

1446

deviation determination pursuant to Chapter 380.06(19), Florida Statutes (1985).

3.

This Development Order shall remain in effect for a period up to and including June 1, ~~2004~~ 2003. No further development shall be allowed after expiration of the development order. Any development activity for which plans have been submitted to the County for its review and approval prior to the expiration date of this Development Order may be completed in accordance with the requirements of the Development Order, if approved. This Development Order may be extended by the Board of County Commissioners of Hillsborough County on the finding of excusable delay in any proposed development activity. However, any application for extension must be filed with Hillsborough County a minimum of thirty (30) days prior to the expiration date.

4.

Physical development on the vacant portions of the site shall begin within three (3) years of the effective date of this Development Order.

5.

The development shall not be subject to down-zoning, or intensity reduction until June 1, ~~2004~~ 2003, unless the local government can demonstrate that substantial changes in the conditions underlying the approval of the development order have occurred, or the development order was based on substantially inaccurate information provided by the Developer, or that the change is clearly established by local government to be essential to the public health, safety, or welfare.

B.

Transportation

1.

A transportation improvements plan and schedule for central Hillsborough County in cooperation with Florida Department of Transportation (FDOT), Tampa Bay Regional Planning Council (TBRPC), the Tampa Urban Area Metropolitan Planning Organization (MPO) and developers in the study area shall be developed. The plan shall consider all approved developments in the area including previously approved DRI's, and projected development. The plan shall be completed prior to issuance of building permits for Phase II development. In lieu, thereof, a transportation plan with parameters described below and adopted by an entity with transportation planning responsibilities for this area, or issuance of a Development Order approving an areawide DRI including the project site, shall satisfy this requirement. This transportation plan or areawide DRI traffic analysis shall include but not be limited to:

Exhibit "A"

Page 2

- a. The regionally significant roadways that would be substantially impacted by this development as identified in the DRI/ADA, as a minimum;
 - b. Identification of the transportation impacts and needs of existing, approved and projected development in the study area (including previously approved DRI'S) as well as of traffic passing through the area on the area's thoroughfare network;
 - c. Evaluation of mass transit alternatives to road improvement measures for accommodating transportation needs in the area;
 - d. Identification of transportation network development objectives, proposals and specific implementation programs for rights-of-way reservation and acquisition, development of the major thoroughfare network and institution of public transit programs where appropriate;
 - e. Identification of the manner in which traffic impacts of existing and future development are to be assessed, and how revenues generated by or on behalf of such developments are to be applied to implementation of the proposed transportation improvements or activities; and
 - f. A program and schedule for funding and initiating the planning, design and implementation of the proposed transportation improvements or activities.
2. An annual monitoring program for the project shall be started when Certificates of Occupancy have been issued for 400,000 square feet of office space, (or the equivalent thereof in terms of trip generation) and continue until build-out, that will record driveway volumes in the evening peak hour. If the driveway volumes exceed those projected for peak hour in the DRI/ADA for each phase, by more than 15 percent of a substantial deviation determination shall be required. If the variance is determined to be a substantial deviation, a revised transportation analysis, will be required based upon results of the monitoring program and agreements reached at another transportation methodology meeting to be held prior to the preparation of the new analysis.
 3. The Developer shall mitigate the regionally significant impacts of the development on the regional thoroughfare network through one or a combination of the three options set forth below. Compliance with the provisions of any of

Exhibit "A"

Page 3

Richard Ake
Clerk of the Circuit Court
Hillsborough County, Florida



Clerk to Board of
County Commissioners
Room # 214-F
P.O. Box 1110
Tampa, Florida 33601
Telephone 272-5845

September 25, 1991

Suzanne Cooper, DRI Coordinator
Tampa Bay Regional Planning Council
9455 Koger Boulevard
Suite 219
St. Petersburg, Florida 33702

Re: Resolution No. R91-0181 - Amending the Development Order
for Sunway (DRI #144)

Dear Ms. Cooper:

Attached is a certified executed copy of referenced resolution,
which was adopted by the Hillsborough County Board of County
Commissioners on August 28, 1991.

We are providing this copy for your files.

Sincerely,

RICHARD AKE
CLERK OF CIRCUIT COURT

By: Linda Fryman
Linda Fryman
Manager, BOCC Records

LF:ADF
Attachment
Certified Mail
cc: Board files (1 orig.)
J. Thomas Beck, Florida Department of Community Affairs
Cynthia A. Henderson, Esquire
John Dixon Wall, Chief Assistant County Attorney
Gene Boles, Director, Planning and Zoning

An Affirmative Action - Equal Opportunity Employer

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

I, RICHARD AKE, Clerk of the Circuit Court and
Ex Officio Clerk of the Board of County Commissioners of
Hillsborough County, Florida, do hereby certify that the
above and foregoing is a true and correct copy of _____

Resolution No. R91-0181 - Amending the Development Order for Sunway

DRI #144

_____ adopted by the Board in _____ its regular meeting _____ of
_____ August 28 _____, 19 91 _____, as the same appears of
record in MINUTE BOOK _____ 183 _____ of the Public Records of
Hillsborough County, Florida.

WITNESS my hand and official seal this 25th _____ day
of _____ September _____, 19 91 _____.

RICHARD AKE, CLERK

BY: Judith M. Nichols
Deputy Clerk

Resolution No. R-91-0181

RESOLUTION OF THE BOARD OF COUNTY COMMISSIONERS
OF HILLSBOROUGH COUNTY, FLORIDA,
AMENDING THE DEVELOPMENT ORDER FOR SUNWAY DRI #144.

Upon motion of Commissioner James Selvey, seconded by Commissioner Joe Chillura, Jr., the following Resolution was adopted on this 28th day of August, 1991.

WHEREAS, on November 10, 1987, the Board of County Commissioners approved a Development Order, Resolution No. R87-0366 for the SUNWAY Development of Regional Impact ("DRI") No. 144 (the "Development Order") pursuant to the provisions of Section 380.06, Florida Statutes; and

WHEREAS, on March 15, 1988 and March 13, 1990, the Board of County Commissioners approved amendments to the Development Order, Resolutions No. R88-051 and R-90-0071 respectively, pursuant to the provisions of Section 380.06, Florida Statutes (hereinafter the November 10, 1987 Development Order, as amended by the above-referenced amendments, shall be referred to as the "Development Order"); and

WHEREAS, on April 30, 1991, SHANNON PROPERTIES, INC., filed a "Notification of a Proposed Change to a Previously Approved Development of Regional Impact ("DRI") Subsection 380.06(19), Florida Statutes", for the SUNWAY DRI (the Notification is hereinafter referred to as the "Notice of Change") in accordance with Section 380.06(19), Florida Statutes; and

WHEREAS, the Notice of Change proposed an extension of the dates of buildout of development of Phases I, II and III of the Development Order and the effective date of the Development Order, by two years each, and clarified the Transportation Section by specifying the available traffic mitigations options in the event of non-compliance with the requirements of Option 3, as more particularly stated in the Notice of Change; and

WHEREAS, subsection 380.06(19)(c), Florida Statutes, provides that a proposed extension of the date of buildout, or any phase thereof, of three years or more but less than five years shall be presumed not to create a substantial deviation. This presumption may be rebutted by clear and convincing evidence at the public hearing held by the local government. The proposed change, together with the modification of buildout as approved in Resolution No. R-90-0071, extends the date of buildout by less than five years and does not constitute a substantial deviation. The proposed clarification of the Transportation Section also does not constitute a substantial deviation.

NOW, THEREFORE, BE IT ORDAINED BY THE BOARD OF COUNTY COMMISSIONERS OF HILLSBOROUGH COUNTY, FLORIDA:

1. The following findings of fact are made:

(a) Shannon Properties, Inc. submitted to Hillsborough County the Notice of Change, attached hereto as Exhibit 1 and incorporated herein, which requested an extension of the date of buildout of development for Phase I, Phase II and Phase III of the Development Order, and the effective date, each by 2 years (the "Proposed Change").

(b) Shannon Properties, Inc. obtained an amendment to the Development Order on March 13, 1990, Resolution No. R-90-0071, which approved an extension of the date of buildout of development of Phase I, Phase II and Phase III by 2 years and 11 months each. The 1990 Amendment (Resolution No. R-90-0071) together the Proposed Change results in an extension to the date of buildout of each phase and the effective date by less than five years.

(c) Subsection 380.06(19)(e)4, Florida Statutes, requires that the local government consider the previous and current proposed changes to a development order in deciding whether such changes cumulatively constitute a substantial deviation requiring further Development-of-Regional-Impact review.

(d) All statutory procedures have been adhered to.

(e) The findings of fact and conclusions of law made in the original Development Order, and amendments, are incorporated herein by reference, unless in conflict with the provisions of this Amendment to the Development Order or the Notice of Change.

2. Paragraph A. Phasing Schedule and Deadlines, Section IV. SPECIFIC CONDITIONS, of the SUNWAY Development Order is hereby amended as provided in Exhibit A attached hereto and made a part hereof.

3. Subparagraph IV.B.3.c. of the Sunway Development Order is hereby amended as provided in Exhibit B attached hereto and made a part hereof.

4. The Developer's Certification attached hereto as Exhibit C and incorporated herewith, affirms that copies of the Notice of Change have been delivered to all persons as required by law, is incorporated herein.

5. Except as otherwise provided herein, the previously approved Development Order and amendments thereto shall remain unchanged and in full force and effect.

6. Upon adoption, this Resolution shall be transmitted by Ex Officio Clerk to the Board of County Commissioners by certified mail to the State Land Planning Agency, the Tampa Bay Regional Planning Council and Shannon Properties, Inc.

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 25th day of September, 1991, by Richard A. Ake, Clerk of Circuit Court, and Ex Officio Clerk of the Board of County Commissioners of Hillsborough County, Florida, do hereby certify that the above and foregoing is a true and correct copy of a Resolution adopted by the Board as regular meeting of August 28, 1991, as the same appears of record in Minute Book 183 of the Public Records of Hillsborough County, Florida.

Witness my hand and official seal this 25th day of September, 1991.

Richard L. Ake,
Clerk of Circuit Court

By: Judith M. Nicholas
Deputy Clerk

3552-012-29976

APPROVED BY COUNTY ATTORNEY
BY [Signature]
Approved As To Form And
Legal Sufficiency.

EXHIBIT 1

STATE OF FLORIDA
DEPARTMENT OF COMMUNITY AFFAIRS
DIVISION OF RESOURCE PLANNING AND MANAGEMENT
BUREAU OF STATE PLANNING
2740 Centerview Drive
Tallahassee, Florida 32399
904/488-4925

NOTIFICATION OF A PROPOSED CHANGE TO A PREVIOUSLY APPROVED
DEVELOPMENT OF REGIONAL IMPACT (DRI)
SUBSECTION 380.06(19), FLORIDA STATUTES

Subsection 380.06(19), Florida Statutes, requires that submittal of a proposed change to a previously approved DRI be made to the local government, the regional planning agency, and the state land planning agency according to this form.

1. I, Steven M. Samaha, the undersigned attorney for Shannon Properties, Inc., hereby give notice of a proposed change to a previously approved Development of Regional Impact in accordance with Subsection 380.06(19), Florida Statutes. In support thereof, I submit the following information concerning the Sunway DRI development, which information is true and correct to the best of my knowledge. I have submitted today, under separate cover, copies of this completed notification to Hillsborough County to the Tampa Bay Regional Planning Council, and to the Bureau of State Planning, Department of Community Affairs.

4/30/71
(Date)


Steven M. Samaha,
Attorney for Applicant

2. Applicant (name, address, phone).

Shannon Properties, Inc.
5110 Eisenhower Boulevard
Suite 100
Tampa, Florida 33634
(813) 885-8960

3. Authorized Agent (name, address, phone).

Steven M. Samaha, Attorney for Applicant
Annis, Mitchell, Cockey,
Edwards & Roehn, P.A.
One Tampa City Center Bldg.
Suite 2100
Tampa, Florida 33602
(813) 229-3321

4. Location (City, County, Township/Range/Section) of approved DRI and proposed change.

Hillsborough County, Florida
Township 29, South, Range 20 East, Section 8

5. Provide a complete description of the proposed change. Include any proposed changes to the plan of development, phasing, additional lands, commencement date, build-out date, development order conditions and requirements, or to the representations contained in either the development order or the Application for Development Approval.

The proposed amendment to the Sunway DRI Development Order does not involve a change to the approved development, but merely a change to extend the buildout dates of the phases, and the effectiveness of the Development Order by two years each.

Additionally, the proposed amendment clarifies the traffic section by specifying the available traffic mitigation options in the event of non-compliance with the requirements of Option 3.

Indicate such changes on the project master site plan, supplementing with other detailed maps, as appropriate. Additional information may be requested by the Department or, any reviewing agency to clarify the nature of the change or the resulting impacts.

The master site plan will not change as a result of the proposed change described in this notification.

6. Complete the attached Substantial Deviation Determination Chart for all land use types approved in the development. If no change is proposed or has occurred, indicate no change.
- See attached Substantial Deviation Determination Chart. Please note that only the office and hotel/motel categories are provided.
7. List all the dates and resolution numbers (or other appropriate identification numbers) of all modifications or amendments to the originally approved DRI development order that have been adopted by the local government, and provide a brief description of the previous changes (i.e., any information not already addressed in the Substantial Deviation Determination Chart). Has there been a change in local government jurisdiction for any portion of the development since the last approval or development order was issued? If so, has the annexing local government adopted a new DRI development order for the project?
- On March 15, 1988, the Hillsborough Board of County Commissioners approved an amendment to the original Sunway DRI Development Order (Resolution No. R88-0051). Pursuant to this amendment, Phase II of the Project was divided into Phases IIA and IIB, and the proportionate share for traffic impact was recalculated.
- On March 13, 1990, the Hillsborough County Board of County Commissioners approved an amendment to the original Sunway DRI Development Order. This amendment contained in Hillsborough County Resolution No. R-90-0071 extended the buildout dates of all the phased of the Development Order each by two years, eleven months.
- There has not been a change in local government jurisdiction for any portion of the Sunway Development since the amended Development Order was issued.
8. Describe any lands purchased or optioned within 1/4 mile of the original DRI site subsequent to the original approval or issuance of the DRI development order. Identify such land, its size, intended use, and adjacent non-project land uses within 1/2 mile on a project master site plan or other map.
- One parcel of land, less than 0.25 acres, that is internal to the DRI site has been purchased by Applicant. Applicant understands the DRI will need to be amended prior to incorporating this site into the DRI development.
9. Indicate if the proposed change is less than 40% (cumulatively with other previous changes) of any of the criteria listed in paragraph 380.06(19)(b), Florida Statutes.

The proposed changes is less than 40% (cumulatively with other previous changes) of all criteria listed in paragraph 380.06(19)(b), Florida Statutes.

Do you believe this notification of change proposes a change which meets the criteria of Subparagraph 380.06(19)(e)2., F.S.

YES

NO

X

10. Does the proposed change result in a change to the buildout date or any phasing date of the project? If so, indicate the proposed new buildout or phasing dates.

The proposed change does result in a change to the buildout date and the phasing dates of the project. As indicated on the chart below, the proposed new phasing dates are as follows:

	Original Buildout Dates	Extended pursuant to 1990 Amendment	Proposed Buildout Dates Pursuant to this Amendment	Actual Revised Buildout Dates with Statutory Credit for 3 month Appeal
Phase I	12/89	11/92	11/94	02/95
Phase II (includes Phase IIA and Phase IIB)	12/92	11/95	11/97	02/98

Phase III 12/96 11/99 11/2001 02/2002

The proposed buildout date is hereby proposed to be extended to June 1, 2003.

11. Will the proposed change require an amendment to the local government comprehensive plan?

The proposed change will not require an amendment to the Hillsborough County comprehensive plan.

Provide the following for incorporation into such an amended development order, pursuant to Subsections 380.06 (15), F.S., and 9J-2.025, Florida Administrative

Code:

12.

An updated master site plan or other map of the development portraying and distinguishing the proposed changes to the previously approved DRI or development order conditions.

There are no changes proposed to the master site plan.

13.

Pursuant to Subsection 380.06(19)(f), F.S., include the precise language that is being proposed to be deleted or added as an amendment to the development order. This language should address and quantify:

- a. All proposed specific changes to the nature, phasing, and build-out date of the development; to development order conditions and requirements; to commitments and representations in the Application for Development Approval; to the acreage attributable to each described proposed change of land use, open space, areas for preservation, green belts; to structures or to other improvements including locations, square footage, number of units; and other major characteristics or components of the proposed change;

See Exhibit "A" attached hereto.

b.

An updated legal description of the property, if any project acreage is/has been added or deleted to the previously approved plan of development;

The Applicant proposes no additions of acreage to the presently approved DRI Site Project.

c.

A proposed amended development order deadline for commencing physical development of the proposed changes, if applicable;

Not applicable.

d.

A proposed amended development order termination date that reasonably reflects the time required to complete the development;

The Applicant proposes that the Development Order termination date be extended to June 1, 2003, as that buildout date reasonably

reflects the time required to complete the development.

- e. A proposed amended development order date until which the local government agrees that the changes to the DRI shall not be subject to down-zoning, unit density reduction, or intensity reduction, if applicable; and

The Applicant proposes that the Development should not be subjected to down zoning or intensity reduction throughout the effective date of the Development Order, as proposed to be extended to June 1, 2003.

- f. Proposed amended development order specifications for the annual report, including the date of submission, contents, and parties to whom the report is submitted as specified in Subsection 9J-2.025 (7), F.A.C.

The Applicant shall file an annual report in accordance with this specifications of the existing Development Order.

SUBSTANTIAL DEVIATION DETERMINATION CHART

TYPE OF LAND USE	CHANGE CATEGORY	PROPOSED PLAN	ORIGINAL PLAN	CHANGE & DATE PREVIOUS D.O. CHANGE & DATE
Office	Acreage, including drainage, ROW, easements, etc. Building (gross square feet) # Parking Spaces # Employees Site locational changes # External Vehicle Trips D.O. conditions ADA representations	NC	NC	NC
Hotel/Hotel	# Rental Units Floor Space (gross square feet) # Parking Places # Employees Site locational changes Acreage, including drainage, ROW, easements, etc. # External Vehicle Trips D.O. conditions ADA representations	NC	NC	NC

* "NC" denotes no change is proposed or has occurred.

Note: If a response is to be more than one sentence, attach a detailed description of each proposed change and copies of the proposed modified site plan drawings. The Bureau may request additional information from the developer or his agent.

3552-012-16527

EXHIBIT A

IV. SPECIFIC CONDITIONS

A. Phasing Schedule and Deadlines

1. The development of the project shall proceed in accordance with the following proposed phasing schedule:

Years	Use	Amount (gross sq ft)
Phase I (2/95)	Office Hotel	800,000 300 Rooms
Phase II (2/98)	Office	800,000
Phase III (2/2002)	Office	1,100,000
Total	Office Hotel	2,700,000 300 Rooms

2. For purposes of this Order, a phase shall be considered complete upon issuance of the final Certificate of Occupancy for the phase. Development may occur anywhere on the site up to a specified intensity threshold which generates the equivalent number of vehicle trips calculated for the project parameters in that particular phase. If the Developer elects to amend the proposed phasing schedule, he shall submit said amendments to the Department of Development Coordination for review and approval, which approval shall not be withheld for mere acceleration of phases if the terms of this Order are otherwise fully complied with. It is the intent of this provision to insure that all prerequisites for each phase of the project are complied with. Any significant departure in project buildup from the phasing schedule set forth in the Application shall be subject to a substantial deviation determination pursuant to Chapter 380.06(19), Florida Statutes (1985).

3. This Development Order shall remain in effect for a period up to and including June 1, 2003. No further development shall be allowed after expiration of the development order. Any development activity for which plans have been submitted to the County for its review and approval prior to the expiration date of this Development Order may be completed in accordance with the requirements of the Development Order, if approved. This Development Order may be extended by the Board of County Commissioners of Hillsborough County on the finding of excusable delay in any proposed development activity. However, any application for extension must be filed with Hillsborough County a minimum of thirty (30) days prior to the expiration date.
4. Physical development on the vacant portions of the site shall begin within three (3) years of the effective date of this Development Order.
5. The development shall not be subject to down-zoning, or intensity reduction until June 1, 2003, unless the local government can demonstrate that substantial changes in the conditions underlying the approval of the development order have occurred, or the development order was based on substantially inaccurate information provided by the Developer, or that the change is clearly established by local government to be essential to the public health, safety, or welfare.

EXHIBIT B

Subparagraph IV.B.3.c:

- a. Option 3: Proportionate Share Contributions and Pipeline Project
- (1) The requirements of Option 3 as set forth herein have been determined to be the appropriate requirements to cure and mitigate the impacts of the project on regionally significant transportation highway facilities within the primary impact area. The selection of this mitigation/curing mechanism is based upon the project's impact on transportation facilities, the substantial public benefit to be gained by accelerating the design, construction and use of a major public facility, and its consistency with the Tampa Bay Regional Planning Council (TBRPC), Florida Department of Transportation (FDOT) and Department of Community Affairs (DCA) policies regarding pipelining transportation impacts. The Developer shall notify the County and FDOT District Program Development Manager in writing in the event he elects to proceed under Option 3. Such notification shall occur no later than (a) one year after the FDOT or the County notifies Developer in writing that FDOT has commenced construction of the Buffalo planning project described as State Project No. 10340-3503, or (b) the effective date of this Amendment to the Development Order, the expiration to the appeal period and the resolution of any appeal thereof, whichever comes first.
- (2) For purposes of this Option 3 only, Phase II shall be divided into Phase IIA consisting of the first 600,000 square feet of Phase II and Phase IIB consisting of the last 200,000 square feet of Phase II. The Developer's Proportionate Share for Phases I and IIA of the development has been calculated to be \$2,368,428 and for Phase IIB to be \$215,000 for a total of \$2,583,428, representing the total of Proportionate Shares calculated for Phases I and II. Said Proportionate Share has been calculated based on the formula set forth in Rule 9J-2.0255, F.A.C., as interpreted by policies of the Florida Department of Community Affairs, TBRPC, FDOT and Hillsborough County, and have been determined to be greater than the impact fee required by applicable Hillsborough County ordinances and right-of-way impact fee ordinances for Phases I and II, which said impact fee is estimated at \$1,636,186. In no event shall the Developer be required to make dedications, contributions and/or funding commitments for purposes of mitigating regionally significant transportation impacts of Phases I and II which exceed the total Proportionate Share set forth above.
- (3) For purposes of this Option 3, a roadway improvement project (the "Pipeline Project") has been identified which was determined in consultation with FDOT, the Hillsborough Metropolitan Planning Organization, TBRPC and DCA to substantially benefit the regional transportation network and to facilitate

improvement of a location on said network where such improvement needs are reasonably attributable to impacts of the development approved by this Order. The "Pipeline Project" consists of the three stages described below which shall be funded by Developer as set forth in subsection (4)(c) below:

(a) Stage A: Design

Planning and engineering studies for the purpose of designing and determining approximate costs for acquiring rights-of-way and constructing a three lane divided roadway, including turning lanes, transitional lanes and signalization, on Buffalo Avenue (State Road 574) from the eastern terminus (in the vicinity of Pine Street) of FDOT's currently planned widening project, described as State Project No. 10340-3503 to and including the intersection of Buffalo Avenue and Kingsway Avenue (the "Pipeline Segment").

(b) Stage B: Right-of-Way Acquisition

Acquisition of rights-of-way, if needed, sufficient to accommodate widening of the Pipeline Segment from its present two-lane configuration to a three-lane roadway.

(c) Stage C: Construction

Widening of Buffalo Avenue on the segment described above from its present two-lane configuration to a three-lane facility, or such other comparable improvements as are determined by FDOT, with concurrence of Hillsborough County, to be appropriate and feasible with the committed funds available, and which meet DCA, FDOT and TBRPC official policy requirements for pipelining. In the event another improvement is elected, the development order shall be amended to describe it.

(4)(a) At such time as the Developer provides written notification to the County of Developer's election to proceed under Option 3, the Developer shall submit to Hillsborough County the following information:

i) A written appraisal from a reputable appraiser of the appraised value at the time of dedication of any property on the development site which has been dedicated as right-of-way or which is being dedicated concurrently with the election of Option 3, pursuant to requirements of this Development Order; and

ii) As estimate of that portion of funds provided for costs incurred by the Developer for construction of County and/or FDOT approved improvements on public roadways providing direct access to the project site (i.e., Williams Road from the project

entrance to Buffalo and the intersection of C.R. 574 and Williams Road) which provide capacity in excess of the Developer's project-generated traffic and where said Developer funding or costs are required by this Order.

iii) A summary of impact fees paid pursuant to applicable transportation and right-of-way impact fee ordinances, as well as funding committed or expended by the Developer for purposes of meeting the funding commitment requirements under Option 1 of this section. Any improvements undertaken by Developer pursuant to Option 1 requirements shall be reviewed and approved by Hillsborough County prior to commencement of such improvements in order for Developer to receive credit pursuant to this subsection. Such review and approval by Hillsborough County shall occur without unreasonable delay.

(b) The total of the amounts calculated in Subsection (4)(a) above shall, after review by Hillsborough County, be credited toward and subtracted from the Developer's Proportionate Share contributions required to be funded by this Option 3 when the Developer demonstrates that such rights-of-way have been dedicated, applicable impact fees assessed, and/or improvement funds expended or committed.

(c) Simultaneously with the issuance of the first building permit following Developer's election of this Option 3 or within one year after written notification from FDOT or the County to Developer that FDOT has commenced construction of the 6-laning project described as State Project No. 10340-3503 whichever is earlier, the Developer shall establish an Irrevocable Letter of Credit (the "Letter of Credit") in favor of the FDOT in an amount equal to Developer's Proportionate Share contribution less credits as set forth in Subsections (4)(a) and (b), above. In no event, however, shall such Letter of Credit be in an amount less than \$1.5 million. The funds available under the Letter of Credit may be drawn upon by FDOT for purposes of funding and/or reimbursement as reasonably and normally required for execution of FDOT's Stage A, B, and/or C Pipeline Project activities. At the time of issuance of the Letter of Credit, the Developer shall also enter into a Joint Project Agreement with the FDOT for purposes of confirming the parties' respective responsibilities regarding the Pipeline Project, as set forth in this Development Order.

(5) Stage A (Design) of the Pipeline Project:

(a) FDOT has already commenced a portion of Stage A design work on the Pipeline Segment of Buffalo Avenue from the FDOT's six-lane widening project referenced

above, to and including the intersection of Buffalo and Parsons Avenue. The FDOT shall be reimbursed for the costs of such design work already undertaken, in the manner provided in Subsection (4)(c) above. The remainder of costs of Stage A design work by FDOT shall also be funded or reimbursed to FDOT in the manner provided in Subsection (4)(c) above.

- (b) The designs called for in Stage A shall be prepared in a manner normally used in FDOT road projects. Approvals shall be in accordance with FDOT plans, and their Preparation Manual and Standards for Construction. The designs shall include review by Hillsborough County.

(6) Stage B (Right-of-Way Acquisition) of the Pipeline Project:

- (a) Stage B shall commence following completion of Stage A design. Stage B costs shall be funded or reimbursed to FDOT in the manner provided in Subsection (4)(c), above, to the extent funds are remaining under the Letter of Credit.

- (b) Stage B right-of-way acquisition shall be conducted in accordance with standard FDOT right-of-way acquisition procedure.

(7) Stage C (Construction) of the Pipeline Project:

- (a) Stage C shall commence following completion of Stage B. Stage C costs shall be funded or reimbursed to FDOT in the manner provided in Subsection (4)(c), above, to the extent funds are remaining under the Letter of Credit.

- (b) Stage C Construction shall be conducted in accordance with FDOT plans and their Preparation Manual and Standards for Construction. Construction plans shall be reviewed by Hillsborough County.

