District (excluding refunding bonds and any bonds or portion of bonds payable solely from revenues received or expected to be received pursuant to a contract with a governmental entity) is \$7,950,000.00.
4. The aggregate initial principal amount of all bonds of the District payable in whole or in part from taxes (excluding refunding bonds and any bonds or portion of bonds payable solely from revenues received or expected to be received pursuant to a contract with a governmental entity) that have been previously issued is \$5,375,000.00.
5. If a standby fee is imposed by the District, the amount of the standby fee is set forth in the form of Notice to Purchasers contained in Exhibit "A" attached hereto and made a part hereof for all purposes, as same may hereafter be from time to time amended.
6. The date on which the election to confirm the creation of the District was held is September 12, 1972.
7. The functions performed or to be performed by the District are as follows:
 - (a) Supply water for municipal uses, domestic uses, power, and commercial purposes and all other beneficial uses or controls;
 - (b) Collect, transport, process, dispose of, and control all domestic, industrial, or communal wastes, whether in fluid, solid, or composite state;
 - (c) Gather, conduct, divert, and control local storm water or other local harmful excesses of water in the District;
 - (d) Irrigate the land in the District;
 - (e) Alter land elevation in the District where it is needed;
 - (f) Navigate coastal and inland waters of the District; and
 - (g) Provide parks and recreational facilities for the inhabitants in the District.



We, the undersigned, being the duly chosen members of Montgomery County Municipal Utility District No. 8, each for himself, affirm and declare that the above is true and correct to the best of our knowledge and belief.

WITNESS OUR HANDS THIS 23rd day of August, 2010.

Roy McCoy

Roy McCoy, President

Robert W. Leasure

Robert W. Leasure, Vice President

Daniel L. Davis

Daniel L. Davis, Assistant Vice President

Absent

Arch Payne, Secretary

Claude D. Fryman

Claude D. Fryman, Assistant Secretary

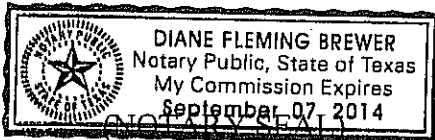


STATE OF TEXAS

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COUNTY OF MONTGOMERY

This instrument was affirmed and acknowledged before me on the 23rd day of August, 2010, by Roy McCoy, Robert W. Leasure, ~~Arch Payne~~, Daniel L. Davis, and Claude D. Fryman, members of the Board of Directors of Montgomery County Municipal Utility District No. 8, in the capacity herein stated.



Diane Fleming Brewer

Notary Public in and for the State of Texas

After recording return to:
Montgomery County Municipal Utility District No. 8
c/o Johnson Radcliffe Petrov & Bobbitt PLLC
1001 McKinney, Suite 1000
Houston, Texas 77002-6424
Attention: Diane F. Brewer

EXHIBIT "A"

**NOTICE TO PURCHASERS OF PROPERTY WITHIN
MONTGOMERY COUNTY MUNICIPAL UTILITY DISTRICT NO. 8**

STATE OF TEXAS

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COUNTY OF MONTGOMERY

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The real property, described below, which you are about to purchase is located in the Montgomery County Municipal Utility District No. 8. The District has taxing authority separate from any other taxing authority, and may, subject to voter approval, issue an unlimited amount of bonds and levy an unlimited rate of tax in payment of such bonds. As of this date, the rate of taxes levied by the District on real property located in the District for 2010 is \$0.2494 on each \$100 of assessed valuation. The total amount of bonds which has been approved by the voters and which have been or may, at this date, be issued is \$7,950,000.00 and the aggregate initial principal amounts of all bonds issued for one or more of the specified facilities of the District and payable in whole or in part from property taxes is \$5,375,000.00.

The District is located in whole or in part in the extraterritorial jurisdiction of the City of Conroe. By law, a district located in the extraterritorial jurisdiction of a municipality may be annexed without the consent of the district or the voters of the district. When a district is annexed, the district is dissolved.

The purpose of this District is to provide water, sewer, drainage or flood control facilities and services within the District through the issuance of bonds payable in whole or in part from property taxes. The cost of these utility facilities is not included in the purchase price of your property, and these utility facilities are owned or to be owned by the District. The legal description of the property which you are acquiring is as follows:

Date

Signature of Seller(s)

PURCHASER IS ADVISED THAT THE INFORMATION SHOWN ON THIS FORM IS SUBJECT TO CHANGE BY THE DISTRICT AT ANY TIME. THE DISTRICT ROUTINELY ESTABLISHES TAX RATES DURING THE MONTHS OF SEPTEMBER THROUGH DECEMBER OF EACH YEAR, EFFECTIVE FOR THE YEAR IN WHICH THE TAX RATES ARE APPROVED BY THE DISTRICT. PURCHASER IS ADVISED TO CONTACT THE DISTRICT TO DETERMINE THE STATUS OF ANY CURRENT OR PROPOSED CHANGES TO THE INFORMATION SHOWN ON THIS FORM.

