EXHIBIT 2

DEVELOPER'S SCHEMATIC PLAN OF PROJECT AND PROPOSAL COMMITMENTS

Schematic Plan of Project

The Schematic Plan of Project is attached hereto as Attachment 1 to the Exhibit 2. The Schematic Plan of Project is subject to the applicable CDA Document provisions and the table below. The Schematic Plan of Project is preliminary and is subject to change in accordance with the CDA Documents.

Location	Schematic Plan of Project Requirements	Applicable Provisions of the CDA Documents
General	The CDA Documents allow the use of values equal to or better than the values shown on the RID Re-evaluated design schematic for design criteria, including geometrics, cross sectional elements or stopping sight distance, where the RID Re-evaluated design schematic does not meet the design speed criteria in Table 11-1A and is not included in the lists provided in Section 11.2.2 a), b) and c).	Book 2A, Section 11.2.2 and RID Re-evaluated design schematic Addendum 6, June 4, 2008.
Inside shoulder width on the eastbound and westbound General Purpose Lanes from CLMLRE Station 10590+00 to 100+00 (station equation: BK 10607+23.68 = AH 40+00) (or the corresponding project area on Schematic Plan of Project alignment CL635).	Within the specified location, the CDA Documents allow the use of values equal to or better than the values shown on the RID Re-evaluated design schematic for shoulder width where the RID Re-evaluated design schematic does not meet the shoulder width criteria in Table 11-1A and is not included in the lists provided in Section 11.2.2 a), b) and c). (Minimum inside shoulder width = 4-ft. where provided on the RID re-evaluated design schematic)	Book 2A, Section 11.2.2 and RID Re-evaluated design schematic Addendum 6, June 4, 2008.

Location	Schematic Plan of Project Requirements	Applicable Provisions of the CDA Documents
Outside shoulder width on the eastbound and westbound Managed Lanes from CLMLRE Station 10575+00 to 10590+00 (or the corresponding project area on Schematic Plan of Project alignment CL635).	Within the specified location, the CDA Documents allow the use of values equal to or better than the values shown on the RID Re-evaluated design schematic for shoulder width where the RID Re-evaluated design schematic does not meet the shoulder width criteria in Table 11-1A and is not included in the lists provided in Section 11.2.2 a), b) and c). (Minimum outside shoulder width = 2-ft. where provided on the RID re-evaluated design schematic)	Book 2A, Section 11.2.2 and RID Re-evaluated design schematic Addendum 6, June 4, 2008.
Curve RPSB35DC15 for the WB IH 635 – SB IH 35E Connector (RID - RPSB35DC) (or the corresponding curve on Schematic Plan of Project alignment D63WS1).	Within the specified location, the CDA Documents allow the use of values equal to or better than the values shown on the RID Re-evaluated design schematic for shoulder width and radius where the RID Re-evaluated design schematic does not meet the shoulder width and radius criteria in Table 11-1A and is not included in the lists provided in Section 11.2.2 a), b) and c). (RID re-evaluated design schematic radius = 835-ft.)	Book 2A, Section 11.2.2 and RID Re-evaluated design schematic Addendum 6, June 4, 2008.
Curve CONNWBLBJ-5 for the WB IH 635 – NB IH 35E Connector (RID – CONNWBLBJ) (or the corresponding curve on Schematic Plan of Project alignment D63WN35).	Within the specified location, the CDA Documents allow the use of values equal to or better than the values shown on the RID Re-evaluated design schematic for shoulder width where the RID Re-evaluated design schematic does not meet the shoulder width criteria in Table 11-1A and is not included in the lists provided in Section 11.2.2 a), b) and c).	Book 2A, Section 11.2.2 and RID Re-evaluated design schematic Addendum 6, June 4, 2008.
Curve RPEB635-3 for the SB IH 35E – EB IH 635 Connector (RID – RPEB635DC) (or the corresponding curve on Schematic Plan of Project alignment D35SE63).	Within the specified location, the CDA Documents allow the use of values equal to or better than the values shown on the RID Re-evaluated design schematic for shoulder width where the RID Re-evaluated design schematic does not meet the shoulder width criteria in Table 11-1A and is not included in the lists provided in Section 11.2.2 a), b) and c).	Book 2A, Section 11.2.2 and RID Re-evaluated design schematic Addendum 6, June 4, 2008.

Location	Schematic Plan of Project Requirements	Applicable Provisions of the CDA Documents
WB IH 635 – NB IH 35E direct connector (RID – CONNWBLBJ) between station 10547+40.58 and station 10561+01.54 (or the corresponding project area on Schematic Plan of Project alignment D63WN35).	The CDA Documents allow the use of an 835-ft. horizontal radius at the specified location.	Book 2A, Section 11.2.2.b and Table 11-2A.
SB IH 35E – EB IH 635 direct connector (RID – RPEB635DC) between stations 106+86.77 to 124+68.29 (or the corresponding project area on Schematic Plan of Project alignment D35SE63).	The CDA Documents allow the use of a 975-ft. horizontal radius at the specified location.	Book 2A, Section 11.2.2.b and Table 11-2A.
Managed Lanes (RID – CLMLRE) between stations 10576+57.45 and 10588+49.81 (or the corresponding project area on Schematic Plan of Project alignment CL635).	The CDA Documents allow the use of a 1,352-ft. horizontal radius at the specified location.	Book 2A, Section 11.2.2.b and Table 11-2A.
Josey Lane – where it ties to the existing alignment on the south side of IH 635.	The CDA Documents allow the use of a 425-ft. horizontal radius at the specified location.	Book 2A, Section 11.2.2.b and Table 11-2A.
Rosser Road – where it ties to the existing alignment on the north side of IH 635.	The CDA Documents allow the use of an 830-ft. horizontal radius at the specified location.	Book 2A, Section 11.2.2.b and Table 11-2A.

Location	Schematic Plan of Project Requirements	Applicable Provisions of the CDA Documents
Valley View Lane south of IH 635 (RID –CLVVIEW) for Curve VVIEW7-1 (or the corresponding curve on Schematic Plan of Project alignment IRVAL).	Within the specified location, the CDA Documents allow the use of values equal to or better than the values shown on the RID Re-evaluated design schematic for the horizontal radius where the RID Re-evaluated design schematic does not meet the criteria in Table 11-1A and is not included in the lists provided in Section 11.2.2 a), b) and c). (RID re-evaluated design schematic radius = 200-ft.)	Book 2A, Section 11.2.2.b and Table 11-2A.
Midway Road south of IH 635 (RID CLMIDWAY) for Curve MIDWAY-1 (or the corresponding curve on Schematic Plan of Project alignment IRMID).	Within the specified location, the CDA Documents allow the use of values equal to or better than the values shown on the RID Re-evaluated design schematic for the horizontal radius where the RID Re-evaluated design schematic does not meet the criteria in Table 11-1A and is not included in the lists provided in Section 11.2.2 a), b) and c). (Radius = 675-ft. – 11.2.2.b, Table 11-2A)	Book 2A, Section 11.2.2.b and Table 11-2A.
Welch Road – where it ties to the existing alignment on the north side of IH 635.	The CDA Documents allow the use of a 400-ft. horizontal radius at the specified location.	Book 2A, Section 11.2.2.b and Table 11-2A.
NB DNT – EB IH 635 ramp (RPNDNTEB) between stations 10+39.36 to 15+61.31 (or the corresponding project area on Schematic Plan of Project alignment REEDNTN).	The CDA Documents allow the use of a 660-ft. horizontal radius at the specified location.	Book 2A, Section 11.2.2.b and Table 11-2A.
EB frontage road to ramp NB DNT - EB IH 635 ramp (RPDNTEB) between stations 10+00 and 10+73.77 (or the corresponding project area on Schematic Plan of Project alignment REEDNT).	The CDA Documents allow the use of a 740-ft. horizontal radius at the specified location.	Book 2A, Section 11.2.2.b and Table 11-2A.

Location	Schematic Plan of Project Requirements	Applicable Provisions of the CDA Documents
EB frontage road to ramp NB DNT - EB IH 635 ramp (RPDNTEB) between stations 12+31.30 to 15+70.19 (or the corresponding project area on Schematic Plan of Project alignment REEDNT).	The CDA Documents allow the use of a 660-ft. horizontal radius at the specified location.	Book 2A, Section 11.2.2.b and Table 11-2A.
Northbound and southbound Park Central Drive (or the corresponding project areas on Schematic Plan of Project alignments IRPARN and IRPARS, respectively).	The CDA Documents allow the use of a 300-ft. horizontal radius at the specified location.	Book 2A, Section 11.2.2.b and Table 11-2A.

Proposal Commitments

Proposal Location	Proposal Commitment	Affected Provisions of CDA Documents
Vol. 3 Section C.1.2.c Page 24	The Developer will also implement a secure Project Extranet system accessible to authorized personnel through the project website, enabling authorized team members to access and store project data, meeting minutes, draft text and drawings.	Some of the listed items are in addition to the provisions in Book 2A Section 2.1.
Vol. 3 Section C.1.2.e Page 25	The Developer will prepare and agree to a task-specific Consultation and Liaison Strategy with the TxDOT Project Manager and will use an Audience & stakeholder Database to ensure that effective communication and consultation occur at the appropriate time, and in a systematic and consistent manner. The Liaison Strategy that the Developer intends to establish with TxDOT and the IE will include the following concepts: □ TxDOT or IE Requests for Information – TxDOT or the IE may issue Requests for Information (RFI) to the Developer to obtain more information on an issue and the Developer will respond promptly. □ Meetings with TxDOT and the IE: - Periodic Design and Construction progress meetings – attendees will include TxDOT, the Developer, the D&B Team and the IE. Subcontractor representatives may also attend these meetings as necessary. - The Developer's representative will arrange other meetings as necessary, on topics such as traffic control and public relations matters. Attendees at these ad hoc meetings may include relevant governmental entities, road users, public transportation operators, resident associations, public representatives, landowners and other interested parties. The secure Project Extranet site will enable authorized team members to access and store project data, progress meeting minutes, draft text and drawings. It will contain an e-mail list	Some listed items are in addition to the provisions in Book 2A and Book 2B Section 3.2 and 18.2.

