#146

ESSENTIALLY BUILT-OUT AGREEMENT FOR THE OAK CREEK DRI (DRI NO. 146) PURSUANT TO SECTIONS 380.032(3) AND 380.06(15)(g), FLORIDA STATUTES (2012)

This Essentially Built-Out Agreement (the "Agreement") is entered into by and between Taylor Morrison of Florida, Inc., a Florida corporation, and its successors and assigns (the "Developer"); EastGroup Properties, L.P., a Delaware limited partnership ("EastGroup"); Hillsborough County, a political subdivision of the State of Florida (the "County"); and State of Florida, Department of Economic Opportunity (the "Department"), subject to all other governmental regulations and solely at Developer's risk.

RECITALS

WHEREAS, Developer is the owner of parcels of real estate in Hillsborough County, Florida, more particularly described in Exhibit "A," attached hereto and incorporated herein by reference (the "Developer's Property), which lands are located within the Oak Creek Development of Regional Impact (the "Oak Creek DRI"), which is more particularly described on the attached Exhibit "B," attached hereto and incorporated herein by reference; and

WHEREAS, EastGroup is the owner of parcels of real estate in Hillsborough County, Florida, more particularly described in Exhibit "C," attached hereto and incorporated herein by reference (the "EastGroup Property), which lands are located within the DRI; and

WHEREAS, County is a political subdivision of the State of Florida with local government jurisdiction over the Developer's Property, the EastGroup Property and the DRI; and

WHEREAS, Department is the state land planning agency having the power and duty to exercise general supervision of the administration and enforcement of Chapter 380, Florida Statutes (2012), including provisions relating to developments of regional impact; and

WHEREAS, pursuant to Section 380.032(3), Florida Statutes (2012), the Department is authorized to enter into agreements as may be necessary to effectuate the provisions and purposes of Chapter 380, Florida Statutes (2012); and

WHEREAS, Section 380.06(15)(g), Florida Statutes (2012) provides for an agreement between the developer, state land planning agency, and local government, in accordance with Section 380.032(3), Florida Statutes (2012), to govern an essentially built-out DRI; and

WHEREAS, Developer, EastGroup, County and Department desire to enter into this Agreement pursuant to the provisions of Sections 380.032(3) and 380.06(15)(g), Florida Statutes (2012); and

WHEREAS, on October 13, 1987, County's Board of County Commissioners approved the Development Order (Resolution R87-0334) for the DRI, formerly known as the Parkway

Center DRI, pursuant to Section 380.06, Florida Statutes (1986) (the "Original Development Order"); and

WHEREAS, the Original Development Order was amended by the County in Resolution Number R89-0173 approved July 11, 1989, Resolution Number R92-0208 approved August 25, 1992, Resolution Number R97-189 approved July 29, 1997, Resolution R97-284 approved November 25, 1997, Resolution R99-202 approved September 14, 1999, Resolution R00-219 approved September 12, 2000, and Resolution R04-080 approved April 27, 2004 (collectively, with the Original Development Order, the "DRI Development Order"); and

WHEREAS, Developer has completed the requirements of the DRI Development Order which were determined to be the appropriate requirements to cure and mitigate the impacts of the development on regionally significant transportation highway facilities and has completed all "pipeline" improvements provided in the DRI Development Order; and

WHEREAS, the Developer is in substantial compliance with all applicable terms and conditions of the DRI Development Order except the build-out date, with the addition of the terms and conditions established by this Agreement; and

WHEREAS, the development that is approved within the Oak Creek DRI is described in Exhibit "D" attached hereto and incorporated herein; and

WHEREAS, the development within the Oak Creek DRI that has been constructed to date or is under construction, is also described in Exhibit "D"; and

WHEREAS, the development approved within the Oak Creek DRI but not constructed, is also described in Exhibit "D" and Exhibit "E," attached hereto and incorporated herein; and

WHEREAS, Developer and EastGroup, on their own behalf and on behalf of the other owners in the DRI, desire to reserve the right to construct and occupy the development specified in the Revised Land Use Schedule, attached hereto as Exhibit "E" (the "Remaining Development"); and

WHEREAS, the Remaining Development does not create the likelihood of any additional regional impact not previously reviewed; and

WHEREAS, the Remaining Development does not include all remaining entitlements permitted under the DRI Development Order, which eliminated entitlements are itemized in Exhibit "D" hereto and as set forth in paragraph 3, below; and

WHEREAS, Map H has been modified to delete the eliminated entitlements and to reflect only the Remaining Entitlements, as set forth in the modified Map H attached hereto as Exhibit "F;" and

WHEREAS, the Developer has mailed notice of the public hearing established by the Board of County Commissioners of the County to consider this Agreement to all owners of

undeveloped non-residential parcels located within the DRI, all registered homeowners associations or registered property owners associations within the DRI, and all owners of property located within 300 feet of the DRI; and

WHEREAS, notice of the public hearing established by the Board of County Commissioners of the County to consider this Agreement has also been published in the Tampa Tribune, a newspaper of general circulation in Hillsborough County, Florida, and posted in various locations within the DRI.