- (8) Upon completion of the Pipeline Project, or Developer's responsibilities thereunder, as provided herein Developer shall be deemed to have adequately provided the public transportation facilities necessary to accommodate the transportation impacts of Phases I and II, or appropriate portion thereof, of the project, and shall receive full credit therefore against any present or future applicable Hillsborough County transportation impact fee ordinance(s) for construction of roadway improvements and for the acquisition of right-of-way.

- (9) Development activities and issuance of permits pursuant to this Option 3 shall immediately cease if the Letter of Credit is not provided as described in (4)(c) above. In the event Developer does not provide the Letter of Credit, Developer shall be required to mitigate its traffic impacts pursuant to either Option 1, Option 2, as hereinabove described, and/or any other traffic mitigation measures then

permitted by applicable law. Any proposal to utilize a method of traffic mitigation other than Option 1 or Option 2, as hereinabove described, shall require a substantial deviation determination by Hillsborough County and amendment of the Development Order, pursuant to Section 380.06, Florida Statutes.

(10) If FDOT determines that it will not be able to substantially complete the Pipeline Project for the amount provided in the Letter of Credit, FDOT may satisfy its obligations under this Option 3 by constructing other improvements approved by Hillsborough County that are consistent with Section 19.8.14, Future of the Region (1987), and the Department of Community Affairs Transportation Policy Rule, that have a value equivalent to the Pipeline Project.

(11) If, as provided for herein, alternate improvements are substituted for those defined as the Pipeline Project in this Option 3, this Development Order shall be amended to identify said alternate improvements and to establish a schedule for their completion consistent with the requirements of this Development Order.

3552-012-33675.02

EXHIBIT C

AFFIDAVIT

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

I hereby certify that on this day before me, the undersigned notary public authorized in this State and County named above to administer oaths, and take acknowledgments, personally appeared STEVEN M. SAMAHA, as attorney for Shannon Properties, Inc., the applicant of the Notification of Proposed Change to a Previously Approved Development of Regional Impact (DRI) Subsection 380.06(19), Florida Statutes, for the Sunway DRI No. 144 ("Notice of Change"), to me well known, who being by me first duly sworn, says upon oath as stated below:

1. Shannon Properties, Inc., filed the Notice of Change on April 30, 1991.
2. The Notice of Change was filed with all persons as required by law.



Steven M. Samaha
Attorney for
Shannon Properties, Inc.

Sworn to and subscribed before me this 24th day of
September, 1991.



Name: Robert D. Walker
Notary Public

NOTARY SEAL

My Commission Expires:

February, State of Florida

My Commission Expires Nov. 22, 1991

Florida Notary Public License No. 12345

3552-012-40732

IV. SPECIFIC CONDITIONS

A. Phasing Schedule and Deadlines

1. The development of the project shall proceed in accordance with the following proposed phasing schedule:

Years	Use	Amount (gross sq ft)
Phase I (1987-89)(2/95)	Office Hotel	800,000 300 Rooms
Phase II A (1990-92)(2/98)	Office	800,000 600,000
Phase II B (2/98)	Office	200,000
Phase III (1993-96)(2/2002)	Office	1,100,000
Total	Office Hotel	2,700,000 300 Rooms

2.

For purposes of this Order, a phase shall be considered complete upon issuance of the final Certificate of Occupancy for the phase. Development may occur anywhere on the site up to a specified intensity threshold which generates the equivalent number of vehicle trips calculated for the project parameters in that particular phase. If the Developer elects to amend the proposed phasing schedule, he shall submit said amendments to the Department of Development Coordination for review and approval, which approval shall not be withheld for mere acceleration of phases if the terms of this Order are otherwise fully complied with. It is the intent of this provision to insure that all prerequisites for each phase of the project are complied with. Any significant departure in project buildout from the phasing schedule set forth in the Application shall be subject to a substantial

together with previously approved development in the phase, would cause the Significant Impact Threshold in Tables 1,2,3,4 & 7 to be reached or exceeded at one or more locations, until funding commitments have been made by responsible entities for improvements that can achieve the Operating Standard specified above at such locations in the then estimated year of buildout of the development phase. For purposes of this Option 1, a funding commitment for improvements by responsible entities may include:

- (a) A completed improvement;
- (b) An improvement that is under construction or for which a contract has been let for construction;
- (c) An improvement that is programmed for construction in either of the next two years of an adopted Transportation Improvement Program of a responsible governmental entity;
- (d) An improvement that a private entity or entities have agreed or been required to undertake or fund, either separately or in conjunction with a governmental entity, where said improvement is scheduled for construction to commence within two years of the date on which Certificates of Occupancy are issued for the new development increment.

(3) The requirement of Subsection 2 of this Option 1 notwithstanding, Certificates of Occupancy may be issued without a finding of the funding commitments described above if the County determines that the Developer has presented technically acceptable information with respect to a location where the Significant Impact Threshold of Tables 1-7 would be reached or exceeded by the new increment indicating that:

- (a) The Operating Standard can be satisfied in the estimated buildout year of the current phase without an improvement; or
- (b) The new increment would not cause total project traffic to reach or exceed the

equivalent of five (5) percent of the LOS D capacity of the unimproved facility in the PM peak hour.

b. Option 2

In the event that commitments for transportation improvements are only adequate to permit partial approval of the SUNWAY development, the capacity and loading of transportation facilities in the central Hillsborough County transportation area, including but not limited to the regional roadways and intersections referenced in Option 1, shall be limiting factors in any subsequent approvals. Accordingly, the Developer shall generate and provide Hillsborough County, the Tampa Urban Area Transportation Study (TUATS) MPO, the FDOT and the TBRPC, pursuant to the provisions of Section 380.06, Florida Statutes, with updated current traffic counts on the above roadways and projections of traffic volumes that will result from the completion of the currently approved project construction plus that to be generated by the next portion for which the Developer is seeking approval. Each updated traffic analysis shall indicate alternate transportation improvements or mechanisms which, when implemented, will maintain the roadways and intersections at a satisfactory average daily level of Service C or D at peak hours. Both the traffic counts and the projection of traffic volume shall be prepared consistent with generally accepted traffic engineering practices. Prior to any specific approval beyond the initial partial approval, the County or its designee shall ensure in written findings of fact that the above roadways and intersections are operating at or above an average daily level of Service C, D at peak hours, and that the expected trips to be generated by such approval would not cause the roadways to operate below an average daily level of Service C, D at peak hour.

c. Option 3: Proportionate Share Contributions and Pipeline Project

- (1) The requirements of Option 3 as set forth herein have been determined to be the appropriate requirements to cure and mitigate the impacts of the project on regionally significant transportation highway facilities within the primary impact area. The selection

of this mitigation/curing mechanism is based upon the project's impact on transportation facilities, the substantial public benefit to be gained by accelerating the design, construction and use of a major public facility, and its consistency with the Tampa Bay Regional Planning Council (TBRPC), Florida Department of Transportation (FDOT) and Department of Community Affairs (DCA) policies regarding pipelining transportation impacts. The Developer shall notify the County and FDOT District Program Development Manager in writing in the event he elects to proceed under Option 3. Such notification shall occur no later than (a) one year after the FDOT or the County notifies Developer in writing that FDOT has commenced construction of the Buffalo planning project described as State Project No. 10340-3503, or (b) within three years of the effective date of this development order and the resolution of any appeal thereof, whichever comes first.

- (2) For purposes of this Option 3 only, Phase II shall be divided into Phase IIA consisting of the first 600,000 square feet of Phase II and Phase IIB consisting of the last 200,000 square feet of Phase II. The Developer's Proportionate Share for Phases I and II of the development has been calculated to be \$2,368,428 and for Phase IIB to be \$215,000 for a total of \$2,583,428, representing the total of Proportionate Shares calculated for Phases I and II. Said Proportionate Share has been calculated based on the formula set forth in Rule 9J-2.0255, F.A.C., as interpreted by policies of the Florida Department of Community Affairs, TBRPC, FDOT and Hillsborough County, and have been determined to be greater than the impact fee required by applicable Hillsborough County transportation and right-of-way impact fee ordinances for Phases I and II, which said impact fee is estimated at \$1,636,186. In no event shall the Developer be required to make dedications, contributions and/or funding commitments for purposes of mitigating regionally significant transportation impacts of Phases I and II which exceed the total Proportionate Share set forth above.

- (3) For purposes of this Option 3, a roadway improvement project (the "Pipeline Project") has been identified which was determined in consultation with FDOT, the Hillsborough Metropolitan Planning Organization, TBRPC and DCA to substantially benefit the regional transportation network and to facilitate improvement of a location on said network where such improvement needs are reasonably attributable to impacts of the development approved by this Order. The "Pipeline Project" consists of the three stages described below which shall be funded by Developer as set forth in subsection (4)(c) below:

(a) Stage A: Design

Planning and engineering studies for the purpose of designing and determining approximate costs for acquiring rights-of-way and constructing a three lane divided roadway, including turning lanes, transitional lanes and signalization, on Buffalo Avenue (State Road 574) from the eastern terminus (in the vicinity of Pine Street) of FDOT's currently planned widening project, described as State Project No. 10340-3503 to and including the intersection of Buffalo Avenue and Kingsway Avenue (the "Pipeline Segment").

(b) Stage B: Right-of-Way Acquisition

Acquisition of rights-of-way, if needed, sufficient to accommodate widening of the Pipeline Segment from its present two-lane configuration to a three-lane roadway.

(c) Stage C: Construction

Widening of Buffalo Avenue on the segment described above from its present two-lane configuration to a three-lane facility, or such other comparable improvements as are determined by FDOT, with concurrence of Hillsborough County, to be appropriate and feasible with the committed funds available, and which meet DCA, FDOT and TBRPC official policy requirements for pipelining. In the event another

improvement is elected, the development order shall be amended to describe it.

(4)(a) At such time as the Developer provides written notification to the County of Developer's election to proceed under Option 3, the Developer shall submit to Hillsborough County the following information:

- i) A written appraisal from a reputable appraiser of the appraised value at the time of dedication of any property on the development site which has been dedicated as right-of-way or which is being dedicated concurrently with the election of Option 3, pursuant to requirements of this Development Order; and
- ii) As estimate of that portion of funds provided for costs incurred by the Developer for construction of County and/or FDOT approved improvements on public roadways providing direct access to the project site (i.e., Williams Road from the project entrance to Buffalo and the intersection of C.R. 574 and Williams Road) which provide capacity in excess of the Developer's project-generated traffic and where said Developer funding or costs are required by this Order.
- iii) A summary of impact fees paid pursuant to applicable transportation and right-of-way impact fee ordinances, as well as funding committed or expended by the Developer for purposes of meeting the funding commitment requirements under Option 1 of this section. Any improvements undertaken by Developer pursuant to Option I requirements shall be reviewed and approved by Hillsborough County prior to commencement of such improvements in order for Developer to receive credit pursuant to this subsection. Such review and approval by Hillsborough

County shall occur without unreasonable delay.

(b) The total of the amounts calculated in Subsection (4)(a) above shall, after review by Hillsborough County, be credited toward and subtracted from the Developer's Proportionate Share contributions required to be funded by this Option 3 when the Developer demonstrates that such rights-of-way have been dedicated, applicable impact fees assessed, and/or improvement funds expended or committed.

(c) No later than forty-five days after the issuance of the first building permit following Developer's election of this Option 3 or within one year after written notification from FDOT or the County to Developer that FDOT has commenced construction of the 6-laning project described as State Project No. 10340-3503 whichever is earlier, the Developer shall establish an Irrevocable Letter of Credit (the "Letter of Credit") in favor of the FDOT in an amount equal to Developer's Proportionate Share contribution less credits as set forth in Subsections (4)(a) and (b), above. In no event, however, shall such Letter of Credit be in an amount less than \$1.5 million. The funds available under the Letter of Credit may be drawn upon by FDOT for purposes of funding and/or reimbursement as reasonably and normally required for execution of FDOT's Stage A, B, and/or C Pipeline Project activities. At the time of issuance of the Letter of Credit, the Developer shall also enter into a Joint Project Agreement with the FDOT for purposes of confirming the parties' respective responsibilities regarding the Pipeline Project, as set forth in this Development Order.

(5) Stage A (Design) of the Pipeline Project:

(a) FDOT has already commenced a portion of Stage A design work on the Pipeline Segment of Buffalo Avenue from the FDOT's six-lane widening project referenced above, to and including the intersection of Buffalo and Parsons Avenue. The FDOT shall be reimbursed for the costs of such design work already undertaken, in the

manner provided in Subsection (4)(c) above. The remainder of costs of Stage A design work by FDOT shall also be funded or reimbursed to FDOT in the manner provided in Subsection (4)(c) above.

- (b) The designs called for in Stage A shall be prepared in a manner normally used in FDOT road projects. Approvals shall be in accordance with FDOT plans, and their Preparation Manual and Standards for Construction. The designs shall include review by Hillsborough County.

(6) Stage B (Right-of-Way Acquisition) of the Pipeline Project:

- (a) Stage B shall commence following completion of Stage A design. Stage B costs shall be funded or reimbursed to FDOT in the manner provided in Subsection (4)(c), above, to the extent funds are remaining under the Letter of Credit.

- (b) Stage B right-of-way acquisition shall be conducted in accordance with standard FDOT right-of-way acquisition procedure.

(7) Stage C (Construction) of the Pipeline Project:

- (a) Stage C shall commence following completion of Stage B. Stage C costs shall be funded or reimbursed to FDOT in the manner provided in Subsection (4)(c), above, to the extent funds are remaining under the Letter of Credit.

- (b) Stage C Construction shall be conducted in accordance with FDOT plans and their Preparation Manual and Standards for Construction. Construction plans shall be reviewed by Hillsborough County.

- (8) Upon completion of the Pipeline Project, or Developer's responsibilities thereunder, as provided herein Developer shall be deemed to have adequately provided the public transportation facilities necessary to accommodate the transportation impacts of Phases I and II, or appropriate portion thereof, of the project, and shall receive full

credit therefore against any present or future applicable Hillsborough County transportation impact fee ordinance(s) for construction of roadway improvements and for the acquisition of right-of-way.

- (9) Development activities and issuance of permits pursuant to this Option 3 shall immediately cease if the Letter of Credit is not provided as described herein. In the event Developer elects this Option 3 and subsequently does not provide the Letter of Credit as herein required, the County may conduct a substantial deviation determination hearing to determine whether or not such failure to provide the Letter of Credit constitutes a substantial deviation, as that term is defined in Florida Statutes, Section 380.06(19). To the extent it is determined that the failure to provide the Letter of Credit constitutes a substantial deviation, the County may elect to prohibit Developer from proceeding pursuant to the provisions of this Option 3. In the event Developer does not provide the Letter of Credit, Developer shall be required to mitigate its traffic impacts pursuant to either Option 1, Option 2, as hereinabove described, and/or any other traffic mitigation measures then permitted by applicable law, and an enforcement action to provide the Letter of Credit may not be initiated.

- (10) If FDOT determines that it will not be able to substantially complete the Pipeline Project for the amount provided in the Letter of Credit, FDOT may satisfy its obligations under this Option 3 by constructing other improvements approved by Hillsborough County that are consistent with Section 19.8.14, Future of the Region (1987), and the Department of Community Affairs Transportation Policy Rule, that have a value equivalent to the Pipeline Project.

- (11) If, as provided for herein, alternate improvements are substituted for those defined as the Pipeline Project in this Option 3, this Development Order shall be amended to identify said alternate improvements and to establish a schedule for their completion consistent with the requirements of this Development Order.

3552-012-16863-01A 16863.02

the options described below have been determined to make adequate provision for the public transportation facilities necessary to accommodate the impacts of regional significance attributable to the development.

a. Option 1: Funding Commitments

- (1) This option will require a determination that funding commitments have been made for improvements to the regional transportation network where development approved pursuant to this Development Order is expected to have a significant adverse impact at one or more of the locations identified in Tables 1, 2, 3, 4 and 7. Tables 1, 2, 3, 4 and 7 provide the following information:

- (a) Significantly Impacted Locations
--Locations on the regional thoroughfare network at which TBRPC has determined in its DRI Final Report that the development in a phase is expected to have an adverse, regionally significant traffic impact;
- (b) Significant Impact Threshold -- For each location, the percentage of the total development in a phase which, together with development in prior phases, would cause the project to generate traffic at the location during the afternoon (PM) peak hour equivalent to five (5) percent of the Level of Service D (LOS D) capacity of existing facilities;
- (c) Buildout Operating Condition -- For each location, the projected Level of Service (LOS) during the PM peak hour in the estimated buildout year of each development phase assuming no improvements are made to the existing facilities;
- (d) Indicated Improvement -- For each location, an improvement which would provide a Level of Service D (LOS D) or better operating condition in the PM peak hour (hereinafter referred to as the "Operating Standard") in the estimated buildout year of the development phase.
- (2) Certificates of Occupancy shall not be issued for development of a portion of a phase which,

Resolution No. R-90-0071

RESOLUTION OF THE BOARD OF COUNTY COMMISSIONERS
OF HILLSBOROUGH COUNTY, FLORIDA
AMENDING DRI #144 DEVELOPMENT ORDER FOR
SUNWAY

Upon motion of Commissioner Pam Iorio, seconded by Commissioner Rodney Colson, the following Resolution was adopted on this 13th day of March, 1990.

WHEREAS, on November 10, 1987, the Board of County Commissioners approved a Development Order, Resolution #R87-0366 for the SUNWAY Development of Regional Impact ("DRI") #144 (the "Development Order") pursuant to the provisions of Section 380.06, Florida Statutes; and

WHEREAS, on March 15, 1988, the Board of County Commissioners approved amendments to the Development Order, Resolution #R88-0051 pursuant to the provisions of Section 380.06, Florida Statutes (hereinafter the November 10, 1987 Development Order as amended by the March 15, 1988 Resolution shall together be referred to as the "Development Order"); and

WHEREAS, on February 6, 1990, Shannon Properties, Inc. filed a Notification Of Proposed Change To A Previously Approved Development Of Regional Impact (DRI) Subsection 380.06(19), Florida Statutes, for the SUNWAY DRI ("Notice of Change") in accordance with Section 380.06(19), Florida Statutes; and

WHEREAS, the Notice of Change as amended by the applicant proposed an extension of the dates of buildout of development of Phase I, Phase II (including Phase IIA and Phase IIB), and Phase III, each by less than three (3) years, as more particularly stated in the Notice of Change; and

WHEREAS, Subsection 380.06(19)(e)2., Florida Statutes, provides that a proposed change which involves an extension of the date of building of a development, or any phase thereof, by less than three (3) years is not a substantial deviation and is not subject to a public hearing pursuant to subparagraph 380.06(19)(f)3., Florida Statutes, or a determination pursuant to subparagraph 380.06(19)(f)5., Florida Statutes.

NOW, THEREFORE, BE IT ORDAINED BY THE BOARD OF COUNTY COMMISSIONERS OF HILLSBOROUGH COUNTY, FLORIDA:

1. The following findings of fact are made:

- a. Shannon Properties, Inc. submitted to Hillsborough County the Notice of Change, later amended by the Applicant, which is attached hereto as Exhibit 1 and incorporated herein, which requested an extension of the date of buildout of development of Phase I, Phase II (including Phase IIA and Phase IIB), and Phase III of the Development Order, each by two (2) years, eleven (11) months (the "Proposed Change").
- b. In accordance with Subsection 380.06(19)(e)2., Florida Statutes, the Proposed Change is not a substantial deviation under the provisions of Subsection 380.06(19), Florida Statutes, and is not subject to a public hearing pursuant to Subparagraph 380.06(19)(f)3., Florida Statutes, or a determination pursuant to Subparagraph 380.06(19)(f)5., Florida Statutes.
- c. All statutory procedures have been adhered to.
- d. The findings of fact and conclusions of law made in the Development Order are incorporated herein by reference.

2. The Development Order is hereby amended to extend the dates of buildout of development of Phase I, Phase II (including Phase IIA and Phase IIB), and Phase III, of the Development Order, each by a period of two (2) years, eleven (11) months. Accordingly, the Development Order is further amended to incorporate the Revised Phasing Schedule, attached hereto as Exhibit 2, which reflects such extensions of dates of buildout.

3. The Development Order is hereby reaffirmed in its entirety except as amended by this Resolution.

4. The Developer's Certification, attached hereto as Exhibit 3, affirms that a copy of the Notice of Change has been delivered to all persons as required by law.

5. The Developer shall record a Notice of Adoption of this Resolution in accordance with Section 380.06(15), Florida Statutes.

6. This Resolution shall become effective upon rendition by the Board of County Commissioners of Hillsborough County in accordance with Section 380.06, Florida Statutes.

7. Upon adoption, this Resolution shall be transmitted by the ex Officio Clerk to the Board of County Commissioners by certified mail to the State Land Planning Agency, the Tampa Bay Regional Planning Council, and other recipients specified by state of rules.

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

I, RICHARD AKE, Clerk of the Circuit Court and Ex Officio Clerk of the Board of County Commissioners of Hillsborough County, Florida, do hereby certify that the above and foregoing is a true and correct copy of a Resolution adopted by the Board at its regular meeting of March 13, 1990, as the same appears of record in minute Book 166 of the Public Records of Hillsborough County, Florida.

WITNESS my hand and official seal this 24th day of April, 1990.

ATTEST: RICHARD AKE, CLERK OF CIRCUIT COURT

By: Judith M. Nichols
Deputy Clerk

APPROVED BY COUNTY ATTORNEY
BY John St. Julian Hall
Approved As To Form And
Legal Sufficiency.

W-LU/1577/009/RES
3/12/90

Note:

Amendments to
Notification indicated by notes in
margin

BRM-08-86

STATE OF FLORIDA
DEPARTMENT OF COMMUNITY AFFAIRS
DIVISION OF RESOURCE PLANNING AND MANAGEMENT
BUREAU OF RESOURCE MANAGEMENT
2740 Centerview Drive, Rhyne Building
Tallahassee, Florida 32399
(904) 488-4925

NOTIFICATION OF A PROPOSED CHANGE TO A PREVIOUSLY APPROVED
DEVELOPMENT OF REGIONAL IMPACT (DRI)
SUBSECTION 380.06 (19), FLORIDA STATUTES

Subsection 380.06 (19) Florida Statutes (1987), requires that submittal of a proposed change to a previously approved DRI be made to the local government, the regional planning council, and the state land planning agency according to this form.

1. I, Jeanie Hanna, the undersigned attorney for Shannon Properties, Inc., hereby give notice of a proposed change to a previously approved Development of Regional Impact in accordance with Subsection 380.06 (19), Florida Statutes (1985). In support thereof, I submit the following information concerning the Sunway DRI development, which information is true and correct to the best of my knowledge. I have submitted today, under separate cover, copies of this completed notification to Hillsborough County, to the Tampa Bay Regional Planning Council, and to the Bureau of Resource Management, Department of Community Affairs.

February 6, 1990
Date

Jeanie Hanna
JEANIE HANNA, attorney for
Applicant

2. Applicant:

Shannon Properties, Inc.
5110 Eisenhower Boulevard, Suite 100
Tampa, Florida 33634
Telephone: (813) 885-8960

3. Authorized Agent:

Jeanie Hanna, attorney for applicant
Stearns Weaver Miller Weissler
Alhadeff & Sitterson, P.A.
Post Office Box 3299
Tampa, Florida 33601
Telephone: (813) 223-4800

4. Location: Hillsborough County, Florida

5. The currently proposed amendment to the D.O. does not involve a change to the development, but merely a change to extend the buildout dates of the phases and the effectiveness of the Development Order by two years and eleven months each. The original Development Order was the subject of an appeal which stayed its going into effect for some three months (until March, 1988) during which time the running of the buildout deadlines are tolled, pursuant to Chapter 380.06 (19)(c), resulting in the following original, existing, and proposed deadlines:

		Original Buildout Deadlines	Existing Deadlines (Original + 3 Months)	Proposed Deadlines (Existing + 2 Yrs., 11 Months)
See Exhibit 2	Phase I	12/89	03/90	02/93
	Phase II	12/92	03/93	02/96
	Phase III	12/96	03/97	02/2000
	D. O. Effective Through	06/2001	08/2001	08/2004

6. No change to any land use or other aspects of the originally approved ADA is proposed. (See answer to No. 5, above)
7. The original D.O. was approved by the Hillsborough County Board of County Commissioner on December 15, 1987. In response to an appeal by the Tampa Bay Regional Planning Council, the D.O. was amended (not a substantial deviation) on March 15, 1988 by the Hillsborough County Board of County Commissioners to increase the Developer's proportionate share. There has been no change in local government jurisdiction for any portion of the development since the ADA was approved in December 15, 1987.
8. One small additional parcel (an enclave of less than 1/4 acre) internal to the DRI site was acquired by Shannon Properties in June, 1989. The Developer understands that the DRI will need to be amended prior to incorporating this site into the DRI development.
9. No changes are proposed which would affect the development site plan or otherwise alter the approved development.
10. The proposed specific changes to the language of the previously amended development order are attached as Exhibit "A".

(Additions underlined, deletions dashed through)

1. The information required by the State Land Planning Agency included in the Annual Report, which information is described Rules and Regulations promulgated by the State Land Planning pursuant to Section 380.06, Florida Statutes; and
 2. A description of all development activities proposed to be conc under the terms of this Development Order for the year immedi following the submittal of the annual report; and
 3. A statement listing all Applications for Incremental Review req pursuant to this Development Order or other applicable regulations which the Developer proposes to submit during the immediately following submittal of the annual report; and
 4. A statement setting forth the name(s) and address of any assignee or successor in interest to this Development Order.
- L. The provisions of this Development Order shall not be construed as a wa of or exception to any rule, regulation or ordinance of Hillsbo County, its agencies and commissions, and to the extent that further re is provided for in this Development Order or required by Hillsbo County, said review shall be subject to all applicable rules, regulat and ordinances in effect at the time of the review.
- M. Any change to the project which departs significantly from the paramet set forth in the phasing schedule shall be subject to a substa deviation determination.
- N. Any excess infrastructure capacity constructed to potentially serve ot phases shall be at the Developer's risk and shall not vest later development rights.
- O. This Development Order shall become effective upon adoption by the Board County Commissioners of Hillsborough County in accordance with Sec: 380.06, Florida Statutes (1985).
- P. Upon adoption, the Development Order shall be transmitted to the Ex Offi Clerk to the Board of County Commissioners, by certified mail, to the St Land Planning, Agency, the TERPC, FDOT and the Developer.
- Q. Revisions to the Development Order not addressed herein shall be subject review by TERPC including the payment of the incremental review fee.

IV. SPECIFIC CONDITIONS

A. Phasing Schedule and Deadlines

1. The development of the project shall proceed in accordance with following proposed phasing schedule:

<u>Years</u>	<u>Use</u>	<u>Amount</u> <u>(gross sq ft)</u>
See Exhibit 2		
11/92		
Phase I	Office	800,000
(87 - 27937)	Hotel	300 Rooms
(1987-89)		
11/95 Phase II	Office	800,000
(3/92 - 27961)		
(1990-92)		
11/99 Phase III	Office	1,100,000
(893-96)		
(3/95 - 272000)		
Total	Office Hotel	2,700,000 300 Rooms

2. For purposes of this Order, a phase shall be considered complete upon issuance of the final Certificate of Occupancy for the ph.

Development may occur anywhere on the site up to a specified intensity threshold which generates the equivalent number of vehicle calculated for the project parameters in that particular phase. The Developer elects to amend the proposed phasing schedule, he submit said amendments to the Department of Development Coordination for review and approval, which approval shall not be withheld for acceleration of phases if the terms of this Order are otherwise complied with. It is the intent of this provision to insure the prerequisites for each phase of the project are complied with. Significant departure in project buildout from the phasing schedule set forth in the Application shall be subject to a substantial deviation determination pursuant to Chapter 380.06(19), Florida Statutes (1985).

