

THE STATE OF TEXAS X

COUNTY OF HARRIS X

The undersigned, Roy M. Hofheinz Charitable Foundation, acting by and through its duly appointed Trustees ("Hofheinz"), in consideration of the new athletic field house of The University of Houston being designated and named "Hofheinz Pavilion" (or as Hofheinz and The University of Houston may otherwise agree) and in consideration of the gifts of others, hereby pledges and will pay to the persons who compose the Board of Regents of The University of Houston, as trustees, for the use and benefit of The University of Houston, at Houston, Texas, the sum of One Million, Five Hundred Thousand Dollars (\$1,500,000.00) as follows:

(1) The sum of One Million, Five Hundred Thousand Dollars (\$1,500,000.00) shall be paid in ten (10) equal annual installments, the first installment to be paid on or before January 15, 1970 and a like installment to be paid on or before January 15th of each calendar year thereafter until the entire amount has been paid in full.

(2) This donation and gift shall not bear interest.

The trustees, acting by majority vote, are empowered to administer this trust and donation, including the income from such property, through their duly authorized agent or agents, or any officer or officers of The University of Houston acting under the Board of Regents, and to apply the same to the purpose of purposes hereinafter set out. The persons who may be successors in office of any members of the Board of Regents shall succeed to their rights, title, powers, and duties hereunder so that at all times the persons who are members of such Board shall be the trustees hereunder.

The trustees shall hold, manage and control such money and shall, from time to time, pay out of such money, principal as well as income, all expense of the trust and

any of the expenses, cost or expenditures of or incurred in furthering the purpose of the trust.

The purpose of the trust to be carried out by the trustees is singly, or in any combination, the acquisition, installation, construction, support, or maintenance of improvements, buildings, plant facilities, equipment and property of every nature and kind, real and personal, useful to or to be used by or for the purposes of The University of Houston, and without limitation, to aid in the promoting, development and execution of the program of The University of Houston to provide plant, buildings and other facilities for its students, faculty staff, officers and employees. If the purpose of this trust becomes impracticable, or if by reason of changed conditions its further execution becomes unnecessary or unwise in the judgment of the trustees, such trustees, acting by a majority vote, may designate another purpose which they may deem more appropriate under the circumstances, and the purpose so designated shall thereupon become the purpose of this trust.

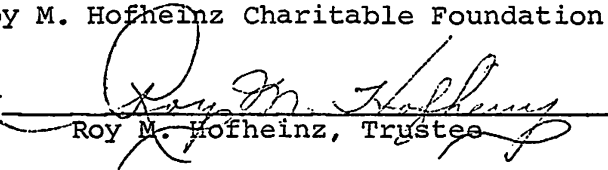
Neither this donation, nor any fund or property arising therefrom, in whatever form it may take, shall ever be any part of the permanent funds of The University of Houston, nor shall the Texas Legislature have power or be in any way authorized to change the purposes hereof, or to divert such donation, fund or property from the purposes herein set out.

Houston Bank & Trust Company is executing this instrument solely in its capacity as trustee of Hofheinz. The provisions hereof shall be binding on Hofheinz and all of its assets but shall not be binding on the trustees of Hofheinz individually or on their individual assets.

Executed this 15th day of September, 1969.

Roy M. Hofheinz Charitable Foundation

By


Roy M. Hofheinz, Trustee

By Houston Bank & Trust Company

By 
and Senior Trust Officer

Vice President
Trustee