NOW, THEREFORE, in consideration of the mutual covenants contained herein, Developer, EastGroup, County and Department (collectively the "Parties") do agree as follows:

1. Determination of Essentially Built-out Status

The Parties agree that pursuant to Section 380.06(15)(g), Florida Statutes (2012), the Oak Creek DRI is essentially built-out because upon satisfaction of the conditions of this Agreement, the Developer and EastGroup are in compliance with all applicable terms and conditions of the DRI Development Order except the build-out date and the Remaining Development will not create the likelihood of any additional regional impacts not previously reviewed.

2. Authorized Development of DRI Property

a. The Remaining Development may be developed and occupied as set forth herein. Parcels 1A, 1B, Parcel 4, Parcel 2 Phase 1, Parcel 2 Phase 1 Unit 2A, and Parcel 2 Phase 1 Unit 2B, as depicted on Exhibit "G", are currently platted. These parcels are fully entitled and may be developed without further transportation concurrency review, subject to compliance with the terms of this Agreement, as well as the Hillsborough County Land Development Code and the Future of Hillsborough Comprehensive Plan, excluding transportation concurrency. Those portions of the Developer's Property which have been platted as single-family or multi-family lots may not be re-platted until the Escrow Agreement referenced below is fully funded by Developer.

Based on the essentially built out status of the DRI, and notwithstanding the build-out date in the DRI Development Order, the Remaining Development may be developed, without being required to undergo transportation concurrency review. However, the County may require site access management improvements under local County access management regulations which are directly related to construction plan approval. The Developer and EastGroup may utilize the existing Land Use Equivalency Matrix as shown on Exhibit "F" attached hereto and incorporated herein in connection with the exchange of uses provided that the County's Development Services Department shall be notified of the use of the Land Use Equivalency Matrix at least 14 days prior to submittal of construction plans for the subject development. The Remaining Development shall not be subject to mobility fees or other subsequently adopted fees to fund the mitigation of transportation impacts and needs. This exemption does not apply to transportation impact fees imposed pursuant to the Hillsborough County Consolidated Impact Assessment Program Ordinance, as it may be amended. This Agreement shall serve as a self-executing Certificate of Capacity for transportation only.

b. To satisfy condition of approval No. 33 of Hillsborough County Zoning Approval MM 04-0399 GR (87-171 & 97-411), and to satisfy Section IV(B)(6) of the DRI Development Order which required Developer to widen 78th Street to a 3-lane section from the north project access south to Riverview Drive as a non-pipeline improvement, and to satisfy Section IV(B)(12) of the DRI Development Order which requires that right of way for the extension of Falkenburg Road through the site as identified on Map H be dedicated at such time as roadway improvements are dedicated to the County, the Developer shall construct to County standards and dedicate to the County the extension of Falkenburg Road from its current terminus to 78th Street and improvements at the intersection of Riverview Drive and 78th Street as shown on attached Exhibit "H," (the "Required Improvement") in accordance with the following schedule. The Developer shall fund fifty percent (50%) of the funds due under the escrow agreement attached hereto as Exhibit "I" within five (5) working days of the issuance of the 321st residential unit building permit to Developer or its assignees, and the balance of funds due under the Escrow Agreement within five (5) working days of issuance of the 381st residential building permit to Developer or its assignees, subsequent to the effective date of this Agreement. The sum to be placed into escrow, referred to in the Escrow Agreement as the "Contribution Amount," shall be One Million, Two Thousand Twenty-Six Dollars and Sixty-Three Cents ($1,002,026.63) which amount represents 125% of the currently estimated cost to construct the Required Improvement. Developer expressly acknowledges and agrees that the determination of the Contribution Amount was not based on approved construction plans, that the Contribution Amount may not include the costs of permitting and design, and that the actual amount to construct the Required Improvement may be more or less than the Contribution Amount.

The Developer is obligated to design, permit and construct the Required Improvement regardless of the cost of such improvements. Construction of the Required Improvement shall be completed no later than eighteen (18) months after full funding of the Escrow Agreement. After full funding of the Escrow Agreement, Developer may proceed with further development as otherwise set out in this Agreement. As provided in the Escrow Agreement, Developer may draw on the funds in Escrow to pay the construction costs of the Required Improvement. In the event that the Developer fails to comply with the schedule for design and/or construction of the Required Improvement, the County may draw upon the funds held in escrow pursuant to the Escrow Agreement, under the terms and conditions set forth in the Escrow Agreement. Drawing upon funds held pursuant to the Escrow Agreement shall not limit the County's ability to pursue any other remedy allowed by law or ordinance for breach of this Agreement; however, monies drawn shall be credited and used for the construction of the Required Improvement only. The County shall establish an impact fee credit for the right of way dedication, engineering, and construction of the Required Improvement, as set out in the County's impact fee ordinance, as may be amended from time to time.