The undersigned purchaser hereby acknowledges receipt of the foregoing notice at or prior to execution of a binding contract for the purchase of the real property described in such notice or at closing of purchase of the real property.

Date

Signature of Purchaser(s)

Issued by: Montgomery County Municipal Utility District No. 8

Designated Agent: J.R. Moore, Jr., Montgomery County Tax Assessor

Telephone Number: 936.539.7897

Date issued: August 23, 2010

**CERTIFICATE OF RESOLUTION
CONCERNING TAX COLLECTION PROCEDURES**

STATE OF TEXAS
COUNTY OF MONTGOMERY
MONTGOMERY COUNTY MUNICIPAL UTILITY DISTRICT NO. 8

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We, the undersigned officers of the Board of Directors (the "Board") of **MONTGOMERY COUNTY MUNICIPAL UTILITY DISTRICT NO. 8** (the "District"), hereby certify as follows:

The Board convened in **special** session, open to the public, on Monday, August 23, 2010, at 9:00 a.m., at Walden Yacht & Country Club, 13101 Melville Drive, Montgomery, Texas 77356, and the roll was called of the members of the Board, to-wit:

Roy McCoy	President
Robert Leasure	Vice President
Daniel L. Davis	Assistant Vice President
Arch Payne	Secretary
Claude D. Fryman	Assistant Secretary

All members of the Board were present except the following: Director Payne, thus constituting a quorum. Whereupon other business, the following was transacted at such Meeting: A written

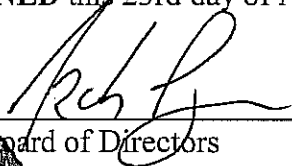
RESOLUTION CONCERNING TAX COLLECTION PROCEDURES

was duly introduced for the consideration of the Board. It was then duly moved and seconded that such Resolution be adopted; and after full discussion, such motion, carrying with it the adoption of such Resolution prevailed, carried, and became effective by the following vote:

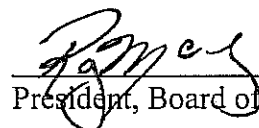
AYES: 4 NOES: 0 ABSTAINING: 0

A true, full and correct copy of the aforesaid Resolution adopted at the Meeting described in the above and foregoing paragraph is attached to and follows this Certificate; such Resolution has been duly recorded in the Board's minutes of such Meeting; the above and foregoing paragraph is a true, full, and correct excerpt from the Board's minutes of such Meeting pertaining to the adoption of such Resolution; the persons named in the above and foregoing paragraph are the duly chosen, qualified, and acting officers and members of the Board as indicated therein; each of the officers and members of the Board are duly and sufficiently notified officially and personally, in advance, of the time, place, and purpose of such Meeting, and that such Resolution would be introduced and considered for adoption at such meeting, and each of the officers and members consented, in advance, to the holding of such Meeting for such purpose; and such Meeting was open to the public and public notice of the time, place, and purpose of such Meeting was given, all as required by Chapter 551 of the Texas Government Code and Section 49.063 of the Texas Water Code, as amended.

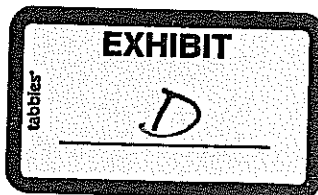
SIGNED this 23rd day of August, 2010.



Arch Payne
Secretary, Board of Directors



Roy McCoy
President, Board of Directors



RESOLUTION CONCERNING TAX COLLECTION PROCEDURES

THE STATE OF TEXAS §
COUNTY OF MONTGOMERY §
MONTGOMERY COUNTY MUNICIPAL UTILITY DISTRICT NO. 8 §

WHEREAS, the Texas Property Tax Code, as amended, sets forth various procedures to assist taxing units in the collection of property taxes; and

WHEREAS, the collection procedures require official action by the governing body of the taxing unit before implementation; and

WHEREAS, the Board of Directors (the "Board") of **MONTGOMERY COUNTY MUNICIPAL UTILITY DISTRICT NO. 8** (the "District"), has reviewed the procedures and desires to clarify its position thereon.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF MONTGOMERY COUNTY MUNICIPAL UTILITY DISTRICT NO. 8 THAT:

1. The Board of Directors of the District hereby rejects the tax collection procedure permitting the District to refrain from sending a tax bill for less than \$15.00 pursuant to Section 31.01(f) of the Texas Property Tax Code, as amended, unless a property owner files a written request with the District before the tax bill is prepared, that a tax bill not be sent until the total amount of unpaid taxes the District can collect on the property is \$15.00 or more. This request will apply to all subsequent taxes that the District collects on the property until the property owner, in writing, revokes the request or the person no longer owns the property. Penalties and interest will not accrue during the period that the bill is not sent under this Section.

2. The Board of Directors of the District hereby rejects the tax collection procedure permitting the split payment of taxes pursuant to Section 31.03 of the Texas Property Tax Code, as amended.

3. The Board of Directors of the District hereby rejects the tax collection procedure concerning discounts for the early payment of taxes pursuant to Section 31.05 of the Texas Property Tax Code, as amended.

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