Proposal Location	Proposal Commitment	Affected Provisions of CDA Documents
	server to notify Project personnel of significant upcoming events and emergencies. The Extranet will also allow serve as a clearinghouse to request information from other team members. The Developer will regularly post project-related documents on the Project Extranet for review by TxDOT and other stakeholders.	
Volume 3 Section C.1.3.b Page 27	Public information and communication work, in cooperation with TxDOT, will commence immediately upon conditional award of the CDA. Prior to TxDOT Approval of the Public Information and Communication Plan, the Developer shall inform, coordinate and participate with TxDOT on all public information and communications related items and will participate in periodic communications meetings held by TxDOT and the Developer.	Listed items are in addition to the provisions in Book 2B Section 3.2.
Vol. 3 Section C.1.3.b Page 29	The Developer will implement an Audience & Stakeholder Database that includes contact information for stakeholders and media contacts, plus records of all citizen communications (calls, e-mails, letters, etc.) and responses to these communications. It will include individualized communications protocols, and an auditable trail of contacts made, minutes of meetings and details of concerns and issues as well as a register of inquiries and complaints. The database will contain an Electronic Comment Management System, which will record actions taken and correspondence with each individual.	Listed items are in addition to the provisions in Book 2B Section 3.2.
Vol. 3 Section C.1.3.b Page 31	The website will be user-friendly and visually appealing. The Developer will post content that includes, but is not limited to: □ information on Toll Tags and a toll calculator; □ rest areas and services alongside the Project; □ location of the Project Information Office; □ job opportunities; □ a real-time travel speed map;	Listed items are in addition to the provisions in Book 2B Section 3.2.

Proposal Location	Proposal Commitment	Affected Provisions of CDA Documents
	☐ traffic accident, flooding and special event information; ☐ live CCTV images; ☐ Dynamic Message Sign messages; ☐ incident notification (via e-mail or text message); ☐ dynamic routing application; and ☐ the Project Extranet (secure – for Project staff only).	
Vol. 3 Section C.1.5.a.i Page 42	Below is a more detailed list of services that the Project Control Group will perform: ☐ Project Baseline Schedule; ☐ 60-day look-ahead schedules; ☐ detailed CPM coordination schedules for design, procurement, permitting, submittals, utility adjustments and construction; ☐ manpower histograms; ☐ progress curves; ☐ monthly progress reports; ☐ schedule requirements for bid packages (for Procurement Department); ☐ evaluation and monitoring of Subcontractors' schedules; and ☐ preparation of schedule analyses for adverse variances. The Developer's Project Management Plan shall include the listed Project Control Group items.	Listed items are in addition to the provisions in Book 2A 2.1.

Proposal Location	Proposal Commitment	Affected Provisions of CDA Documents
Vol. 3 Section C.1.7.c Page 51	The Developer will establish the following evaluation criteria to evaluate the effectiveness of the Mentoring Program: 1. Setting target goals for small or DBE participation. 2. Evaluating these goals on a pre-determined basis. 3. Evaluating participants' progress on a regular basis.	Listed items are in addition to the provisions in CDA section 10.9 and 10.10.
Vol. 3 Section C.2.2.b Page 64	More specifically, some measures that have been included in this proposal to improve the performance of the project from a maintenance point of view include: : □ use of a protective paint coating on MSE walls that would also improve the overall aesthetics; □ install a complete network of irrigation systems for landscaping elements identified in the Aesthetics and Landscaping Plan.	Exceeds requirements of Book 2A and Book 2B Section 15.
Vol. 3 Section C.2.3.2.a Page 74	The Developer's phasing and traffic control plans have been developed with the additional objective of maintaining at least two lanes of traffic on frontages roads. Although this objective cannot be achieved in all sections of the project due to various constraints, Developer will try to maintain the pursuit of this objective where reasonable and feasible.	Exceeds requirements of Book 2A Section 18.3.1 a) last bullet.
Vol. 3 Section C.2.3.2.a Page 74	During peak traffic periods of the Construction Work, the Developer shall provide the minimum number of through lanes equal the number of existing General Purpose lanes currently available on each controlled-access facility at the intersection of IH 635 and DNT. • IH 635 – 4 through lanes in each direction. • Dallas North Tollway – 3 through lanes in each direction.	Exceeds requirements of Book 2A Section 18.3.1 a) 1st bullet.

Proposal Location	Proposal Commitment	Affected Provisions of CDA Documents
Vol. 3 Section C.2.3.2.d Page 78	When possible, work will be scheduled for daylight hours to minimize noise disturbance to the community. Loud or noisy work, such as pile driving adjacent to sensitive receptors, will never be scheduled at night. The Developer's Project Management Plan shall include the items above.	Exceeds requirements of Book 2A and Book 2B Sections 4.3.2.1, 4.3.2.7
Vol. 3 Section C.2.3.2.e Page 79	Construction management personnel will ensure that the laydown yards and staging areas visible to the public are kept neat and orderly. The Developer's Project Management Plan shall include the items above.	Exceeds requirements of Book 2A Section 7.1.3.
Vol. 3 Section C.2.3.2.f Page 79	A plan for utilizing portable lights for nighttime work will be tested prior to performing any work, to ensure that residents are not affected by these activities. The Developer's Project Management Plan shall include the items above.	Listed items are in addition to the provisions in Book 2A and Book 2B Section 4.3.2.12.
Vol. 3 Section C.2.3.7.b Page 110	In addition to the requirements of the Technical Provisions, the Developer shall prepare the design of the pavement markings for this Project in accordance with the TxDOT Dallas District standards and specifications.	Listed items are in addition to the provisions in Book 2A and Book 2B Section 16.
Vol. 3 Section C.2.3.9.a Page 112	The Developer's Aesthetic and Landscaping Plan shall include additional trees and greenery at the IH 635/IH 35 and IH 635/DNT interchanges, as well as special overhead sign column supports, hardscape and landscape improvements at cross streets and special fencing on structures at cross street overpasses.	Exceeds requirements of Book 2A and Book 2B Section 15.
Vol. 3 Section C.3.1 Page 113	In addition to the requirements of Sections 17-22, the Developer will provide: □ continuous on-call personnel capable of addressing incidents, emergencies and traffic management needs; □ a Traffic Management Center (TMC) to be operational 24 hours per day and 365 days per year; □ a 24/7, year-round field patrol service; □ contractual arrangements with a local towing/incident cleanup response Subcontractor (to address major incidents);	Exceeds requirements of Book 2A and Book 2B.

Proposal Location	Proposal Commitment	Affected Provisions of CDA Documents
	and □ contractual arrangements with local public law enforcement agencies to ensure safety along the Facility.	
Vol. 3 Section C.3.1.a Page 118	Developer shall provide the following operational subsystems: □ Toll Tag Tracking System – This system will complement the information gathered by the TCS through several other tag reader locations, to produce data enough for an accurate calculation of travel times (to be displayed through the DMS and the Project website) and origin/destination matrices. □ Road Weather Information Systems (RWIS) – The RWIS includes sensors to detect fog, ice and flooding, which will facilitate user alerts and quick emergency response.	Exceeds requirements of Book 2A and Book 2B Sections 3.2 and 17.2.
Vol. 3 Section C.3.1.b Page 120	The Developer will implement the following management tools to meet and exceed the technical requirements set forth in the CDA: □ Roadway Maintenance Management System (RMMS) – a GIS-based data collection and reporting device for issues related to maintenance (repair, replacement, servicing) of Project assets. □ Global Positioning System (GPS) – Field patrol and maintenance trucks will be equipped with GPS devices so that managers and operators can track their locations in real time, allowing for efficient dispatching. □ Asset Management System (AMS) – The AMS will integrate decision-making to ensure that maintenance and operations projects and major and minor rehabilitation projects are working from a single inventory of materials and equipment. □ Traffic Management Center Central Software – The TMC Central Software platform for the Advanced Traffic Management System is an "off-the-shelf" version of a proven application that provides a truly integrated, full featured	Exceeds requirements of Book 2A and Book 2B Sections 3, 17 and 19.

Proposal Location	Proposal Commitment	Affected Provisions of CDA Documents
	ITS platform. The Central Software integrates management of all field devices, including CCTV cameras, DMS, traffic detectors, RWIS and other field devices into a single software platform. □ Regional Information-Sharing Software – The regional integrated information-sharing software product is a webbased Graphical User Interface that enables law enforcement, transportation management centers, emergency responders, private entities and any organization in the network to share important information with one another, such as the location and status of major incidents, resources deployed, permits, planned event activities and construction areas. □ Personalized Traveler Service (PTS) – The PTS module, an extension of the public website module, notifies subscribed individuals by e-mail of traffic incidents, road closures and other events that could affect their travel. □ Automated Vehicle Identification (AVI) – The AVI system uses vehicles equipped with transponders or electronic toll tags to serve as vehicle probes to measure travel times, report abnormal traffic flow caused by incidents and provide origin/destination data for transportation planning purposes. □ Roadspace Management - This proposed software will provide an overview of closures, preventing conflicts, improving safety and reducing delays. It also provides the opportunity for external organizations such as the maintenance contractors and utility companies to generate their own roadspace requests by logging into the system across the Internet. □ Pavement Management System – The Developer will implement a storage and inquiry module that enables the Developer to manage, from one single computing application, all roadway parameters such as	

Proposal Location	Proposal Commitment	Affected Provisions of CDA Documents
	geometry, inventory, road surface and pavement structures, auscultation, engineering structures, traffic and expert management of road surfaces and pavements for their maintenance.	
Vol. 3 Section C.3.3.1.a Page 129	Developer shall install a weather station along the roadway to ensure that accurate current weather condition data will be available. Developer will also use external sources to anticipate major weather changes that could lead to activation of the Emergency Plans.	Exceeds requirements of Book 2A Section 19.2.4 and Book 2B Section 19.1.1.
Vol. 3 Section C.3.3.1.d Page 132	The system software will provide extensive data collection and event logging, including incidents, DMS messages and traffic data to support accident analysis and reporting. Accident Investigation and Prevention Studies (AIP) have been developed from years of experience taking advantage of accurate data collection, and have been successfully put in place in numerous road projects with immediate safety benefits. Although the Developer will review the design of mainlanes and frontage roads for optimal safety at several stages, the Developer believes it is important to implement AIPs as well, as circumstances may change during the term of the concession. The proposed system AIP will start with identification of "hot spots" along the infrastructure (mainlanes and frontage roads), in terms of number of accidents and their yearly evolution for a second stage in which the data is statistically analyzed (Chi square test). AIPs will also include onsite evaluation, resulting in a proposal phase when the Developer puts forward and prioritizes corrective measures for outstanding issues according to the expected benefits of each measure. Traffic operators will hold regular meetings with the Traffic Safety Officer to propose improvements to the system and procedures. They will use their day-to-day experience as a basis for these working sessions.	Listed items are in addition to the provisions in Book 2A Sections 19.2.3 and 24.2.3 and Book 2B 22.2.