Beginning with the date of this Agreement, Developer shall file quarterly reports with County, in the form attached hereto as Exhibit "J," listing all residential building permits issued for Developer's Property after the date of this Agreement. No further reports shall be due after a report showing the issuance of the 381st building permit and the full funding of the Escrow Agreement.

c. Notwithstanding Section 2.b., above, or any other provision of this Agreement, development and occupation of the Remaining Development on the EastGroup Property may continue regardless of the Developer's performance of its obligations regarding the Required Improvement. Accordingly, in the event Developer defaults under its obligations in Section 2.b. above, and the County or Department exercise their rights to terminate this Agreement under Section 6 below, EastGroup's rights to continue development under this Agreement will survive the termination.

3. Deletion of Entitlements

Developer hereby agrees to eliminate 1,249,861 sq. ft. of light industrial entitlements, 699 sq. ft. of high tech entitlements, 150,300 sq. ft. of office entitlements, 71,500 sq. ft. of commercial entitlements and 100 hotel room entitlements from Phase I. All Phase II entitlements are hereby eliminated in their entirety as of the effective date of this Agreement.

4. Annual Reports

After the effective date of this Agreement, any annual reports which may be required for the DRI pursuant to Section 380.06(18), Florida Statutes (2012), or under the DRI Development Order, shall no longer be required.

5. Agreement Effectuates Chapter 380, Florida Statutes (2012).

Developer asserts and warrants that all of the representations and statements made as set forth in this Agreement are true, accurate, and complete. Based upon such representations and statements, the Department concludes that this Agreement is in the best interests of the State, is necessary and beneficial to the Department in its role as the state agency with the responsibility for the administration and enforcement of Chapter 380, Florida Statutes (2012), and reasonably applies and effectuates the provisions and purposes of Chapter 380, Florida Statutes.

6. Default

In the event of a breach of this Agreement or failure to comply with any condition of this Agreement, or if this Agreement is based upon materially inaccurate information, the Department or the County may terminate this Agreement or file suit to enforce this Agreement as provided in Sections 380.06 and 380.11, Florida Statutes (2012).

7. No Waiver

Nothing in this Agreement shall constitute a waiver by any party of its right to appeal any development order pursuant to Section 380.07, Florida Statutes (2012), except as acknowledged herein.

8. Redevelopment or Development in Excess of the Remaining Development

Any future redevelopment of existing development or development in excess of the Remaining Development on property currently located within the boundaries of the Oak Creek DRI shall be subject to the Future of Hillsborough Comprehensive Plan and Land Development Code, including but not limited to transportation concurrency.

9. Effect of Agreement on Rights and Obligations of Parties

This Agreement affects the rights and obligations of the Parties under Chapter 380, Florida Statutes (2012). It is not intended to determine or influence the authority or decisions of any other state or local government or agency in issuance of any other permits and approvals which might be required by state law or local ordinance for any development authorized by this Agreement. This Agreement shall not prohibit the regional planning agency from commenting on any regional issue.

10. Amendment or Modification of this Agreement.

Any amendment to or modification of this Agreement shall not be effective unless contained in a written document signed by Developer, EastGroup, and County.

11. Recording

The terms and conditions of this Agreement shall inure to the benefit of and be binding upon the heirs, personal representatives, successors and assigns of the Parties. Developer shall ensure and provide that any successor in interest in and to any of its lands or parcels affected by this Agreement is bound by the terms of this Agreement. Developer shall record a Notice of Adoption of this Agreement (the "Notice") in the public records of Hillsborough County, Florida, and shall provide the Department and the County with a copy of the recorded Notice, which shall be in substantially the form attached hereto as Exhibit "K" and incorporated herein by this reference, including Official Record Book and Page Numbers, within two weeks of the date of execution of this Agreement.

12. Effective Date

The Effective Date of this Agreement shall be the date that the last Party signs and acknowledges this Agreement.

ATTEST:

PAT FRANK, Clerk of the Circuit Court

Beverly Anne Miller
Deputy Clerk

HILLSBOROUGH COUNTY, a political subdivision of the State of Florida

By: Ken Hagan
Chairperson, Board of County Commissioners
Date of Approval/Execution: 11-1-12

APPROVED BY COUNTY ATTORNEY

Approved as to Form and Legal Sufficiency

BOARD OF COUNTY COMMISSIONERS
HILLSBOROUGH COUNTY FLORIDA
DOCUMENT NO. 12-1112

Approved to as form and legal sufficiency subject only to full and proper execution by the parties.