August 2004

3. This Development Order shall remain in effect for a period up to including ~~June 1, 2001~~. No further development shall be allowed which plans have been submitted to the County for its review approval prior to the expiration date of this Development Order and completed in accordance with the requirements of the Development Order, if approved. This Development Order may be extended by Board of County Commissioners of Hillsborough County on the finding of excusable delay in any proposed development activity. However, application for extension must be filed with Hillsborough County minimum of thirty (30) days prior to the expiration date.
4. Physical development on the vacant portions of the site shall be within three (3) years of the effective date of this Development Order.

August 2004

5. The development shall ~~not~~ be subject to down-zoning, or intensity reduction until ~~June 1, 2001~~. , unless the local government demonstrate that substantial changes in the conditions underlying approval of the development order have occurred, or the development order was based on substantially inaccurate information provided by the Developer, or that the change is clearly established by government to be essential to the public health, safety, or welfare.

B. Transportation

1. A transportation improvements plan and schedule for central Hillsborough County in cooperation with Florida Department of Transportation (FDOT), Tampa Bay Regional Planning Council (TBRPC), Tampa Urban Area Metropolitan Planning Organization (MPO) developers in the study area shall be developed. The plan shall consider all approved developments in the area including previously approved DRI's, and projected development. The plan shall be completed prior to issuance of building permits for Phasing development. In lieu, thereof, a transportation plan with parameters described below and adopted by an entity with transportation planning responsibilities for this area, or issuance of a Development Order approving an areawide DRI including the project site, shall satisfy this requirement. This transportation plan or areawide DRI transportation analysis shall include but not be limited to:
- The regionally significant roadways that would be substantially impacted by this development as identified in the DRI/ADA, minimum;
 - Identification of the transportation impacts and needs existing, approved and projected development in the study (including previously approved DRI's) as well as of transportation passing through the area on the area's thoroughfare network;
 - Evaluation of mass transit alternatives to road improvement measures for accommodating transportation needs in the area;
 - Identification of transportation network development objectives, proposals and specific implementation programs for rights-of-reservation and acquisition, development of the

EXHIBIT 2

SUNWAY

REVISED PHASING SCHEDULE

	<u>Original Buildout Deadlines</u>	<u>Revised Deadlines Per This Amendment</u>	<u>Actual Revised Deadlines With Statutory Credit For 3-Month Appeal Delay*</u>
Phase I	12/89	11/92	02/93
Phase II	12/92	11/95	02/96
Phase III	12/96	11/99	02/2000

* These dates are listed for informational purposes. Chapter 380.06(19)(c) tolls the running of buildout deadlines during the pendance of administrative or judicial proceedings relating to DRIs.

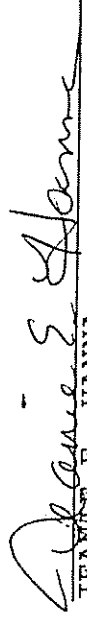
EXHIBIT 3

AFFIDAVIT

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

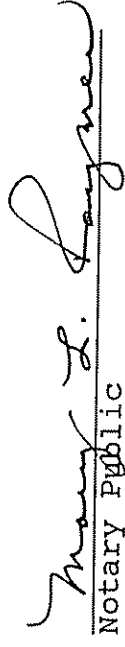
I HEREBY CERTIFY that on this day before me, the undersigned notary public authorized in this State and County named above to administer oaths, and take acknowledgements, personally appeared JEANIE E. HANNA, as attorney for SHANNON PROPERTIES, INC., the applicant of the Notification of a Proposed Change to a Previously Approved Development of Regional Impact (DRI) Subsection 380.06(19), Florida Statutes for the Sunway DRI #144 ("Notice of Change"), to me well known, who being by me first duly sworn, says upon oath as stated below:

1. Shannon Properties, Inc. filed the Notice of Change on February 6, 1990.
2. The Notice of Change was filed with all persons as required by law.


JEANIE E. HANNA
Attorney for Shannon
Properties, Inc.

Sworn to and subscribed before me this 19th day of April,
1990.

(Notarial Seal)

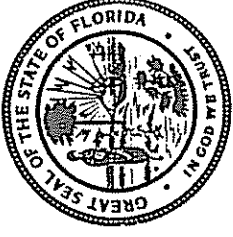

Notary Public

My Commission Expires:

NOTARY PUBLIC
STATE OF FLORIDA AT LARGE
MY COMMISSION EXPIRES
AUGUST 28, 1992
BONDED THRU HUCKLEBERRY & ASSOC.

W-LU/1577/009/AFF

Richard Ake
Clerk of the Circuit Court
Hillsborough County, Florida



Clerk to Board of
County Commissioners
Room # 214-H
P. O. Box 1110
Tampa, Florida 33601
Telephone 272-5845

CERTIFIED MAIL

April 13, 1988

State of Florida
Department of Community Affairs
Land Planning
2571 Executive Center Circle, East
Tallahassee, Florida 32301

Re: Amended Development Order - Sunway DRI #144
H.C. Document R88-0051

Gentlemen:

Enclosed please find an executed copy of the subject Amended Development Order which was approved by the Hillsborough County Board of County Commissioners on March 15, 1988.

Please replace this copy for the one sent to you on April 6, 1988 which was inadvertently mailed from our office unsigned.

We apologize for any inconvenience this may have caused you.

Sincerely,

RICHARD AKE
CLERK OF CIRCUIT COURT

By: Edna L. Fitzpatrick
Edna L. Fitzpatrick
Deputy Clerk

ELF/lc

cc: Board files (orig.)
Tampa Bay Regional Planning Council
Jeanie Hanna, Attorney, c/o Stearns, Weaver, etal.
Anita Bing, Asst. County Attorney
Raul Quintana, Community Planner II

Enclosure

MAR 16 1988

AKB
Draft #2
2/24/88

RESOLUTION # R88-0051

DRI #144 AMENDED DEVELOPMENT ORDER - SUNWAY

Upon motion by Commissioner Platt
Commissioner Selvey, the following resolution was
adopted on this 15th day of March, 1988.

WHEREAS, on November 10, 1987, the Board of County Commissioners approved a Development Order, Resolution # R87-0366 for the Sunway Development of Regional Impact, hereinafter referred to as Sunway; and

WHEREAS, at time of approval the Tampa Bay Regional Planning Council (TBRPC) voiced its objection to the fair share amount contained in the Development Order; and

WHEREAS, TBRPC subsequently filed an appeal on the Sunway Development Order based upon the fair share calculation; and

WHEREAS, the TBRPC, the developer, and the County have negotiated and reached agreement on the fair share amount and terms of its payment; and

WHEREAS, Florida Statute 380.06 requires that the Development Order be amended to reflect the new fair share amount and terms of its payment; and

WHEREAS, in the course of amending the Development Order, the Hillsborough County Board of County Commissioners must make a substantial deviation determination.

NOW THEREFORE, BE IT ORDAINED BY THE BOARD OF COUNTY COMMISSIONERS OF HILLSBOROUGH COUNTY, FLORIDA:

1. That the following findings of fact are made:

- a. The amendment of the Development Order, IV.B.3.c. attached hereto as Exhibit A does not constitute a substantial deviation under Florida Statute 380.06.
- b. All statutory procedures have been adhered to.
- c. The findings of fact made in the original Development Order are incorporated herein by reference.

2. That the Sunway Development Order approved by Resolution No. R87-0366 IV.B.3.c. is hereby amended as provided in Exhibit A attached hereto and made a part hereof.

3. That Resolution No. R87-0366 is hereby reaffirmed in its entirety except as amended herein, and the Clerk is directed to include as part of this Development Order Amendment, Resolution No. R87-0366 along with attachments and/or a certificate from the developer affirming that a complete copy of the application as modified has been delivered to all of the parties, hereinafter referred to as Exhibit B.

4. Upon adoption, this Resolution shall be transmitted by the Executive Clerk to the Board of County Commissioners by certified mail to the State Land Planning Agency, the Tampa Bay Regional Planning Council, and other recipients specified by statute or rules.

RECEIVED

STATE OF FLORIDA)
)
COUNTY OF HILLSBOROUGH)

I, RICHARD AKE, Clerk of the Circuit Court and Ex Officio Clerk of the Board of County Commissioners of Hillsborough County, Florida, do hereby certify that the above and foregoing is a true and correct copy of a resolution adopted by the Board at its regular meeting of March 15, 1988, as the same appears of record in Minute Book 142 of the Public Records of Hillsborough County, Florida.

WITNESS my hand and official seal this 13th day of April, 1988.

RICHARD AKE, CLERK

BY: Edna J. Fitzpatrick
Deputy Clerk

APPROVED BY CLERK OF COURT
BY Wts. L. By
Approved As To Form And
Legal Sufficiency

Pages 17 and 18, Paragraph (4)(c):

c. No later than forty-five days after the issuance of the first building permit following Developer's election of this Option 3 or within one year after written notification from FDOT or the County to Developer that FDOT has commenced construction of the 6-laning project described as State Project No. 10340-3503, whichever is earlier, the Developer shall establish an Irrevocable Letter of Credit (the "Letter of Credit") in favor of the FDOT in an amount equal to Developer's Proportionate Share contribution for Phase I and IIA less credits as set forth in Subsections (4)(a) and (b), above. In no event, however, shall such Letter of Credit be in an amount less than \$1.5 million. The funds available under the Letter of Credit may be drawn upon by FDOT for purposes of funding and/or reimbursement as reasonably and normally required for execution of FDOT's Stage A, B, and/or C Pipeline Project activities. At the time of issuance of the Letter of Credit, the Developer shall also enter into a Joint Project Agreement with the FDOT for purposes of confirming the parties' respective responsibilities regarding the Pipeline Project, as set forth in this Development Order.

Page 19, New Paragraph (12):

(12) Prior to issuance of building permits for Phase IIB, the Developer shall commit to construct, at a cost of \$215,000 which is the Proportionate Share Contribution for Phase IIB, an additional transportation improvement to be determined in conjunction with Hillsborough County, the TBRPC, the FDOT, and other appropriate agencies. If agreed to by these parties, the developer may fund, rather than construct, such additional transportation improvement in the amount of \$215,000.

Exhibit "A"
(Proposed Amendments Underlined)

Page 16, paragraph c.(2) and (3):

- (2) For purposes of this Option 3 only, Phase II shall be divided into Phase IIA, consisting of the first 500,000 square feet of Phase II, and Phase IIB, consisting of the last 200,000 square feet of Phase II. The Developer's Proportionate Share for Phases I and IIA of the development has been calculated to be \$2,368,428 and for Phase IIB to be \$215,000, for a total of \$2,583,428 representing the total of Proportionate Shares calculated for Phases I and II. Said Proportionate Share has been calculated based on the formula set forth in Rule 9J-2.0255, F.A.C., as interpreted by policies of the Florida Department of Community Affairs, TBRPC, FDOT and Hillsborough County, and has been determined to be greater than the impact fee required by applicable Hillsborough County transportation and right-of-way impact fee ordinances for Phases I and II, which said impact fee is estimated at \$1,636,186. In no event shall the Developer be required to make dedications, contributions and/or funding commitments for purposes of mitigating regionally significant transportation impacts of Phases I and II which exceed the total Proportionate Share set forth above.
- (3) For purposes of this Option 3, a roadway improvement project (the "Pipeline Project") has been identified which was determined in consultation with FDOT, the Hillsborough Metropolitan Planning Organization, TBRPC and DCA to substantially benefit the regional transportation network and to facilitate improvement of a location on said network where such improvement needs are reasonably attributable to Phase I and IIA impacts of the development approved by this Order. The "Pipeline Project" consists of the three stages described below which shall be funded by Developer as set forth in subsection (4)(c) below:

X d.

Exhibit "g"

A F F I D A V I T

State of Florida
County of Hillsborough

Before me, the undersigned authority personally appeared James Johnston, as the authorized representative, of Shannon Properties, Inc., who being first duly sworn, deposes and says that to the best of his knowledge and belief:

1. That Shannon Properties, Inc. was the applicant for DRI #144 in Hillsborough County, also known as the Sunway DRI;
2. That, on April 16, 1986, copies of the Sunway Application for Development Approval ("ADA") were either hand delivered or sent by certified mail to the parties set forth on the list attached hereto as Exhibit "A";
3. That, on August 4, 1986, copies of the first Sunway DRI Response to Preliminary Assessment were transmitted to the parties set forth on the list attached hereto as Exhibit "A";
4. That, on December 10, 1986, copies of the second Sunway DRI Response to Preliminary Assessment were transmitted to the Tampa Bay Regional Planning Council ("TBRPC"), the Hillsborough County Department of Development Coordination ("DDC"), and to the following parties which requested this additional information: Florida Department of Environmental Regulation (District Office) and the Southwest Florida Water Management District;
5. That, on January 23, 1987, copies of letters to the DDC and the Florida Department of Environmental Regulation concerning Question 13 of the ADA were sent to the TBRPC and the DDC;
6. That this affidavit has been executed to induce the Hillsborough Board of County Commissioners to consider and act on a resolution to amend the Sunway DRI Development Order (Resolution No. R87-0366);
7. That I, the undersigned authority, hereby certify that the foregoing is true and correct.

SHANNON PROPERTIES, INC.

By: James Johnston
James Johnston
Authorized Agent

Sworn To and Subscribed
before me this 7 day
of March.

Charles R. Gault
Notary Public State of Florida

My Commission Expires:

Notary Seal

IX 8

Exhibit "B"

AFFIDAVIT

Before me, the undersigned authority, personally appeared Raul Quintana, who being first duly sworn, deposes and says that to the best of his knowledge and belief:

1. That on March 17, 1988, copies of the Second Sunway DRI Response to Preliminary Assessment and copies of letters concerning Question 13 of the ADA which were the final information provided in the Sufficiency Stage, were transmitted to the State Department of Community Affairs.

2. That I, the undersigned, hereby certify that the foregoing is true and correct.

By: Raul Quintana

Raul Quintana

Sworn to and subscribed

before me this 22 day of March 1988

Esmeralda C. Cole

Notary Public State of Florida

NOTARY PUBLIC STATE OF FLORIDA
MY COMMISSION EXP. APR. 24, 1992
BONDED THRU GENERAL INS. UND.

TRANSMITTAL LIST

Mr. W.H. Holmes, P.E.
District Planning Engineer
Florida Department of Transportation
P.O. Box 1249
Attn: Greg Czerepak
Bartow, Florida 33830-1249

Mr. Howard Glassman
Florida Department of Transportation
Mail Station 28
605 Suwannee Street
Tallahassee, Florida 32301

Mr. Marianne G. Korosy
DRI Coordinator
Dept. of Environmental Regulation
7601 Highway 301 North
Tampa, Florida 33610

Mr. George W. Percy, State Historic Pres. Off.
Chief, Bureau of Historic Preservation
Division of Archives, History & Records Mgmt.
Department of State
The Capitol
Tallahassee, Florida 32301

Mr. Mike Allen
Office of Environmental Services
Florida Game and Fresh Water Fish Commission
620 South Meridian
Tallahassee, Florida 32301

Mr. Steve Minnis
Planning & Program Development Division
Southwest Florida Water Management District
2379 Broad Street
Brooksville, Florida 33512-9712

Mr. Charles Knight
Office of Executive Director
Department of Natural Resources
3900 Commonwealth Boulevard, Room 508
Tallahassee, Florida 32303

Ms. Elizabeth Eginton, DRI Coordinator
Department of Development Coordination
Hillsborough County
Post Office Box 1110
Tampa, Florida 33601

Mr. Leonard Elzie, Chief
Bureau of Economic Analysis
Department of Commerce
Collins Building
Tallahassee, Florida 32304

Mr. James Murley, Chief, Attn: Mr. Ed Lehman
Department of Community Affairs
Division of Local Resource Mgmt.
2571 Executive Center Circle, E.
Tallahassee, Florida 32301

Mr. Frank Mohr, Area Engineer
Corps. of Engineers
P.O. Box 19247
Tampa, Florida 33686

Mr. Connor Davis
Marine Fisheries
2562 Executive Center Circle, E.
Suite 211
Tallahassee, Florida 32301

Mr. Gene Heath, General Manager
West Coast Regional Water Supply Authority
2535 Landmark Drive, Suite 211
Clearwater, Florida 33519

Ms. Susan Swift
Land Development Coordination
Dept. of Housing, Inspection & Community Services
306 E. Jackson, 3rd Floor North
Tampa, Florida 33602

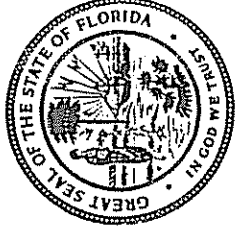
Mr. Joe Kubicki
Hillsborough County City-County Planning Commission
403 N. Morgan
Tampa, Florida 33602

Mr. Thomas J. Bonfield
City Manager
City of Temple Terrace
P.O. Box 16930
Temple Terrace, Florida 33687

Mr. Roger Stewart
Hillsborough County Environmental Protection Agency
P.O. Box 1110
Tampa, Florida 33601

Ms. Suzanne Cooper, DRI Coordinator
Tampa Bay Regional Planning Council
9455 Koger Boulevard, Suite 219
St. Petersburg, Florida 33702

Richard Ake
Clerk of the Circuit Court
Hillsborough County, Florida



CERTIFIED MAIL

Clerk to Board of
County Commissioners
Room # 214-H
P. O. Box 1110
Tampa, Florida 33601
Telephone 272-5845

December 15, 1987

Tampa Bay Regional Planning Council
9455 Koger Boulevard
St. Petersburg, Florida 33702

Attn: Julia Greene
Executive Director

Re: Sunway DRI #144 Development Order
Resolution No. R87-0366

Dear Ms. Greene:

Enclosed please find an executed copy of the subject Resolution regarding Sunway DRI #144 which we are providing for your official files, and which was approved by the Hillsborough County Board of County Commissioners on November 10, 1987.

Sincerely,

RICHARD AKE
CLERK OF CIRCUIT COURT

By: Edna L. Fitzpatrick
Edna L. Fitzpatrick
Deputy Clerk

ELF/lc

cc: Board files

Anita Bing, Asst. County Attorney

Dot Hagin, Sr. Zoning Technician, Dept. Development Coordination
State of Florida Land Planning Agency

Jeanie E. Hanna, Attorney, Stearns, Weaver, et al

Enclosure

Resolution No. R87-0366

RESOLUTION OF THE BOARD OF COUNTY
COMMISSIONERS OF HILLSBOROUGH COUNTY, FLORIDA
DRI #144 DEVELOPMENT ORDER
SUNWAY

Upon motion of Commissioner Talley, seconded by Commissioner Padgett, the following Resolution was adopted this 10th day of November, 1987.

WHEREAS, in April, 1986, Shannon Properties, Inc. filed an Application for Development Approval of a Development of Regional Impact with the Hillsborough County Board of County Commissioners pursuant to the provisions of Section 380.06, Florida Statutes; and

WHEREAS, said Application proposed construction of an OFFICE PARK on approximately EIGHTY ACRES, located in central Hillsborough County, hereinafter referred to as SUNWAY, and

WHEREAS, the described project lies within the unincorporated area of Hillsborough County; and

WHEREAS, the Board of County Commissioners as the governing body of the local government having jurisdiction pursuant to Section 380.06, Florida Statutes, is authorized and empowered to consider Applications for Development Approval for Developments of Regional Impact; and

WHEREAS, the public notice requirements of Section 380.06, Florida Statutes, have been satisfied; and

WHEREAS, the Zoning Hearing Master appointed pursuant to Zoning Code of Hillsborough County (Ordinance 85-10), has reviewed the Application for Development Approval and has filed a recommendation on said Application with the Board of County Commissioners; and

WHEREAS, the Board of County Commissioners of Hillsborough County has on November 10, 1987 held a duly noticed public hearing on said Application for Development Approval and has heard and considered testimony and other documents and evidence; and

WHEREAS, the Board of County Commissioners has received and considered the report and recommendation of the Tampa Bay Regional Planning Council; and

WHEREAS, the Board of County Commissioners has solicited, received and considered reports, comments and recommendations from interested citizens, County and City agencies as well as the review and report of Hillsborough County Administration.

NOW THEREFORE, BE IT RESOLVED BY THE BOARD OF COUNTY COMMISSIONERS OF HILLSBOROUGH COUNTY, FLORIDA

I. FINDINGS OF FACT

- A. Shannon Properties, Inc. hereinafter referred to as "Developer", submitted to Hillsborough County, Florida, an Application for Development Approval and Sufficiency Responses which are attached hereto and marked "Composite Exhibit A" and incorporated herein by reference. Hereinafter, the word "Application" shall refer to the Application for Development Approval, Sufficiency Responses and other exhibits duly submitted and recorded.
- B. The real property which is the subject of the Application Development Approval is legally described as set forth in Composite Exhibit A, attached hereto and made a part hereof by reference.

- C. The proposed development is not an Area of Critical State Concern as designated pursuant to Section 380.05, Florida Statutes.
- D. All development will occur in accordance with this Development Order and Application.
- E. A comprehensive review of the impact generated by the development has been conducted by the Hillsborough County Administration, the Hillsborough County Environmental Protection Commission, the Hillsborough County City-County Planning Commission, and the Tampa Bay Regional Planning Council and other affected agencies.

II. CONCLUSIONS OF LAW

- A. Based upon the compliance with the terms and conditions of this Development Order, provisions of the Application as set forth in Composite Exhibit A, the reports, recommendations and testimony heard and considered by the Zoning Hearing Master, it is concluded that:
 - 1. The development will not unreasonably interfere with the achievement of the objectives of the Adopted Land Development Plan applicable to the area.
 - 2. The development is consistent with local land development regulations.
 - 3. The development is consistent with the report and recommendation of the Tampa Bay Regional Planning Council.
- B. In considering whether the development should be approved subject to conditions, restrictions, and limitations, Hillsborough County has considered the criteria stated in subsection 380.06(14), Florida Statutes.
- C. The review by Hillsborough County, the Hillsborough County City-County Planning Commission, the Tampa Bay Regional Planning Council, and other participating agencies and interested citizens indicates that impacts are adequately addressed pursuant to the requirements of Section 380.06, Florida Statutes, within the terms and conditions of this Development Order and the Application.
- D. The Application for Development Approval is approved subject to all terms and conditions of this Development Order.
- E. The Horizon 2000 Land Use Plan Map for Hillsborough County designates the area within which this land lies as Research Corporate Park and Medium Density Residential.

III. GENERAL PROVISIONS

- A. The legal description set forth in Composite Exhibit A is hereby incorporated into and by reference made a part of this Development Order.
- B. All provisions contained within the Application and Sufficiency Responses marked "Composite Exhibit A" shall be considered conditions of this Development Order unless inconsistent with the terms and conditions of this Development Order, in which case the terms and conditions of this Development Order shall control.
- C. This resolution shall constitute the Development Order of Hillsborough County in response to the Application for Development Approval for the Sunway Development of Regional Impact.
- D. The definitions contained in Chapter 380, Florida Statutes shall govern and apply to this Development Order.
- E. This Development Order shall be binding upon the Developer and his heirs, assignees or successors in interest including any entity which may assume any of the responsibilities imposed on the Developer by this Development Order. It is understood that any reference herein to any governmental agency shall be construed to mean any future instrumentality which may be

created or designated as successors in interest to, or which otherwise possesses any of the powers and duties of any branch of government or governmental agency.

- F. In the event that any portion or section of this Development Order is determined to be invalid, illegal, or unconstitutional by a court of competent jurisdiction, such decision shall in no manner affect the remaining portions or sections of this Development Order which shall remain in full force and effect.
- G. Whenever this Development Order provides for or otherwise necessitates reviews or determinations of any kind subsequent to its issuance, the right to review shall include all directly affected governmental agencies and departments as are or may be designated by the Board of County Commissioners of Hillsborough County to review developments set forth under applicable laws and rules governing Developments of Regional Impact.
- H. In each instance in this Development Order where the Developer is responsible for ongoing maintenance of facilities at Sunway, the Developer may transfer any or all of his responsibilities to improve and maintain those facilities to an appropriate private body created to perform such responsibilities. Provided, however, that before such transfer may be effective, the body to which responsibility has been or will be transferred must be approved by the County, and/or other agencies having jurisdiction, concurrent or otherwise, now or later, upon determination that the entity in question can and will be responsible to provide maintenance as required in this Development Order, which approval shall not be unreasonably withheld.
- I. Development activity constituting a substantial deviation from the terms or conditions of this Development Order or other changes to the approved development plans which create a reasonable likelihood of additional adverse regional impact, or any other regional impact not previously reviewed by Hillsborough County and the Tampa Bay Regional Planning Council shall result in further Development of Regional Impact review pursuant to Chapter 380.06, Fla. Stats., and may result in Hillsborough County ordering a termination of development activity pending such review.
- J. The Department of Development Coordination of Hillsborough County shall be responsible for monitoring all terms and conditions of this Development Order. For purposes of this condition, the Department of Development Coordination may rely upon or utilize information supplied by any Hillsborough County department or agency having particular responsibility over the area or subject involved. The Department of Development Coordination shall report to the Board of County Commissioners any findings of deviation from the terms and conditions of this Development Order. In the event of a deviation, the Department of Development Coordination may issue a notice of such noncompliance to the Developer, or the Department of Development Coordination may immediately recommend that the Board of County Commissioners establish a hearing to consider such deviations.
- K. The Developer shall file an annual report in accordance with Section 380.06(18), Florida Statutes (1985), and appropriate rules and regulations. Furthermore, the annual report shall be submitted to Florida Department of Transportation (FDOT). The report shall be submitted on Florida Department of Community Affairs Form BLM-07-85 as amended. Such report shall be due on the anniversary of the effective date of this Development Order for each following year until and including such time as all terms and conditions of this Development Order are satisfied. Such report shall be submitted to the Department of Development Coordination which shall, after appropriate review, submit it for review by the Board of County Commissioners. The Board of County Commissioners shall review the report for compliance with the terms and conditions of this Development Order. The Developer shall be notified of any Board of County Commissioner's hearing wherein such report is to be reviewed. The receipt and review by the Board of County Commissioners shall not be considered a substitute or a waiver of any terms or conditions of this Development Order. This report shall contain:

1. The information required by the State Land Planning Agency to be included in the Annual Report, which information is described in the Rules and Regulations promulgated by the State Land Planning Agency pursuant to Section 380.06, Florida Statutes; and
2. A description of all development activities proposed to be conducted under the terms of this Development Order for the year immediately following the submittal of the annual report; and
3. A statement listing all Applications for Incremental Review required pursuant to this Development Order or other applicable local regulations which the Developer proposes to submit during the year immediately following submittal of the annual report; and
4. A statement setting forth the name(s) and address of any heir, assignee or successor in interest to this Development Order.

L. The provisions of this Development Order shall not be construed as a waiver of or exception to any rule, regulation or ordinance of Hillsborough County, its agencies and commissions, and to the extent that further review is provided for in this Development Order or required by Hillsborough County, said review shall be subject to all applicable rules, regulations and ordinances in effect at the time of the review.

M. Any change to the project which departs significantly from the parameters set forth in the phasing schedule shall be subject to a substantial deviation determination.

N. Any excess infrastructure capacity constructed to potentially serve other phases shall be at the Developer's risk and shall not vest later phase development rights.

O. This Development Order shall become effective upon adoption by the Board of County Commissioners of Hillsborough County in accordance with Section 380.06, Florida Statutes (1985).

P. Upon adoption, the Development Order shall be transmitted to the Ex Officio Clerk to the Board of County Commissioners, by certified mail, to the State Land Planning, Agency, the TBRPC, FDOT and the Developer.

Q. Revisions to the Development Order not addressed herein shall be subject to review by TBRPC including the payment of the incremental review fee.

