



Texas Department of Transportation

October 12, 2012

Re: IH 35E Managed Lanes Project
Issuance of Request for Proposals – Addendum 5

To All Shortlisted Proposers:

The Texas Department of Transportation (“TxDOT”) is pleased to provide Request for Proposals Addendum 5 (“RFP Addendum 5”) for the IH 35E Managed Lanes Project (the “Project”) to the shortlisted Proposers.

The documents comprising RFP Addendum 5 include only those listed below and are now available on the SharePoint Site:

Volume I: Instructions to Proposers

1. ITP
2. Exhibits to ITP
3. Forms to ITP (Exhibit D), in Word format

Volume II: the Development Agreement Documents (Book 1)

4. Development Agreement (Book 1)

Proposers are advised that the only Addendum 5 change in the Development Agreement is located in Section 4.1.6 (changing “365th” to “180th”).

Redline versions of Volumes I and II showing changes between the last two RFP Addenda are provided on SharePoint to the Proposers as a courtesy only. TxDOT is not responsible for any discrepancies in the redlines between RFP Addendum 5 and any previous version of the RFP, and Proposers are cautioned against relying on the redline versions. In the case of any discrepancy, the actual contents of RFP Addendum 5 shall control.

THE TEXAS PLAN

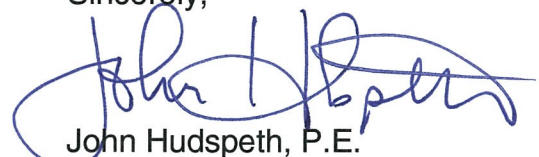
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The deadline for submission of questions and comments regarding Addendum 5 is **October 17, 2012**. Proposers' attention is drawn to Section 2.3 of the ITP, which provides the instructions for any comments and requests for clarifications regarding the RFP. Note that Proposers are limited to 15 questions/comments each regarding Addendum 5.

TxDOT looks forward to working closely with the shortlisted Proposers as we collectively move forward to the next phase of the Project procurement.

Sincerely,

A handwritten signature in blue ink, appearing to read "John Hudspeth". The signature is fluid and cursive, with a large initial "J" and "H".

John Hudspeth, P.E.
Deputy Director, DFW Office
Strategic Projects Division

Cc: Dieter Billek, P.E., Interim Section Director, Strategic Projects Division,
Procurement and Implementation Support Section, TxDOT
Claire McGuinness, Office of General Counsel, TxDOT