OFFICE OF GENERAL COUNSEL
DEPARTMENT OF ECONOMIC OPPORTUNITY

By: Sherry A. Sauers
Title: Assistant General Counsel
Date of Approval/Execution: 11-14-12

STATE OF FLORIDA, DEPARTMENT OF ECONOMIC OPPORTUNITY

By: J. Thomas Beck
Name: J. Thomas Beck
Title: Director
Date of Approval/Execution: 11-13-12

STATE OF FLORIDA
COUNTY OF _____

The foregoing instrument was acknowledged before me this _____ day of _____, 20___, by _____ as _____ of the State of Florida Department of Economic Opportunity on behalf of said Department and who is either (mark one) ___ personally known to me, or ___ produced _____ as identification (picture identification required).

[AFFIX NOTARYSEAL OR STAMP]

_____
Name: _____
Notary Public, State of Florida

WITNESSES:

Tracy Briones
Name: Tracy Briones
(Print or Type Name)

Name: Pradip Gandhi
(Print or Type Name)

TAYLOR MORRISON OF FLORIDA, INC.
a Florida corporation

By: _____
Name: Mac McCraw
(Print or Type Name)

Title: Land Manager
Date of Approval/Execution: 10-19-12

STATE OF FLORIDA
COUNTY OF Sarasota

The foregoing instrument was acknowledged before me this 19th day of October, 2012, by Mac McCraw as Land Manager of Taylor Morrison of Florida, Inc., a Florida corporation, on behalf of said corporation, and who is either (mark one) ✓ personally known to me, or ___ produced _____ as identification (picture identification required).

[AFFIX NOTARYSEAL OR STAMP]

TRACY E. BRIONES
MY COMMISSION EXPIRES
September 10, 2016
#EE 833992
Bonded thru
Troy Fain - Insurance
NOTARY PUBLIC, STATE OF FLORIDA

Tracy Briones
Name: Tracy Briones
Notary Public, State of Florida

WITNESSES:

Carol Horst

Name: Carol Horst
(Print or Type Name)

Name: ANTHONY A. RUFRANO
(Print or Type Name)

EASTGROUP PROPERTIES, L.P.
a Delaware limited partnership,

By: EastGroup Properties General Partners, Inc., a Delaware corporation, its sole general partner

By: _____
Name: JOHN COLEMAN
(Print or Type Name)
Title: SVP

Date of Approval/Execution: 10-16-12

STATE OF FLORIDA
COUNTY OF Orange

The foregoing instrument was acknowledged before me this 16th day of October, 2012, by John F Coleman as Senior VP of EastGroup Properties General Partners, Inc., a Delaware corporation, as sole general partner of EastGroup Properties, L.P., a Delaware limited partnership, on behalf of the limited partnership, and who is either (mark one) ✓ personally known to me, or ___ produced _____ as identification (picture identification required).

[AFFIX NOTARYSEAL OR STAMP]

Notary Public State of Florida
Lucille M D Smith
My Commission EE094005
Expires 07/23/2015

Name: Lucille M D Smith
Notary Public, State of Florida

EXHIBITS

Exhibit A - Legal Description for Taylor Morrison of Florida, Inc. property
Exhibit B - Legal Description for the Oak Creek DRI
Exhibit C - Legal Description for EastGroup Properties, L.P. property
Exhibit D - Summary of Entitlements
Exhibit E - Revised Land Use Schedule (Remaining Development)
Exhibit F - Map H and Land Use Equivalency Matrix
Exhibit G - Map of Development Parcels
Exhibit H – Required Improvement
Exhibit I - Escrow Agreement
Exhibit J - Quarterly Report Form
Exhibit K - Notice of Adoption of Agreement

Exhibit A

Property Owned by Taylor Morrison

"Tract B-1" and "Tract B-2," both as shown on the plat of Oak Creek Parcel 2, Unit 1A – Partial Replat, recorded at Plat Book 115, Pages 150 – 152, of the public records of Hillsborough County, Florida; and

Lots 1 through 19 inclusive, Block 32; Lots 1 through 11 inclusive, Block 33; Lots 1 through 16 inclusive, Block 34; and Lots 1 through 18 inclusive, Block 35; all as shown on the plat of Oak Creek Parcel 2 Unit 1B – Partial Replat, recorded at Plat Book 115, Pages 158 through 163, of the public records of Hillsborough County, Florida; and