Proposal Location	Proposal Commitment	Affected Provisions of CDA Documents
Vol. 3 Section C.3.3.1.e Page 132	The Developer will seek an agreement with the local police departments of adjacent municipalities (Dallas and Farmers Branch) whereby they would patrol the road on a regular basis in accordance with Section 8.9 of the CDA. The basic functions of the police officers patrolling the Project will be: □ traffic patrolling and traffic law enforcement; □ assistance to field patrols in case of traffic accidents, construction or special conditions, such as lane/road closures; and □ enforcement support at Declaration Zones.	Exceeds Book 2B, Section 22.3.6 and CDA Section 8.9.1.1.
Vol. 3 Section C.1.3.a Page 26	In addition to the Public Information Manager, the Developer will appoint a Roadway Public Information Representative and other personnel necessary to assist in preparation of meetings and in communication with stakeholders.	Exceeds requirements of Book 2B Section 3.2.2.

Alternative Technical Concepts

The following Alternative Technical Concepts (ATCs) are hereby incorporated into the Agreement:

- ATC #5 - Use of PVC Piping on Standpipe System (See Attachment 2 to Exhibit 2).
- ATC #6 - Interim Toll Segments 3A and 3B (See Attachment 3 to Exhibit 2).

Identified Key Personnel

Developer commits to provide, and TxDOT hereby approves, the following individuals to initially serve as the following Key Personnel:

Names of Key Personnel	Key Personnel Positions
Fernando Redondo	Project Manager
Massimo Fiorentino	Financial Manager
Patrick Rhode	Public Relations Manager
Fidel Saenz de Ormijana	Design Manager
Jose Carlos Esteban Blein	Construction Manager

Names of Key Personnel	Key Personnel Positions
Jason Sipes	Quality Manager
Esteban Trigueros Castaño	Design and Construction Quality Manager
Jason Sipes	O&M Quality and Environmental Manager
William Proctor	Environmental Compliance Manager
Javier Martinez Ordóñez	Operations Manager
Belen Marcos	Maintenance Manager

Attachment 1 to Exhibit 2

Schematics

IH 635 MANAGED LANES PROJECT

PLAN LEGEND

GENERAL PURPOSE		EXISTING ROW	
MANAGED LANES		PROPOSED ROW	
FRONTAGE ROAD		CURB	
RAMP		BARRIER	
RAMP CONNECTOR		GUARDRAIL	
BRIDGE		CENTER OF BRIDGE FLOW	
CAPACITY IMPROVEMENT SECTION		FULL FREEWAY	
RETAINING WALL		SOUND WALL SOUNDWALL CONN STRUCTURE	
RETAINING WALL		CONCRETE FLUME BARRIER	
PROPOSED CULVERT		ROCK LIGHTING	
		CHAIN LINK	

PROJECT DESIGN GROUPS

GENERAL PURPOSE LANES	GREEN
CAPACITY IMPROVEMENT SECTION	GREEN
MANAGED LANES	GREEN
FRONTAGE ROADS	GREEN
RAMPS AND RAMP CONNECTORS	GREEN
BRIDGES	GREEN
RETAINING WALLS	GREEN

DESIGNED IN ACCORDANCE WITH THE LATEST EDITION OF THE TEXAS DEPARTMENT OF TRANSPORTATION ROADWAY DESIGN MANUAL. ALL DESIGN DOCUMENTS SHALL BE PREPARED IN ACCORDANCE WITH THE LATEST EDITION OF THE TEXAS DEPARTMENT OF TRANSPORTATION STANDARD SPECIFICATIONS FOR CONSTRUCTION AND MAINTENANCE OF HIGHWAYS, STREETS AND BRIDGES.

PROJECT LOCATION
FROM: NORTH PORTION INTERCHANGE TO: SOUTH PORTION INTERCHANGE

IH 635 MANAGED LANES PROJECT

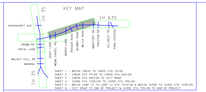
PLAN LEGEND

	GENERAL TURPIKE		EXISTING ROW
	TURPIKE RAMP		PROPOSED ROW
	TURPIKE MAIN		CURB
	RAMPS		BARRIER
	RAMP CONNECTS		CONC. PAVEMENT
	BRIDGES		CENTER OF BRIDGE FLOW
	CAPACITY IMPROVEMENT SECTION		TOLL GANTRY
	RETAINING WALL		CONCRETE FLOW BARRIER FOR STRUCTURE
	REVISION WALL		CONCRETE FLOW BARRIER
	PROPOSED CULVERT		BLOCK LOCATION
			CULVERT NUMBER

PROJECT DESIGN GROUPS	DESIGN GROUPS
GENERAL TURPIKE, RAMPS	GRAY
CAPACITY IMPROVEMENT SECTION	GRAY
TURPIKE RAMP	GRAY
TURPIKE MAIN	GRAY
RAMP CONNECTS	GRAY
BRIDGES	GRAY
CULVERTS	GRAY

PROJECT DESIGN GROUPS ARE ASSIGNED TO ALL ITEMS THAT ARE DESIGNED BY THE PROJECT DESIGN TEAM. THE PROJECT DESIGN GROUPS ARE ASSIGNED TO ALL ITEMS THAT ARE DESIGNED BY THE PROJECT DESIGN TEAM. THE PROJECT DESIGN GROUPS ARE ASSIGNED TO ALL ITEMS THAT ARE DESIGNED BY THE PROJECT DESIGN TEAM. THE PROJECT DESIGN GROUPS ARE ASSIGNED TO ALL ITEMS THAT ARE DESIGNED BY THE PROJECT DESIGN TEAM.

KEY MAP


IH 635
NORTHWEST HWY
LOOP 12
CENTER ST
TOTAL TIE
MARKET
BELT LINE
BELTLINE
BELTLINE
BELTL

IH 635 MANAGED LANES PROJECT

PLAN LEGEND

	GENERAL PURPOSE		EXISTING ROW
	GENERAL PURPOSE		LANES
	FRONTAGE ROAD		LANES
	RAMPS		BRIDGES
	RAMP CONNECTOR		BRIDGES
	BRIDGES		CONTROL OF ACCESS (COA)
	CAPACITY IMPROVEMENT SECTION		TOLL GANTRY
	RETAINING WALL		TRAFFIC SIGNAL OVERHEAD SIGN STRUCTURE
	RETAINING WALL		OVERHEAD SIGN BRIDGE
	PROPOSED CULVERT		BLUE LOCATION
			CLEAR ZONE

PROJECT DESIGN GROUPS

GENERAL PURPOSE	DESIGN GROUPS
GENERAL PURPOSE - GREEN	GREEN
CAPACITY IMPROVEMENT SECTION - ORANGE	ORANGE
FRONTAGE ROAD - BLUE	BLUE
RAMPS - PURPLE	PURPLE
RAMP CONNECTORS - PINK	PINK
BRIDGES - RED	RED
RETAINING WALL - YELLOW	YELLOW

DESIGNED IN ACCORDANCE WITH THE TEXAS DEPARTMENT OF TRANSPORTATION'S (TXDOT) ROADWAY DESIGN MANUAL, TRAFFIC ENGINEERING MANUAL, STANDARD SPECIFICATIONS, STANDARD DETAILS, AND ALL APPLICABLE TXDOT MEMORANDUMS, AND THE AASHTO GREEN BOOK. ALL DESIGN DOCUMENTS SHALL BE PREPARED IN ACCORDANCE WITH THE TXDOT CAD STANDARDS MANUAL.

PROJECT LOCATION
FROM: NORTH EDGE OF SELECT BRIDGE OVER IH 635 (LBJ FREEWAY) AT STA 1000+00 (LAT: 32.8911 LONG: -96.7811)
TO: NORTH EDGE OF SELECT BRIDGE OVER IH 635 (LBJ FREEWAY) AT STA 1100+00 (LAT: 32.8911 LONG: -96.7811)

IH 635 MANAGED LANES PROJECT

PLAN LEGEND

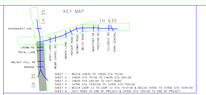
GENERAL TRAFFIC		EXISTING ROW	
MANAGED LANES TRAFFIC		PROPOSED ROW	
TOMORROW MAP		CURBS	
RAMPS		BARRIER	
TOLL STRUCTS		CONC. PAVEMENT	
BRIDGES		CONTOUR AT ACCESS POINT	
CAPACITY IMPROVEMENT SECTION		TOLL GANTRY	
RETAINING WALL		CONCRETE FLUME BETWEEN CON STRUCTURE	
RETAINING WALL		CHAINLINK FENCE BARRIER	
PROPOSED CULVERT		WALKER LOCATION	
		CHAIN BARRIER	

PROJECT DESIGN SPEEDS

	DESIGN SPEED
GENERAL TRAFFIC (GMPL)	60MPH
CAPACITY IMPROVEMENT (N.) BRANCH (GMPL)	60MPH
CAPACITY IMPROVEMENT (S.) BRANCH (GMPL)	60MPH
MANAGED LANES TRAFFIC	60MPH
RAMPS (GMPL)	30MPH
RAMPS (NON GMPL)	30MPH
RAMP (NON GMPL)	30MPH
RAMP (NON GMPL)	30MPH
RETAINING WALL	60MPH

CONSTRUCTION SPEED LIMITS
THE CONSTRUCTION SPEED LIMIT SHALL BE 60 MPH UNLESS OTHERWISE SPECIFIED ON THE PLANS OR AS DIRECTED BY THE ENGINEER.

