



Control Number: 50659



Item Number: 20

Addendum StartPage: 0



CCN TRANSFER BILL OF SALE

DATE: JANUARY 15, 2021

Seller: Montgomery County Municipal Utility District No. 126, a body politic and corporate and a governmental agency of the State of Texas organized under the provisions of Article XVI, Section 59 of the Texas Constitution and Chapters 49 and 54, Texas Water Code, as amended

Seller's Mailing Address (including county):

Attn: Abraham Rubinsky
Schwartz, Page, & Harding, L.L.P.
1300 Post Oak Blvd., Suite 1400
Houston, Texas 77056
(Harris County, Texas)

Buyer: The City of Conroe, Texas, a municipal corporation and home-rule city located in Montgomery County, Texas

Buyer's Mailing Address (including county):

Attn: Marcus Winberry
City of Conroe
300 West Davis Street
Conroe, Texas 77301
(Montgomery County, Texas)

Consideration:

Cash and other good and valuable consideration, including but not limited to the covenants, agreements, and promises in that certain Amended and Restated Utility Services and Development Agreement between Buyer and Seller, dated effective as of January 15, 2021, as amended by that certain First Amendment to Amended and Restated Utility Services and Development Agreement between Buyer and Seller, dated effective December 10, 2020 (the "Agreement").

Transferred Properties:

All of Seller's interest in the rights and privileges appurtenant to Seller's right to provide water and wastewater service pursuant to water Certificate of Convenience

and Necessity ("CCN") No. 13528 and sewer CCN No. 21104 (referred to herein, collectively, as the "District CCNs").

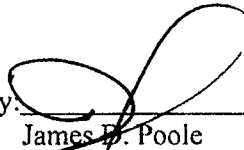
This Bill of Sale memorializes the assignment and transfer of the District CCNs to the Buyer as contemplated in Article VI of the Agreement in order to merge the District CCNs, as applicable, into the Buyer's water CCN No. 10339 and sewer CCN No. 20135 (referred to herein, collectively, as the "City CCNs"). This Bill of Sale is executed in connection with the Application for Sale, Transfer, or Merger of Facilities and Certificate Rights in Montgomery County filed by Buyer and Seller with the Texas Public Utility Commission under Docket Number 50659. The Buyer and the Seller acknowledge and agree that there are no customer deposits to be transferred as part of this transaction.

Seller, for the consideration recited above, hereby, sells, transfers, and delivers the District CCNs to Buyer, together with all and singular the rights and appurtenances thereto in any way belonging, to have and to hold the District CCNs to Buyer and Buyer's employees, agents, representatives, successors, and assigns forever. Seller binds Seller and Seller's employees, agents, representatives, successors, and assigns to warrant and forever defend all and singular the title to the District CCNs, as same are merged into the City CCNs, to Buyer and Buyer's employees, agents, representatives, successors, and assigns against every person whomsoever lawfully claiming or to claim the same or any part thereof.

When the context requires, singular nouns and pronouns include the plural.

[Signature Pages Follow]

MONTGOMERY COUNTY MUNICIPAL
UTILITY DISTRICT NO. 126

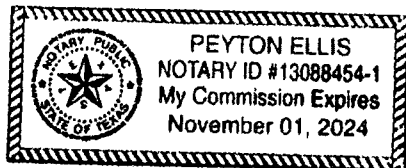
By: 
James D. Poole
President, Board of Directors

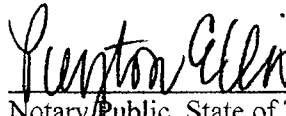
STATE OF TEXAS §

COUNTY OF MONTGOMERY §

Before me on this day personally appeared James D. Poole, Vice President of the Board of Directors of Montgomery County Municipal Utility District No. 126, known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that he executed the same on behalf of said corporation, for the purposes and consideration therein expressed.

Given under my hand and seal of office this 15th day of January, 2021.




Notary Public, State of Texas
My commission expires: November 01, 2024

CITY OF CONROE, TEXAS

By: _____

Mayor

ATTEST:

By: _____

City Secretary

(SEAL)

APPROVED AS TO FORM:

By: _____

City Attorney

STATE OF TEXAS

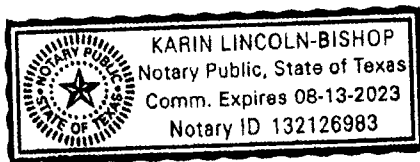
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COUNTY OF MONTGOMERY

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Before me on this day personally appeared Jody Craikoski, Mayor of the City of Conroe, Texas, known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that he executed the same on behalf of said City, for the purposes and consideration therein expressed.

Given under my hand and seal of office this 11 day of February, 2021.



Karin Lincoln-Bishop
Notary Public, State of Texas
My commission expires: 8-13-2023