IV. SPECIFIC CONDITIONS

A. Phasing Schedule and Deadlines

1. The development of the project shall proceed in accordance with the following proposed phasing schedule:

<u>Years</u>	<u>Use</u>	<u>Amount</u> (gross sq ft)
Phase I (1987-89)	Office Hotel	800,000 300 Rooms
Phase II (1990-92)	Office	800,000
Phase III (1993-96)	Office	1,100,000
Total	Office Hotel	2,700,000 300 Rooms

2. For purposes of this Order, a phase shall be considered complete upon issuance of the final Certificate of Occupancy for the phase.

Development may occur anywhere on the site up to a specified intensity threshold which generates the equivalent number of vehicle trips calculated for the project parameters in that particular phase. If the Developer elects to amend the proposed phasing schedule, he shall submit said amendments to the Department of Development Coordination for review and approval, which approval shall not be withheld for mere acceleration of phases if the terms of this Order are otherwise fully complied with. It is the intent of this provision to insure that all prerequisites for each phase of the project are complied with. Any significant departure in project buildout from the phasing schedule set forth in the Application shall be subject to a substantial deviation determination pursuant to Chapter 380.06(19), Florida Statutes (1985).

3. This Development Order shall remain in effect for a period up to and including June 1, 2001. No further development shall be allowed after expiration of the development order. Any development activity for which plans have been submitted to the County for its review and approval prior to the expiration date of this Development Order may be completed in accordance with the requirements of the Development Order, if approved. This Development Order may be extended by the Board of County Commissioners of Hillsborough County on the finding of excusable delay in any proposed development activity. However, any application for extension must be filed with Hillsborough County a minimum of thirty (30) days prior to the expiration date.
4. Physical development on the vacant portions of the site shall begin within three (3) years of the effective date of this Development Order.
5. The development shall not be subject to down-zoning, or intensity reduction until June 1, 2001, unless the local government can demonstrate that substantial changes in the conditions underlying the approval of the development order have occurred, or the development order was based on substantially inaccurate information provided by the Developer, or that the change is clearly established by local government to be essential to the public health, safety, or welfare.

B. Transportation

1. A transportation improvements plan and schedule for central Hillsborough County in cooperation with Florida Department of Transportation (FDOT), Tampa Bay Regional Planning Council (TERPC), the Tampa Urban Area Metropolitan Planning Organization (MPO) and developers in the study area shall be developed. The plan shall consider all approved developments in the area including previously approved DRI's, and projected development. The plan shall be completed prior to issuance of building permits for Phase II development. In lieu, thereof, a transportation plan with parameters described below and adopted by an entity with transportation planning responsibilities for this area, or issuance of a Developer's Order approving an areawide DRI including the project site, shall satisfy this requirement. This transportation plan or areawide DRI traffic analysis shall include but not be limited to:
 - a. The regionally significant roadways that would be substantially impacted by this development as identified in the DRI/ADA, as a minimum;
 - b. Identification of the transportation impacts and needs of existing, approved and projected development in the study area (including previously approved DRI's) as well as of traffic passing through the area on the area's thoroughfare network;
 - c. Evaluation of mass transit alternatives to road improvement measures for accommodating transportation needs in the area;
 - d. Identification of transportation network development objectives, proposals and specific implementation programs for rights-of-way reservation and acquisition, development of the major

thoroughfare network and institution of public transit programs where appropriate;

e. Identification of the manner in which traffic impacts of existing and future development are to be assessed, and how revenues generated by or on behalf of such developments are to be applied to implementation of the proposed transportation improvements or activities; and

f. A program and schedule for funding and initiating the planning, design and implementation of the proposed transportation improvements or activities.

2. An annual monitoring program for the project shall be started when Certificates of Occupancy have been issued for 400,000 square feet of office space, (or the equivalent thereof in terms of trip generation) and continue until build-out, that will record driveway volumes in the evening peak hour. If the driveway volumes exceed those projected for peak hour in the DRI/ADA for each phase, by more than 15 percent of a substantial deviation determination shall be required. If the variance is determined to be a substantial deviation, a revised transportation analysis, will be required based upon results of the monitoring program and agreements reached at another transportation methodology meeting to be held prior to the preparation of the new analysis.

3. The Developer shall mitigate the regionally significant impacts of the development on the regional thoroughfare network through one or a combination of the three options set forth below. Compliance with the provisions of any of the options described below have been determined to make adequate provision for the public transportation facilities necessary to accommodate the impacts of regional significance attributable to the development.

a. Option 1: Funding Commitments

(1) This option will require a determination that funding commitments have been made for improvements to the regional transportation network where development approved pursuant to this Development Order is expected to have a significant adverse impact at one or more of the locations identified in Tables 1, 2, 3, 4 and 7. Tables 1, 2, 3, 4 and 7 provide the following information:

- a. Significantly Impacted Locations -- Locations on the regional thoroughfare network at which TBRPC has determined in its DRI Final Report that the development in a phase is expected to have an adverse, regionally significant traffic impact;
- b. Significant Impact Threshold -- For each location, the percentage of the total development in a phase which, together with development in prior phases, would cause the project to generate traffic at the location during the afternoon (PM) peak hour equivalent to five (5) percent of the Level of Service D (LOS D) capacity of existing facilities;
- c. Buildout Operating Condition -- For each location, the projected Level of Service (LOS) during the PM peak hour in the estimated buildout year of each development phase assuming no improvements are made to the existing facilities;
- d. Indicated Improvement -- For each location, an improvement which would provide a Level of Service D (LOS D) or better operating condition in the PM peak hour (hereinafter referred to as the "Operating Standard") in the estimated buildout year of a development phase.

Table 1. Intersection Improvements Needed for Phase I (1900)

<u>Intersection</u>	<u>Req'd. Improvements</u>	<u>Devel. of Peak Hour LOS "D" Capacity</u>
Broadway @ Williams	Signalize, E-bound LT Lane, E-bound RT Lane	28.2
Broadway @ Lakewood	Signalize, E-bound RT Lane	23.9
Broadway @ Buffalo	E-bound & W-bound Thru Lanes	12.4
Buffalo @ Williams	Signalize, E-bound and W-bound Thru Lanes, E-bound & W-bound LT Lanes. If no project access on Buffalo, NB and SB LT lanes also Signalize	22.0
Lakewood @ Windhorse		
Lakewood @ Woodberry	Signalize	13.8
S.R. 60 @ Lakewood	Two E-bound and Two W-bound Thru Lanes	12.8
Williams @ Proj. Access	E-bound LT Lane, E-bound RT Lane	N/A
Buffalo @ Proj. Access (if appropriate)	W-bound dual RT Lanes, N-bound LT Lanes	N/A
Broadway @ Proj. Access	E-bound and W-bound thru lanes, E-bound LT Lanes, S-bound RT Lane, S-bound LT Lane	

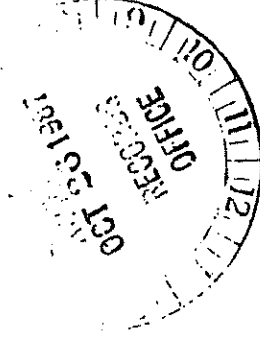


Table 2. Link Improvements Needed for Phase I (1988)

<u>Link</u>	<u>From</u>	<u>To</u>	<u>Exist. Geom.</u>	<u>Req'd. Geom.</u>	<u>Devel. % of LOS "D" pk. Hr. Capacity (NB/EB) SB/WB)</u>	
Fowler Ave.	56th St.	I-75	2L	6LD	2.1	13.3
Buffalo Ave.	Faulkenburg Project Ent.	I-75	2L	4LD	1.2	13.1*
	Williams	Lakewood	2L	4LD	24.8	13.5
	Lakewood	Broadway	2L	4LD	39.2	5.7
	Broadway	Mango	2L	4LD	30.7	4.4
	Mango	Parsons	2L	4LD	32.5	7.3
	Parsons	Kingsway	2L	4LD	16.2	2.3
	Kingsway	Valrico	2L	4LD	7.6	-
Broadway Ave.	Orient	Faulkenburg	2L	4LD	2.4	16.3*
	Faulkenburg Project Ent.	Project Ent.	2L	4LD	2.5	17.1*
	Project Ent.	Williams	2L	4LD	78.4	11.4
	Williams	Lakewood	2L	4LD	73.4	-
	Lakewood	Buffalo	2L	4LD	12.7	-
S.R. 60	Lakewood	Kings	4LD	8LD	9.2	-
Lakewood Dr.	Broadway	Windhorst	2L	4LD	-	55.6
	Windhorst	Woodberry	2L	4LD	4.9	34.1
	Woodberry	S.R. 60	2L	4LD	-	28.6
Parsons Ave.	Buffalo	Wheeler	2L	4LD	.9	6.2
Kings Ave.	S.R. 60	Lumsden	2L	4LD	1.4	10.3
	Lumsden	Bloomingtondale	2L	4LD	1.1	8.2
Lithia- Pinecrest	S.R. 60	Bryan	2L	4LD	-	11.1
	Bryan	Lumsden	2L	4LD	-	8.3

* Project traffic exceeds 5% of LOS "D" peak hour capacity; however, not in the direction in which the LOS of the link drops below "D".

Table 3. Intersection Improvements Needed for Phase II (1991)

<u>Intersection</u>	<u>Req'd. Improvements **</u>	<u>Devel. # of Peak Hour LOS "D" Capacity</u>
Broadway @ Williams	W-bound LT Lane, W-bound thru Lane change E-bound RT Lane to E-bound right/thru Lane	56.1
Broadway @ Lakewood	W-bound LT Lane	47.9
Broadway @ Buffalo	E-bound & W-bound thru Lanes	24.4
Buffalo @ Parsons	S-bound RT Lane, E-bound and W-bound thru lanes, N-bound RT Lane, N-bound dual LT Lane	9.4
Buffalo @ Kingsway	S-bound RT Lane, E-bound RT Lane	8.1
Buffalo @ Lakewood	Signalize, 2 thru Lanes E-bound & W-bound. LT Lanes E-bound & W-bound	5.4
Buffalo @ Williams (If no project access on Buffalo: Broadway @ Orient	E-bound and W-bound Thru Lanes E-bound & W-bound RT lanes & N-bound LT lane) N-bound RT Lane, E-bound & W-bound RT Lanes, E-bound & W-bound Thru Lanes, E-bound dual LT Lanes	48.3 7.2
Lakewood @ Windhorst	N-bound & S-bound LT Lanes	26.3
S.R. 60 @ Lakewood	Dual LT Lanes at all Approaches N-bound & S-bound thru lanes	25.4
S.R. 60 @ Kings	N-bound LT Lane, E-bound RT Lane, W-bound dual LT Lanes, E-bound & W-bound thru lanes, N-bound & S-bound RT Lanes	9.6
S.R. 60 @ Lithia-Pinecrest	E-bound RT Lane, N-bound LT Lane	6.2
Lithia-Pinecrest @ Bryan Rd.	E-bound & W-bound LT Lanes E-bound & W-bound thru Lanes	8.6
Fowler @ 56th	E-bound & W-bound thru Lanes N-bound & S-bound Thru Lanes dual LT Lanes at all Approaches	8.0
I-75 @ Buffalo (West)	S-bound dual LT Lanes	17.9
Broadway @ Project Entrance	S-bound dual LT Lanes	N/A

** Indicates required improvements for this phase in addition to the existing geometry plus any improvements that were required in previous phases.

Table 4. Link Improvements Needed for Phase II (1991)

<u>Link</u>	<u>From</u>	<u>To</u>	<u>Geom.***</u>	<u>Req'd. Geom.</u>	<u>Devel. # of</u>	
					LOS "D" Pk.	Hr. Capacity
					of Exist. Geom.	(NB/EB) SB/WB)
Buffalo	Faulkenburg	I-75	2L	4LD	2.3	21.7*
	I-75	Project Ent.	4LD	6LD	26.1	187.2
	Broadway	Mango	4LD	6LD	64.5	9.2
	Valrico	I-75	2L	4LD	12.9	2.0
Broadway Ave.	Columbus	Orient	2L	4LD	2.4	16.5
	Orient	Faulkenburg	2L	4LD	4.5	32.3
	Faulkenburg	Proj. Ent.	2L	4LD	4.7	33.9*
	Project Ent.	Williams	4LD	6LD	155.8	21.7
	Williams	Lakewood	4LD	6LD	145.7	20.3
S.R. 60	Lakewood	Kings	6LD	4LF	18.3	-
Parsons Ave.	Hillsborough	Buffalo	2L	4LD	9.1	1.3
Kings Ave.	Lumsden	Bloomingtondale	2L	4LD	2.2	16.1*

* Project traffic exceeds 5% of LOS "D" peak hour capacity; however, not in the direction in which the LOS of the link drops below "D".

*** Indicates existing geometry or existing geometry plus improvements required in previous phases.

Table 5. Intersection Improvements Needed for Phase III (1995)

<u>Intersection</u>	<u>Req'd. Improvements**</u>	<u>Devel. # of Peak Hour LOS "D" Capacity</u>
Broadway @ Williams	E-bound RT Lane	94.3
Broadway @ Lakewood	E-bound & W-bound Thru Lanes E-bound LT Lane	85.1
Buffalo @ Mango	E-bound & W-bound Thru Lanes E-bound Dual LT Lanes, W-bound RT Lane	62.5
Buffalo @ Parsons	N-bound & S-bound Thru Lanes W-bound RT Lane, W-bound Dual LT Lanes	16.9
Buffalo @ Kingsway	E-bound & W-bound Thru Lane	72.9
Buffalo @ Valrico	Signalize, E-bound RT Lane W-bound LT Lane	40.3
Buffalo @ Branch Forbes	Signalize	5.6
Buffalo @ Williams	N-bound LT Lane	125.0
Lakewood @ Windhorst	N-bound & S-bound Thru Lanes	75.4
Lakewood @ Woodberry	N-bound & S-bound Thru Lanes N-bound & S-bound LT Lanes	64.2
S.R. 60 @ Lakewood	Grade Separation	42.9
S.R. 60 @ Kings	N-bound & S-bound Thru Lanes	16.1
S.R. 60 @ Lithia-Pinecrest	N-bound Dual LT Lanes E-bound RT Lane	10.7
Lithia-Pinecrest @ Bryan	N-bound & S-bound Thru Lanes N-bound & S-bound LT Lanes	14.5
Fowler @ 56th St.	Grade Separation	13.5
I-75 N/O Buffalo Ave.	W-bound Dual LT Lanes E-bound & W-bound Thru Lanes	42.5
Williams @ Proj. Ent.	Signalize	N/A
Buffalo @ Proj. Ent.	Grade Separation	N/A
Broadway @ Proj. Ent.	E-bound & W-bound Thru Lanes	N/A

** Indicates required improvements for this phase in addition to the existing geometry plus any improvements that were required in previous phases.

PHASE III - (1995) - RAMPS

In 1995, the westbound to north access ramp from Buffalo Avenue onto I-75 will require an additional lane due to the impact of this development.

Table 6. Link Improvements Needed for Phase III (1995) Continued

<u>Link</u>	<u>From</u>	<u>To</u>	<u>Geom.</u> ***	<u>Req'd.</u> <u>Geom.</u>	<u>Devel. of</u> <u>LOS "D" Pk.</u> <u>Hr. Capacity</u> <u>of Exist. Geom.</u>
Fowler Ave.	Williams I-75	I-75 56th Street	2L 6LD	6LD 4LF	.9 6.0 6.9 44.3
Buffalo Ave.	Faulkenburg I-75	I-75 Project Ent.	2L 6LD	4LD 4LF	3.8 43.1 33.9*
	Project Ent. Williams	Williams	4LD	6LD	82.4 44.8
	Williams Lakewood	Lakewood	4LD	6LD	131.0 17.9
	Lakewood Broadway	Broadway	4LD	6LD	102.8 14.0
	Broadway Mango	Mango	4LD	6LD	108.4 31.7
Broadway Ave.	Faulkenburg Proj. Ent.	Proj. Ent. Williams	2L 6LD	4LD 4L-F	7.8 262.3 56.9 35.0
	Williams Lakewood	Lakewood	6LD	4L-F	245.3 -
S.R. 60	Lakewood	Kings	8LD	6LF	30.8 -
Woodberry Rd. Lakewood	Lakewood	Faulkenburg	2L	4LD	7.6 -
Williams Rd. Buffalo	Buffalo	Proj. Ent.	2L	4LD	108.7 14.9
Lakewood Dr. Broadway	Broadway	Windhorst	4LD	6LD	26.4 185.9
Mango Rd.	U.S. 92	Buffalo	2L	4LD	46.7 6.3
Valrico Rd. Buffalo	Buffalo	Wheeler	2L	4LD	- 5.3
Kings Ave.	Lumsden	Bloomingtondale	2L	4LD	3.8 27.2*
I-4	I-75 C.R. 579	C.R. 579 McIntosh	4LF 4LF	8LF 6LF	7.1% of total 6.0% of total

* Project traffic exceeds 5% of LOS "D" peak hour capacity; however, not in the direction in which the LOS of the link drops below "D".

*** Indicates existing geometry or existing geometry plus improvements required in previous phases.

Amount of d logment which triggers Option Improvements.

SUMMARY CAPACITY COMPARISON AND TRIPS
SEP 29, 1987
PAGE 1 1900 (OUT)

LINE	STATION	PROJECT	9 5% OF EX CAPACITY (CUMULATIVE)	TRIP GEN OFFICE AND/OR ANCILLARY	TRIP GEN RETAIL
1	75/111/1000 ROAD	ADD 1 LANE	5.31	42463	
2	BROADWAY AVENUE	ADD 1 LANE	6.30	51020	
3	BROADWAY AVENUE	ADD 1 LANE	6.01	54455	
4	BUFFALO AVENUE	ADD 1 LANE	12.76	132041	
5	BROADWAY AVENUE	ADD 1 LANE	14.65	117302	
6	BUFFALO AVENUE	ADD 1 LANE	15.30	123077	
7	BUFFALO AVENUE	ADD 1 LANE	16.29	130293	
8	BUFFALO AVENUE	ADD 1 LANE	20.16	161290	
9	BUFFALO AVENUE	ADD 1 LANE	30.06	246914	
10	FOULER AVENUE	ADD 1 LANE	37.59	300752	
11	BROADWAY AVENUE	ADD 1 LANE	39.37	314551	
12	LITHIA-SPRING CREEK ST. S. R. 60/1000	ADD 1 LANE	45.03	360350	
13	BUFFALO AVENUE	ADD 1 LANE	53.19	425322	
14	S. R. 60	ADD 2 LANES	54.35	434783	
15	LITHIA-SPRING CREEK ST. S. R. 60/1000	ADD 2 LANES	60.24	401920	
16	BUFFALO AVENUE	ADD 1 LANE	65.79	526316	
17	BROADWAY AVENUE	ADD 1 LANE	60.65	645161	

NOTE: ABOVE EXCLUDES HOTEL FOR CONVERSION, P.M. PEAK (OUT)
TRIP GENERATION RATE OF ONE HOTEL ROOM EQUALS 206 SQ. FT. OF
OFFICE AND ANCILLARY RETAIL USES

(2) Certificates of Occupancy shall not be issued for development of a portion of a phase which, together with previously approved development in the phase, would cause the Significant Impact Threshold in Tables 1,2,3,4 & 7 to be reached or exceeded at one or more locations, until funding commitments have been made by responsible entities for improvements that can achieve the Operating Standard specified above at such locations in the then estimated year of buildout of the development phase. For purposes of this Option 1, a funding commitment for improvements by responsible entities may include:

- a. A completed improvement;
- b. An improvement that is under construction or for which a contract has been let for construction;
- c. An improvement that is programmed for construction in either of the next two years of an adopte Transportation Improvement Program of a responsible governmental entity;
- d. An improvement that a private entity or entities have agreed or been required to undertake or fund, either separately or in conjunction with a governmental entity, where said improvement is scheduled for construction to commence within two years of the date on which Certificates of Occupancy are issued for the new development increment.

(3) The requirement of Subsection 2 of this Option 1 notwithstanding, Certificates of Occupancy may be issued without a finding of the funding commitments described above if the County determines that the Developer has presented technically acceptable information with respect to a location where the Significant Impact Threshold of Tables 1-7 would be reached or exceeded by the new increment indicating that:

- a. The Operating Standard can be satisfied in the estimated buildout year of the current phase without an improvement; or
- b. The new increment would not cause total project traffic to reach or exceed the equivalent of five (5) percent of the LOS D capacity of the unimproved facility in the PM peak hour.

b. Option 2

In the event that commitments for transportation improvements are only adequate to permit partial approval of the SUNWAY development, the capacity and loading of transportation facilities in the central Hillsborough County transportation area, including but not limited to the regional roadways and intersections referenced in Option 1, shall be limiting factors in any subsequent approvals. Accordingly, the Developer shall generate and provide Hillsborough County, the Tampa Urban Area Transportation Study (TUATS) MPO, the FDOT and the TBRPC, pursuant to the provisions of Section 380.06, Florida Statutes, with updated current traffic counts on the above roadways and projections of traffic volumes that will result from the completion of the currently approved project construction plus that to be generated by the next portion for which the Developer is seeking approval. Each updated traffic analysis shall indicate alternate transportation improvements or mechanisms which, when implemented, will maintain the roadways and intersections at a satisfactory average daily Level of Service C

or D at peak hours. Both the traffic counts and the projection of traffic volume shall be prepared consistent with generally accepted traffic engineering practices. Prior to any specific approval beyond the initial partial approval, the County or its designee shall ensure in written findings of fact that the above roadways and intersections are operating at or above an average daily Level of Service C, D at peak hours, and that the expected trips to be generated by such approval would not cause the roadways to operate below an average daily Level of Service C, D at peak hour.

c. Option 3: Proportionate Share Contributions and Pipeline Project

(1) The requirements of Option 3 as set forth herein have been determined to be the appropriate requirements to cure and mitigate the impacts of the project on regionally significant transportation highway facilities within the primary impact area. The selection of this mitigation/curing mechanism is based upon the project's impact on transportation facilities, the substantial public benefit to be gained by accelerating the design, construction and use of a major public facility, and its consistency with the Tampa Bay Regional Planning Council (TBRPC), Florida Department of Transportation (FDOT) and Department of Community Affairs (DCA) policies regarding pipeline transportation impacts. The Developer shall notify the County and FDOT District Program Development Manager in writing in the event he elects to proceed under Option 3. Such notification shall occur no later than (a) one year after the FDOT or the County notifies Developer in writing that FDOT has commenced construction of the Buffalo 6-laning project described as State Project No. 10340-3503, or (b) within three years of the effective date of this development order and the resolution of any appeal thereof, whichever comes first.

(2) The Developer's Proportionate Share for Phases I and II of the development has been calculated to be \$2,368,428, representing the total of Proportionate Shares calculated for Phases I and II. Said Proportionate Share has been calculated based on the formula set forth in Rule 9J-2.0255, F.A.C., as interpreted by policies of the Florida Department of Community Affairs, TBRPC, FDOT and Hillsborough County, and have been determined to be greater than the impact fee required by applicable Hillsborough County transportation and right-of-way impact fee ordinances for Phases I and II, which said impact fee is estimated at \$1,636,186. In no event shall the Developer be required to make dedications, contributions and/or funding commitments for purposes of mitigating regionally significant transportation impacts of Phases I and II which exceed the total Proportionate Share set forth above.

(3) For purposes of this Option 3, a roadway improvement project (the "Pipeline Project") has been identified which was determined in consultation with FDOT, the Hillsborough Metropolitan Planning Organization, TBRPC and DCA to substantially benefit the regional transportation network and to facilitate improvement of a location on said network where such improvement needs are reasonably attributable to impacts of the development approved by this Order. The "Pipeline Project" consists of the three stages described below which shall be funded by Developer as set forth in subsection (4)(c) below:

a. Stage A: Design

Planning and engineering studies for the purpose of designing and determining approximate costs for acquiring rights-of-way and constructing a three lane divided roadway, including turning lanes, transitional lanes and signalization, on Buffalo Avenue (State Road

574) from the eastern terminus (in the vicinity of Pine Street) of FDOT's currently planned widening project, described as State Project No. 10340-3503 to and including the intersection of Buffalo Avenue and Kingsway Avenue (the "Pipeline Segment").

b. Stage B: Right-of-Way Acquisition

Acquisition of rights-of-way, if needed, sufficient to accommodate widening of the Pipeline Segment from its present two-lane configuration to a three-lane roadway.

c. Stage C: Construction

Widening of Buffalo Avenue on the segment described above from its present two-lane configuration to a three-lane facility, or such other comparable improvements as are determined by FDOT, with concurrence of Hillsborough County, to be appropriate and feasible with the committed funds available, and which meet DCA, FDOT and TBRPC official policy requirements for pipelining. In the event another improvement is elected, the development order shall be amended to describe it.

(4)(a) At such time as the Developer provides written notification to the County of Developer's election to proceed under Option 3, the Developer shall submit to Hillsborough County the following information:

(i) A written appraisal from a reputable appraiser of the appraised value at the time of dedication of any property on the development site which has been dedicated as right-of way or which is being dedicated concurrently with the election of Option 3, pursuant to requirements of this Development Order; and

(ii) As estimate of that portion of funds provided for costs incurred by the Developer for construction of County and/or FDOT approved improvements on public roadways providing direct access to the project site (i.e., Williams Road from the project entrance to Buffalo and the intersection of C.R. 574 and Williams Road) which provide capacity in excess of the Developer's project-generated traffic and where said Developer funding or costs are required by this Order.

(iii) A summary of impact fees paid pursuant to applicable transportation and right-of-way impact fee ordinances, as well as funding committed or expended by the Developer for purposes of meeting the funding commitment requirements under Option 1 of this section. Any improvements undertaken by Developer pursuant to Option 1 requirements shall be reviewed and approved by Hillsborough County prior to commencement of such improvements in order for Developer to receive credit pursuant to this subsection. Such review and approval by Hillsborough County shall occur without unreasonable delay.

(b.) The total of the amounts calculated in Subsection (4)(a) above shall, after review by Hillsborough County, be credited toward and subtracted from the Developer's Proportionate Share contributions required to be funded by this Option 3 when the Developer demonstrates that such rights-of-way have been dedicated, applicable impact fees assessed, and/or improvement funds expended or committed.

(c.) No later than forty-five days after the issuance of the

first building permit following Developer's election of this Option 3 or within one year after written notification from FDOT or the County to Developer that FDOT has commenced construction of the 6-laning project described as State Project No. 10340-3503, whichever is earlier, the Developer shall establish an Irrevocable Letter of Credit (the "Letter of Credit") in favor of the FDOT in an amount equal to Developer's Proportionate Share contribution less credits as set forth in Subsections (4)(a) and (b), above. In no event, however, shall such Letter of Credit be in an amount less than \$1.5 million. The funds available under the Letter of Credit may be drawn upon by FDOT for purposes of funding and/or reimbursement as reasonably and normally required for execution of FDOT's Stage A, B, and/or C Pipeline Project activities. At the time of issuance of the Letter of Credit, the Developer shall also enter into a Joint Project Agreement with the FDOT for purposes of confirming the parties' respective responsibilities regarding the Pipeline Project, as set forth in this Development Order.

(5) Stage A (Design) of the Pipeline Project:

(a) FDOT has already commenced a portion of Stage A design work on the Pipeline Segment of Buffalo Avenue from the FDOT's six-lane widening project referenced above, to and including the intersection of Buffalo and Parsons Avenue. The FDOT shall be reimbursed for the costs of such design work already undertaken, in the manner provided in Subsection (4)(c) above. The remainder of the costs of Stage A design work by FDOT shall also be funded or reimbursed to FDOT in the manner provided in Subsection (4)(c) above.

(b) The designs called for in Stage A shall be prepared in a manner normally used in FDOT road projects. Approvals shall be in accordance with FDOT plans, and their Preparation Manual and Standards for Construction. The designs shall include review by Hillsborough County.

(6) Stage B (Right-of-Way Acquisition) of the Pipeline Project:

(a) Stage B shall commence following completion of Stage A design. Stage B costs shall be funded or reimbursed to FDOT in the manner provided in Subsection (4)(c), above, to the extent funds are remaining under the Letter of Credit.