KEY MAP


IH 635
NORTHBOUNDS
SOUTHBOUNDS
ROYAL LANE
LOUIS HAUSER
PEGASUS
MARSH LANE
HILLCREST
DENTON TAP
TOTAL LOS
SELECT TOTAL VOL
MANAGED LANES
GENERAL PURPOSE
SELECT VOL
MANAGED LANES
GENERAL PURPOSE
SELECT VOL
MANAGED LANES
GENERAL PURPOSE
SELECT

IH 635 MANAGED LANES PROJECT

PLAN LEGEND

GENERAL PURPOSE		EXISTING ROW	
EXPRESS LANES		PROPOSED ROW	
FRONAGE ROAD		CURBS	
RAMPS		BARRIER	
TRUCK STACKS		CONC. PAVEMENT	
BRIDGES		CONTROL OF ACCESS (COA)	
CAPACITY IMPROVEMENT SECTION		TRAL CORRIDOR	
RETAINING WALL		CHAINLINK FENCE OVERHEAD SIGN STRUCTURE	
NOISE WALL		CHAINLINK FENCE BARRIER	
PROPOSED CULVERT		MUTCD LOCATION	
		CLEAR ZONE	

PROJECT DESIGN SPEEDS

	DESIGN SPEED
GENERAL PURPOSE LANES	60MPH
CAPACITY IMPROVEMENT SECTION	60MPH
EXPRESS LANES	60MPH
FRONTAGE ROADS	30MPH
RAMPS (EXPRESS LANES)	30MPH
RAMPS (GP)	30MPH
RAMP CONNECTORS	30MPH
CULDESACS	30MPH

CONSTRUCTION NOTES AND SYMBOLOGY
1. ALL DIMENSIONS ARE TO BE MEASURED HORIZONTALLY UNLESS OTHERWISE NOTED.
2. ALL DIMENSIONS ARE TO THE FACE OF CURB UNLESS OTHERWISE NOTED.
3. ALL DIMENSIONS ARE TO THE FACE OF CONCRETE PAVEMENT UNLESS OTHERWISE NOTED.
4. ALL DIMENSIONS ARE TO THE FACE OF CONCRETE BARRIER UNLESS OTHERWISE NOTED.
5. ALL DIMENSIONS ARE TO THE FACE OF CONCRETE BRIDGE RAILING UNLESS OTHERWISE NOTED.
6. ALL DIMENSIONS ARE TO THE FACE OF CONCRETE RETAINING WALL UNLESS OTHERWISE NOTED.
7. ALL DIMENSIONS ARE TO THE FACE OF CONCRETE NOISE WALL UNLESS OTHERWISE NOTED.
8. ALL DIMENSIONS ARE TO THE FACE OF CONCRETE CULVERT UNLESS OTHERWISE NOTED.

PROJECT LOCATION
FROM: DALLAS COUNTY LINE
TO: IH 35E
PROJECT LOCATION
FROM: IH 35E

IH 635 MANAGED LANES PROJECT

PLAN LEGEND

	GENERAL PURPOSE LANE		EXISTING ROW
	EXPRESS LANE		PROPOSED ROW
	FRONTAGE ROAD		CURBS
	RAMPS		BARRIER
	TOLL GANTRY		CONCRETE PAVEMENT
	BRIDGES		LIMITS OF WORK ZONE
	CAPACITY IMPROVEMENT SECTION		TRAL CLEARER
	RETAINING WALL		CONCRETE BARRIER CONN STRUCTURE
	RETAINING WALL		CHAINLINK FENCE REPAIR
	PROPOSED CULVERT		MATCH LIGHTING
			CHAIN BARR

PROJECT DESIGN SPEEDS	
GENERAL PURPOSE LANES	60MPH
CAPACITY IMPROVEMENT SECTION	60MPH
CAPACITY IMPROVEMENT SECTION (MANAGED LANES)	60MPH
EXPRESS LANES	60MPH
FRONTAGE ROADS	30MPH
RAMP AND INTERSECT	30MPH
RAMP AND INTERSECT	30MPH
RETAINING WALL	60MPH

CONSTRUCTION SPEED WILL BE SPECIFIED IN THE PROJECT SPECIFICATIONS. THE CONTRACTOR SHALL PROPOSE A CONSTRUCTION SPEED WITHIN THE PROJECT SPECIFICATIONS FOR ENGINEER'S REVIEW. THE CONTRACTOR SHALL ADJUST THE CONSTRUCTION SPEED AS DIRECTED BY THE ENGINEER. THE CONSTRUCTION SPEED SHALL BE ADJUSTED TO ACCOMMODATE THE SAFETY OF THE PUBLIC, WORKERS, AND EQUIPMENT.

PROJECT LOCATION
FROM: IH 635 BEGIN AT WEST END OF EAST BOUND BRIDGE OVER IH 30 (STA 90+00)
TO: IH 635 END AT EAST END OF WEST BOUND BRIDGE OVER IH 30 (STA 96+00)

PROJECT LOCATION
FROM: SH 78 (BUSH ST)
TO: IH 30 (STA 0+00)
FM: BEGIN RW (STA 10+00)
TO: END RW (STA 15+00)
FM: BEGIN RW (STA 17+00)
TO: END RW (STA 22+00)

PROJECT LOCATION
FROM: IH 30 (STA 0+00)
TO: SH 78 (STA 22+00)

PROJECT LOCATION
FROM: BEGIN RW (STA 0+00)
TO: END RW (STA 5+00)

PROJECT LOCATION
FROM: BEGIN RW (STA 0+00)
TO: END RW (STA 5+00)

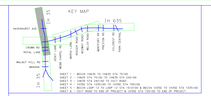
COLLECTOR-DISTRIBUTOR (CD) ROAD

PROJECT ASSOCIATES
BRIDGEFARMER & ASSOCIATES, INC.
NOT FOR CONSTRUCTION, BIDDING, OR PERMIT PURPOSES
THIS DOCUMENT IS PREPARED UNDER THE SUPERVISION OF
TIMOTHY J. BRIDGEFARMER P.E. 83831
CHASE W. BRYAN, P.E. # 94805
TYLER D. ROBERTS, P.E. # 99003
APRIL 2020

SHEET 1 OF 8

Cintra
meridam
ferrovial
AECOM
WEBBER
BRIDGEFARMER & ASSOCIATES, INC.
ENGINEERING CONSULTANTS
Texas Department of Transportation

KEY MAP


IH 635
NORTHWEST HWY
ROYAL LN
LOOP 12
SELECT POLL IN MANAGED LANES
SELECT POLL IN MANAGED LANES
SELECT POLL IN MANAGED LANES

Attachment 2 to Exhibit 2

Alternative Technical Concept #5

Use of PVC Piping on Standpipe System

IH 635 MANAGED LANES PROJECT – CONFIDENTIAL ATCs

PROPOSER: CINTRA

ALTERNATIVE TECHNICAL CONCEPT - NUMBER 5 (ATC-05)

(a)CINTRA_ATC-05_Use of PVC Piping on Standpipe System

(b) A description and conceptual drawings of the configuration of the ATC or other appropriate descriptive information, including a traffic operational analysis, if appropriate:

This ATC is intended to obtain a deviation from the Fire Protection requirements of Book 2A, Section 25.2.3.3 c) that defines the piping material to be used for the fabrication of the standpipe system. The proposed deviation is to allow the use of PVC pressure pipe for the buried portion of the standpipe system instead of the required Galvanized Steel. With approval of this ATC, the following revision would be made to the third bulleted paragraph under Book 2A, Section 25.2.3.3 c) prior to execution of the CDA:

- "FDCs for each standpipe shall be installed remote from each other; preferably at both ends of the standpipe such that the standpipe can be filled from either of the two locations. Standpipes shall be a minimum of 4-inches in diameter. ~~and~~ **Exposed portions of the standpipe system shall** be fabricated from galvanized steel. **Buried portions of the standpipe system may be fabricated from either galvanized steel or polyvinyl chloride (PVC) pressure pipe."**

(c) The locations where, and an explanation of how, the ATC will be used on the Project:

The location where this ATC will be applied is on the depressed Managed lanes Section of IH 635.

(d) Any changes in operations requirements associated with the ATC, including ease of operations:

This ATC should not result in any changes in operations requirements.

(e) Any changes in maintenance requirements associated with the ATC, including ease of maintenance:

This ATC should not result in any changes in maintenance requirements.

(f) Any changes in Handback Requirements associated with the ATC:

This ATC should not result in any changes in Handback Requirements.

(g) Any changes in the anticipated life of the item(s) comprising the ATC:

This ATC should increase the anticipated life of the item due to the inherent corrosion resistance of the PVC piping.

(h) Any reduction in the time period necessary to design and construct the Project resulting from implementing the ATC, including, as appropriate, a description of method and commitments:

This ATC will not result in a reduced time period necessary to construct the standpipe system

(i) References to requirements of the RFP which are inconsistent with the proposed ATC, an explanation of the nature of the deviations from said requirements, and a request for approval of such deviations:

Book 2A Section 25.2.3.3 C) The proposer requests a deviation from this requirement that specifies galvanized steel pipe for the standpipe fire protection system.

The analysis justifying use of the ATC and why the deviation, if any, from the requirements of the RFP should be allowed:

This ATC is justified because the difference in cost of construction between the PVC pipe and the Galvanized pipe is significant and the standpipe system with PVC piping will provide better life cycle performance due to the inherent corrosion resistance of the PVC piping.

(k) A preliminary analysis of potential impacts on vehicular traffic (both during and after construction), environmental permitting, community impact, safety, and lifecycle project and infrastructure costs, including impacts on the cost of repair,maintenance and operation:

This ATC will not generate impacts on vehicular traffic during the project construction. There is no adverse impact on safety. Furthermore, there should not be any adverse impacts on environmental permitting, community impacts, lifecycle project and infrastructure costs, including the cost repair, maintenance, and operation. As described above, there should actually be an improvement in the life cycle and maintenance costs of the project due to the inherent corrosion resistance of the PVC piping and the lower repair cost for this type of piping if modifications or repairs are needed in the future.

(l) A preliminary analysis of potential impacts on Project revenue:

The implementation of this ATC should not result in any impacts on Project revenue.

(m) If and what additional right of way will be required to implement the ATC and Proposers are advised that they shall (i) be solely responsible for the acquisition of any such right of way, including the cost thereof and obtaining any necessary Environmental Approvals; (ii) not be entitled to any Change Order for time or money as a result of Site conditions (i.e., Hazardous Materials, differing site conditions, geotechnical issues, Utilities, etc.) on such additional right of way; and (iii) not be entitled to any Change Order for time or money as a result of any delay, inability or cost associated with the acquisition of such right of way):

No additional ROW will be required to implement this ATC.