Lots 1 through 6 inclusive, Block 1; Lots 1 through 6 inclusive, Block 2; Lots 1 through 8 inclusive, Block 3; Lots 1 through 8 inclusive, Block 4; Lots 1 through 8 inclusive, Block 5; Lots 1 through 8 inclusive, Block 6; Lots 1 through 8 inclusive, Block 7; Lots 1 through 6 inclusive, Block 8; Lots 1 through 8 inclusive, Block 9; Lots 1 through 4 inclusive, Block 10; Lots 1 through 8 inclusive, Block 11; Lots 1 through 8 inclusive, Block 12; Lots 1 through 8 inclusive, Block 13; Lots 1 through 8 inclusive, Block 14; Lots 1 through 8 inclusive, Block 15; Lots 1 through 6 inclusive, Block 16; Lots 1 through 6 inclusive, Block 17; and Lots 1 through 8 inclusive, Block 18; all as shown on the plat of Oak Creek Parcel 3, recorded at Plat Book 113, Pages 112 through 130, of the public records of Hillsborough County, Florida; and

"Tract P-1," as shown on the plat of Oak Creek Parcel 1B, recorded at Plat Book 112, Pages 262 through 273, of the public records of Hillsborough County, Florida; and

"Tract A-8," and Lots 1 through 7 inclusive, Block 1, as shown on the plat of Oak Creek Corporate Center Commercial Core, recorded at Plat Book 89, Pages 82 through 93, of the public records of Hillsborough County, Florida; LESS and EXCEPT the plat of Oak Creek Parcel 1A, recorded at Plat Book 108, Page 281, of the public records of Hillsborough County, Florida; and LESS and EXCEPT the plat of Oak Creek Parcel 1B, recorded at Plat Book 112, Page 262, of the public records of Hillsborough County, Florida; and

"Tract C," as shown on the plat of Parkway Center Single Family Phase 1, recorded at Plat Book 89, pages 39 through 53, of the public records of Hillsborough County, Florida; and

Lots 1 through 4 inclusive, as shown on the plat of Parkway Business Center at Oak Creek Parcel 4, recorded at Plat Book 85, Pages 31 through 32, of the public records of Hillsborough County, Florida; and

Lots 2 through 3 inclusive, as shown on the plat of Parkway Business Center at Oak Creek Parcel 5, recorded at Plat Book 85, Pages 22 through 23, of the public records of Hillsborough County, Florida; and

Lot 1, as shown on the plat of Parkway Business Center at Oak Creek Parcel 5, recorded at Plat Book 85, Pages 22 through 23, of the public records of Hillsborough County, Florida, LESS and EXCEPT the West 341.25 feet of the North 196 feet thereof; and

And

A parcel of land lying in Section 13, Township 30 South, Range 19 East, Hillsborough County, Florida, and being more particularly described as follows:

Commence at the Northeast corner of the Southeast 1/4 of said Section 13, run thence along the North boundary of said Southeast 1/4 of Section 13, N.89°48'06"W., 702.53 feet to a point on a curve also being the **POINT OF BEGINNING**; thence Southerly, 283.02 feet along the arc of said curve to the right having a radius of 550.00 feet and a central angle of 29°29'01" (chord bearing S.60°55'59"W., 279.91 feet) to a point of reverse curvature; thence Southerly, 58.42 feet along the arc of a curve to the left having a radius of 40.00 feet and a central angle of 83°40'30" (chord bearing S.33°50'15"W., 53.36 feet) to a point of tangency; thence S.08°00'00"E., 143.16 feet to a point on a curve on the Westerly boundary of PARKWAY CENTER SINGLE FAMILY PHASE 1, according to the map or plat thereof as recorded in Plat Book 89, Page 39, of the Public Records of Hillsborough County, Florida; thence along said Westerly boundary of PARKWAY CENTER SINGLE FAMILY PHASE 1, Westerly, 50.01 feet along the arc of a cure to the right having a radius of 730.00 feet and a central angle of 03°55'30" (chord bearing S.82°00'00"W., 50.00 feet); thence N.08°00'00"W., 143.16 feet to a point of curvature; thence Northwesterly, 58.42 feet along the arc of a curve to the left having a radius of 40.00 feet and a central angle of 83°40'30" (chord bearing N.49°50'15"W., 53.36 feet) to a point of reverse curvature; thence Northwesterly,