(b) Stage B right-of-way acquisition shall be conducted in accordance with standard FDOT right-of-way acquisition procedure.

(7) Stage C (Construction) of the Pipeline Project:

(a) Stage C shall commence following completion of Stage B. Stage C costs shall be funded or reimbursed to FDOT in the manner provided in Subsection (4)(c), above, to the extent funds are remaining under the Letter of Credit.

(b) Stage C Construction shall be conducted in accordance with FDOT plans and their Preparation Manual and Standards for Construction. Construction plans shall be reviewed by Hillsborough County.

(8) Upon completion of the Pipeline Project, or Developer responsibilities thereunder, as provided herein, the Developer shall be deemed to have adequately provided the public transportation facilities necessary to accommodate the transportation impacts of Phases I and II, or appropriate portion thereof, of the project, and shall receive full credit therefore against any present or future applicable Hillsborough County transportation impact fee ordinances(s) for construction of

roadway improvements and for the acquisition of right-of-way.

- (9) Development activities and issuance of permits shall immediately cease if the Letter of Credit is not provided as described herein.
 - (10) If FDOT determines that it will not be able to substantially complete the Pipeline Project for the amount provided in the Letter of Credit, FDOT may satisfy its obligations under this Option 3 by constructing other improvements approved by Hillsborough County that are consistent with Section 19.8.14, Future of the Region (1987), and the Department of Community Affairs Transportation Policy Rule, that have a value equivalent to the Pipeline Project.
 - (11) If, as provided for herein, alternate improvements are substituted for those defined as the Pipeline Project in this Option 3, this Development Order shall be amended to identify said alternate improvements and to establish a schedule for their completion consistent with the requirements of this Development Order.
4. If the Developer elects to mitigate transportation impacts of Phase III such mitigation may be based upon the developer's commitment to fund or construct specific regional facilities as mitigation for the project's impacts on the transportation network in the manner required by the then applicable adopted roles and/or policies.
5. Pending the completion of the special FDOT study of I-75, a level of service (LOS) C peak hour will be maintained on the I-75 interchange ramps to avoid prejudicing the study's recommendations. No additional lanes, new interchanges, or modifications of existing interchanges (other than the installation of dual left turn receiving lanes or other minor geometric changes for the purpose of improving traffic service on intersecting roadways) to the I-75 system will be approved prior to the completion of this special study.
- If, during the study period, the LOS C peak hour threshold will be exceeded on the ramps of the I-75/Bufalo Avenue interchange, the Developer may, at it's expense, utilize ramp metering to preserve the LOS C peak hour service level. Building permits will not be issued if ramp metering are not permitted by the Federal Highway Administration and said alternative improvements are not approved and funded prior to the commencement of construction within any phase in which impacts require mitigation.
- To enable the County and FDOT to ascertain compliance with this Condition, the Developer shall submit to the County and FDOT a semi-annual LOS Operational Analysis of all ramps at the Bufalo Avenue/I-75 interchange. The LOS Operational Analysis shall contain a p.m. peak hour analysis of the level of service of the merge/diverge point, mid-ramp section and ramp junction at the arterial street for existing conditions and conditions projected 6 months from the submission date of the analysis. The technical analysis shall be conducted using generally accepted traffic engineering standards and procedures. The submission dates, slope and content of this Operational Analysis will be approved by the county and FDOT prior to issuance of the first Certificate of Occupancy.
- If, after an evaluation of such an Operational Analysis, the review by the County and FDOT indicates that the LOS C peak hour threshold will be exceeded for any ramp of the I-75/Bufalo Avenue interchange as a result of the Development's traffic prior to the submission of the next Operational Analysis, and the Development's traffic contributes more than five percent (5%) to the traffic volume, the County will determine whether to continue issuing building permits and will notify the Developer of this determination in writing. If the LOS C peak hour thresholds will be exceeded for the ramps prior to submission of the next Operational Analysis, the Developer shall have the opportunity to submit evidence to both the County and FDOT to demonstrate that Development traffic, as identified in an Operational Analysis, does not contribute more than five percent to the ramps' traffic volume, or evidence as to improvements that

will mitigate the project's impacts, under either of which conditions the County shall not, by reason of this Section cease the issuing of building permits for the Development.

This condition shall be in effect for the duration of the FDOT study period or for twenty two months from the date of issuance of this Development Order, whichever is earlier.

6. Mass Transit

a. The developer shall conform with the five stipulations of the Hillsborough Area Regional Transit Authority (HART) (as listed below) concerning proposed phase modal splits of 1.6%, 1.9%, 1.9% and shall report monitoring results in the annual report.

- (1) Access and internal arterial and appropriate collector road geometrics shall accommodate a 96" wide by forty (40) feet long advance design coach.
- (2) The Developer shall provide shelters and pullout bays along the on-site transit route on the internal roads as and when deemed appropriate by HART Authority. Shelter locations shall be reasonably accessible via walkways/crosswalks for pedestrian movement to/from buildings. Sufficient area lighting shall be included at bus stops. Appropriate signage will be placed at shelter sites.
- (3) Transit schedule/information displays will be provided, at a minimum, at each on-site bus stop by the developer.
- (4) Maintenance of transit amenities such as shelters, benches, and schedule displays shall be the responsibility of the HART Authority. Maintenance of landscaping adjacent to transit amenities shall be the responsibility of the developer.
- (5) Details, standards and phasing of all transit amenity provisions must be approved by the HART Authority and shall be representative of those commonly in use by the HART Authority.

7. A pedestrian/bicycle circulation system shall be provided within the project. The bicycle system shall incorporate whatever elements are necessary to complement the County Bicycle Plan and extend the County System into Sunway. No detailed site plans shall be approved which do not indicate these systems.

8. All studies, monitoring programs and reports required herein shall be incorporated into the annual reports. If the developer, his successors, or assigns anticipates exceeding a development level threshold indicated in the sections listed above, that study, report, and/or monitoring program which is required by exceedance of the threshold(s) will be included in the previous annual report submitted prior to the anticipated exceedance. If the development exceeds a specified development level threshold and the required study, report or monitoring program has not been submitted, no further Certificates of Occupancy shall be issued until the required information has been submitted to and accepted by Hillsborough County.

9. The developer shall provide a new traffic analysis consistent with Section 380.06, F.S., and Section 4.202, Future of the Region prior to any specific approvals of Phase III of Sunway. The new analysis shall be consistent with the results of the monitoring program and agreements reached at another transportation methodology meeting to be held prior to the preparation of each new analysis. These analyses shall include, but not be limited to, an assessment of project impact on the roadway segments and intersections listed in Tables 5 and -6 (which preceed). The Development Order shall be amended to include the conditions for mitigation of these subsequent phases.

10. Prior to construction of an entrance on Buffalo Avenue, a design of the entrance on Buffalo Avenue, including a letter of concurrence from FDOT, shall be submitted to Hillsborough County Engineer's Department for review and approval.
11. Driveway radii shall be a minimum of 25 feet to accommodate passenger vehicles.
12. When and if a traffic signal becomes warranted at the intersection of Buffalo Avenue and the project access the developer shall pay for the design, purchase and installation of the traffic signal, as well as any interconnection costs to adjacent signals if required, subject to FDOT requirements and approval.
13. When a traffic signal becomes warranted at the intersection of C.R. 574 and the project access or at the intersection of Williams Road and the project access, the developer shall pay for the design, purchase, and installation of the traffic signal, as well as any interconnection costs to adjacent signals if required.
14. Right-of-Way Dedication
 - a. The Developer shall dedicate to the County prior to the issuance of Zoning Compliance Permits, Final Plat approval or at the request of the County to coincide with roadway improvements, whichever comes first, 98 feet of right-of-way on the north side of C.R. 574 (Broadway Avenue), measured from the center line of the existing road. Since there is no platted or deeded right-of-way in this area, and the existing right-of-way is approximately 35 feet of maintained right-of-way on C.R. 574, the developer shall provide an additional 63 feet of right-of-way. This will provide part of the 118 feet of total right-of-way needed, ultimately to accommodate an symmetrical six-lane divided roadway section. It should be noted that most of the right-of-way for future widening of C.R. 574 must come off the north side, due to an existing railroad on the south side.
 - b. The Developer shall dedicate to the County prior to the issuance of Zoning Compliance Permits, Final Plat approval or at the request of the County to coincide with road improvements, whichever comes first, 36 feet of right-of-way on the west side of Williams Road, measured from the center line of the road. Since the existing right-of-way is approximately 30 feet of maintained right-of-way on the west side, the developer would be providing an additional six-feet of right-of-way. This will provide part of the 72 feet of total right-of-way needed, ultimately to accommodate a symmetrical two-lane undivided roadway section.

15.

Right-of-way dedication and transportation improvements shall be credited against Impact Fees, if applicable. The application and payment of Impact Fees in itself will not constitute funding commitments for the required right-of-way dedications and transportation improvements.

C. Air Quality

1. An air quality impact analysis (and mitigation plan) acceptable to the Florida Department of Environmental Regulation (DER) and Hillsborough County Environmental Protection Commission (EPC) shall be required prior to the issuance of any building permits for each phase.
2. Hillsborough County shall reserve the right to require that the developer undertake mitigative measures or a revision of the General Development Plan to rectify any future exceedences of ambient air quality standards attributable to the development.

D. Wind and Water Erosion

1. The developer shall undertake the measures referenced on pages 13-5 and 14-4 of the ADA to reduce fugitive dust and other adverse air emissions during all phases of development.

E. Soils

1. Measures used to overcome the onsite soils limitations shall include but not be limited to those discussed on pages 14-1 and 14-4 of the ADA.

F. Stormwater Management

1. The proposed retention/detention wetland systems shall be designed, constructed, and maintained pursuant to the guidelines of the Stormwater and Lake Systems Maintenance and Design Guidelines (TBRPC, 1978).
 - a. Best Management Practices recommended by Hillsborough County shall be adhered to, including a vacuum street cleaning program for parking and roadway areas within the development.
 - b. There shall be no net encroachment in the 100-year floodplain area, as delineated on Revised Map C in the Response Preliminary Assessment (Round II), and dated December 19, 1986, such encroachment shall not result in a significant adverse impact upon pre-development on-site hydrologic storage and/or off-site conveyance.
 - c. The stormwater management system shall be designed to maintain the existing hydroperiod levels and frequencies, as well as the hydraulic connections between on-site wetlands.
 - d. The conveyance criteria for major outfalls passing through the site will be the 50-year conveyance with a foot of freeboard without increasing high water.
2. Prior to the issuance of any building permits, the Final Stormwater Management Plan for the project shall be submitted to TBRPC for review for consistency with the ADA and council policy, and to Hillsborough County, DER and SWFWMD for approval. The following parameters shall be included in the project Stormwater Management Plan.
 - a. The County drainage criteria in existence at the time of construction of the respective project phases are to be the prevailing criteria to use for design and construction unless other affected agencies' drainage criteria are more restrictive. If flooding conditions exist downstream of the DRI's outfall, more restrictive design criteria may apply.
 - b. The proposed stormwater management systems shall be designed, constructed, and maintained to meet or exceed Chapter 17-25, F.A.C., and 40D-4, Rules of SWFWMD. Treatment shall be provided by biological filtration, wherever feasible. Prior to detailed site plan approval, the developer shall submit to the EPC a copy of the SWFWMD permit or exception for the project.
 - c. Best Management Practices, as recommended by Hillsborough County and SWFWMD shall be adhered to, including a vacuum street cleaning program for parking and roadway areas within the development.
 - d. In order to protect water quality in Tampa Bypass Canal, there shall be no degradation of water quality standards from stormwater exiting the site. Therefore, it is appropriate that the developer provide for a semiannual surface water quality monitoring program, to be instituted before ground-breaking takes place and to continue through project build-out, at minimum. Any violation of Chapter 17-3, F.A.C. shall require corrective measures as set forth by DER. The following shall apply:

- (1) Sampling locations shall be determined in cooperation with Hillsborough County, DER, SWFWMD and TERPC. Sampling shall be conducted weekly for a month during the wet season and weekly for a month during the dry season.
 - (2) All water quality analytical methods and procedures shall be thoroughly documented and shall comply with EPA/DER Quality Control Standards and Requirements.
 - (3) The monitoring results shall be submitted to Hillsborough County EPC, DER and SWFWMD semiannually.
 - (4) Should the monitoring indicate that applicable state water quality standards are not being met, all construction within the subbasins where the violation is noted shall cease until the violation is corrected, or if specific construction can be identified as causing the violation, all such activity responsible for the exceedence shall cease until the violation is corrected.
3. The developer shall give all necessary drainage easements to the County as required by the County Stormwater Management Department.
 4. The developer shall be responsible for the operation and maintenance of the on-site drainage facilities.
 5. The developer shall be responsible for providing all drainage facilities within the confines of this project as required by the County Stormwater Management Department.
 6. Stormwater detention/retention design requirements for the development shall be as listed below unless otherwise approved by the Hillsborough County Environmental Protection Commission and the Hillsborough County Stormwater Engineer:
 - a) The side slopes shall be no greater than 4:1.
 - b) The banks shall be completely vegetated to the design low water elevation.
 - c) The sides and the bottom of each pond shall not be constructed of impervious material.

G. Vegetation & Wildlife (Includes Wetlands)

1. In order to protect reserved/ conserved wetland areas, the developer shall adhere to the following requirements:
 - a. The developer shall submit a wetland management plan to be implemented during construction and after completion of the project. The plan shall address, but not be limited to, the following:
 - (1) wetlands to be preserved;
 - (2) proposed wetland/lake alterations;
 - (3) control of exotic species;
 - (4) control of on-site water quality;
 - (5) maintenance of natural hydroperiod; and
 - (6) methods for wetland restoration/enhancement.
 - b. Except as permitted by agencies having jurisdiction:
 - (1) No hydroperiod alteration shall be permitted in conservation or preservation areas as identified on the Master Development Plan.
 - (2) No dredging, filling or development activities will be allowed within preservation areas. Activities within the conservation areas shall be limited to stormwater management outfall structures and boardwalks.

- c. All wetlands losses shall require 1:1 in-kind wetland replacement, at minimum.
 - d. All mitigation areas and littoral shelves shall be monitored semiannually for a period of four years. Monitoring shall include species diversity composition, spreading and exotic species encroachment. Additional planting species at the end of three years.
 - e. During construction, hay bales shall be staked between the 30' setback lines and the wetland lines of all conservation areas to prevent soil erosion into the wetlands.
 - f. Any activity interfering with the integrity of wetlands such as clearing, excavating, draining or filling, without specific authorization from the Director of the EPC or his designated agent, pursuant to Section I-11.07, Rules of the Commission, would be a violation of Section 17 of the Hillsborough County Environmental Protection Act, Chapter 84-446, and of Chapter 1-11, Rules of the HCEPC.
3. The stormwater drainage system of the project may incorporate wetlands on-site, but no direct discharge from any impervious surface shall be permitted into any wetland which is designated as a "Conservation Area," unless otherwise approved by the Environmental Protection Commission.
 4. In the event that any species listed in Sections 39-27.03-.05, F.A.C. area observed frequenting the site for nesting, feeding, or breeding, proper mitigation measures shall be employed in cooperation with the Florida Game and Fresh Water Fish Commission.

H. Open Space

1. Representative tracts of pine flatwoods and bayhead communities on page 18-1 of the ADA shall be preserved on-site in a manner which will ensure their continued natural function and value. These areas shall be designated on the General Development Plan to serve as conservation areas and shall be of sufficient size so as to maintain their natural function. To the extent possible these areas should be located contiguous to other habitats and conserved so as to enhance their value.
2. The land use designations for those portions of the site which meet the definition of preservation and conservation areas, as defined in the Regional Planning Council's adopted growth policy, Future of the Region, Section 2.701 and 2.702 shall be as designated on the revised Master Development Plan submitted to Hillsborough County and shall be consistent with the Preservation/Conservation Map in Appendix A of the Sufficiency Response.
3. The developer shall be responsible for maintenance of all landscaped and open space areas within the project site.

I. Public Facilities

1. Prior to issuance of commercial site plan approval for each phase of the development, the Developer shall stipulate to the satisfaction of Hillsborough County the manner by which the developer will participate in the provision or expansion of internal water supply, supply lines, and facilities to service the project. No building permits shall be issued without an approved, permitted potable water distribution system and available capacity for that portion of the building construction. Water saving fixtures shall be utilized in all buildings.
2. In the event that potable water is supplied by an on-site well(s), the development shall be subject to the imposition of additional Development Order conditions:

- (1) Any on-site effluent disposal shall be subject to groundwater monitoring, and the parameters shall be worked out in monitoring methodology meeting with EPC.
- (2) Connection to the regional Water Supply System shall be accomplished as soon as possible.

3. Prior to the issuance of detailed site plan approval for each phase of the development, the developer shall provide verification of fire flows acceptable to Hillsborough County and of fire-fighting facilities/manpower/equipment required to serve the phase.
4. Prior to issuance of detailed site plan approval for each phase of the development the developer shall provide verification of that adequate solid waste disposal, electricity, police and emergency medical services capabilities and facilities are available to service the described phase.

J. Wastewater

1. Prior to issuance of commercial site plan approval, for each phase of the development, the developer shall stipulate to the satisfaction of Hillsborough County the manner by which the developer will participate in the provision of any wastewater treatment and disposal facilities that will serve that phase of development.
Assurance of adequate wastewater treatment and disposal capacity for the development shall be provided to Hillsborough County prior to commencement of each phase of development.
2. Prior to issuance of detailed site plan approval, for each phase of the development, the developer shall provide documentation to the Department of Development Coordination of a master plan for wastewater collection, treatment and effluent disposal facilities approved and permitted by the Utilities Department. No Certificates of Occupancy shall be issued without a commitment from Hillsborough County or other responsible entity to provide wastewater disposal capacity for the building(s) that are the subject of such application.
3. The developer shall be required to use non-potable water for landscape and open space irrigation.
4. Any wastewater treatment plant constructed to serve Sunway shall be constructed according to Hillsborough County standards. Connection to a regional wastewater treatment facility shall be accomplished as soon as possible.
5. The developer shall provide for recovered waste water disposal in accordance with any uniformly applicable Hillsborough County ordinance or Department of Water and Wastewater Utilities take-back policy in effect prior to construction plan approval. Any plans for on-site wastewater treatment and/or disposal of effluent shall be in accordance with applicable regulations of Hillsborough County, DER and SWFWMD.
- (1) A groundwater quality monitoring program approved by DER and SWFWMD shall be required if wastewater effluent is disposed of on-site.
- (2) The developer shall be responsible for providing and maintaining any on-site wastewater treatment and disposal capacity, on-site effluent return system, any spray irrigation system, and the wet-weather storage area for any returning effluent.
6. Any use of septic tanks shall only be permitted on a temporary basis, for construction purposes.

K. Hazardous Waste

1. Surface impoundments of hazardous waste, hazardous waste piles, land treatment of hazardous waste, landfills and underground storage of

hazardous materials shall be prohibited.

2. Prior to the issuance of Certificates of Occupancy the developer shall provide, if not in conflict with Hillsborough County plans and policies, separate hazardous waste storage areas within the project. These areas shall be accessible to all businesses and shall be marked and/or colored so as to clearly distinguish the areas intended for hazardous wastes and materials. (Hazardous wastes are those substances and materials defined in Subsection 403.703(21), F.S., and listed in Title 40 CFR Part 261).
3. The developer shall provide to all project businesses, information that: (a) indicates the types of wastes and materials that are considered to be hazardous and are to be stored or disposed of only in the specially-designated container/areas; and (b) indicates the location of the specially-designated hazardous waste and materials containers/areas; and (c) advises of applicable statutes and regulations regarding hazardous wastes and materials at the time of purchase or lease.
4. The developer shall advise purchasers and lessees, and stipulate at the time of purchase or lease that statutes and regulations exist and that penalties may accrue from failure to properly transport, store, handle, and dispose of hazardous wastes materials.
5. Users who generate/handle hazardous substances shall implement a site-specific surficial aquifer monitoring program as required by Hillsborough County, Hillsborough County Environmental Protection Commission and DER. An emergency response and hazardous waste management operation plan will be required for those facilities which generate/handle hazardous wastes, to minimize hazards to human health and the environment. The plans will describe the procedures and actions required of facility personnel as well as describe the arrangement agreed to by local EMS/fire and police departments and hospitals. Individual tenant plans shall be included in the first annual report following their adoption.
6. All temporary hazardous waste storage facilities shall meet the criteria set forth in Sections 3.913(A), (D) and (E), Future of the Region.
7. Hazardous waste generators shall list wastes that have a potential for reuse with waste exchanges for at least 30 days prior to transporting the waste off-site for treatment or for disposal, depending on the waste type and quantity. Small quantity generators should obtain USEPA identification numbers.
8. The developer shall monitor the wastewater stream for the presence of hazardous or toxic waste within the stream prior to any on-site wastewater treatment and shall verify that the wastewater effluent for re-use is non-hazardous and in compliance with applicable DER regulations.

L. Hurricane Evacuation

1. The developer shall coordinate with the Hillsborough County Bureau of Emergency Management and the Greater Tampa Bay Chapter of the American Red Cross as to the feasibility of designating the hotel as a public hurricane evacuation center or "host-hotel" facility to shelter the residents of the more vulnerable areas/hotels. A report on these discussions shall be submitted in the first annual report following issuance of the first Certificates of Occupancy.
2. The developer shall promote awareness of, and shall cooperate with local and regional authorities having jurisdiction to issue hurricane evacuation orders. The developer shall prepare a plan to ensure that safe and orderly evacuation of residents and employees when a Level C, D or E evacuation order, (as appropriate), is issued by (1) ordering all buildings closed for the duration of a hurricane evacuation order; (2) informing all residents and employees of evacuation routes out of

the flood prone area and measures to be fulfilled in the event of same; and (3) making all efforts to coordinate with and inform appropriate public authorities of building closings, security and safety measures, and evacuation plans. This plan shall be included in the first annual report.

M. Energy Conservation

1. The energy conservation measures referenced on page 25-1 of the ADA shall be required. The following energy conservation measures shall also be encouraged by the Developer or his assigns including the use of landscaping and retention of existing vegetation as a means of energy conservation:
 - a. The initiation of programs to promote energy conservation by employees, buyers, suppliers and the public.
 - b. Reduction in levels of operation of all air conditioning, heating and lighting systems during non-business hours.
 - c. Recycling programs.
 - d. The use of energy-efficient cooling, heating and lighting systems.
 - e. Installation of innovative energy conservation features such as waste heat recovery or solar power where feasible in project development.
 - f. Use of the most energy efficient technology economically feasible in the construction and operation of light industrial/commercial /office facilities the life-cycle costing (to include operation and maintenance costs) in evaluating energy conservation effectiveness.

N. Historical or Archaeological Resources

1. The discovery of any historical or archaeological resources shall be reported to the Florida Division of Archives, History and Records Management and the disposition of such resources shall be determined in cooperation with the Division of Archives and Hillsborough County.

O. Noise

1. Noise abatement measures shall be incorporated into building design near I-75.

P. Equal Opportunity

1. The developer shall seek, and urge and encourage all contractors and subcontractors to involve minority groups in the development of the project. All office and commercial establishment areas shall be available to all, on a fair and impartial basis.

Q. General

1. Any change to the project which meets the criteria set forth in Subsection 380.06(19) (b), F.S. shall constitute a substantial deviation.
2. Any approval of the Sunway development shall at minimum, satisfy the provision of Chapter 380.06(15), F.S.
3. Any approval of this development shall require that all of the developer's commitments set forth in the ADA, and as summarized as Attachment 1, be honored, except as they may be superseded by specific terms of the Development Order.

STATE OF FLORIDA)
COUNTY OF HILLSBOROUGH)

I, RICHARD AKE, Clerk of the Circuit Court and Ex-Officio Clerk of the Board of County Commissioners of Hillsborough County, Florida do hereby certify that the above and foregoing is a true and correct copy of a Resolution adopted by the Board at its public hearing meeting of November 10, 1987, as same appears of record in Minute Book 138 of the Public Records of Hillsborough County, Florida.

WITNESS my hand and official seal this 15th day of December, 1987.

RICHARD AKE, CLERK

By: Edna O. Stypantuck
Deputy Clerk

APPROVED BY COUNTY ATTORNEY

BY

Butler Bay
Approved As To Form And

Legal Sufficiency.