(n) A description of other projects where the ATC has been used, the degree of success or failure of such usage and names and contact information including phone numbers and e-mail addresses for project owner representatives that can confirm such statements:

The proposer does not know of any other project in which this specific case has been applied.

(o) A description of added risks to TxDOT or third parties associated with Implementing the ATC:

No added risks are foreseen for the implementation of this ATC.

(p) An estimate of any additional TxDOT, Developer and third party costs associated with implementation of the ATC:

This ATC should not result in any added costs to TxDOT, Developer or third parties.

(q) An estimate of any savings that would accrue to TxDOT should the ATC be approved and implemented:

See question (s) for details for savings on potential Public Funds Request due to a reduction in capital costs.

(r) A description of how the ATC is equal or better in quality and performance than the requirements of the RFP:

This ATC is equal in quality and performance as of the requirements of the RFP because the systems will also comply with the remainder of the requirements of Section 25 of the Technical Provisions.

(s) A preliminary analysis of potential impacts on the Public Funds Request or Concession Payment, as applicable:

This ATC will reduce the Public Funds Request by approximately $5,000,000 due to the reduction in capital cost.

Texas Department of Transportation

P.O. BOX 133067 • DALLAS, TEXAS 75313-3067 • (214) 320-6100

April 18, 2008

CONFIDENTIAL

Mr. Alfonso Orol
Cintra
7700 Chevy Chase Dr.
Chase Park One, Suite 500
Austin, TX 78752

Re: IH 635 Managed Lanes Project – Response to Proposed ATCs

Mr. Orol,

The Texas Department of Transportation ("TxDOT"), has completed it's review of your proposed Alternative Technical Concepts (ATCs) submitted on April 10, 2008 and April 14, 2008 respectively in accordance with Section 3.3 of the Instruction to Proposers. Please note that regardless of these initial determinations shown below, the Proposer is still responsible for ensuring that the final submittal complies with the RFP requirements.

ATC #5 - CINTRA_ATC-05_USE OF PVC PIPING ON STANDPIPE SYSTEM. ATC #5 is not acceptable in its present form, but may be acceptable upon the satisfaction, in TxDOT's sole discretion, of certain identified conditions which must be met or clarifications or modifications that must be made. Please clarify the following:

- What are the applicable code(s) governing the planned approach
- That PVC is a material listed for this service

ATC #6 - CINTRA_ATC-06_INTERIM TOLL SEGMENTS 3A AND 3B. The proposed ATC #6 is acceptable for inclusion in the proposal.

TxDOT looks forward to working closely with you as we continue to collectively move forward with the proposal development phase of the Project procurement.

Sincerely,

John D. Hudspeth, P.E.
IH 635 Managed Lanes Project Manager
Texas Department of Transportation

THE TEXAS PLAN
REDUCE CONGESTION • ENHANCE SAFETY • EXPAND ECONOMIC OPPORTUNITY • IMPROVE AIR QUALITY
INCREASE THE VALUE OF OUR TRANSPORTATION ASSETS

An Equal Opportunity Employer

IH 635 MANAGED LANES PROJECT – CONFIDENTIAL ATCs

PROPOSER: CINTRA

ALTERNATIVE TECHNICAL CONCEPT - NUMBER 5 (ATC-05)

REVISION A - MAY 13, 2008

(a) CINTRA_ATC-05_Use of PVC Piping on Standpipe System

(b) A description and conceptual drawings of the configuration of the ATC or other appropriate descriptive information, including a traffic operational analysis, if appropriate:

Attached is a typical section depicting the standpipe system; the dry standpipe system requirements are specified by TxDOT under Book 2A section 25.2.3.3. This ATC is intended to obtain a deviation from the Fire Protection requirements of the book 2A section 25.2.3.3 c) that defines the material to be used for the fabrication of the standpipe **system**. The proposer's intention is to use PVC for the standpipe system instead of the required Galvanized Steel for buried pipe application. Exposed piping will be Galvanized Steel. Attached is a drawing depicting what the proposer understands to be the standpipe system. With approval of this ATC, the following revision would be made to the third bulleted paragraph under Book 2A, Section 25.2.3.3 c) after Conditional Award, but prior to execution of the CDA:

- "FDCs for each standpipe shall be installed remote from each other; preferably at both ends of the standpipe such that the standpipe can be filled from either of the two locations. Standpipes shall be a minimum of 4-inches in diameter. ~~and~~ **Exposed portions of the standpipe system shall** be fabricated from galvanized steel. **Buried portions of the standpipe system may be fabricated from either galvanized steel or polyvinyl chloride (PVC) pressure pipe."**

(c) The locations where, and an explanation of how, the ATC will be used on the Project:

The location where this ATC will be applied is on buried portions of the standpipe system for the depressed Managed Lanes of IH 635 and piping from Dallas Water Utilities (DWU) mains to new fire hydrants as appropriate.

(d) Any changes in operations requirements associated with the ATC, including ease of operations:

This ATC should not result in any changes in operations requirements.

(e) Any changes in maintenance requirements associated with the ATC, including ease of maintenance:

This ATC should not result in any changes in maintenance requirements.

(f) Any changes in Handback Requirements associated with the ATC:

As stated on question (b), this ATC should not result in any changes in Handback Requirements.

(g) Any changes in the anticipated life of the item(s) comprising the ATC:

This ATC should increase the anticipated life of the item due to the inherent corrosion resistance of the PVC piping. PVC pipe is a durable material commonly used for underground sewer or water service. If it is properly designed and installed, its life expectancy can exceed 100 years (1), which exceeds the

Handback Requirements found in Table 19-2A under the Fire Suppression row. Hot-dipped galvanized steel pipe has a life expectancy of up to 75 years for above ground installations (2).

(h) Any reduction in the time period necessary to design and construct the Project resulting from implementing the ATC, including, as appropriate, a description of method and commitments:

This ATC will not result in a reduced time period necessary to construct the standpipe system

(j) References to requirements of the RFP which are inconsistent with the proposed ATC, an explanation of the nature of the deviations from said requirements, and a request for approval of such deviations:

Book 2A section 25.2.3.3 C) The proposer requests a deviation from this requirement that specifies galvanized steel pipe for the standpipe fire protection system.

(j) The analysis justifying use of the ATC and why the deviation, if any, from the requirements of the RFP should be allowed:

This ATC is justified because the difference in cost of construction between the PVC pipe, and the Galvanized pipe is very significant (Saving number on question s). The standpipe system with PVC piping will fully comply with all the other requirements of chapter 25 of the Technical book 2A. The proposer will comply with the handback requirements of book 1 section 8.10, and book 2A section 19.6. Following codes allow use of PVC pipe according to AWWA C900. AWWA Class 200 is normally used for fire protection piping.

National Fire Protection Association (NFPA) 14-2007 Standard for the Installation of Standpipe and Hose Systems, Section 6.2

NFPA 24-2007 Standard for the Installation of Private Fire Service Mains and Their Appurtenances, Section 10.

North Central Texas Council of Governments (NCTCOG) Specifications Item 2.12.20 and DWU Addendum to NCTCOG Specifications.

(u) Permeation of PVC Pipe. Experiments (3) indicated that PVC pipes were impervious to premium gasoline and gasoline saturated water for over two years of exposure and therefore, can be used in soils contaminated with gasoline. An explanation for this resistance to permeation is that the activities of swelling compounds such as benzene, toluene and xylene in premium gasoline were insufficient to soften the PVC material. However, AWWA C900 recommends consultation with manufacturer if PVC pipe must pass through areas contaminated with lower molecular weight solvents or petroleum products.

(k) A preliminary analysis of potential impacts on vehicular traffic (both during and after construction), environmental permitting, community impact, safety, and lifecycle project and infrastructure costs, including impacts on the cost of repair,maintenance and operation:

This ATC will not generate impacts on vehicular traffic during the project construction. There is no adverse impact on safety. Furthermore, there should not be any adverse impacts on environmental permitting, community impacts, lifecycle project and infrastructure costs, including the cost of repair, maintenance, and operation. As described above, there should actually be an improvement in the lifecycle and maintenance costs of the project due to the inherent corrosion resistance of the PVC piping and the lower repair cost for this type of piping if modifications or repairs are needed in the future.

(l) A preliminary analysis of potential impacts on Project revenue:

The implementation of this ATC should not result in any impacts on Project revenue.

(m) If and what additional right of way will be required to implement the ATC and Proposers are advised that they shall (i) be solely responsible for the acquisition of any such right of way, including the cost thereof and obtaining any necessary Environmental Approvals; (ii) not be entitled to any Change Order for time or money as a result of Site conditions (i.e., Hazardous Materials, differing site conditions, geotechnical issues, Utilities, etc.) on such additional right of way; and (iii) not be entitled to any Change Order for time or money as a result of any delay, inability or cost associated with the acquisition of such right of way):

No additional ROW will be required to implement this ATC.

(n) A description of other projects where the ATC has been used, the degree of success or failure of such usage and names and contact information including phone numbers and e-mail addresses for project owner representatives that can confirm such statements:

The Bay Area Rapid Transit District (BART) has specified the use of PVC pipe for underground water piping on transportation projects. Mr Tian A. Feng, FCSI, AIA, is a district architect of San Francisco, California's Bay Area Rapid Transit District and was Chief Editor of BART Facilities Standards. He can be contacted via e-mail at tfeng@bart.gov. BART extension from Fremont to San Jose in Northern California is in 65% design phase and will use PVC piping for underground water piping.

The Bay Area Rapid Transit District (BART)'s West Dublin station in San Francisco Bay Area is under construction that uses PVC piping for underground 10" water line. Contact Name: Mr. Herman Young, Shimmick Construction Co. Inc, General Engineering Contractor, 6820 Sierra Lane, Dublin CA 94568, Telephone 925-833-9959.

Cal Park Hill Tunnel Project consist of constructing a pedestrian and bicycle facility along existing right-of way including re-open 1100 feet long partially collapsed tunnel. The tunnel may be co-used for commuter rail operations in future. The tunnel includes 10" fire water line that uses PVC pipe for buried pipe. The project design is 100% complete. Contact: MR. Bill Whitney, Project Manager, Transportation Authority of Marin, BWhitney@co.marin.ca.us , Telephone 415-507-2810.

(o) A description of added risks to TxDOT or third parties associated with implementing the ATC:

No added risks are foreseen for the implementation of this ATC.

