P.O. BOX 133067 • DALLAS, TEXAS 75313-3067 • (214) 320-6100 January 9, 2008

To: All Shortlisted Proposers

Re: IH 635 Managed Lanes Project

The Texas Department of Transportation ("TxDOT") is pleased to (1) provide Addendum #1 to the final Request for Proposals ("RFP") for the IH 635 Managed Lanes Project (the "Project") to the shortlisted Proposers; and (2) identify a few of the highlights to the changes in the Procurement schedule and provide details on the upcoming one-on-one meeting dates that should be calendared by the Proposers. Also, attached is a CD/DVD containing the below referenced documents for your use.

TxDOT welcomes this opportunity for you to continue preparation of your final proposal for the Project and will continue to endeavor to be responsive to questions and concerns that will arise during the course of your proposal development.

1. <u>Issuance of Addendum #1 to Final RFP Documents</u>

The Addendum #1 to the Final RFP documents include both Redline and Clean .pdf versions of the documents listed below as well as the final answers to questions received prior to October 19, 2007. The Redlined versions are changes made against the original documents released on September 18, 2007. These documents can be viewed at:

ftp://ttaih635:alexlbj@ftp.dot.state.tx.us

- A. The Instructions to Proposers (ITP);
- B. Book 1 The Comprehensive Development Agreement;
- C. Book 2A Project Specific Technical Provisions;
- D. Book 2A Attachments;
- E. Reference Information Documents

2. Schedule Adjustment Highlights

As part of this Addendum, we are adjusting the key dates as follows:

Issue Final Request for Proposals	September 18, 2007
Issue Addendum # 1	January 9, 2008
Proposal Due Date	April 30, 2008
CDA conditionally awarded (anticipated)	June 26, 2008
CDA executed and delivered (anticipated)	August 26, 2008

Also, the details for the upcoming one on one meetings are highlighted below:

One-on-One Meeting #8

The NTTA has confirmed today that the forthcoming issuance of the TSA, inclusive of pricing, will not be approved at this month's board meeting but they will issue the latest Draft of the TSA (without pricing) shortly. Therefore, the next Mandatory one on one meeting will be telephonic one-on-one meetings to discuss finalizing the Tolling Services Agreement. At this time, the date has not been finalized but we anticipate that this conference will take place prior to the end of January. TxDOT will provide a follow up correspondence in that regard.

- Date to be determined: 9:00 a.m. 12:00 p.m. ACS-ZAI Partnership
- Date to be determined: 1:00 p.m. 4:00 p.m. Cintra-Macquarie

One-on-One Meeting #9

The ninth mandatory meeting will be in person at TxDOT's Chevy Chase office, 7600 Chevy Chase Dr., Building 2, Suite 400, Austin, TX 78752 to discuss business terms, technical issues and ATC's

- Wednesday, February 6, 2008: 8:00 a.m. 5:00 p.m. Cintra-Macquarie
- Thursday, February 7, 2008: 8:00 a.m. 5:00 p.m. ACS-ZAI Partnership

One-on-One Meeting #10

The tenth mandatory meeting will be in person at TxDOT's Chevy Chase office, 7600 Chevy Chase Dr., Building 2, Suite 400, Austin, TX 78752 to discuss Proposal submittal requirements

- Wednesday, March 5, 2008: 8:00 a.m. 5:00 p.m. ACS-ZAI Partnership
- Thursday, March 6, 2008: 8:00 a.m. 5:00 p.m. Cintra-Macquarie

TxDOT looks forward to working closely with the shortlisted Proposers as we collectively move forward in the proposal development phase of the project procurement.

Sincerely,

John D. Hudspeth, P.E.

IH 635 Managed Lanes Project Manager

Texas Department of Transportation

Attachments