DEVELOPER COMMENTS

GENERAL PROJECT DESCRIPTION

1. "Parking will, at a minimum, meet the parking requirements of the Hillsborough County zoning ordinance...It is estimated for purposes of this application that approximately 10,000 spaces will be needed to satisfy minimum requirements of uses now planned." (ADA, 12-4)
2. "In the event of multiple developers, Shannon proposes to institute privately administered controls for purposes of achieving design continuity and use compatibility in the project in cases where standards above the minimum public requirements are desired. Shannon also proposes to construct and maintain any common roadways, drainage facilities, landscaped areas and similar facilities in the project, except that, in the event of multiple ownership, maintenance responsibilities may be transferred to a private park association." (ADA, 12-5)
3. "Representative elements of pine flatwoods will be incorporated as components of open space on developed site." (SR, 11 and 12-2)
4. "Traffic impacts along the residential neighborhood to the east will be minimized by the placement of the primary internal collector on the interior of the site and not bordering on the residential areas." (SR, 3)
5. "The intent is to develop Williams Road primarily for site access in coordination with other property owners." (SR, 3)

ENVIRONMENTAL AND NATURAL RESOURCES

Air

"County regulations require approval of construction plans that include measures for dust and erosion control such as surface watering and chemical stabilization. The applicant commits to comply with the applicable requirements." (ADA, 13-5)

LAND

1. "Soil limitations on the site are the result of high water table conditions in certain soils. Corrective measures will be incorporated during the construction and design phases of the project as required by standard engineering and construction practices. These measures may include, but are not limited to, additional fill placement for some building pads and anti-corrosive additives in concrete and sealants under buildings." (ADA, 14-1)
2. "Specific placement of mid- or high-rise buildings will take into account foundation suitability." (SR, 14-2)

3. "Clearing will be limited to areas under construction and will be subject to applicable Hillsborough County ordinances." (SR, 4)

WATER

1. "Stormwater facilities will be developed pursuant to the requirements of Hillsborough County and FDER." (ADA, 15-3)
2. The stormwater detention system is comprised of detention ponds and the natural wetlands on-site. "As required by the Southwest Florida Water Management District, the detention ponds will be designed to accept the first inch of rainfall which will serve to concentrate suspended solids and settle organic materials. Additional pollutants originating from impervious surfaces will also be directed to and treated in the detention ponds. The establishment of a vegetated littoral shelf in the ponds will further enhance the quality of the runoff, and the use of a filtration system prior to discharge will also be required." (ADA, 15-3, 4)

WETLANDS

1. "The borrow pond along the western boundary of the site would be enhanced by creating littoral zones and revegetating with native wetland species." (ADA, 16-1)
2. "Approximately 100% of the site's wetlands (excluding the borrow pond) will be preserved; however, due to the changes in the water levels in the wetlands, normal high and low water conditions may be altered to approximate the natural hydrologic regime in accordance with the requirements of FDER, EPC and the Southwest Florida Water Management District (SWFWMD)." (ADA, 16-3)
3. "The natural hydroperiod of the existing wetlands will be maintained by incorporating the wetlands into the overall stormwater management plan for the site. The detention ponds will serve to attenuate peak flows and aid in polishing the stormwater before it spills into adjacent wetlands." (SR, 16-1)
4. "Mitigation for any altered wetland will be in accordance with applicable EPC, DER, and SWFWMD regulations." (SR, 16-2)
5. "Approximately one acre of wetlands will be altered for road alignment. The applicant acknowledges alterations may require permitting." (SR, SWFWMD comment, no page number)
6. "The developer will comply with state and local guidelines which require the maintenance of natural hydroperiods of the wetlands." (SR, HCDDC comment, 8)
7. "The developer concept plan proposes extensive undeveloped areas, retention ponds and a Bayhead Preservation Area located along the eastern fringe of the site." (SR, 3)

FLOODPLAINS

"Development proposed within the 100-year flood zone will be subject to local regulations which set standards for development in flood hazard areas, including a requirement that finished floor elevations of habitable structures be at or above the 100-year flood level." (ADA, 17-1)

HISTORICAL AND ARCHAEOLOGICAL SITES

"The developer will comply with appropriate regulations regarding archaeological/historical resources if any are found on-site." (SR, HCDDC comment, 6)

WASTEWATER MANAGEMENT

1. "The internal collection system ownership and maintenance will be in accordance with County policy which requires that facilities in public right-of-way be owned and maintained by the County and those facilities on private property remain private. Recovered water disposal will be by land application...on landscaped areas." (ADA, 21-3)
2. "Should county wastewater treatment disposal facilities not be available for Phase II, any solution would be in accordance with appropriate county agencies and DER." (SR, 21-1)
3. In the event the interim plant alternative is selected, the necessary studies (for spray irrigation of treated effluent) would be conducted and submitted to appropriate agencies for approval. (SR, 21-1)
4. "Location of local private and public potable supply wells would be determined in the planning phases of the effluent disposal and groundwater monitoring plan. Impact of effluent disposal on these wells would be within DER and SWFWMD standards." (SR, 21-1)

DRAINAGE

1. "The primary storage and conveyance facilities within the site will be designed to accommodate the future condition runoff from the 25-year 24-hour storm event in accordance with the Southwest Florida Water Management District and Hillsborough County." (ADA, 22-4)
2. "Systems to collect and convey surface runoff from individual sites to the primary facilities will be designed for the 10-year event using the rational method." (ADA, 22-4)
3. "Based on the topographic conditions surrounding the site, offsite drainage from the north currently discharged into the meandering channel, will be conveyed to the south through basin 2 and into the same meandering channel." (ADA, 22-6)
4. "Peak outflow from the proposed site for the 25-year event will not exceed the existing condition 25-year outflows to the tributary channel to the Tampa Bypass Canal." (ADA, 22-6)

5. "Water quality treatment will be provided within the site in accordance with Chapter 17-25 of the Florida Administrative Code in order to avoid degradation in the quality of the downstream water channel." (ADA, 22-6)
6. "It is anticipated that maintenance of the drainage facilities within the site will be the responsibility of the developer and/or owner, or their successors in interest." (ADA, 22-8)
7. "The first flush of stormwater will be treated pursuant to applicable County regulations. Existing wetlands will alternate the hydroperiod further while providing additional biological treatment before outfalling from the site." (SR, 22-1)
8. "Stormwater will be conveyed by reinforced concrete pipes and stored within proposed lakes. If appropriate, treatment will be provided biologically by incorporating littoral shelves." (SR, 8)
9. "Pre- and post-development watershed hydraulics will be in accordance with criteria set forth by SWFWMD and Hillsborough County which limits the rate of post-development runoff to the pre-development conditions." (SR, 9)
10. "No adverse regional impact on water table levels is expected to occur as a result of the Master Drainage Plan." (SR, 22-7)

WATER SUPPLY

1. "Maintenance of internal water distribution facilities not located within public rights-of-way or easements will be the responsibility of the developer and/or successors in interest." (ADA, 23-3)
2. "The developer will be required to meet Hillsborough County codes pertaining to building construction to accomplish adequate water pressure and flow for fire fighting." (ADA, 23-4)

SOLID WASTE

1. "The project and its tenants will be subject to state laws applying to small generators, transporters and disposers of hazardous wastes." (ADA, 24-1)
2. "The developer or tenants will be required to comply with appropriate regulations concerning hazardous wastes in the wastewater system." (SR, HCDDC comment, 7)
3. "Owners and/or tenants will be required to select hazardous waste management practices from the alternatives provided by the County and to notify the County of the proposed practices 17-31.05, F.A.C." (SR, HCDDC comment, 9)

RECREATION AND OPEN SPACE

1. "Common open space areas will be owned and maintained by the applicant or an owners' association except where local governments elect to accept ownership and maintenance responsibilities of facilities that provide broad public uses or benefits. Any such transfer to public ownership would be accomplished in a manner provided by County ordinance. Open space on individual tracts would be maintained by tract owners or their assigns." (ADA, 27-1)
2. "The applicant or its assigns will assume maintenance responsibilities for privately owned open space on the site." (SR, 27-1)
3. Representative elements of pine flatwoods and bayhead remnant communities will be incorporated as components of open space on developed sites. (SR 11, 12-2, & 18-2)
4. Buffering character dimensions will comply with Hillsborough County zoning regulations. (SR, 27-1)

FIRE

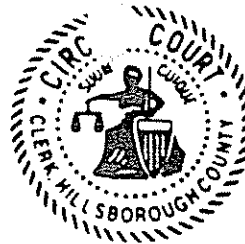
1. "The developer or his assigns will maintain the internal fire protection systems." (ADA, 30-1)
2. "The applicant commits to providing the site with sufficient sized mains and hydrants, as per Hillsborough County regulations." (SR, HCDDC comment, 10)
3. Height of buildings will be dictated by Hillsborough County zoning code restrictions. (SR, 30-1)

OFFICE PARKS

If the market justifies it, a substantial amount of office space may be dedicated to warehousing, light industrial or other manufacturing activities. (SR, no page number)

ADA - Application for Development Approval
SR - Sufficiency Response
HCDDC - Hillsborough County Department of Development Coordination

Richard Ake
Clerk of the Circuit Court
Hillsborough County, Florida



Clerk to Board of
County Commissioners
County Center, 12th Floor
601 E. Kennedy Blvd.
PO Box 1110
Tampa, Florida 33601
Telephone 276-2029, ext. 6730

March 16, 1995

TIM BUTTS DRI COORDINATOR
TAMPA BAY REGIONAL PLANNING COUNCIL
9455 KOGER BOULEVARD, SUITE 219
ST. PETERSBURG, FL 33702

Re: Resolution No. R95-041 - Amending the Development Order of
Sunway (DRI #144)

Dear Mr. Butts:

Attached is a certified copy of referenced resolution, which was
adopted by the Hillsborough County Board of County Commissioners on
February 21, 1995.

We are providing this copy for your files.

Sincerely,

RICHARD AKE
CLERK OF CIRCUIT COURT

By: 
Linda Eryman
Manager, BOCC Records

LF:ADF
Attachment
Certified Mail
cc: Board files (orig.)
J. Thomas Beck, Florida Department of Community Affairs
Cynthia A. Henderson, Esq. -
Annis, Mitchell, Cockey, Edwards & Roehn
Jeanie E. Hanna, Senior Assistant County Attorney
Gene Boles, Director, Planning and Development Management



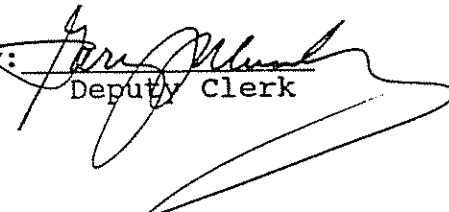
Clerk to Board of
County Commissioners
County Center, 12th Floor
601 E. Kennedy Blvd.
P.O. Box 1110
Tampa, Florida 33601
Telephone 276-2029, ext. 6730

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

I, RICHARD AKE, Clerk of the Circuit Court and Ex Officio Clerk of the Board of County Commissioners of Hillsborough County, Florida, do hereby certify that the above and foregoing is a true and correct copy of Resolution No. R95-041 Amending the Development order for Sunway (DRI #144) approved by the Board in its regular meeting of February 21, 1995, as the same appears of record in MINUTE BOOK 225 of the Public Records of Hillsborough County, Florida.

WITNESS my hand and official seal this 16th day of March, 1995.

RICHARD AKE, CLERK

By: 
Deputy Clerk

Resolution No. R95-041

RESOLUTION OF THE BOARD OF COUNTY COMMISSIONERS
OF HILLSBOROUGH COUNTY, FLORIDA,
AMENDING THE DEVELOPMENT ORDER FOR SUNWAY DRI #144.

Upon motion of Commissioner Turanchik, seconded by
Commissioner Hart, the following Resolution was
adopted on this 21st day of February, 1995, by a vote of 6 to 0.

WHEREAS, on November 10, 1987, the Board of County Commissioners approved a Development Order, Resolution No. R87-0366 for the SUNWAY Development of Regional Impact ("DRI") No. 144 (the "Development Order") pursuant to the provisions of Section 380.06, Florida Statutes; and

WHEREAS, on March 15, 1988, March 13, 1990, and August 28, 1991 the Board of County Commissioners approved amendments to the Development Order, Resolutions No. R88-0051, R-90-0071, and R-91-0181 respectively, pursuant to the provisions of Section 380.06, Florida Statutes (hereinafter the November 10, 1987 Development Order, as amended by the above-referenced amendments, shall be referred to as the "Development Order"); and

WHEREAS, on November 28, 1994, SHANNON PROPERTIES, INC., filed a "Notification of a Proposed Change to a Previously Approved Development of Regional Impact ("DRI") Subsection 380.06(19), Florida Statutes", for the SUNWAY DRI (the Notification is hereinafter referred to as the "Notice of Change") in accordance with Section 380.06(19), Florida Statutes; and

WHEREAS, the Notice of Change proposed an extension of the dates of buildout of development of Phases I, II and III of the Development Order and the effective date of the Development Order, by two years each, as more particularly stated in the Notice of Change.

NOW, THEREFORE, BE IT ORDAINED BY THE BOARD OF COUNTY COMMISSIONERS OF HILLSBOROUGH COUNTY, FLORIDA:

1. The following findings of fact are made:

(a) Shannon Properties, Inc. submitted to Hillsborough County the Notice of Change, attached hereto as Exhibit 1 and incorporated herein, which requested an extension of the date of buildout of development for Phase I, Phase II and Phase III of the Development Order, and the effective date, each by 2 years (the "Proposed Change").

(b) Shannon Properties, Inc. obtained an amendment to the Development Order on March 13, 1990, Resolution No. R-90-0071, which approved an extension of the date of buildout of development of Phase I, Phase II and Phase III by 2 years and 11 months each (the "1990 Amendment").

(c) Shannon Properties, Inc. obtained an amendment to the Development Order on August 28, 1991, Resolution No. R-91-0181, which approved an extension of the date of buildout of development of Phase I, Phase II and Phase III by 2 years each (the "1991 Amendment").

(d) The Proposed Change, together with the 1990 Amendment and the 1991 Amendment, extend the date of buildout by less than seven years and do not constitute a substantial deviation.

(e) Subsection 380.06(19)(e)4, Florida Statutes, requires that the local government consider the previous and current proposed changes to a development order in deciding whether such changes cumulatively constitute a substantial deviation requiring further Development-of-Regional-Impact review.

(f) All statutory procedures have been adhered to.

(g) The findings of fact and conclusions of law made in the original Development Order, and amendments, are incorporated herein by reference, unless in conflict with the provisions of this Amendment to the Development Order or the Notice of Change.

2. Paragraph A. Phasing Schedule and Deadlines, Section IV. SPECIFIC CONDITIONS, of the Sunway Development Order is hereby amended as provided in Exhibit A attached hereto and made a part hereof.

3. Except as otherwise provided herein, the previously approved Development Order and amendments thereto shall remain unchanged and in full force and effect.

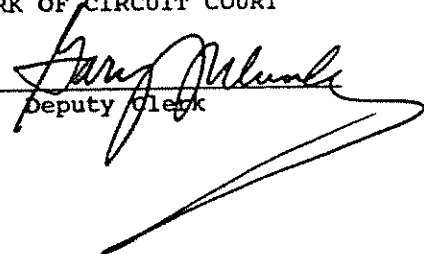
4. Upon adoption, this Resolution shall be transmitted by Ex Officio Clerk to the Board of County Commissioners by certified mail to the State Land Planning Agency, the Tampa Bay Regional Planning Council and Shannon Properties, Inc.

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

I, RICHARD AKE, Clerk of the Circuit Court and Ex Officio Clerk of the Board of County Commissioners of Hillsborough County, Florida, do hereby certify that the above and foregoing is a true and correct copy of a Resolution adopted by the Board at its regular meeting of Feb. 21, 1995, as the same appears of record in Minute Book 225 of the Public Records of Hillsborough County, Florida.

WITNESS my hand and official seal this 16th day of March, 1995.

RICHARD AKE
CLERK OF CIRCUIT COURT

BY: 
Deputy Clerk

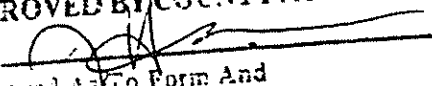
APPROVED BY COUNTY ATTORNEY
BY 
Approved As To Form And
Legal Sufficiency.

EXHIBIT A

I. SPECIFIC CONDITIONS

A. Phasing Schedule and Deadlines

1. The development of the project shall proceed in accordance with the following phasing schedule:

<u>Years</u>	<u>Use</u>	<u>Amount,</u> <u>(gross sq ft)</u>
Phase I (2/95) (2/97)	Office Hotel	800,000 300 Rooms
Phase II (2/98) (2/2000)	Office	800,000
Phase III (2/2002) (2/2004)	Office	1,100,000
Total	Office Hotel	2,700,000 300 Rooms

2. For purposes of this Order, a phase shall be considered complete upon issuance of the final Certificate of Occupancy for the phase. Development may occur anywhere on the site up to a specified intensity threshold which generates the equivalent number of vehicle trips calculated for the project parameters in that particular phase. If the Developer elects to amend the proposed phasing schedule, he shall submit said amendments to the Department of Development Coordination for review and approval, which approval shall not be withheld for mere acceleration of phases if the terms of this Order are otherwise fully complied with. It is the intent of this provision to insure that all prerequisites for each phase of the project are complied with. Any significant departure in project buildout from the phasing schedule set forth in the Application shall be subject to a substantial deviation determination pursuant to Chapter 380.06(19), Florida Statutes (1985).
3. This Development Order shall remain in effect for a period up to and including June 1, ~~2003~~2005. No further development shall be allowed after expiration of the development order. Any development activity for which plans have been submitted to the County for its review and approval prior to the expiration date of this Development Order may be completed in accordance with the requirements of the Development Order, if approved.

This Development Order may be extended by the Board of County Commissioners of Hillsborough County on the finding of excusable delay in any proposed development activity. However, any application for extension must be filed with Hillsborough County a minimum of Thirty (30) days prior to the expiration date.

4. Physical development on the vacant portions of the site shall begin within three (3) years of the effective date of this Development Order.
5. The development shall not be subject to downzonings or intensity reduction until June 1, ~~2003~~2005, unless the local government can demonstrate that substantial changes in the conditions underlying the approval of the Development Order have occurred, or the Development Order was based on substantially in accurate information provided by the Developer, or the change is clearly established by local government to be essential to the public health, safety, or welfare.

Section IV

- B.3.c(2) For the purposes of this Option 3 only, Phase II shall be divided into Phase IIA consisting of the first 600,000 square feet of Phase II and Phase IIB consisting of the last 200,000 square feet of Phase II. The Developer's Proportionate Share for Phases I and IIA of the development has been calculated to be \$2,368,428 and for Phase IIB to be \$215,000 for a total of \$2,583,428, representing the total of Proportionate Shares calculated for Phases I and II. Said Proportionate Share has been calculated based on the formula set forth in Rule 9J-2.0255, F.A.C., as interpreted by the policies of the Florida Department of Community Affairs, TBRPC, FDOT and Hillsborough County, and have been determined to be greater than the impact fee required by applicable Hillsborough County transportation and right-of-way impact fee ordinances for Phases I and II, which said impact fee is estimated at \$1,636,186.

In no event shall the Developer be required to make dedications, contributions and/or funding commitments for the purposes of mitigating regionally significant transportation impacts of Phases I and II which exceed the total Proportionate share set forth above. The Developer shall increase the Proportionate Share amount so that, in the event there is an increase in the cost of the improvements incurred by FDOT as a result of the extension of phasing dates the Proportionate Share will fund the same percentage of the cost of such improvements as would have been funded by the proportionate share amount set forth in the Development Order.



Clerk to Board of
County Commissioners
County Center, 12th Floor
601 E. Kennedy Blvd.
P.O. Box 1110
Tampa, Florida 33601
Telephone 276-2029, ext. 6730

August 21, 1996

TIM BUTTS DRI COORDINATOR
TAMPA BAY REGIONAL PLANNING COUNCIL
9455 KOGER BOULEVARD, SUITE 219
ST. PETERSBURG, FL 33702

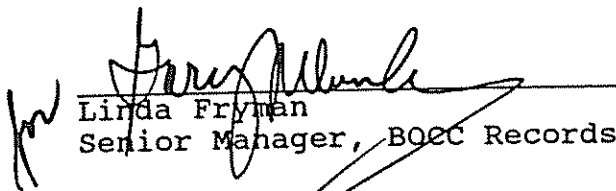
Re: Resolution No. R96-176 - Amending the Development Order for
Sunway (DRI #144)

Dear Mr. Butts:

Attached is a certified copy of referenced resolution, which was
adopted by the Hillsborough County Board of County Commissioners on
July 23, 1996.

We are providing this copy for your files.

Sincerely,


Linda Fryman
Senior Manager, BOCC Records

LF:ADF

Attachment

Certified Mail

cc: Board files (orig.)

J. Thomas Beck, Florida Department of Community Affairs

Dana Young, Esquire

Vincent A. Marchetti, Assistant County Attorney

Gene Boles, Director, Planning & Growth Management

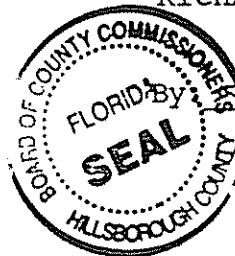
Joe Egozcue, County Attorney's Office

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

I, RICHARD AKE, Clerk of the Circuit Court and Ex Officio Clerk of the Board of County Commissioners of Hillsborough County, Florida, do hereby certify that the above and foregoing is a true and correct copy of Resolution No. R96-176 Amending the Development Order for Sunway (DRI #144) approved by the Board in its regular meeting of July 23, 1996, as the same appears of record in MINUTE BOOK 242 of the Public Records of Hillsborough County, Florida.

WITNESS my hand and official seal this 21st day of August, 1996.

RICHARD AKE, CLERK



[Signature]
Deputy Clerk

RESOLUTION NO. R96-176

RESOLUTION OF THE BOARD OF COUNTY COMMISSIONERS
OF HILLSBOROUGH COUNTY, FLORIDA
AMENDING THE DEVELOPMENT ORDER FOR SUNWAY DRI #144

Upon motion of Commissioner Bart, seconded by Commissioner Busansky, the following Resolution was adopted by a vote of 6 to 0, with Commissioner(s) _____ voting "No."

WHEREAS, on November 10, 1987, the Board of County Commissioners approved a Development Order, Resolution No. R87-0366 for the SUNWAY Development of Regional Impact ("DRI") No. 144 (the "Development Order") pursuant to the provisions of Section 380.06, Florida Statutes; and

WHEREAS, on March 15, 1988, March 13, 1990, August 28, 1991 and February 21, 1995, the Board of County Commissioners approved amendments to the Development Order, Resolutions No. R88-051, R90-0071, R91-0181, and R95-041 respectively, pursuant to the provisions of Section 380.06, Florida Statutes (hereinafter the November 10, 1987 Development Order, as amended by the above-referenced amendments, shall be referred to as the "Development Order"); and

WHEREAS, on April 2, 1996, AUTONATION USA and SHANNON PROPERTIES, INC., filed a "Notification of a Proposed Change to a Previously Approved Development of Regional Impact ("DRI") Subsection 380.06(19), Florida Statutes" for the SUNWAY DRI (the Notification is hereinafter referred to as the "Notice of Change") in accordance with Section 380.06(19), Florida Statutes; and

WHEREAS, the Notice of Change proposed an alternative scenario pursuant to which Alternative "A" would downscale the project by increasing the retail portion of the project from the current approval of 80,000-100,000 square feet to 120,000 square feet, and eliminating the office and hotel use. Alternative "B" would preserve the existing development approval. The Notice of Change also proposed the addition of one small parcel (.25 acres) internal to the project into the DRI; and

WHEREAS, pursuant to Section 380.06(19), Florida Statutes, public notice was given that a public hearing would be held by the Board of County Commissioners on July 23, 1996, to consider a request to amend the Development Order; and

WHEREAS, the proposed change does not constitute a substantial deviation.

NOW THEREFORE, BE IT RESOLVED BY THE BOARD OF COUNTY COMMISSIONERS OF HILLSBOROUGH COUNTY, FLORIDA, IN REGULAR MEETING, DULY ASSEMBLED THIS 23rd DAY OF July, 1996, AS FOLLOWS:

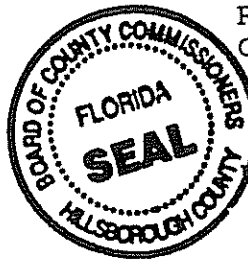
1. The following findings of fact are made:
 - a. AutoNation USA and Shannon Properties, Inc., submitted to Hillsborough County the Notice of Change as hereinafter certified, which requested the addition of an alternative which would increase the retail portion of the project to 120,000 square feet and eliminate the office and hotel uses, and which requested the inclusion of a small parcel (.25 acres) into the DRI.
 - b. All statutory procedures have been adhered to.
 - c. The findings of fact and conclusions of law made in the original Development Order, and amendments, are incorporated herein by reference unless in conflict with the provisions of this Amendment to the Development Order of the Notice of Change.
2. The Sunway Development Order is hereby amended as provided in Exhibit "A" attached hereto and incorporated herein.
3. The Revised Map H for both Alternatives "A" and "B," attached hereto as Exhibit "B" is hereby approved and substituted as the Master Development Plans for the Sunway DRI.
4. The Developer's Certification attached hereto as Exhibit "C" and incorporated herein, affirms that copies of the Notice of Change have been delivered to all persons as required by law.
5. Except as otherwise provided herein, the previously approved Development Order and amendments thereto shall remain unchanged and in full force and effect.
6. Upon adoption, this Resolution shall be transmitted by Ex Officio Clerk to the Board of County Commissioners by certified mail to the State Land Planning Agency, the Tampa Bay Regional Planning Council, AutoNation USA and Shannon Properties, Inc.

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

I, RICHARD AKE, Clerk of Circuit Court, and Ex Officio Clerk of the Board of County Commissioners of Hillsborough County, Florida, do hereby certify that the above and foregoing is a true and correct copy of a Resolution adopted by the Board at its regular meeting of July 23, 1996, as the same appears of record in Minute Book 242 of the Public Records of Hillsborough County, Florida.

Witness my hand and official seal this 21st day of August, 1996.



RICHARD AKE
Clerk of Circuit Court

by:

Gary Munn
Deputy Clerk

APPROVED BY COUNTY ATTORNEY

BY [Signature]

**Approved As To Form And
Legal Sufficiency.**

EXHIBIT "A"
[SUNWAY DRI #144]

IV. SPECIFIC CONDITIONS

The Developer shall select either Alternative A or Alternative B within twelve (12) months of the effective date of this Development Order (or September 1, 1997, whichever is sooner), by providing written notification of said election to the Florida Department of Community Affairs, Tampa Bay Regional Planning Council, and Hillsborough County.

Two small parcels totalling 1.3 acres and located on the south side of Martin Luther King Jr. Blvd. are not part of the 1996 amendment creating the Alternative "A" option and shall remain bound by the "Alternative B" option.

Alternative "A"

A. Phasing Schedule and Deadlines

1. The development of the project shall proceed in accordance with the following proposed schedule:

<u>Date</u>	<u>Use</u>	<u>Amount</u> <u>(gross sq. ft.)</u>
2/31/2000	Retail	120,000
TOTAL	Retail	120,000

2. This Development Order shall remain in effect for a period up to and including June 1, 2005. No further development shall be allowed after expiration of the development order. Any development activity for which plans have been submitted to the County for its review and approval prior to the expiration date of this Development Order may be completed in accordance with the requirements of the Development Order, if approved. This Development Order may be extended by the Board of County Commissioners of Hillsborough County on the finding of excusable delay in any proposed development activity. However, any application for extension must be filed with Hillsborough County a minimum of thirty (30) days prior to the expiration date.
3. Physical development of the site shall begin within one (1) year of the effective date of this amendment to the Development Order.

4. The development shall not be subject to down-zoning, or intensity reduction until June 1, 2005, unless the local government can demonstrate that substantial changes in the conditions underlying the approval of the development order have occurred, or the development order was based on substantially inaccurate information provided by the Developer, or that the change is clearly established by local government to be essential to the public health, safety, or welfare.

B. Transportation

1. The Developer shall mitigate the regionally significant impacts of the development on the regional thoroughfare network. Development approved pursuant to this Development Order is not expected to cause any significantly impacted roadway (i.e., where development traffic in the PM peak hour would be 5 percent or more of the level of service "D" existing capacity) to operate in the PM peak hour at lower than level of service "D" at development build out in the year 2000. The developer shall comply with Hillsborough County transportation concurrency management requirements.

2. All studies, monitoring programs and reports required herein shall be incorporated into the annual reports. If the developer, his successors, or assigns anticipates exceeding a development level threshold indicated in the sections listed above, that study, report, and/or monitoring program which is required by exceedance of the threshold(s) shall be included in the annual report submitted prior to the anticipated exceedance. If the development exceeds a specified development level threshold and the required study, report or monitoring program has not been submitted, no further Certificates of Occupancy shall be issued until the required information has been submitted to and accepted by Hillsborough County.

3. Right-of-Way Dedication

- a. The Developer shall dedicate to the County prior to the issuance of Zoning Compliance Permits, Final Plat approval or at the request of the County to coincide with roadway improvements, whichever comes first, 98 feet of right-of-way on the north side of C.R. 574 (Broadway Avenue), measured from the center line of the existing road. Since there is no platted or deeded right-of-way in this area, and the existing right-of-way is approximately 35 feet of maintained right-of-way on C.R. 574, the developer shall provide an additional 63 feet of right-of-way. This will provide part of the 118 feet of total right-of-way needed ultimately to accommodate an symmetrical six-lane divided roadway section. It should be noted that most of the right-of-way for future widening of C.R. 574

must come off the north side, due to an existing railroad on the south side.

- b. The Developer shall dedicate to the County prior to the issuance of Zoning Compliance Permits, Final Plat approval or at the request of the County to coincide with road improvements, whichever comes first, 36 feet of right-of-way on the west side of Williams Road, measured from the center line of the road. Since the existing right-of-way is approximately 30 feet of maintained right-of-way on the west side, the developer would be providing an additional six-feet of right-of-way. This will provide part of the 72 feet of total right-of-way needed ultimately to accommodate a symmetrical two-lane undivided roadway section.

4. Right-of-way dedication and transportation improvements shall be credited against Impact Fees, if applicable. The application and payment of Impact Fees in itself will not constitute funding commitments for the required right-of-way dedications and transportation improvements.

C. Wind and Water Erosion

1. The developer shall undertake the measures referenced on pages 13-5 and 14-4 of the ADA to reduce fugitive dust and other adverse air, emissions during development.

D. Soils

1. Measures used to overcome the onsite soils limitations shall include but not be limited to those discussed on pages 14-1 and 14-4 of the ADA.

E. Stormwater Management

1. The proposed retention/detention wetland systems shall be designed, constructed, and maintained pursuant to the guidelines of the Stormwater and Lake Systems Maintenance and Design Guidelines (TBRPC. 1978).
 - a. Best Management Practices recommended by Hillsborough County shall be adhered to.
 - b. There shall be no net encroachment in the 100-year floodplain area, as delineated on Revised Map C in the Response to Preliminary Assessment (Round II), and dated December 19, 1986, such encroachment shall not result in a significant adverse impact upon predevelopment on-site hydrologic storage and/or off-site conveyance.



