

**A RESOLUTION SDIC – 2003 - 07**

**CONFIRMING THAT PAYMENTS TO THE LAW FIRMS OF COX & SMITH, INCORPORATED, AND LOEFFLER, JONAS & TUGGEY, L.L.P., FOR LEGAL SERVICES AND ASSOCIATED EXPENSES INCURRED IN CONNECTION WITH THE ECONOMIC DEVELOPMENT AGREEMENT WITH TOYOTA MOTOR MANUFACTURING NORTH AMERICA, INC., KNOWN AS THE PROJECT STARBRIGHT AGREEMENT, FOR A TOTAL AMOUNT NOT TO EXCEED \$590,000.00 MAY BE REIMBURSED FROM THE PROCEEDS OF BONDS SOLD BY THE CITY OF SAN ANTONIO, TEXAS, STARBRIGHT INDUSTRIAL DEVELOPMENT CORPORATION.**

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**WHEREAS**, on February 10, 2003, Toyota Motor Manufacturing North America, Inc. (“Toyota”) announced that it planned to construct and operate a major manufacturing and assembly plant (the “Project”) within the area previously annexed by the City of San Antonio for Limited Purposes; and

**WHEREAS**, pursuant to the passage of Ordinance No. 96939 on December 19, 2002, City Council approved the retention of the law firm of Cox & Smith, Inc. and authorized the initial payment to the firm of \$135,000.00 for services provided in connection with the Project; and

**WHEREAS**, Cox & Smith, together with the law firm of Loeffler, Jonas & Tuggey, has reviewed, drafted and responded on the City’s behalf to multiple drafts of the Project Agreement and related contracts and documents; and

**WHEREAS**, pursuant to separate City Council action to be undertaken on this day, the City Council intends to approve the payment of additional funds in the amount of \$455,000.00 to compensate these firms for their continued legal work on this Project, for a total legal Project budget not to exceed \$590,000.00; and

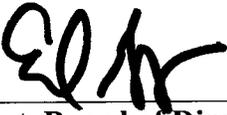
**WHEREAS**, it is the desire and intent of the Board of Directors of the City of San Antonio, Texas Starbright Industrial Development Corporation to reimburse the City of San Antonio for the payment of these legal expenses, utilizing the proceeds of bonds sold by the Corporation;  
**NOW THEREFORE:**

**BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE CITY OF SAN ANTONIO, TEXAS STARBRIGHT INDUSTRIAL DEVELOPMENT CORPORATION:**

**SECTION 1.** That payments to the law firms of Cox & Smith, Inc., and Loeffler, Jonas & Tuggey, LLP, for legal services and associated expenses incurred in connection with the economic development agreement with Toyota Motor Manufacturing North America, Inc., known as the Project Starbright Agreement, for a total amount not to exceed \$590,00.00 may be reimbursed from the proceeds of bonds sold by the City of San Antonio, Texas, Starbright Industrial Development Corporation.

**SECTION 2.** The Executive Director of the City of San Antonio, Texas, Starbright Industrial Development Corporation, or his designee is authorized to take such steps as may be necessary to implement the intent expressed in this Resolution

**SECTION 3.** This Resolution shall become effective immediately.

  
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**President, Board of Directors**

ATTEST:  
  
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**SECRETARY, BOARD OF DIRECTORS**