(p) An estimate of any additional TxDOT, Developer and third party costs associated with implementation of the ATC:

This ATC should not result in any added costs to TxDOT, Developer or third parties.

(q) An estimate of any savings that would accrue to TxDOT should the ATC be approved and implemented:

See question (s) for details for savings on potential Public Funds Request due to a reduction in capital costs.

(r) A description of how the ATC is equal or better in quality and performance than the requirements of the RFP:

This ATC is better in quality and performance than the requirements of the RFP because the PVC pipe has a longer life expectancy than galvanized steel, especially for buried applications.

(s) A preliminary analysis of potential impacts on the Public Funds Request or Concession Payment, as applicable:

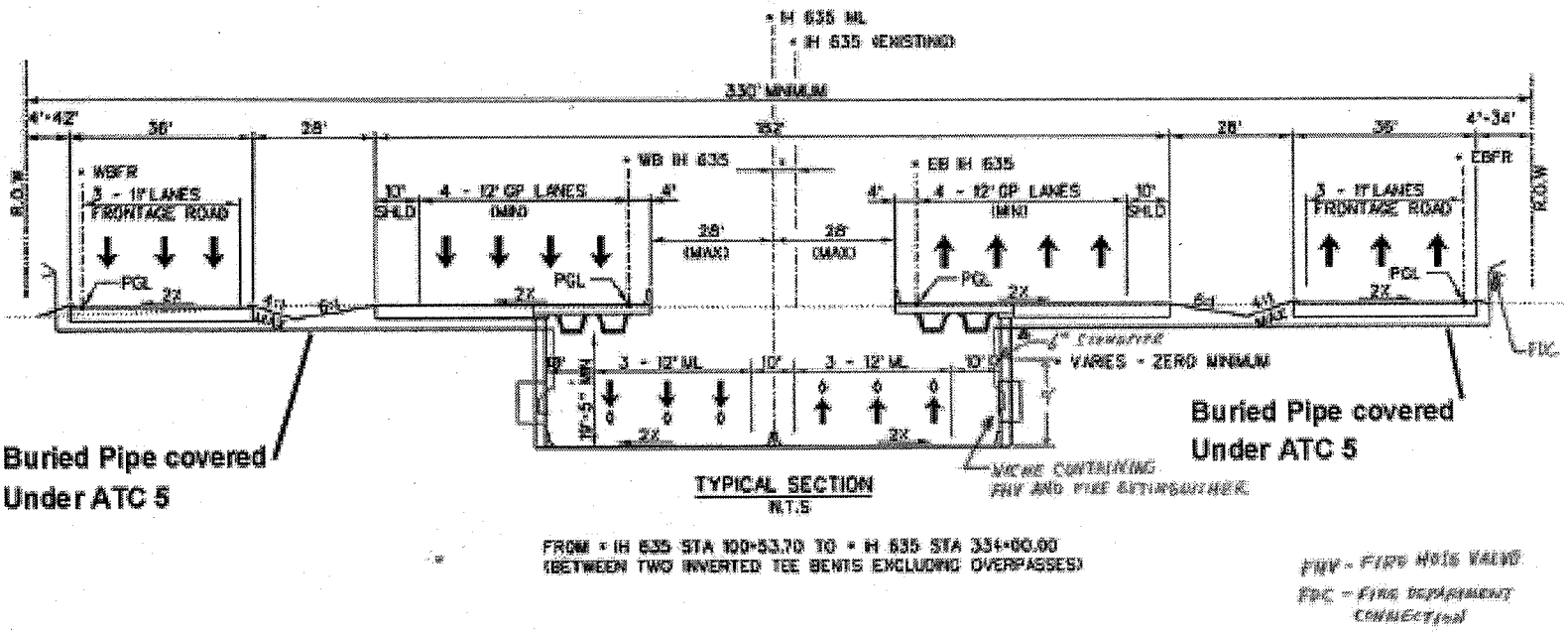
This ATC will reduce the Public Funds Request by approximately $5,000,000 due to the reduction in capital cost.

References:

(1) Uni-Bell PVC Pipe Association, http://www.uni-bell.org/faq.html#q2
(2) The Fabricator, http://www.thefabricator.com/MetalsMaterials/MetalsMaterials_Article.cfm?ID=588
(3) Impact of Hydrocarbons on PE/PVC Pipes and Pipe Gaskets, by Say Kee Ong et al, AWWA Research Foundation

IH 635 MANAGED LANES PROJECT
ATC 05 Exhibit – PVC for Buried Standpipe

PRELIMINARY TYPICAL WITH FIRE SUPRESSION INFRASTRUCTURE



1

Texas Department of Transportation

P.O. BOX 133067 • DALLAS, TEXAS 75313-3067 • (214) 320-6100

May 19, 2008

CONFIDENTIAL

Mr. Alfonso Orol
Cintra
7700 Chevy Chase Dr.
Chase Park One, Suite 500
Austin, TX 78752

Re: IH 635 Managed Lanes Project – Response to Proposed ATC #5

Mr. Orol,

The Texas Department of Transportation ("TxDOT"), has completed it's review of your proposed Alternative Technical Concept (ATC) #5 – Revision A, submitted on May 13, 2008 in accordance with Section 3.3 of the Instruction to Proposers. Please note that regardless of these initial determinations shown below, the Proposer is still responsible for ensuring that the final submittal complies with the RFP requirements.

ATC #5 - CINTRA_ATC-05_USE OF PVC PIPING ON STANDPIPE SYSTEM. ATC #5 is not acceptable in its present form, but may be acceptable upon the satisfaction, in TxDOT's sole discretion, of certain identified conditions which must be met or clarifications or modifications that must be made.

In accordance with Item (jj) of the Proposer's ATC, TxDOT acknowledges the Proposer's request for a deviation from the Book 2A Section 25.2.3.3.c) requirement that specifies galvanized steel pipe for the standpipe fire protection system. However, TxDOT will not specify in the conformed documents that "Buried portions of the standpipe system may be fabricated from either galvanized steel or polyvinyl chloride (PVC) pressure pipe." The following language would be acceptable to TxDOT for the ATC in modification of the requirements in Section 25.2.3.3.c) third bullet:

- FDCs for each standpipe shall be installed remote from each other; preferably at both ends of the standpipe such that the standpipe can be filled from either of the two locations. Standpipes shall be a minimum of 4-inches in diameter.

If the above language is acceptable to the Proposer, please submit a final revised ATC #5 for review and acceptance.

TxDOT looks forward to working closely with you as we continue to collectively move forward with the proposal development phase of the Project procurement.

Sincerely,

John D. Hudspeth, P.E.
IH 635 Managed Lanes Project Manager
Texas Department of Transportation

IH 635 MANAGED LANES PROJECT - CONFIDENTIAL ATCS

PROPOSER: CINTRA

ALTERNATE TECHNICAL CONCEPT - NUMBER 5 (ATC-05)

REVISION B - MAY 23, 2008

(a) CINTRA_ATC-05_Use of PVC Piping on Standpipe System

(b) A description and conceptual drawings of the configuration of the ATC or other appropriate descriptive information, including a traffic operational analysis, if appropriate:

Attached is a typical section depicting the standpipe system; the dry standpipe system requirements are specified by TxDOT under Book 2A section 25.2.3.3. This ATC is intended to obtain a deviation from the Fire Protection requirements of the book 2A section 25.2.3.3 c) that defines the material to be used for the fabrication of the standpipe **system**. The proposer´s intention is to use PVC for the standpipe system instead of the required Galvanized Steel for buried pipe application. Exposed piping will be Galvanized Steel. Attached is a drawing depicting what the proposer understands to be the standpipe system. With approval of this ATC, the following revision would be made to the third bulleted paragraph under Book 2A, Section 25.2.3.3 c) after Conditional Award, but prior to execution of the CDA:

- "FDCs for each standpipe shall be installed remote from each other; preferably at both ends of the standpipe such that the standpipe can be filled from either of the two locations. Standpipes shall be a minimum of 4-inches in diameter ~~and be fabricated from galvanized steel.~~"

(c) The locations where, and an explanation of how, the ATC will be used on the Project:

The location where this ATC will be applied is on buried portions of the standpipe system for the depressed Managed Lanes of IH 635 and piping from Dallas Water Utilities (DWU) mains to new fire hydrants as appropriate.

(d) Any changes in operations requirements associated with the ATC, including ease of operations:

This ATC should not result in any changes in operations requirements.

(e) Any changes in maintenance requirements associated with the ATC, including ease of maintenance:

This ATC should not result in any changes in maintenance requirements.

(f) Any changes in Handback Requirements associated with the ATC:

As stated on question (b), this ATC should not result in any changes in Handback Requirements.

(g) Any changes in the anticipated life of the item(s) comprising the ATC:

This ATC should increase the anticipated life of the item due to the inherent corrosion resistance of the PVC piping. PVC pipe is a durable material commonly used for underground sewer or water service. If it is properly designed and installed, its life expectancy can exceed 100 years (1), which exceeds the Handback Requirements found in Table 19-2A under the Fire Suppression row. Hot-dipped galvanized steel pipe has a life expectancy of up to 75 years for above ground installations (2).

(h) Any reduction in the time period necessary to design and construct the Project resulting from implementing the ATC, including, as appropriate, a description of method and commitments:

This ATC will not result in a reduced time period necessary to construct the standpipe system

(j) References to requirements of the RFP which are inconsistent with the proposed ATC, an explanation of the nature of the deviations from said requirements, and a request for approval of such deviations:

Book 2A section 25.2.3.3 C) The proposer requests a deviation from this requirement that specifies galvanized steel pipe for the standpipe fire protection system.

(j) The analysis justifying use of the ATC and why the deviation, if any, from the requirements of the RFP should be allowed:

This ATC is justified because the difference in cost of construction between the PVC pipe, and the Galvanized pipe is very significant (Saving number on question s). The standpipe system with PVC piping will fully comply with all the other requirements of chapter 25 of the Technical book 2A. The proposer will comply with the handback requirements of book 1 section 8.10, and book 2A section 19.6. Following codes allow use of PVC pipe according to AWWA C900. AWWA Class 200 is normally used for fire protection piping.

National Fire Protection Association (NFPA) 14-2007 Standard for the Installation of Standpipe and Hose Systems, Section 6.2

NFPA 24-2007 Standard for the Installation of Private Fire Service Mains and Their Appurtenances, Section 10.