- c. The stormwater management system shall be designed to maintain the existing hydroperiod levels and frequencies, as well as the hydraulic connections between on-site wetlands.
 - d. The conveyance criteria for major outfalls passing through the site will be the 50-year conveyance with a foot of freeboard without increasing high water.
2. Prior to the issuance of any building permits, the Final Stormwater Management Plan for the project shall be submitted to TBRPC for review for consistency with the ADA and council policy, and to Hillsborough County, DEP and SWFWMD for approval. The following parameters shall be included in the project Stormwater Management Plan.
- a. The County drainage criteria in existence at the time of construction of the respective project phases are to be the prevailing criteria to use for design and construction unless other affected agencies' drainage criteria are more restrictive. If flooding conditions exist downstream of the DRI's outfall, more restrictive design criteria may apply.
 - b. The proposed stormwater management systems shall be designed, constructed, and maintained to meet or exceed Chapter 17-25, F.A.C., and 40D-4, Rules of SWFWMD. Treatment shall be provided by biological filtration, wherever feasible. Prior to detailed site plan approval, the developer shall submit to the EPC a copy of the SWFWMD permit or exception for the project.
 - c. Best Management Practices, as recommended by Hillsborough County and SWFWMD shall be adhered to.
 - d. In order to protect water quality in Tampa Bypass Canal, there shall be no degradation of water quality standards from stormwater exiting the site. Therefore, it is appropriate that the developer provide for either a semiannual surface water quality monitoring program or some other comparable program mutually acceptable to SWFWMD, DEP, and Hillsborough County EPC and PGM, to be instituted before ground-breaking takes place and to continue through the individual construction phases of the project until build-out, at minimum. Any violation of Chapter 17-3, F.A.C. shall require corrective measures as set forth by DEP. The following shall apply in regard to the water quality monitoring program:

- (1) Sampling locations shall be determined in cooperation with Hillsborough County, DEP, SWFWMD and TBRPC. Sampling shall be conducted weekly for a month during the wet season and weekly for a month during the dry season.
 - (2) All water quality analytical methods and procedures shall be thoroughly documented and shall comply with EPA/DEP Quality Control Standards and Requirements.
 - (3) The monitoring results shall be submitted to Hillsborough County EPC, DEP and SWFWMD semiannually.
 - (4) Should the monitoring indicate that applicable state water quality standards are not being met, all construction within the subbasins where the violation is noted shall cease until the violation is corrected, or if specific construction can be identified as causing the violation, all such activity responsible for the exceedence shall cease until the violation is corrected.
3. The developer shall give all necessary drainage easements to the County as required by the County Stormwater Management Department.
 4. The developer or its Assignee shall be responsible for the operation and maintenance of the on-site drainage facilities.
 5. The developer or its Assignee shall be responsible for providing all drainage facilities within the confines of this project as required by the County Stormwater Management Department.
 6. Stormwater detention/retention design requirements for the development shall be as listed below unless otherwise approved by the Hillsborough County Environmental Protection Commission and the Hillsborough County Stormwater Engineer:
 - a) The side slopes shall be no greater than 4:1.
 - b) The banks shall be completely vegetated to the design low water elevation.
 - c) The sides and the bottom of each pond shall not be constructed of impervious material.

10

F. Vegetation & Wildlife (Includes Wetlands)

1. In order to protect reserved/ conserved wetland areas, the developer shall adhere to the following requirements:
 - a. The developer shall submit a wetland management plan to be implemented during construction and after completion of the project. The plan shall address, but not be limited to, the following:
 - (1) wetlands to be preserved;
 - (2) proposed wetland/lake alterations;
 - (3) control of exotic species;
 - (4) control of on-site water quality;
 - (5) maintenance of natural hydroperiod; and
 - (6) methods for wetland restoration/enhancement.
 - b. Except as permitted by agencies having jurisdiction:
 - (1) No hydroperiod alteration shall be permitted in conservation or preservation areas as identified on the Master Development Plan.
 - (2) No dredging, filling or development activities will be allowed within preservation areas. Activities within the conservation areas shall be limited to stormwater management outfall structures and boardwalks.
 - c. All wetlands losses shall require 1:1 in-kind wetland replacement, at minimum.
 - d. All mitigation areas and littoral shelves shall be monitored semiannually for a period of four years. Monitoring shall include species diversity composition, spreading and exotic species encroachment. Additional planting species at the end of three years.
 - e. During construction, hay bales shall be staked between the 30' setback lines and the wetland lines of all conservation areas to prevent soil erosion into the wetlands.
 - f. Any activity interfering with the integrity of wetlands such as clearing, excavating, draining or filling, without specific authorization from the Director of the EPC or his designated agent, pursuant to Section I-11.07, Rules of the Commission, would be a violation of Section 17 of the

Hillsborough County Environmental Protection Act, Chapter 84-446, and
of Chapter 1-11, Rules of the HCEPC.

3. The stormwater drainage system of the project may incorporate wetlands on-site, but no direct discharge from any impervious surface shall be permitted into any wetland which is designated as a "Conservation Area," unless otherwise approved by the Environmental Protection Commission.
4. In the event that any species listed in Sections 39-27.03-.05, F.A.C. are observed frequenting the site for nesting, feeding, or breeding, proper mitigation measures shall be employed in cooperation with the Florida Game and Fresh Water Fish Commission.

G. Open Space

1. Representative tracts of pine flatwoods and bayhead communities on page 18-1 of the ADA shall be preserved on-site in a manner which will ensure their continued natural function and value. These areas shall be designated on the General Development Plan to serve as conservation areas and shall be of sufficient size so as to maintain their natural function. To the extent possible these areas should be located contiguous to other habitats and conserved so as to enhance their value.
2. The land use designations for those portions of the site which meet the definition of preservation and conservation areas, as defined in the Regional Planning Council's adopted growth policy, Future of the Region, Section 2.701 and 2.702 shall be as designated on the revised Master Development Plan submitted to Hillsborough County and shall be consistent with the Preservation/Conservation Map in Appendix A of the Sufficiency Response.
3. The developer shall be responsible for maintenance of all landscaped and open space areas within the project site.

H. Public Facilities

1. Prior to issuance of commercial site plan approval for the development, the Developer shall stipulate to the satisfaction of Hillsborough County the manner by which the developer will participate in the provision or expansion of internal water supply, supply lines, and facilities to service the project. No building permits shall be issued without an approved, permitted potable water distribution system and available capacity for that portion of the building construction. Water saving fixtures shall be utilized in all buildings.

2. In the event that potable water is supplied by an on-site well(s), the development shall be subject to the imposition of additional Development Order conditions:
 - (1) Any on-site effluent disposal shall be subject to groundwater monitoring, and the parameters shall be worked out in a monitoring methodology meeting with EPC.
 - (2) Connection to the regional Water Supply System shall be accomplished as soon as possible.
3. Prior to the issuance of detailed site plan approval for the development, the developer shall provide verification of fire flows acceptable to Hillsborough County and of fire-fighting facilities/manpower/equipment required to serve the development.
4. Prior to the issuance of detailed site plan approval for the development the developer shall provide verification that adequate solid waste disposal, electricity, police and emergency medical services capabilities and facilities are available to service the described development.

I. Wastewater

1. Prior to issuance of commercial site plan approval for the development, the developer shall stipulate to the satisfaction of Hillsborough County the manner by which the developer will participate in the provision of any wastewater treatment and disposal facilities that will serve development. Assurance of adequate wastewater treatment and disposal capacity for the development shall be provided to Hillsborough County prior to commencement of development.
2. Prior to issuance of detailed site plan approval for the development, the developer shall provide documentation to the Department of Planning & Growth Management of a master plan for wastewater collection, treatment and effluent disposal facilities approved and permitted by the Water Department. No Certificates of Occupancy shall be issued without a commitment from Hillsborough County or other responsible entity to provide wastewater disposal capacity for the building(s) that are the subject of such application.

I. Hazardous Waste

1. Surface impoundments of hazardous waste, hazardous waste piles, land treatment of hazardous waste, and landfills and underground storage of hazardous materials shall be prohibited.

2. Prior to the issuance of Certificates of Occupancy the developer shall provide, if not in conflict with Hillsborough County plans and policies, separate hazardous waste storage areas within the project. These areas shall be accessible to all businesses and shall be marked and/or colored so as to clearly distinguish the areas intended for hazardous wastes and materials. (Hazardous wastes are those substances and materials defined in Subsection 403.703(21), F.S., and listed in Title 40 CFR Part 261).
3. The developer shall provide to all project businesses, information that: (a) indicates the types of wastes and materials that are considered to be hazardous and are to be stored or disposed of only in the specially-designated container/areas; and (b) indicates the location of the specially-designated hazardous waste and materials containers/areas; and (c) advises of applicable statutes and regulations regarding hazardous wastes and materials at the time of purchase or lease.
4. The developer shall advise purchasers and lessees, and stipulate at the time of purchase or lease that statutes and regulations exist and that penalties may accrue from failure to properly transport, store, handle, and dispose of hazardous wastes materials.
5. Users who generate/handle hazardous substances shall implement a site specific surficial aquifer monitoring program as required by Hillsborough County, Hillsborough County Environmental Protection Commission and DEP. An emergency response and hazardous waste management operation plan will be required for those facilities which generate/handle hazardous wastes, to minimize hazards to human health and the environment. The plans will describe the procedures and actions required of facility personnel as well as describe the arrangement agreed to by local EMS/fire and police departments and hospitals. Individual tenant plans shall be included in the first annual report following their adoption.
6. Hazardous waste generators shall list wastes that have a potential for reuse with waste exchanges for at least 30 days prior to transporting the waste off-site for treatment or for disposal, depending on the waste type and quantity. Small quantity generators should obtain USEPA identification numbers.

K. Hurricane Evacuation

1. The developer shall promote awareness of, and shall cooperate with local and regional authorities having jurisdiction to issue hurricane evacuation orders. The developer shall prepare a plan to ensure the safe and orderly evacuation of residents and employees when a Level C, D or E evacuation order, (as

14

appropriate), is issued by (1) ordering all buildings closed for the duration of a hurricane evacuation order; (2) informing all residents and employees of evacuation routes out of the flood prone area and measures to be fulfilled in the event of same; and (3) making all efforts to coordinate with and inform appropriate public authorities of building closings, security and safety measures, and evacuation plans. This plan shall be included in the first annual report.

L. Energy Conservation

1. The energy conservation measures referenced on page 25-1 of the ADA shall be required. The following energy conservation measures shall also be encouraged by the Developer or his assigns including the use of landscaping and retention of existing vegetation as a means of energy conservation:
 - a. The initiation of programs to promote energy conservation by employees, buyers, suppliers and the public.
 - b. Reduction in levels of operation of all air conditioning, heating and lighting systems during non-business hours.
 - c. Recycling programs.
 - d. The use of energy-efficient cooling, heating and lighting systems.
 - e. Installation of innovative energy conservation features such as waste heat recovery or solar power where feasible in project development.
 - f. Use of the most energy efficient technology economically feasible in the construction and operation of light industrial/commercial /office facilities the life-cycle costing (to include operation and maintenance costs) in evaluating energy conservation effectiveness.

M. Historical or Archaeological Resources

1. The discovery of any historical or archaeological resources shall be reported to the Florida Division of Archives, History and Records Management and the disposition of such resources shall be determined in cooperation with the Division of Archives and Hillsborough County.

N. Equal Opportunity

1. The developer shall seek, and urge and encourage all contractors and subcontractors to involve minority groups in the development of the project. All

office and commercial establishment areas shall be available to all, on a fair and impartial basis.

O. General

1. Any change to the project which meets the criteria set forth in Subsection 380.06(19) (b), F.S. shall constitute a substantial deviation.
2. Any approval of the Sunway development shall at minimum, satisfy the provision of Chapter 380.06(15), F.S.

ALTERNATIVE "B"

(Current Development Order - Not Modified)

A. Phasing Schedule and Deadlines

1. The development of the project shall proceed in accordance with the following proposed phasing schedule:

<u>Years</u>	<u>Use</u>	<u>Amount</u> (gross sq.ft.)
Phase I 2/97	Office Hotel	800,000 300 rooms
Phase II 2/2000	Office	800,000
Phase II 2/2004	Office	1,100,000
TOTAL	Office Hotel	2,700,000 300 rooms

2. For purposes of this Order, a phase shall be considered complete upon issuance of the final Certificate of Occupancy for the phase. Development may occur anywhere on the site up to a specified intensity threshold which generates the equivalent number of vehicle trips calculated for the project parameters in that particular phase. If the Developer elects to amend the proposed phasing schedule, he shall submit said amendments to the Department of Development Coordination for review and approval, which approval shall not be withheld for mere acceleration of phases if the terms of this Order are otherwise fully complied with. It is the intent of this provision to insure that all prerequisites for each phase of the project are complied with. Any significant departure in project buildout from the phasing schedule set forth in the Application shall be subject to a substantial deviation determination pursuant to Chapter 380.06(19), Florida Statutes (1985).
3. This Development Order shall remain in effect for a period up to and including June 1, 2005. No further development shall be allowed after expiration of the development order. Any development activity for which plans have been submitted to the County for its review and approval prior to the expiration date

of this Development Order may be completed in accordance with the requirements of the Development Order, if approved. This Development Order may be extended by the Board of County Commissioners of Hillsborough County on the finding of excusable delay in any proposed development activity. However, any application for extension must be filed with Hillsborough County a minimum of thirty (30) days prior to the expiration date.

4. Physical development on the vacant portions of the site shall begin within three (3) years of the effective date of this Development Order.
5. The development shall not be subject to down-zoning, or intensity reduction until June 1, 2005, unless the local government can demonstrate that substantial changes in the conditions underlying the approval of the Development Order have occurred, or the Development Order was based on substantially inaccurate information provided by the Developer, or that the change is clearly established by local government to be essential to the public health, safety, or welfare.

B. Transportation

1. A transportation improvements plan and schedule for central Hillsborough County in cooperation with Florida Department of Transportation (FDOT), Tampa Bay Regional Planning Council (TBRPC), the Tampa Urban Area Metropolitan Planning Organization (MPO) and developers in the study area shall be developed. The plan shall consider all approved developments in the area including previously approved DRI's, and projected development. The plan shall be completed prior to issuance of building permits for Phase II development. In lieu, thereof, a transportation plan with parameters described below and adopted by an entity with transportation planning responsibilities for this area, or issuance of a Development Order approving an areawide DRI including the project site, shall satisfy this requirement. This transportation plan or areawide DRI traffic analysis shall include but not be limited to:
 - a. The regionally significant roadways that would be substantially impacted by this development as identified in the DRI/ADA, as a minimum;
 - b. Identification of the transportation impacts and needs of existing, approved and projected development in the study area (including previously approved DRI's) as well as of traffic passing through the area on the area's thoroughfare network;
 - c. Evaluation of mass transit alternatives to road improvement measures for accommodating transportation needs in the area;

18

- d. Identification of transportation network development objectives, proposals and specific implementation programs for rights-of-way reservation and acquisition, development of the major thoroughfare network and institution of public transit programs where appropriate;
 - e. Identification of the manner in which traffic impacts of existing and future development are to be assessed, and how revenues generated by or on behalf of such developments are to be applied to implementation of the proposed transportation improvements or activities; and
 - f. A program and schedule for funding and initiating the planning, design and implementation of the proposed transportation improvements or activities.
2. An annual monitoring program for the project shall be started when Certificates of Occupancy have been issued for 400,000 square feet of office space, (or the equivalent thereof in terms of trip generation) and continue until build-out, that will record driveway volumes in the evening peak hour. If the driveway volumes exceed those projected for peak hour in the DRI/ADA for each phase, by more than 15 percent of a substantial deviation determination shall be required. If the variance is determined to be a substantial deviation, a revised transportation analysis, will be required based upon results of the monitoring program and agreements reached at another transportation methodology meeting to be held prior to the preparation of the new analysis.
3. The Developer shall mitigate the regionally significant impacts of the development on the regional thoroughfare network through one or a combination of the three options set forth below. Compliance with the provisions of any of the options described below have been determined to make adequate provision for the public transportation facilities necessary to accommodate the impacts of regional significance attributable to the development.
- a. Option 1: Funding Commitments
- (1) This option will require a determination that funding commitments have been made for improvements to the regional transportation network where development approved pursuant to this Development Order is expected to have a significant adverse impact at one or more of the locations identified in Tables 1, 2, 3, 4 and 7. Tables 1, 2, 3, 4 and 7 provide the following information:

- a. Significantly Impacted Locations -- Locations on the regional thoroughfare network at which TBRPC has determined in its DRI Final Report that the development in a phase is expected to have an adverse, regionally significant traffic impact;
 - b. Significant Impact Threshold -- For each location, the percentage of the total development in a phase which, together with development in prior phases, would cause the project to generate traffic at the location during the afternoon (PH) peak hour equivalent to five (5) percent of the Level of Service D (LOS D) capacity of existing facilities;
 - c. Buildout Operating Condition -- For each location, the projected Level of Service (LOS) during the PM peak hour in the estimated buildout year of each development phase assuming no improvements are made to the existing facilities;
 - d. Indicated Improvement -- For each location, an improvement which would provide a Level of Service D (LOS D) or better operating condition in the PM peak hour (hereinafter referred to as the "Operating Standard") in the estimated buildout year of a development phase.
- (2) Certificates of Occupancy shall not be issued for development of a portion of a phase which, together with previously approved development in the phase, would cause the Significant Impact Threshold in Tables 1, 2, 3, 4 & 7 to be reached or exceeded at one or more locations, until funding commitments have been made by responsible entities for improvements that can achieve the Operating Standard specified above at such locations in the then estimated year of buildout of the development phase. For purposes of this Option 1, a funding commitment for improvements by responsible entities may include:
- a. A completed improvement;
 - b. An improvement that is under construction or for which a contract has been let for construction;

- c. An improvement that is programmed for construction in either of the next two years of an adopted Transportation Improvement Program of a responsible governmental entity;
 - d. An improvement that a private entity or entities have agreed or been required to undertake or fund, either separately or in conjunction with a governmental entity, where said, improvement is scheduled for construction to commence within two years of the date on which Certificates of Occupancy are issued for the new development increment.
- (3) The requirement of Subsection 2 of this Option 1 notwithstanding, Certificates of Occupancy may be issued without a finding of the funding commitments described above if the County determines that the Developer has presented technically acceptable information with respect to a location where the Significant Impact Threshold of Tables 1- 7 would be reached or exceeded by the new increment indicating that:
- a. The Operating Standard can be satisfied in the estimated buildout year of the current phase without an improvement; or
 - b. The new increment would not cause total project traffic to reach or exceed the equivalent of five (5) percent of the LOS D capacity of the unimproved facility in the PM peak hour.

b. Option 2

In the event that commitments for transportation improvements are only adequate to permit partial approval of the SUNWAY development, the capacity and loading of transportation facilities in the central Hillsborough County transportation area, including but not limited to the regional roadways and intersections referenced in Option 1, shall be limiting factors in any subsequent approvals. Accordingly, the Developer shall generate and provide Hillsborough County, the Tampa Urban Area Transportation Study (TUATS) MPO, the FDOT and the TBRPC, pursuant to the provisions of Section 380.06, Florida Statutes, with updated current traffic counts on the above roadways and projections of traffic volumes that will result from the completion of the currently approved project construction plus that to be generated by the next portion for which the Developer is seeking approval.

Each updated traffic analysis shall indicate alternate transportation improvements or mechanisms which, when implemented, will maintain the roadways and intersections at a satisfactory average daily Level of Service C or D at peak hours. Both the traffic counts and the projection of traffic volume shall be prepared consistent with generally accepted traffic engineering practices. Prior to any specific approval beyond the initial partial approval, the County or its designee shall ensure in written findings of fact that the above roadways and intersections are operating at or above an average daily Level of Service C, D at peak hours, and that the expected trips to be generated by such approval would not cause the roadways to operate below an average daily Level of Service C, D at peak hour.

c. Option 3: Proportionate Share Contributions and Pipeline Project

- (1) The requirements of Option 3 as set forth herein have been determined to be the appropriate requirements to cure and mitigate the impacts of the project on regionally significant transportation highway facilities within the primary impact area. The selection of this mitigation/curing mechanism is based upon the project's impact on transportation facilities, the substantial public benefit to be gained by accelerating the design, construction and use of a major public facility, and its consistency with the Tampa Bay Regional-Planning Council (TBRPC), Florida Department of Transportation (FDOT) and Department of Community Affairs (DCA) policies regarding pipelining transportation impacts. The Developer shall notify the County and FDOT District Program Development Manager in writing in the event he elects to proceed under Option 3. Such notification shall occur no later than (a) one year after the FDOT or the County notifies Developer in writing that FDOT has commenced construction of the Buffalo 6-laning project described as State Project No. 10340-3503, or (b) within three years of the effective date of this development order and the resolution of any appeal thereof, whichever comes first.
- (2) For purposes of this Option 3 only, Phase II shall be divided into Phase IIA, consisting of the first 600,000 square feet of Phase II, and Phase IIB, consisting of the last 200,000 square feet of Phase II. The Developer's Proportionate Share for Phases I and IIA of the development has been calculated to be \$2,368,428 and for Phase IIB to be \$215,000, for a total of \$2,583,428 representing the total of Proportionate Shares calculated for Phases I and II. Said Proportionate Share has been calculated based on the formula set forth in Rule 9J-2.0255, F.A.C., as interpreted by policies of the Florida Department of Community Affairs, TBRPC, FDOT and Hillsborough County, and has been determined to be greater than the

impact fee required by applicable Hillsborough County transportation and right-of-way impact fee ordinances for Phases I and II, which said impact fee is estimated at \$1,636,186. In no event shall the Developer be required to make dedications, contributions and/or funding commitments for purposes of mitigating regionally significant transportation impacts of Phases I and II which exceed the total Proportionate Share set forth above. The Developer shall increase the Proportionate Share amount so that, in the event there is an increase in the cost of the improvements incurred by FDOT as a result of the extension of phasing dates the Proportionate Share will fund the same percentage of the cost of such improvements as would have been funded by the proportionate share amount set forth in the Development Order.

- (3) For purposes of this Option 3, a roadway improvement project (the "Pipeline Project") has been identified which was determined in consultation with FDOT, the Hillsborough Metropolitan Planning Organization, TBRPC and DCA to substantially benefit the regional transportation network and to facilitate improvement of a location on said network where such improvement needs are reasonably attributable to Phase I and IIA impacts of the development approved by this Order. The "Pipeline Project" consists of the three stages described below which shall be funded by Developer as set forth in subsection (4)(c) below:

a. Stage A: Design

Planning and engineering studies for the purpose of designing and determining approximate costs for acquiring rights-of-way and constructing a three lane divided roadway, including turning lanes, transitional lanes and signalization, on Buffalo Avenue (State Road 574) from the eastern terminus (in the vicinity of Pine Street) of FDOT's currently planned widening project, described as State Project No. 10340-3503 to and including the intersection of Buffalo Avenue and Kingsway Avenue (the "Pipeline Segment").

b. Stage B: Right-of-Way Acquisition

Acquisition of rights-of-way, if needed, sufficient to accommodate widening of the Pipeline Segment from its present two-lane configuration to a three-lane roadway.

c. Stage C: Construction

Widening of Buffalo Avenue on the segment described above from its present two-lane configuration to a three-lane facility, or such other comparable improvements as are determined by FDOT, with concurrence of Hillsborough County, to be appropriate and feasible with the committed funds available, and which meet DCA, FDOT and TBRPC official policy requirements for pipelining. In the event another improvement is elected, the development order shall be amended to describe it.

(4)(a) At such time as the Developer provides written notification to the County of Developer's election to proceed under Option 3, the Developer shall submit to Hillsborough County the following information:

- (i) A written appraisal from a reputable appraiser of the appraised value at the time of dedication of any property on the development site which has been dedicated as right-of way or which is being dedicated concurrently with the election of Option 3, pursuant to requirements of this Development Order; and
- (ii) As estimate of that portion of funds provided for costs incurred by the Developer for construction of County and/or FDOT approved improvements on public roadways providing direct access to the project site (i.e., Williams Road from the project entrance to Buffalo and the intersection of C.R. 574 and Williams Road) which provide capacity in excess of the Developer's project generated traffic and where said Developer funding or costs are required by this Order.
- (iii) A summary of impact fees paid pursuant to applicable transportation and right-of-way impact fee ordinances, as well as funding committed or expended by the Developer for purposes of meeting the funding commitment requirements under Option 1 of this section. Any improvements undertaken by Developer pursuant to Option 1 requirements shall be reviewed and approved by Hillsborough County prior to commencement of such improvements in order for Developer to receive credit pursuant to this subsection. Such review and approval by Hillsborough County shall occur without unreasonable delay.

24

- b. The total of the amounts calculated in Subsection (4)(a) above shall, after review by Hillsborough County, be credited toward and subtracted from the Developer's Proportionate Share contributions required to be funded by this Option 3 when the Developer demonstrates that such rights-of-way have been dedicated, applicable impact fees assessed, and/or improvement funds expended or committed.
- c. No later than forty-five days after issuance of the first building permit following the Developer's election of this Option 3 or within one year after written notification from FDOT has commenced construction of the 6-laning project described as State Project No. 10340-3503, whichever is earlier, the Developer shall establish an irrevocable Letter of Credit (the "Letter of Credit") in favor of the FDOT in an amount equal to Developer's Proportionate Share contribution for Phase I and IIA less credits set forth in subsections (4)(a) and (b), above. In no event however, shall such Letter of Credit be in an amount less than \$1.5 million. The funds available under the Letter of Credit may be drawn upon by FDOT for purposes of funding and/or reimbursement as reasonably and normally required for execution of FDOT's Stage A, B, and/or C Pipeline Project activities. At the time of issuance of the Letter of Credit, the Developer shall also enter into a Joint Project Agreement with the FDOT for purposes of confirming the parties' respective responsibilities regarding the Pipeline Project, as set forth in this Development Order.

(5) Stage A (Design) of the Pipeline Project:

- (a) FDOT has already commenced a portion of Stage A design work on the Pipeline Segment of Buffalo Avenue from the FDOT's six-lane widening project referenced above, to and including the intersection of Buffalo and Parsons Avenue. The FDOT shall be reimbursed for the costs of such design work already undertaken, in the manner provided in Subsection (4)(c) above. The remainder of the costs of Stage A design work by FDOT shall also be funded or reimbursed to FDOT in the manner provided in Subsection (4)(c) above.
- (b) The designs called for in Stage A shall be prepared in a manner normally used in FDOT road projects. Approvals shall be in accordance with FDOT plans, and their Preparation Manual and

Standards for Construction. The designs shall include review by Hillsborough County.

- (6) Stage B (Right-of-Way Acquisition) of the Pipeline Project:
 - (a) Stage B shall commence following completion of Stage A design. Stage B costs shall be funded or reimbursed to FDOT in the manner provided in Subsection (4)(c), above, to the extent funds are remaining under the Letter of Credit.
 - (b) Stage B right-of-way acquisition shall be conducted in accordance with standard FDOT right-of-way acquisition procedure.
- (7) Stage C (Construction) of the Pipeline Project:
 - (a) Stage C shall commence following completion of Stage B. Stage C costs shall be funded or reimbursed to FDOT in the manner provided in Subsection (4)(c), above, to the extent funds are remaining under the Letter of Credit.
 - (b) Stage C Construction shall be conducted in accordance with FDOT plans and their Preparation Manual and Standards for Construction. Construction plans shall be reviewed by Hillsborough County.
- (8) Upon completion of the Pipeline Project, or Developer responsibilities thereunder, as provided herein, the Developer shall be deemed to have adequately provided the public transportation facilities necessary to accommodate the transportation impacts of Phases I and II, or appropriate portion thereof, of the project, and shall receive full credit therefore against any present or future applicable Hillsborough County transportation impact fee ordinance(s) for construction of roadway improvements and for the acquisition of right-of-way.
- (9) Development activities and issuance of permits pursuant to this Option 3 shall immediately cease if the Letter of Credit is not provided as described herein. In the event Developer elects this Option 3 and subsequently does not provide the letter of Credit as herein required, the County may conduct a substantial deviation determination hearing to determine whether or not such failure to provide the Letter of Credit constitutes a substantial deviation, as that term is defined in Florida Statutes, Section 380.06(19). To the extent it is determined that the failure to provide the Letter of Credit constitutes a substantial deviation, the County may elect to prohibit

Developer from proceeding pursuant to the provisions of this Option 3. In the event Developer does not provide the Letter of Credit, Developer shall be required to mitigate its traffic impacts pursuant to either Option 1, Option 2, as hereinabove described, and/or any other traffic mitigation measures then permitted by applicable law, and an enforcement action to provide the Letter of Credit may not be initiated.

