

**SECOND AMENDMENT TO
RAVENEUX REDEVELOPMENT AGREEMENT
BETWEEN
CYPRESS FOREST PUBLIC UTILITY DISTRICT
AND
JP RAVENEUX PARTNERS LP AND KERA DEVELOPMENT, L.P.**

THIS SECOND AMENDMENT (the "Second Amendment") to the RAVENEUX REDEVELOPMENT AGREEMENT BETWEEN CYPRESS FOREST PUBLIC UTILITY DISTRICT AND JP RAVENEUX PARTNERS LP AND KERA DEVELOPMENT, L.P. dated September 2, 2009 (the "Agreement") is entered into effective as of the 1st day of July, 2009, by and between Cypress Forest Public Utility District, a political subdivision of the State of Texas, organized pursuant to the provisions of Article XVI, Section 59 of the Texas Constitution and Chapters 49 and 54 of the Texas Water Code, as amended ("District") and JP Raveneaux Partners LP, a Texas limited partnership, and Kera Development, L.P., a Texas limited partnership, including any successors and assigns (collectively, the "Developer").

RECITALS

WHEREAS, the District and the Developer have previously entered into the Agreement and a First Amendment to the Agreement dated April 14, 2009 (the "First Amendment"); and

WHEREAS, the District and the Developer desire to modify the Agreement as modified by the First Amendment as set forth herein.

NOW, THEREFORE, FOR A GOOD AND VALUABLE CONSIDERATION RECEIVED BY EACH OF THE DISTRICT AND THE DEVELOPER, THE RECEIPT AND ADEQUACY OF WHICH IS HEREBY ACKNOWLEDGED, THE DISTRICT AND THE DEVELOPER CONTRACT AND AGREE AS FOLLOWS:

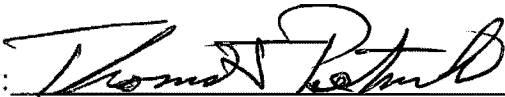
Section 1. All references in Section 1 and Section 2 of the First Amendment to the date "July 2, 2009" are hereby amended to refer to the date "October 31, 2009".

Section 2. Except as modified by this Second Amendment, the terms and conditions of the Agreement as modified by the First Amendment shall remain in full force and effect.

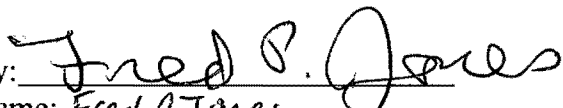
Section 3. This Second Amendment may be executed in multiple counterparts that, when assembled, shall form one fully enforceable document, and signatures executed by facsimile shall have the same force and effect as originals.

IN WITNESS WHEREOF, the parties hereto have executed this Agreement in multiple copies, each of equal dignity, as of the date and year set forth on the first page hereof.

**CYPRESS FOREST PUBLIC
UTILITY DISTRICT**

By: 
Name: Thomas J. Petrick
Title: President, Board of Directors

ATTEST:

By: 
Name: Fred P. Jones
Title: Secretary, Board of Directors

Date: 7/7/09

(SEAL)



JP RAVENEAUX PARTNERS LP,
a Texas limited partnership

By: Raveneaux Management, Inc.,
its general partner

By: [Signature]
Name: Mark Jordan
Title: Manager

KERA DEVELOPMENT, L.P.,
a Texas limited partnership

By: Verren II-GP, LLC,
its general partner

By: [Signature]
Name: Mark Jordan
Title: Manager

Date: 7/1/09