North Central Texas Council of Governments (NCTCOG) Specifications Item 2.12.20 and DWU Addendum to NCTCOG Specifications.

(u) Permeation of PVC Pipe. Experiments (3) indicated that PVC pipes were impervious to premium gasoline and gasoline saturated water for over two years of exposure and therefore, can be used in soils contaminated with gasoline. An explanation for this resistance to permeation is that the activities of swelling compounds such as benzene, toluene and xylene in premium gasoline were insufficient to soften the PVC material. However, AWWA C900 recommends consultation with manufacturer if PVC pipe must pass through areas contaminated with lower molecular weight solvents or petroleum products.

(k) A preliminary analysis of potential impacts on vehicular traffic (both during and after construction), environmental permitting, community impact, safety, and lifecycle project and infrastructure costs, including impacts on the cost of repair,maintenance and operation:

This ATC will not generate impacts on vehicular traffic during the project construction. There is no adverse impact on safety. Furthermore, there should not be any adverse impacts on environmental permitting, community impacts, lifecycle project and infrastructure costs, including the cost of repair, maintenance, and operation. As described above, there should actually be an improvement in the lifecycle and maintenance costs of the project due to the inherent corrosion resistance of the PVC piping and the lower repair cost for this type of piping if modifications or repairs are needed in the future.

(l) A preliminary analysis of potential impacts on Project revenue:

The implementation of this ATC should not result in any impacts on Project revenue.

(m) If and what additional right of way will be required to implement the ATC and Proposers are advised that they shall (i) be solely responsible for the acquisition of any such right of way, including the cost thereof and obtaining any necessary Environmental Approvals; (ii) not be entitled to any Change Order for time or money as a result of Site conditions (i.e., Hazardous Materials, differing site conditions, geotechnical issues, Utilities, etc.) on such additional right of way; and (iii) not be entitled to any Change Order for time or money as a result of any delay, inability or cost associated with the acquisition of such right of way):

No additional ROW will be required to implement this ATC.

(n) A description of other projects where the ATC has been used, the degree of success or failure of such usage and names and contact information including phone numbers and e-mail addresses for project owner representatives that can confirm such statements:

The Bay Area Rapid Transit District (BART) has specified the use of PVC pipe for underground water piping on transportation projects. Mr Tian A. Feng, FCSI, AIA, is a district architect of San Francisco, California's Bay Area Rapid Transit District and was Chief Editor of BART Facilities Standards. He can be contacted via e-mail at tfeng@bart.gov. BART extension from Fremont to San Jose in Northern California is in 65% design phase and will use PVC piping for underground water piping.

The Bay Area Rapid Transit District (BART)'s West Dublin station in San Francisco Bay Area is under construction that uses PVC piping for underground 10" water line. Contact Name: Mr. Herman Young, Shimmick Construction Co. Inc, General Engineering Contractor, 6820 Sierra Lane, Dublin CA 94568, Telephone 925-833-9959.

Cal Park Hill Tunnel Project consist of constructing a pedestrian and bicycle facility along existing right-of way including re-open 1100 feet long partially collapsed tunnel. The tunnel may be co-used for commuter rail operations in future. The tunnel includes 10" fire water line that uses PVC pipe for buried pipe. The project design is 100% complete. Contact: MR. Bill Whitney, Project Manager, Transportation Authority of Marin, BWhitney@co.marin.ca.us , Telephone 415-507-2810.

(o) A description of added risks to TxDOT or third parties associated with implementing the ATC:

No added risks are foreseen for the implementation of this ATC.

(p) An estimate of any additional TxDOT, Developer and third party costs associated with implementation of the ATC:

This ATC should not result in any added costs to TxDOT, Developer or third parties.

(q) An estimate of any savings that would accrue to TxDOT should the ATC be approved and implemented:

See question (s) for details for savings on potential Public Funds Request due to a reduction in capital costs.

(r) A description of how the ATC is equal or better in quality and performance than the requirements of the RFP:

This ATC is better in quality and performance than the requirements of the RFP because the PVC pipe has a longer life expectancy than galvanized steel, especially for buried applications.

(s) A preliminary analysis of potential impacts on the Public Funds Request or Concession Payment, as applicable:

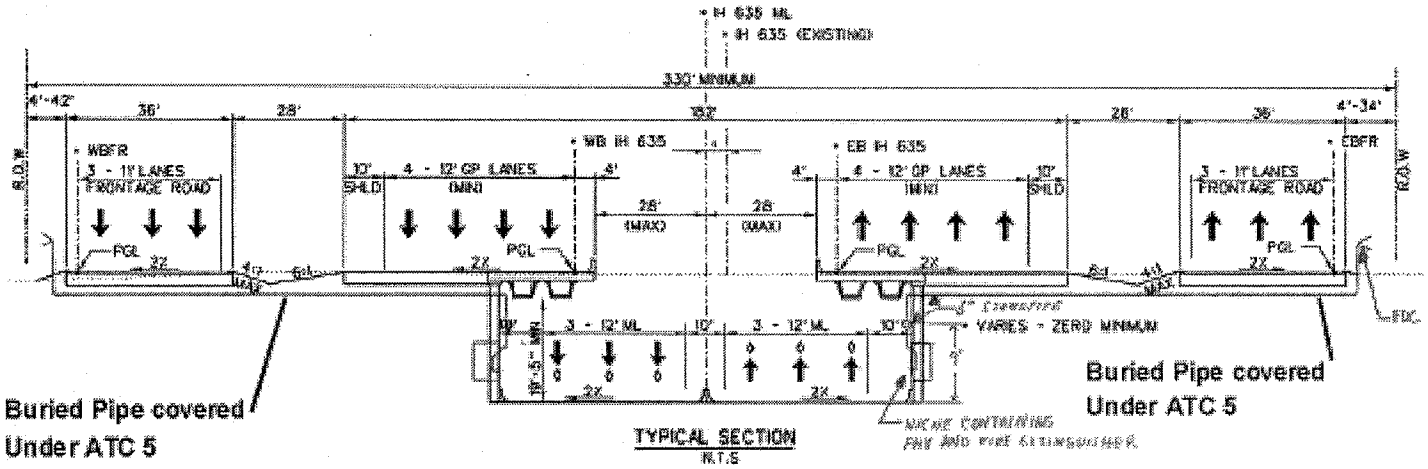
This ATC will reduce the Public Funds Request by approximately $5,000,000 due to the reduction in capital cost.

References:

(1) Uni-Bell PVC Pipe Association, http://www.uni-bell.org/faq.html#q2
(2) The Fabricator, http://www.thefabricator.com/MetalsMaterials/MetalsMaterials_Article.cfm?ID=588
(3) Impact of Hydrocarbons on PE/PVC Pipes and Pipe Gaskets, by Say Kee Ong et al, AWWA Research Foundation

IH 635 MANAGED LANES PROJECT
ATC 05 Exhibit – PVC for Buried Standpipe

PRELIMINARY TYPICAL WITH FIRE SUPRESSION INFRASTRUCTURE



TYPICAL SECTION
N.T.S

FROM + IH 635 STA 100+53.70 TO + IH 635 STA 33+00.00
(BETWEEN TWO INVERTED TEE BENTS EXCLUDING OVERPASSES)

PHV - FIRE HOSE VALVE
FDC - FIRE DEPARTMENT CONNECTION

Texas Department of Transportation

P.O. BOX 133067 • DALLAS, TEXAS 75313-3067 • (214) 320-6100

May 23, 2008

CONFIDENTIAL

Mr. Alfonso Orol
Cintra
7700 Chevy Chase Dr.
Chase Park One, Suite 500
Austin, TX 78752

Re: IH 635 Managed Lanes Project – Response to Proposed ATC #5

Mr. Orol,

The Texas Department of Transportation ("TxDOT"), has completed it's review of your proposed Alternative Technical Concept (ATC) #5 – Revision A, submitted on May 13, 2008 in accordance with Section 3.3 of the Instruction to Proposers. Please note that regardless of these initial determinations shown below, the Proposer is still responsible for ensuring that the final submittal complies with the RFP requirements.

ATC #5 - CINTRA_ATC-05_USE OF PVC PIPING ON STANDPIPE SYSTEM. ATC # 5 is acceptable for inclusion into the proposal with the further clarification that 25.2.3.3.c will be amended in the conformed CDA Documents to read:

- FDCs for each standpipe shall be installed remote from each other; preferably at both ends of the standpipe such that the standpipe can be filled from either of the two locations. Standpipes shall be a minimum of 4-inches in diameter.

TxDOT looks forward to working closely with you as we continue to collectively move forward with the proposal development phase of the Project procurement.

Sincerely,

John D. Hudspeth, P.E.
IH 635 Managed Lanes Project Manager
Texas Department of Transportation

Texas Department of Transportation

P.O. BOX 133067 • DALLAS, TEXAS 75313-3067 • (214) 320-6100

June 30, 2008

CONFIDENTIAL

Mr. Alfonso Orol
Cintra
7700 Chevy Chase Dr.
Chase Park One, Suite 500
Austin, TX 78752

Re: Updated Response
IH 635 Managed Lanes Project – Response to Proposed ATC #5

Mr. Orol,

The Texas Department of Transportation ("TxDOT"), has completed it's review of your proposed Alternative Technical Concept (ATC) #5 – Revision A, submitted on May 13, 2008 in accordance with Section 3.3 of the Instruction to Proposers. Please note that regardless of these initial determinations shown below, the Proposer is still responsible for ensuring that the final submittal complies with the RFP requirements.

ATC #5 - CINTRA_ATC-05_USE OF PVC PIPING ON STANDPIPE SYSTEM. ATC # 5 is acceptable for inclusion into the proposal with the further clarification that 25.2.3.3.c will be amended in the conformed CDA Documents to read:

- FDCs for each standpipe shall be installed remote from each other; preferably at both ends of the standpipe such that the standpipe can be filled from either of the two locations. Standpipes shall be a minimum of 4-inches in diameter.

TxDOT's approval of ATC #5 is subject to compliance with Section 6.2.13 of the Comprehensive Development Agreement for the IH 635 Managed Lanes Project and Section 11.1.2 of the Technical Provisions for the IH 635 Managed Lanes Project.

TxDOT looks forward to working closely with you as we continue to collectively move forward with the proposal development phase of the Project procurement.