547.32 feet along the arc of a curve to the right having a radius of 550.00 feet and a central angle of 57°00'59" (chord bearing N.63°10'00"W., 525.01 feet) to a point of reverse curvature; thence Westerly, 61.48 feet along the arc of a curve to the left having a radius of 40.00 feet and a central angle of 88°03'27" (chord bearing N.78°41'14"W., 55.60 feet) to a point of tangency; thence S.57°17'02"W., 140.07 feet to a point on a curve; thence Southeasterly, 359.79 feet along the arc of a curve to the left having a radius of 730.00 feet and a central angle of 28°14'20" (chord bearing S.45°15'56"E., 356.16 feet) to a point on the aforesaid Westerly boundary of PARKWAY CENTER SINGLE FAMILY PHASE 1; thence along said Westerly boundary of PARKWAY CENTER SINGLE FAMILY PHASE 1, S.30°36'54"W., 20.00 feet to a point on a curve, said point also being the Easterlymost corner of a Florida Game and Freshwater Fish Commission Conservation Easement, as recorded in Official Record Book 9385, Page 1570, of the Public Records of Hillsborough County, Florida; thence along the Easterly boundary of said Florida Game and Freshwater Fish Commission Conservation Easement, the following five (5) courses: 1) Northwesterly, 602.44 feet along the arc of said curve to the right having a radius of 750.00 feet and a central angle of 46°01'22" (chord bearing N.36°22'25"W., 586.37 feet); 2) N.20°11'08"E., 131.58 feet; 3) N.25°39'45"W., 96.13 feet; 4) N.63°47'30"W., 25.13 feet to a point on a curve;
5) Northerly, 234.99 feet along the arc of said curve to the right having a radius of 750.00 feet and a central angle of 17°57'06" (chord bearing N.12°38'21"E., 234.03 feet) to a point on the Easterly boundary of OAK CREEK CORPORATE CENTER COMMERCIAL CORE, according to the plat thereof as recorded in Plat Book 89, Page 82, of the Public Records of Hillsborough County, Florida; thence along said Easterly boundary of OAK CREEK CORPORATE CENTER COMMERCIAL CORE, the following two (2) courses: 1) S.68°23'06"E., 20.00 feet to a point on a curve; 2) Northeasterly, 42.11 feet along the arc of a curve to the right having a radius of 730.00 feet and a central angle of 03°18'18" (chord bearing N.23°16'03"E., 42.10 feet; thence S.65°04'48"E., 141.36 feet to a point of curvature; thence Northeasterly, 60.12 feet along the arc of a curve to the left having a radius of 40.00 feet and a central angle of 86°06'45" (chord bearing N.71°51'50"E., 54.62 feet) to a point of reverse curvature; thence Easterly, 947.37 feet along the arc of a curve to the right having a radius of 550.00 feet and a central angle of 98°41'31" (chord bearing N.78°09'13"E., 834.52 feet); thence Southeasterly, along the arc of said curve to the right having the same radius of 550.00 feet and a central angle of 98°41'31" (chord bearing S.03°09'17"E., 834.52 feet) to the **POINT OF BEGINNING.**

Containing 24.922 acres, more or less.

and

A parcel of land lying in Section 13, Township 30 South, Range 19 East, Hillsborough County, Florida, and being more particularly described as follows:

Commence at the Northeast corner of said Section 13, run thence along the North boundary of said Section 13, N.89°48'09"W., 715.79 feet to the **POINT OF BEGINNING**; thence S.55°09'35"E., 593.15 feet; thence along the Westerly right-of-way line of EAGLE PALM DRIVE, as shown on the plat of OAK CREEK CORPORATE CENTER COMMERCIAL CORE, as recorded in Plat Book 89, Page 82, of the Public Records of Hillsborough County, Florida, and the Northeasterly prolongation thereof, the following two (2) courses: 1) S.34°36'54"W., 347.28 feet to a point of curvature; 2) Southeasterly, 275.73 feet along the arc of a curve to the left having a radius of 710.00 feet and a central angle of 22°15'03" (chord bearing S.23°29'23"W., 274.00 feet) to the Northeasterly corner of Lot 1, Block 2, of said OAK CREEK CORPORATE CENTER COMMERCIAL CORE; thence along the Northerly boundary of said Lot 1, N.52°00'00"W., 1090.11 feet to a point on a curve on the Easterly right-of-way line of FALKENBURG ROAD EXTENSION, as shown on said plat of OAK CREEK CORPORATE CENTER COMMERCIAL CORE; thence along said Easterly right-of-way line, Northeasterly, 614.12 feet along the arc of a curve to the left having a radius of 1260.00 feet and a central angle of 27°55'32" (chord bearing N.10°55'10"E., 608.05 feet); thence S.55°09'35"E., 686.56 feet to the **POINT OF BEGINNING.**

Containing 15.207 acres, more or less.

LESS AND EXCEPT THE FOLLOWING DESCRIBED PARCEL:

DESCRIPTION: A parcel of land lying in Section 13, Township 30 South, Range 19 East, Hillsborough County, Florida, and being more particularly described as follows:

Commence at the Northeast corner of said Section 13, run thence along the North boundary of said Section 13, N.89°48'09"W., 1220.02 feet; thence S.00°11'51"W., 88.81 feet to the **POINT OF BEGINNING**; thence S.52°00'00"E.,

420.00 feet to a point of curvature; thence Southeasterly, 62.83 feet along the arc of a curve to the right having a radius of 40.00 feet and a central angle of 90°00'00" (chord bearing S.07°00'00"E., 56.57 feet) to a point of tangency; thence S.38°00'00"W., 60.00 feet; thence
N.52°00'00"W., 500.00 feet; thence N.38°00'00"E., 60.00 feet to a point of curvature; thence Northeasterly, 62.83 feet along the arc of a curve to the right having a radius of 40.00 feet and a central angle of 90°00'00" (chord bearing N.83°00'00"E., 56.57 feet) to the **POINT OF BEGINNING.**

Containing 1.132 acres, more or less.

