

EXHIBIT 5

APPLICATION TO  
GULF COAST AUTHORITY AND  
GULF COAST INDUSTRIAL DEVELOPMENT AUTHORITY

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The purpose of this application is to present to the Gulf Coast Authority (the "Issuer") a reasonably comprehensive outline of the project (the "Project") for which financing is being requested. Fill in all the blanks, using "None" or "Not Applicable" where necessary. If additional space is needed, attach separate sheets as exhibits. The complete application must be submitted to the GULF COAST AUTHORITY, 910 Bay Area Boulevard, Houston, Texas 77058, and Attention: Mrs. Elizabeth A. Free, Chief Financial Officer. Advance copies can also be sent to [efree@gcatx.org](mailto:efree@gcatx.org).

1. General Information

- a. Legal name, form of organization (corporation, partnership, etc.), and state of incorporation or organization of the entity that will acquire or construct and have title to the Project (the "Applicant").
  
  
  
  
  
  
  
  
  
  
- b. Name, address, and telephone number or numbers of the person or persons to whom questions and correspondence should be directed.
  
  
  
  
  
  
  
  
  
  
- c. Legal name, form of organization, and state of incorporation or organization of any proposed guarantor of the Applicant's obligations.

- d. Name, address and telephone number of legal counsel for Applicant (this does not mean bond counsel. See Item 5c of this Application for matters pertaining to bond counsel).

2. Description of Project

- a. Amount of financing applied for: \$ \_\_\_\_\_
- b. Estimated total cost of the Project: \$ \_\_\_\_\_
- c. Amount of expenditures, if any, paid or incurred on Project to date:  
\$ \_\_\_\_\_
- d. Project timing:
  - 1. Estimated date of commencement: \_\_\_\_\_
  - 2. Estimated date of completion: \_\_\_\_\_
- e. Location of the Project (name of city, only if located in a city, or name of county if not located in a city, and address, if known):
  
  
  
  
  
  
  
  
  
  
- f. Provide a general description of the Project, including its intended purpose, use, or function, its major components (including general categories of any equipment), and whether or not the purchase of land is involved.
  
  
  
  
  
  
  
  
  
  
- g. Estimate the number of new jobs to be created by the Project.

3. Financial Arrangements

- a. Name and address of the financial institution (bank, investment banking firm, etc.), if determined, which may be interested in purchasing the bonds if and when such bonds may be approved for sale. (It is the responsibility of the Applicant to arrange for the marketing of the bonds if the financing is approved, with the Issuer's concurrence.)
  
- b. If Applicant is listed on a major stock exchange and/or has a credit rating on any of its outstanding debt, please state the exchange and/or the credit rating and the rating agency.
  
- c. Explain how the Project will be financed if all or a portion of the amount of the financing applied for herein is not provided.

4. Agreements of Applicant

Applicant will (a) pay all Project costs which are not or cannot be paid or reimbursed from the proceeds of the bonds issued to provide funds to finance the Project and (b) at all times, indemnify, and hold harmless the Issuer against all losses, costs, damages, expenses, and liabilities of whatever nature (including but not limited to attorneys' fees, litigation and court costs, amounts paid in settlement, and amounts paid to discharge judgments) directly or indirectly resulting from, arising out of or related to this Application, any Inducement Resolution adopted by the Issuer pursuant to this Application, the Project, or the issuance, offering, sale, or delivery of the bonds or other evidences of indebtedness issued to provide funds to finance the Project, or the design, construction, installation, operation, use, occupancy, maintenance, or ownership of the Project.

5. Fees.

- a. Enclose a check in the amount of \$1,000 with this Application as the Issuer's fee or charge for processing this Application. Applicant acknowledges that such amount is not refundable whether or not this Application is approved or the financing of the Project is ever accomplished.
- b. Applicant understands that additional amounts will be due and payable to the Issuer in accordance with the Issuer's then current policies and procedures.
- c. The Issuer has engaged the services of McCall, Parkhurst & Horton L.L.P. as its regular Bond Counsel. However, the Applicant may request other nationally recognized bond counsel mutually agreeable and acceptable to the Issuer and the Applicant, but no bond counsel will be acceptable to the Issuer unless such counsel is licensed to practice law in the State of Texas, and unless it is listed as bond counsel in the most recent "Bond Buyers' Director of Municipal Bond dealers of the United States". If other bond counsel is chosen, an additional amount must be paid to the Issuer by the Applicant upon delivery of the bonds to cover a fee of \$8,000 plus out of pocket expenses of McCall, Parkhurst & Horton L.L.P. for reviewing the bond proceedings, as special legal counsel, on behalf of the Issuer. If the Applicant wishes to choose other bond counsel, give the name, address and telephone number of the firm, and the person to whom communications should be directed.

Wherefore, the undersigned hereby requests that the Board of Directors of the Issuer adopt an Inducement Resolution with respect to the Project in compliance with the Development Corporation Act of 1979, as amended, and Section 1.103-8(a)(5) and 1.150-2 of the Federal Treasury Regulations relating to Section 103(c) of the Internal Revenue Code of 1986, as amended. The undersigned further verifies that he is duly authorized to submit the foregoing Application on behalf of the Applicant and that such Application was signed on the \_\_\_\_ day of \_\_\_\_\_, 20\_\_.

\_\_\_\_\_  
Applicant

By: \_\_\_\_\_

Title: \_\_\_\_\_