Sincerely,

John D. Hudspeth, P.E.
IH 635 Managed Lanes Project Manager
Texas Department of Transportation

Attachment 3 to Exhibit 2

Alternative Technical Concept #6

Interim Toll Segments 3A and 3B

IH 635 MANAGED LANES PROJECT – CONFIDENTIAL ATCS

PROPOSER: CINTRA

ALTERNATIVE TECHNICAL CONCEPT - NUMBER 6 (ATC-06)

~~(a) CINTRA_ATC-06_Interim Toll Segments 3A and 3B~~

(b) A description and conceptual drawings of the configuration of the ATC or other appropriate descriptive information, including a traffic operational analysis, if appropriate:

The main concept of this ATC is to temporarily divide Toll Segment 3, as defined in Book 1, Exhibit 4, Section B.1, into two smaller interim Toll Segments 3A and 3B as shown in the table below.

Toll Segment	Description	Point (STA)	Point (STA)	Length (mi.)
3A	The Dallas North Tollway to east of Preston Road	262+55	325+00	1.18
3B	East of Preston Road to Greenville Ave.	325+00	507+00	3.45

The purpose of dividing Toll Segment 3 is that the limits as defined in the CDA do not coincide with the entrance and exit points to and from the Managed Lanes. By temporarily dividing Toll Segment 3 into two Toll Segments as defined above, it is anticipated that Service Commencement can be achieved for Toll Segment 3B much sooner than for Toll Segment 3A. Upon Service Commencement of Toll Segment 3A, the interim Toll Segments would no longer apply and the CDA would then function in accordance with the original Toll Segment configuration (subject to any other TxDOT approved changes).

(c) The locations where, and an explanation of how, the ATC will be used on the Project:

This ATC will be applied to Toll Segment 3. By splitting this Toll Segment into Toll Segments 3A and 3B, Service Commencement of Toll Segment 3B could be achieved much earlier than for all of Toll Segment 3 due to the limited amount of construction needed to complete this part of the project. This in turn will allow tolls to be collected sooner on this portion of the Managed Lanes resulting in an increase in Project revenue.

(d) Any changes in operations requirements associated with the ATC, including ease of operations:

The early opening of Segment 3B will provide a most needed period to fine-tune the Toll Collection performance prior to the start of operations in the remaining of the project. It will also provide users with time to familiarize with the concept of dynamic pricing/invoicing thus reducing the expected ramp-up period of traffic in the project.

Toll rates to be applied on segment 3B will be calculated in accordance with the actual length of 3B until 3A is open to traffic, at which point toll rates per segment will be calculated based on the full length of segment 3.

(e) Any changes in maintenance requirements associated with the ATC, including ease of maintenance:

This ATC should not result in any changes in maintenance requirements.

(f) Any changes in Handback Requirements associated with the ATC:

~~This ATC should not result in any changes in Handback Requirements.~~

(g) Any changes in the anticipated life of the item(s) comprising the ATC:

This ATC should not result in any changes in the anticipated life of the items.

(h) Any reduction in the time period necessary to design and construct the Project resulting from implementing the ATC, including, as appropriate, a description of method and commitments:

This ATC will not result in a reduced time period necessary to construct the Project, but will result in an earlier Service Commencement of the portion of the project defined above as Toll Segment 3B. If this ATC is approved, the Proposer can commit to reaching Service Commencement for Toll Segment 3B as defined above no later than 3 years after NTP 2.

(i) References to requirements of the RFP which are inconsistent with the proposed ATC, an explanation of the nature of the deviations from said requirements, and a request for approval of such deviations:

This ATC is inconsistent with Book 1, Exhibit 4, Section B. Toll Segments. Section B.1. of Exhibit 4 defines the limits of Toll Segment 3 as being from the Dallas North Tollway to US 75 and from Station 262+55 to 507+00. Section B.2. of Exhibit 4 also states that "Developer shall not modify the Toll Segments unless it submits a justification to and receives a written approval from TxDOT in TxDOT's sole discretion before implementation."

The Proposer requests TxDOT approval to deviate from the requirements referenced above by temporarily dividing Toll Segment 3 into two smaller Toll Segments, 3A and 3B as defined under item (b) above, during the construction phase of the Project so that Toll Segment 3B could be opened to Managed Lanes traffic and tolled prior to the completion of Toll Segment 3A.

(j) The analysis justifying use of the ATC and why the deviation, if any, from the requirements of the RFP should be allowed:

This ATC is justified because it will result in an increase in revenue and will allow a portion of the Managed Lanes to be put into operation earlier in the Project.

(k) A preliminary analysis of potential impacts on vehicular traffic (both during and after construction), environmental permitting, community impact, safety, and lifecycle project and infrastructure costs, including impacts on the cost of repair,maintenance and operation:

This ATC will improve vehicular traffic during the project construction by placing a portion of the Managed Lanes into operation sooner than would be possible without the ATC. Although Section G(4) of Exhibit 4 to the CDA excuses the Developer from its obligation to maintain Average Speeds in the Managed Lanes of the Toll Segment at or above 50 mph for events that are beyond Developer's control, which would include, without limitation, any construction activities being undertaken with respect to Toll Segments that have not yet reached Service Commencement and that may impact traffic on Toll Segments for which Service Commencement has been reached, the opening of Toll Segments for early operation (such as the Toll Segments contemplated herein) would provide for an overall positive benefit to the region.

There is no adverse impact on safety. Furthermore, there should not be any adverse impacts on environmental permitting, community impacts, lifecycle project and infrastructure costs, including the

~~cost repair, maintenance, and operation. There should actually be a positive community impact since a~~ completed portion of the project would be opened to traffic sooner than it would be without this ATC.

(l) A preliminary analysis of potential impacts on Project revenue:

The implementation of this ATC will result in an increase of Project revenue by allowing Toll Segment 3b to be open and collecting tolls earlier than would be possible without the ATC.

(m) If and what additional right of way will be required to implement the ATC and Proposers are advised that they shall (i) be solely responsible for the acquisition of any such right of way, including the cost thereof and obtaining any necessary Environmental Approvals; (ii) not be entitled to any Change Order for time or money as a result of Site conditions (i.e., Hazardous Materials, differing site conditions, geotechnical issues, Utilities, etc.) on such additional right of way; and (iii) not be entitled to any Change Order for time or money as a result of any delay, inability or cost associated with the acquisition of such right of way):

No additional ROW will be required to implement this ATC.

(n) A description of other projects where the ATC has been used, the degree of success or failure of such usage and names and contact information including phone numbers and e-mail addresses for project owner representatives that can confirm such statements:

The proposer does not know of any other project in which this specific case has been applied.

(o) A description of added risks to TxDOT or third parties associated with Implementing the ATC:

No added risks are foreseen for the implementation of this ATC.

(p) An estimate of any additional TxDOT, Developer and third party costs associated with implementation of the ATC:

This ATC should not result in any added costs to TxDOT, Developer or third parties.

(q) An estimate of any savings that would accrue to TxDOT should the ATC be approved and implemented:

See question (s) for details for savings on potential Public Funds Request due to an increase in revenue.

(r) A description of how the ATC is equal or better in quality and performance than the requirements of the RFP:

This ATC is equal in quality and performance to the requirements of the RFP because no deviations are being requested pertaining to the Technical Provisions.

(s) A preliminary analysis of potential impacts on the Public Funds Request or Concession Payment, as applicable:

~~This ATC will reduce the Public Funds Request by approximately $10 Million due to the increase in~~ revenue.

Texas Department of Transportation

P.O. BOX 133067 • DALLAS, TEXAS 75313-3067 • (214) 320-6100

April 18, 2008

CONFIDENTIAL

Mr. Alfonso Orol
Cintra
7700 Chevy Chase Dr.
Chase Park One, Suite 500
Austin, TX 78752

Re: IH 635 Managed Lanes Project – Response to Proposed ATCs

Mr. Orol,

The Texas Department of Transportation ("TxDOT"), has completed it's review of your proposed Alternative Technical Concepts (ATCs) submitted on April 10, 2008 and April 14, 2008 respectively in accordance with Section 3.3 of the Instruction to Proposers. Please note that regardless of these initial determinations shown below, the Proposer is still responsible for ensuring that the final submittal complies with the RFP requirements.

ATC #5 - CINTRA_ATC-05_USE OF PVC PIPING ON STANDPIPE SYSTEM. ATC #5 is not acceptable in its present form, but may be acceptable upon the satisfaction, in TxDOT's sole discretion, of certain identified conditions which must be met or clarifications or modifications that must be made. Please clarify the following:

- What are the applicable code(s) governing the planned approach
- That PVC is a material listed for this service

ATC #6 - CINTRA_ATC-06_INTERIM TOLL SEGMENTS 3A AND 3B. The proposed ATC #6 is acceptable for inclusion in the proposal.

TxDOT looks forward to working closely with you as we continue to collectively move forward with the proposal development phase of the Project procurement.

Sincerely,

John D. Hudspeth, P.E.
IH 635 Managed Lanes Project Manager
Texas Department of Transportation

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June 30, 2008

CONFIDENTIAL

Mr. Alfonso Orol
Cintra
7700 Chevy Chase Dr.
Chase Park One, Suite 500
Austin, TX 78752

Re: Updated Response
IH 635 Managed Lanes Project – Response to Proposed ATCs

Mr. Orol,

The Texas Department of Transportation ("TxDOT"), has completed it's review of your proposed Alternative Technical Concepts (ATCs) submitted on April 10, 2008 and April 14, 2008 respectively in accordance with Section 3.3 of the Instruction to Proposers. Please note that regardless of these initial determinations shown below, the Proposer is still responsible for ensuring that the final submittal complies with the RFP requirements.

ATC #6 - CINTRA_ATC-06_INTERIM TOLL SEGMENTS 3A AND 3B. The proposed ATC #6 is acceptable for inclusion in the proposal.

TxDOT's approval of ATC #6 is subject to compliance with Section 6.2.13 of the Comprehensive Development Agreement for the IH 635 Managed Lanes Project and Section 11.1.2 of the Technical Provisions for the IH 635 Managed Lanes Project.

TxDOT looks forward to working closely with you as we continue to collectively move forward with the proposal development phase of the Project procurement.

Sincerely,

John D. Hudspeth, P.E.
IH 635 Managed Lanes Project Manager
Texas Department of Transportation

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