

February 18, 2014

RE: Loop 375- Border Highway West Extension Project
Issuance of Request for Proposals Addendum #3

To All Shortlisted Proposers:

Attached is Addendum #3 to the Request for Proposals that was issued December 20, 2013 ("RFP") for the Loop 375 Border Highway West Extension Project. The Addendum amends the terms of the RFP as indicated.

The RFP Addendum #3 documents include those listed below, which are posted on the Project website (SharePoint):

Volume I: Instructions to Proposers (ITP) Documents

1. Instructions to Proposers (ITP)
2. ITP Exhibits A-C, E-H
3. ITP Form H (in Word format)
4. ITP Forms M and N (in Excel format)

Volume II: Development Agreement (DA) Documents

1. Development Agreement (DA)
2. Exhibit 1 to the DA (Abbreviations and Definitions)
3. DA Exhibits
4. Technical Provisions (TP)
5. TP Attachment 2-1
6. TP Attachment 13-1
7. TP Attachment 14-1 (Original being deleted.)
8. TP Attachment 14-2 (Original being renumbered to 14-1.)

Volume III: Comprehensive Maintenance Agreement (COMA) Documents

1. Comprehensive Maintenance Agreement (COMA)
2. COMA Exhibits
3. COMA Exhibit 2 (Maintenance Specifications)

TxDOT is providing redlined versions of the DA Documents showing changes from the last version of each document released to the Proposers (i.e., Exhibit 1 to the DA and the Technical Provisions from Addendum #2 RFP, issued January 29, 2014; Development Agreement, ITP and ITP Exhibits from Addendum #1, issued January 1, 2014; and the remainder of the documents listed above from the final RFP, issued December 20, 2013). These redlined documents are provided on SharePoint to the Proposers as a courtesy only. TxDOT is not responsible for any discrepancies in the redlines between the versions of these documents included in the Final RFP and the versions included in RFP Addendum #3 and Proposers are

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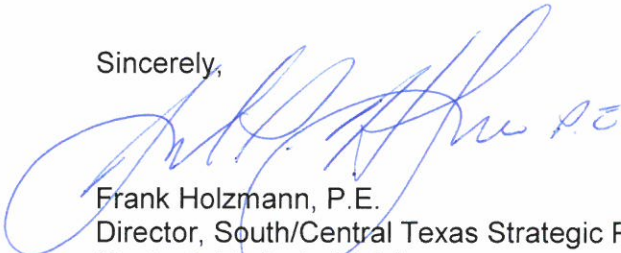
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cautioned against relying on the redline versions. In the case of any discrepancy, the actual contents of RFP Addendum #3 shall control.

The deadline for submission of questions and comments regarding Addendum #3 is **February 24, 2014**. Proposers' attention is drawn to Section 2.3 of the Instructions to Proposers, which provides the instructions for any comments and requests for clarifications regarding the RFP and any Addendums. Note that Proposers are limited to 20 questions/comments each regarding Addendum #3. TxDOT appreciates the opportunity to continue to work closely with the shortlisted Proposers during this phase of the project procurement.

Sincerely,



Frank Holzmann, P.E.
Director, South/Central Texas Strategic Projects Office
Strategic Projects Division

cc: Dieter Billek, P.E., Strategic Projects Division
Marcus Coronado, P.E., Strategic Projects Division
Sergio Garcia, P.E., Strategic Projects Division
Claire McGuinness, Office of General Counsel