

EXHIBIT 19

REQUIRED CAPACITY IMPROVEMENTS, PROJECT EXTENSIONS AND TECHNOLOGY ENHANCEMENTS

A. Capacity Improvements

No Capacity Improvements are required.

B. Project Extensions

No Project Extensions are required.

C. Technology Enhancements

Developer shall have no obligation to undertake Technology Enhancements during the last 15 years of the Term in the following circumstances:

- (a) The costs incurred to implement such Technology Enhancements cannot be reasonably recovered (including a reasonable rate of return on equity invested) over the remaining Term;
- (b) Developer submits to TxDOT a reasonable analysis demonstrating item (a) above, and setting forth reasonably detailed cost and financial information for such Technology Enhancements, including information on cost subsidies from TxDOT; and
- (c) Developer does not receive from TxDOT, within 60 days after TxDOT receives such analysis, written notice under which TxDOT commits to subsidize such cost to the extent necessary to enable Developer to recover such costs (including a reasonable rate of return on equity invested). TxDOT's commitment to subsidize such cost may take the form of a commitment to pay as costs of such improvements are incurred or to pay an up front lump sum payment, in either case to the extent necessary to enable Developer to realize a reasonable rate of return on its own additional equity invested.