- (10) If FDOT determines that it will not be able to substantially complete the Pipeline Project for the amount provided in the Letter of Credit, FDOT may satisfy its obligations under this Option 3 by constructing other improvements approved by Hillsborough County that are consistent with Section 19.8.14, Future of the Region (1987), and the Department of Community Affairs Transportation Policy Rule, that have a value equivalent to the Pipeline Project.
 - (11) If, as provided for herein, alternate improvements are substituted for those defined as the Pipeline Project in this Option 3, this Development Order shall be amended to identify said alternate improvements and to establish a schedule for their completion consistent with the requirements of this Development Order.
 - (12) Prior to issuance of building permits for Phase IIB, the Developer shall commit to construct, at a cost of \$215,000 which is the Proportionate Share Contribution for Phase IIB, an additional transportation improvement to be determined in conjunction with Hillsborough County, the TBRPC, the FDOT, and other appropriate agencies. If agreed to by these parties, the developer may fund, rather than construct, such additional transportation improvement in the amount of \$215,000.
- 4. If the Developer elects to mitigate transportation impacts of Phase III such mitigation may be based upon the developer's commitment to fund or construct specific regional facilities as mitigation for the project's impacts on the transportation network in the manner required by the then applicable adopted roles and/or policies.
 - 5. Pending the completion of the special FDOT study of I-75, a level of service (LOS) C peak hour will be maintained on the I-75 interchange ramps to avoid prejudicing the study's recommendations. No additional lanes, new interchanges, or modifications of existing interchanges (other than the installation of dual left turn receiving lanes or other minor geometric changes for the purpose of improving traffic service on intersecting roadways) to the I-75 system will be approved prior to the completion of this special study.

If, during the study period, the LOS C peak hour threshold will be exceeded on the ramps of the I-75/Buffalo Avenue interchange, the Developer may, at it's expense, utilize ramp metering to preserve the LOS C peak hour service level. Building permits will not be issued if ramp metering are not permitted by the Federal Highway Administration and said alternative improvements are not approved and funded prior to the commencement of construction within any phase in which impacts require mitigation.

To enable the County and FDOT to ascertain compliance with this Condition, the Developer shall submit to the County and FDOT a semi-annual LOS Operational Analysis of all ramps at the Buffalo Avenue/I-75 interchange. The LOS Operational Analysis shall contain a p.m. peak hour analysis of the level of service of the merge/diverge point, mid-ramp section and ramp junction at the arterial street for existing conditions and conditions projected 6 months from the submission date of the analysis. The technical analysis shall be conducted using generally accepted traffic engineering standards and procedures. The submission dates, slope and content of this Operational Analysis will be approved by the county and FDOT prior to issuance of the first Certificate of Occupancy.

If, after an evaluation of such an Operational Analysis, the review by the County and FDOT indicates that the LOS C peak hour threshold will be exceeded for any ramp of the I-75/Buffalo Ave interchange as a result of the Development's traffic prior to the submission of the next Operational Analysis, and the Development's traffic contributes more than five percent (5%) to the traffic volume, the County will determine whether to continue issuing building permits and will notify the Developer of this determination in writing. If the LOS C peak hour thresholds will be exceeded for the ramps prior to submission of the next Operational Analysis, the Developer shall have the opportunity to submit evidence to both the County and FDOT to demonstrate that Development traffic, as identified in an Operational Analysis, does not contribute more than five percent to the ramps' traffic volume, or evidence as to improvements that will mitigate the project's impacts, under either of which conditions the County shall not, by reason of this Section cease the issuing of building permits for the Development.

This condition shall be in effect for the duration of the FDOT study period or for twenty two months from the date of issuance of this Development Order, whichever is earlier.

6. Mass Transit

- a. The developer shall conform with the five stipulations of the Hillsborough Area Regional Transit Authority (HART) (as listed below) concerning

proposed phase modal splits of 1.6%, 1.9%, 1.9% and shall report monitoring results in the annual report.

- (1) Access and internal arterial and appropriate collector road geometrics shall accommodate a 96" wide by forty (40) feet long advance design coach.
 - (2) The Developer shall provide shelters and pullout bays along the on-site transit route on the internal roads as and when deemed appropriate by HART Authority. Shelter locations shall be reasonably accessible via walkways/crosswalks for pedestrian movement to/from buildings. Sufficient area lighting shall be included at bus stops. Appropriate signage will be placed at shelter sites.
 - (3) Transit schedule/information displays will be provided, at minimum, at each on-site bus stop by the developer.
 - (4) Maintenance of transit amenities such as shelters, benches, and schedule displays shall be the responsibility of the HART Authority. Maintenance of landscaping adjacent to transit amenities shall be the responsibility of the developer.
 - (5) Details, standards and phasing of all transit amenity provisions must be approved by the HART Authority and shall be representative of those commonly in use by the HART Authority.
7. A pedestrian/bicycle circulation system shall be provided within the project. The bicycle system shall incorporate whatever elements are necessary to complement the County Bicycle Plan and extend the County System into Sunway. No detailed site plans shall be approved which do not indicate these systems.
8. All studies, monitoring programs and reports required herein shall be incorporated into the annual reports. If the developer, his successors, or assigns anticipates exceeding a development level threshold indicated in the sections listed above, that study, report, and/or monitoring program which is required by exceedance of the threshold(s) will be included in the previous annual report submitted prior to the anticipated exceedance. If the development exceeds a specified development level threshold and the required study, report or monitoring program has not been submitted, no further Certificates of Occupancy shall be issued until the required information has been submitted to and accepted by Hillsborough County.

9. The developer shall provide a new traffic analysis consistent with Section 380.06, F.S., and Section 4.202, Future of the Region prior to any specific approvals of Phase III of Sunway. The new analysis shall be consistent with the results of the monitoring program and agreements reached at another transportation methodology meeting to be held prior to the preparation of each new analysis. These analyses shall include, but not be limited to, an assessment of project impact on the roadway segments and intersections listed in Tables 5 and 6 (which precede). The Development Order shall be amended to include the conditions for mitigation of these subsequent phases.
10. Prior to construction of an entrance on Buffalo Avenue, a design of the entrance on Buffalo Avenue, including a letter of concurrence from FDOT, shall be submitted to Hillsborough County Engineer's Department for review and approval.
11. Driveway radii shall be a minimum of 25 feet to accommodate passenger vehicles.
12. When and if a traffic signal becomes warranted at the intersection of Buffalo Avenue and the project access the developer shall pay for the design, purchase and installation of the traffic signal, as well as any interconnection costs to adjacent signals if required, subject to FDOT requirements and approval.
13. When a traffic signal becomes warranted at the intersection of C.R. 574 and the project access or at the intersection of Williams Road and the project access, the developer shall pay for the design, purchase, and installation of the traffic signal, as well as any interconnection costs to adjacent signals if required.
14. Right-of-Way Dedication
 - a. The Developer shall dedicate to the County prior to the issuance of Zoning Compliance Permits, Final Plat approval or at the request of the County to coincide with roadway improvements, whichever comes first, 98 feet of right-of-way on the north side of C.R. 574 (Broadway Avenue), measured from the center line of the existing road. Since there is no platted or deeded right-of-way in this area, and the existing right-of-way is approximately 35 feet of maintained right-of-way on C.R. 574, the developer shall provide an additional 63 feet of right-of-way. This will provide part of the 118 feet of total right-of-way needed ultimately to accommodate an symmetrical six-lane divided roadway section. It should be noted that most of the right-of-way for future widening of C.R. 574 must come off the north side, due to an existing railroad on the south side.

- b. The Developer shall dedicate to the County prior to the issuance of Zoning Compliance Permits, Final Plat approval or at the request of the County to coincide with road improvements, whichever comes first, 36 feet of right-of-way on the west side of Williams Road, measured from the center line of the road. Since the existing right-of-way is approximately 30 feet of maintained right-of-way on the west side, the developer would be providing an additional six-feet of right-of-way. This will provide part of the 72 feet of total right-of-way needed ultimately to accommodate a symmetrical two-lane undivided roadway section.
15. Right-of-way dedication and transportation improvements shall be credited against Impact Fees, if applicable. The application and payment of Impact Fees in itself will not constitute funding commitments for the required right-of-way dedications and transportation improvements.

C. Air Quality

1. An air quality impact analysis (and mitigation plan) acceptable to Florida Department of Environmental Regulation (DER) and Hillsborough County Environmental Protection Commission (EPC) shall be required prior to the issuance of any building permits for each phase.
2. Hillsborough County shall reserve the right to require that the developer undertake mitigative measures or a revision of the General Development Plan to rectify any future exceedences of ambient air quality standards attributable to the development.

D. Wind and Water Erosion

1. The developer shall undertake the measures referenced on pages 13-5 and 14-4 of the ADA to reduce fugitive dust and other adverse air emissions during all phases of development.

E. Soils

1. Measures used to overcome the onsite soils limitations shall include but not be limited to those discussed on pages 14-1 and 14-4 of the ADA.

F. Stormwater Management

1. The proposed retention/detention wetland systems shall be designed, constructed, and maintained pursuant to the guidelines of the Stormwater and Lake Systems Maintenance and Design Guidelines (TBRPC, 1978).

- a. Best Management Practices recommended by Hillsborough County shall be adhered to, including a vacuum street cleaning program for parking and roadway areas within the development.
 - b. There shall be no net encroachment in the 100-year floodplain area, as delineated on Revised Map C in the Response to Preliminary Assessment (Round II), and dated December 19, 1986, such encroachment shall not result in a significant adverse impact upon predevelopment on-site hydrologic storage and/or off-site conveyance.
 - c. The stormwater management system shall be designed to maintain the existing hydroperiod levels and frequencies, as well as the hydraulic connections between on-site wetlands.
 - d. The conveyance criteria for major outfalls passing through the site will be the 50-year conveyance with a foot of freeboard without increasing high water.
2. Prior to the issuance of any building permits, the Final Stormwater Management Plan for the project shall be submitted to TBRPC for review for consistency with the ADA and council policy, and to Hillsborough County, DER and SWFWMD for approval. The following parameters shall be included in the project Stormwater Management Plan.
- a. The County drainage criteria in existence at the time of construction of the respective project phases are to be the prevailing criteria to use for design and construction unless other affected agencies' drainage criteria are more restrictive. If flooding conditions exist downstream of the DRI's outfall, more restrictive design criteria may apply.
 - b. The proposed stormwater management systems shall be designed, constructed, and maintained to meet or exceed Chapter 17-25, F.A.C., and 40D-4, Rules of SWFWMD. Treatment shall be provided by biological filtration, wherever feasible. Prior to detailed site plan approval, the developer shall submit to the EPC a copy of the SWFWMD permit or exception for the project.
 - c. Best Management Practices, as recommended by Hillsborough County and SWFWMD shall be adhered to, including a vacuum street cleaning program for parking and roadway areas within the development.
 - d. In order to protect water quality in Tampa Bypass Canal, there shall be no degradation of water quality standards from stormwater exiting the site.

Therefore, it is appropriate that the developer provide for a semiannual surface water quality monitoring program to be instituted before ground-breaking takes place and to continue through project build-out, at minimum. Any violation of Chapter 17-3, F.A.C. shall require corrective measures as set forth by DER. The following shall apply:

- (1) Sampling locations shall be determined in cooperation with Hillsborough County, DER, SWFWMD and TBRPC. Sampling shall be conducted weekly for a month during the wet season and weekly for a month during the dry season.
 - (2) All water quality analytical methods and procedures shall be thoroughly documented and shall comply with EPA/DER Quality Control Standards and Requirements.
 - (3) The monitoring results shall be submitted to Hillsborough County EPC, DER and SWFWMD semiannually.
 - (4) Should the monitoring indicate that applicable state water quality standards are not being met, all construction within the subbasins where the violation is noted shall cease until the violation is corrected, or if specific construction can be identified as causing the violation, all such activity responsible for the exceedence shall cease until the violation is corrected.
3. The developer shall give all necessary drainage easements to the County as required by the County Stormwater Management Department.
 4. The developer shall be responsible for the operation and maintenance of the on-site drainage facilities.
 5. The developer shall be responsible for providing all drainage facilities within the confines of this project as required by the County Stormwater Management Department.
 6. Stormwater detention/retention design requirements for the development shall be as listed below unless otherwise approved by the Hillsborough County Environmental Protection Commission and the Hillsborough County Stormwater Engineer:
 - a) The side slopes shall be no greater than 4:1.
 - b) The banks shall be completely vegetated to the design low water elevation.

- c) The sides and the bottom of each pond shall not be constructed of impervious material.

G. Vegetation & Wildlife (Includes Wetlands)

- 1. In order to protect reserved/ conserved wetland areas, the developer shall adhere to the following requirements:
 - a. The developer shall submit a wetland management plan to be implemented during construction and after completion of the project. The plan shall address, but not be limited to, the following:
 - (1) wetlands to be preserved;
 - (2) proposed wetland/lake alterations;
 - (3) control of exotic species;
 - (4) control of on-site water quality;
 - (5) maintenance of natural hydroperiod; and
 - (6) methods for wetland restoration/enhancement.
 - b. Except as permitted by agencies having jurisdiction:
 - (1) No hydroperiod alteration shall be permitted in conservation or preservation areas as identified on the Master Development Plan.
 - (2) No dredging, filling or development activities will be allowed within preservation areas. Activities within the conservation areas shall be limited to stormwater management outfall structures and boardwalks.
 - c. All wetlands losses shall require 1:1 in-kind wetland replacement, at minimum.
 - d. All mitigation areas and littoral shelves shall be monitored semiannually for a period of four years. Monitoring shall include species diversity composition, spreading and exotic species encroachment. Additional planting species at the end of three years.
 - e. During construction, hay bales shall be staked between the 30' setback lines and the wetland lines of all conservation areas to prevent soil erosion into the wetlands.
 - f. Any activity interfering with the integrity of wetlands such as clearing, excavating, draining or filling, without specific authorization from the

38

Director of the EPC or his designated agent, pursuant to Section I-11.07, Rules of the Commission, would be a violation of Section 17 of the Hillsborough County Environmental Protection Act, Chapter 84-446, and of Chapter 1-11, Rules of the HCEPC.

3. The stormwater drainage system of the project may incorporate wetlands on-site, but no direct discharge from any impervious surface shall be permitted into any wetland which is designated as a "Conservation Area," unless otherwise approved by the Environmental Protection Commission.
4. In the event that any species listed in Sections 39-27.03-.05, F.A.C. are observed frequenting the site for nesting, feeding, or breeding, proper mitigation measures shall be employed in cooperation with the Florida Game and Fresh Water Fish Commission.

H. Open Space

1. Representative tracts of pine flatwoods and bayhead communities on page 18-1 of the ADA shall be preserved on-site in a manner which will ensure their continued natural function and value. These areas shall be designated on the General Development Plan to serve as conservation areas and shall be of sufficient size so as to maintain their natural function. To the extent possible these areas should be located contiguous to other habitats and conserved so as to enhance their value.
2. The land use designations for those portions of the site which meet the definition of preservation and conservation areas, as defined in the Regional Planning Council's adopted growth policy, Future of the Region, Section 2.701 and 2.702 shall be as designated on the revised Master Development Plan submitted to Hillsborough County and shall be consistent with the Preservation/Conservation Map in Appendix A of the Sufficiency Response.
3. The developer shall be responsible for maintenance of all landscaped and open space areas within the project site.

J. Public Facilities

1. Prior to issuance of commercial site plan approval for each phase of the development, the Developer shall stipulate to the satisfaction of Hillsborough County the manner by which the developer will participate in the provision or expansion of internal water supply, supply lines, and facilities to service the project. No building permits shall be issued without an approved, permitted

potable water distribution system and available capacity for that portion of the building construction. Water saving fixtures shall be utilized in all buildings.

2. In the event that potable water is supplied by an on-site well(s), the development shall be subject to the imposition of additional Development Order conditions:
 - (i) Any on-site effluent disposal shall be subject to groundwater monitoring, and the parameters shall be worked out in a monitoring methodology meeting with EPC.
 - (2) Connection to the regional Water Supply System shall be accomplished as soon as possible.
3. Prior to the issuance of detailed site plan approval for each phase of the development, the developer shall provide verification of fire flows acceptable to Hillsborough County and of fire-fighting facilities/manpower/equipment required to serve the phase.
4. Prior to issuance of detailed site plan approval for each phase of the development the developer shall provide verification of that adequate solid waste disposal, electricity, police and emergency medical services capabilities and facilities are available to service the described phase.

J. Wastewater

1. Prior to issuance of commercial site plan approval, for each phase of the development, the developer shall stipulate to the satisfaction of Hillsborough County the manner by which the developer will participate in the provision of any wastewater treatment and disposal facilities that will serve that phase, of development. Assurance of adequate wastewater treatment and disposal capacity for the development shall be provided to Hillsborough County prior to commencement of each phase of development.
2. Prior to issuance of detailed site plan approval, for each phase of the development, the developer shall provide documentation to the Department of Development Coordination of a master plan for wastewater collection, treatment and effluent disposal facilities approved and permitted by the Utilities Department. No Certificates of Occupancy shall be issued without a commitment from Hillsborough County or other responsible entity to provide wastewater disposal capacity for the building(s) that are the subject of such application.
3. The developer shall be required to use non-potable water for landscape and open space irrigation.

4. Any wastewater treatment plant constructed to serve Sunway shall be constructed according to Hillsborough County standards. Connection to a regional wastewater treatment facility shall be accomplished as soon as possible.
5. The developer shall provide for recovered waste water disposal in accordance with any uniformly applicable Hillsborough County ordinance or Department of Water and Wastewater Utilities take-back policy in effect prior to construction plan approval. Any plans for on-site wastewater treatment and/or disposal of effluent shall be in accordance with applicable regulations of Hillsborough County, DER and SWFWMD.
 - (1) A groundwater quality monitoring program approved by DER and SWFWMD shall be required if wastewater effluent is disposed of on-site.
 - (2) The developer shall be responsible for providing and maintaining any on-site wastewater treatment and disposal capacity, on-site effluent return system, any spray irrigation System, and the wet weather storage area for any returning effluent.
6. Any use of septic tanks shall only be permitted on a temporary basis for construction purposes.

K. Hazardous Waste

1. Surface impoundments of hazardous waste, hazardous waste piles, land treatment of hazardous waste, landfills and underground storage of hazardous materials shall be prohibited.
2. Prior to the issuance of Certificates of Occupancy the developer shall provide, if not in conflict with Hillsborough County plans and policies, separate hazardous waste storage areas within the project. These areas shall be accessible to all businesses and shall be marked and/or colored so as to clearly distinguish the areas intended for hazardous wastes and materials. (Hazardous wastes are those substances and materials defined in Subsection 403.703(21), F.S., and listed in Title 40 CFR Part 261).
3. The developer shall provide to all project businesses, information that: (a) indicates the types of wastes and materials that are considered to be hazardous and are to be stored or disposed of only in the specially-designated container/areas; and (b) indicates the location of the specially-designated hazardous waste and materials containers/areas; and (c) advises of applicable statutes and regulations regarding hazardous wastes and materials at the time of purchase or lease.

4. The developer shall advise purchasers and lessees, and stipulate at the time of purchase or lease that statutes and regulations exist and that penalties may accrue from failure to properly transport, store, handle, and dispose of hazardous wastes materials.
5. Users who generate/handle hazardous substances shall implement a site specific surficial aquifer monitoring program as required by Hillsborough County, Hillsborough County Environmental Protection Commission and DER. An emergency response and hazardous waste management operation plan will be required for those facilities which generate/handle hazardous wastes, to minimize hazards to human health and the environment. The plans will describe the procedures and actions required of facility personnel as well as describe the arrangement agreed to by local EMS/fire and police departments and hospitals. Individual tenant plans shall be included in the first annual report following their adoption.
6. All temporary hazardous waste storage facilities shall meet the criteria set forth in Sections 3.913(A), (D) and (E), Future of the Region.
7. Hazardous waste generators shall list wastes that have a potential for reuse with waste exchanges for at least 30 days prior to transporting the waste off-site for treatment or for disposal, depending on the waste type and quantity. Small quantity generators should obtain USEPA identification numbers.
8. The developer shall monitor the wastewater stream for the presence of hazardous or toxic waste within the stream prior to any on-site wastewater treatment and shall verify that the wastewater effluent for re-use is non-hazardous and in compliance with applicable DER regulations.

L. Hurricane Evacuation

1. The developer shall coordinate with the Hillsborough County Bureau of Emergency Management and the Greater Tampa Bay Chapter of the American Red Cross as to the feasibility of designating the hotel as a public hurricane evacuation center or "host-hotel" facility to shelter the residents of the more vulnerable areas/hotels. A report on these discussions shall be submitted in the first annual report following issuance of the first Certificates of Occupancy.
2. The developer shall promote awareness of, and shall cooperate with local and regional authorities having jurisdiction to issue hurricane evacuation orders. The developer shall prepare a plan to ensure the safe and orderly evacuation of residents and employees when a Level C, D or E evacuation order, (as appropriate), is issued by (1) ordering all buildings closed for the duration of a

28

hurricane evacuation order; (2) informing all residents and employees of evacuation routes out of the flood prone area and measures to be fulfilled in the event of same; and (3) making all efforts to coordinate with and inform appropriate public authorities of building closings, security and safety measures, and evacuation plans. This plan shall be included in the first annual report.

M. Energy Conservation

1. The energy conservation measures referenced on page 25-1 of the ADA shall be required. The following energy conservation measures shall also be encouraged by the Developer or his assigns including the use of landscaping and retention of existing vegetation as a means of energy conservation:
 - a. The initiation of programs to promote energy conservation by employees, buyers, suppliers and the public.
 - b. Reduction in levels of operation of all air conditioning, heating and lighting systems during non-business hours.
 - c. Recycling programs.
 - d. The use of energy-efficient cooling, heating and lighting systems.
 - e. Installation of innovative energy conservation features such as waste heat recovery or solar power where feasible in project development.
 - f. Use of the most energy efficient technology economically feasible in the construction and operation of light industrial/commercial /office facilities the life-cycle costing (to include operation and maintenance costs) in evaluating energy conservation effectiveness.

N. Historical or Archaeological Resources

1. The discovery of any historical or archaeological resources shall be reported to the Florida Division of Archives, History and Records Management and the disposition of such resources shall be determined in cooperation with the Division of Archives and Hillsborough County.

O. Noise

1. Noise abatement measures shall be incorporated into building design near I-75.

P. Equal Opportunity

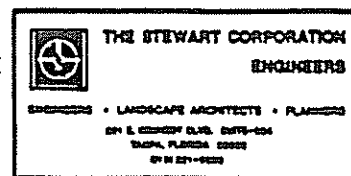
1. The developer shall seek, and urge and encourage all contractors and subcontractors to involve minority groups in the development of the project. All office and commercial establishment areas shall be available to all, on a fair and impartial basis.

Q. General

1. Any change to the project which meets the criteria set forth in Subsection 380.06(19) (b), F.S. shall constitute a substantial deviation.
2. Any approval of the Sunway development shall at minimum, satisfy the provision of Chapter 380.06(15), F.S.
3. Any approval of this development shall require that all of the developer's commitments set forth in the ADA, and as summarized as Attachment 1, be honored, except as they may be superseded by specific terms of the Development Order.

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SHANNON PROPRITIES, INC.



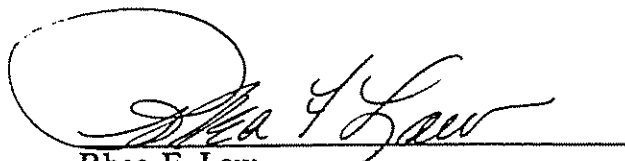
EXHIBIT
"B"

EXHIBIT "C"

AFFIDAVIT CERTIFYING DISTRIBUTION OF
A NOTIFICATION OF A PROPOSED CHANGE TO A PREVIOUSLY APPROVED
DEVELOPMENT OF REGIONAL IMPACT (DRI)

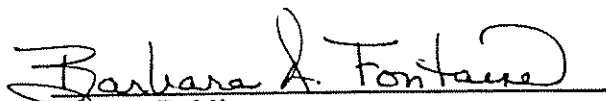
On behalf of the Developer, AutoNation USA, I, Rhea F. Law, as the Developer's legal counsel, do hereby certify that a Notification of a Proposed Change to a Previously Approved DRI has been transmitted to the Florida Department of Community Affairs, the Tampa Bay Regional Planning Council, and the Hillsborough County Board of County Commissioners:

FURTHER, Affiant sayeth not.



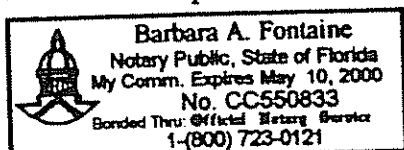
Rhea F. Law
Counsel to the Developer

Sworn to and subscribed
this 26th day of June, 1996.
The Affiant is personally known to me.



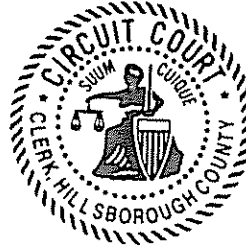
Notary Public

My Commission Expires



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Richard Ake
Clerk of the Circuit Court
Hillsborough County, Florida



Clerk to Board of
County Commissioners
Room # 214-H
P.O. Box 1110
Tampa, Florida 33601
Telephone 272-5845

April 24, 1990

Suzanne Cooper, DRI Coordinator
Tampa Bay Regional Planning Council
9455 Koger Boulevard
Suite 219
St. Petersburg, Florida 33702

Re: Resolution No. R90-0071 - DRI #144 - Development Order
Amendment - Sunway

Dear Ms. Cooper:

Enclosed please find a certified executed copy of the referenced resolution, with attachments, which was adopted by the Hillsborough County Board of County Commissioners on March 13, 1990.

We are providing this copy for your official files.

Sincerely,

RICHARD AKE
CLERK OF CIRCUIT COURT

By: Judith M. Nichols
Judith M. Nichols
Manager, BOCC Records

RECEIVED
APR 26 1990

Tampa Bay Regional
Planning Council

JMN:CS

Enclosure

Certified Mail

cc: Board files (1 orig.)

J. Thomas Beck, State Department of Community Affairs
Jeanie E. Hanna, Esquire, (for Shannon Properties, Inc.)
John Dixon Wall, Assistant County Attorney
Steve Luce, Community Planner II, Planning and Zoning

Mailed 4/25/90

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

I, RICHARD AKE, Clerk of the Circuit Court and
Ex Officio Clerk of the Board of County Commissioners of
Hillsborough County, Florida, do hereby certify that the
above and foregoing is a true and correct copy of _____
Resolution No. R90-0071 - Amending DRI #144 Development
Order For Sunway

_____ adopted by the Board in its regular meeting of
March 13, 1990, as the same appears of
record in MINUTE BOOK 166 of the Public Records of
Hillsborough County, Florida.

WITNESS my hand and official seal this 24th
day of April, 1990.

RICHARD AKE, CLERK

By: Judith M. Nichols
Deputy Clerk