ALTOGETHER containing 14.075 acres, more or less.

SUBJECT TO that certain Temporary Maintenance and Access Easement recorded in Official Records Book 11658, Page 1450, of the Public Records of Hillsborough County, Florida.

IC Parcel 6

"Tract A-8," and Lots 1 through 7 inclusive, Block 1, as shown on the plat of Oak Creek Corporate Center Commercial Core, recorded at Plat Book 89, Pages 82 through 93, of the public records of Hillsborough County, Florida; LESS and EXCEPT the plat of Oak Creek Parcel 1A, recorded at Plat Book 108, Page 281, of the public records of Hillsborough County, Florida; and LESS and EXCEPT the plat of Oak Creek Parcel 1B, recorded at Plat Book 112, Page 262, of the public records of Hillsborough County, Florida; and (134 Lots) (183 Lots)

Pine Ridge:

Lots 1-8 Block 27, Lots 1-8 Block 28, Lots 1-8 Block 38, Lots 1-8 Block 39, Lots 1-8 Block 40, Lots 1-8 Block 43, Lots 1-8 Block 44, Lots 1-8 Block 45, Lots 1-8 Block 21, Lots 1-8 Block 18, Lots 1-8 Block 15, Lots 1-8 Block 14, Lots 1-8 Block 13, Lots 1-8 Block 9, Lots 1-8 Block 11, Lots 1-8 Block 12, Lots 1-8 Block 3, Lots 1-8 Block 4, Lots 1-8 Block 5, Lots 1-8 Block 6, Lots 1-8 Block 7, Lots 1-8 Block 49, Lots 1-8 Block 50, Lots 1-6 Block 35, Lots 1-6 Block 36, Lots 1-6 Block 37, Lots 1-6 Block 42, Lots 1-6 Block 46, Lots 1-6 Block 47, Lots 1-6 Block 20, Lots 1-6 Block 19, Lots 1-6 Block 17, Lots 1-6 Block 16, Lots 1-6 Block 1, Lots 1-6 Block 2, Lots 1-6 Block 8, Lots 1-6 Block 48, Lots 1-4 Block 29, Lots 1-4 Block 22, Lots 1-4 Block 41, Lots 1-4 Block 10 all as shown on the plat of Oak Creek Parcel 3, recorded at Plat Book 113, Pages 112 through 130, of the public records of Hillsborough County, Florida; and (284 Units)

Bay wood Single Family

Lots 1 through 19 inclusive, Block 32; Lots 1 through 11 inclusive, Block 33; Lots 1 through 16 inclusive, Block 34; and Lots 1 through 18 inclusive, Block 35; all as shown on the plat of Oak Creek Parcel 2 Unit 1B – Partial Replat, recorded at Plat Book 115, Pages 158 through 163, of the public records of Hillsborough County, Florida; and (64 Units)

Baywood:

Lots 1-6 Block 54, Lots, 1-8 Block 55, 1-8 Block 56, Lots 1-8 Block 62, Lots 1-6 Block 63, Los 1-6 Block 64, Lots 1-6 Block 65, Lots 1-6 Block 66, Lots 1-8 Block 51, Lots 1-8 Block 52, , Lots 1-8 Block 53 all as shown on the plat of Oak Creek Parcel 2, Unit 2A, recorded at Plat Book 113, Pages 246 through 258, of the public records of Hillsborough County, Florida; and (78 Units)

Lots 1-6 Block 67, Lots 1-6 Block 68, Lots 1-6 Block 69, Lots 1-6 Block 70, Lots 1-6 Block 71, Lots 1-6 Block 72, Lots 1-6 Block 45, Lots 1-6 Block 46, Lots 1-6 Block 47, Lots 1-8 Block 48, Lots 1-8 Block 49, Lots 1-8 Block 50 all as shown on the plat of Oak Creek Parcel 2, Unit 2B, recorded at Plat Book 113, Pages 259 through 264, of the public records of Hillsborough County, Florida; and (78 Units)

Harvest Glen:

Lot 1 Block 15, Lot 7 Block 15, Lot 8 Block 15 , Lot 9 Block 15, Lot 10 Block 15 , Lot 11 Block 15, Lot 3 Block 17, Lot 5 Block 17, Lot 6 Block 17, Lot 10 Block 17, Lot 6 Block 18, Lot 7 Block 18, Lot 8 Block 18, Lot 9 Block 18, Lots 13 through 18 inclusive Block 18, Lot 20, Block 18, Lot 25 Block 14, Lot 26 Block 14, Lots 28 through 32 inclusive Block 14 all as shown on the plat of Oak Creek Parcel 4, recorded at Plat Book 109, Pages 78 through 84, of the public records of Hillsborough County, Florida; and (28 Units)

All in All 715 Units

Folio Numbers

049150-5702; Parcel 2-1-A Common Areas
076151-1202 through 076151-1328, inclusive; Parcel 2-1-B Lots
049150-5002 through 049150-5260, inclusive; Parcel 3 Lots
049150-3439; Parcel 1-B Park Site
049150-1604 through 049150-1614, inclusive; Parcels 1-C and 6
049150-1496; Eagle Preserve Access
049150-1052 through 049150-1058, inclusive; 78th street n. parcel
049150-1004 through 049150-1006, inclusive; 78th street middle
049150-1002 remainder of lot county took from 78th street middle
049105-0000 Eagle Preserve
049104-0500 Falkenburg Park Site

Exhibit"A"

A parcel of land lying in Section 13, Township 30 South, Range 19 East, Hillsborough County, Florida, and being more particularly described as follows:

From the Southeast corner of said Section 13, run thence along the South boundary of said Section 13, the following two (2) courses: 1) S.89°51'50"W., 1321.06 feet; 2) S.89°50'02"W., 1322.14 feet; thence along the West boundary of the Southwest 1/4 of the Southeast 1/4 of said Section 13, N.00°06'40"E., 1042.09 feet to the **POINT OF BEGINNING**; thence N.76°38'47"E., 464.37 feet; thence N.34°04'46"E., 42.91 feet; thence S.89°09'14"E., 84.09 feet; thence N.34°30'00"E., 41.54 feet; thence N.86°14'06"E., 25.47 feet; thence N.78°21'22"E., 122.02 feet; thence N.44°54'19"E., 101.19 feet; thence N.55°48'55"W., 34.10 feet; thence N.89°19'13"W., 16.23 feet; thence N.34°11'05"E., 58.96 feet; thence S.55°48'55"E., 50.00 feet; thence N.34°11'05"E., 93.18 feet; thence N.64°20'08"E., 74.54 feet; thence N.35°43'33"E., 126.10 feet; thence N.16°14'00"E., 151.75 feet; thence N.03°15'31"W., 170.00 feet; thence S.86°44'29"W., 77.28 feet; thence N.25°34'58"W., 74.01 feet; thence N.86°44'29"E., 105.40 feet; thence N.03°15'31"W., 88.97 feet to a point on a curve; thence Northwesterly, 277.31 feet along the arc of a curve to the right having a radius of 1135.00 feet and a central angle of 13°59'55" (chord bearing N.55°23'04"W., 276.62 feet); thence S.41°36'54"W., 20.00 feet to a point on a curve; thence Northwesterly, 163.62 feet along the arc of a curve to the left having a radius of 425.00 feet and a central angle of 22°03'28" (chord bearing N.59°24'50"W., 162.61 feet); thence N.19°33'26"E., 20.00 feet to a point on a curve; thence Westerly, 61.68 feet along the arc of said curve to the left having a radius of 445.00 feet and a central angle of 07°56'32" (chord bearing N.74°24'50"W., 61.64 feet) to a point of reverse curvature; thence Northwesterly, 266.30 feet along the arc of a curve to the right having a radius of 455.00 feet and a central angle of 33°32'02" (chord bearing N.61°37'05"W., 262.52 feet); thence S.02°36'54"W., 182.69 feet; thence S.44°36'54"W., 363.59 feet; thence N.26°02'29"W., 56.13 feet to a point of curvature; thence Northwesterly, 10.73 feet along the arc of a curve to the left having a radius of 30.00 feet and a central angle of 20°29'01" (chord bearing N.36°17'00"W., 10.67 feet) to a point of tangency; thence N.46°31'31"W., 132.42 feet to a point of curvature; thence Northwesterly, 10.90 feet along the arc of a curve to the left having a radius of 30.00 feet and a central angle of 20°48'44" (chord bearing N.56°55'53"W., 10.84 feet) to a point of tangency; thence N.67°20'15"W., 121.05 feet to a point of curvature; thence Westerly, 15.29 feet along the arc of a curve to the left having a radius of 30.00 feet and a central angle of 29°12'27" (chord bearing N.81°56'28"W., 15.13 feet) to a point of tangency; thence continue S.83°27'18"W., 221.59 feet; thence N.80°42'29"W., 61.49 feet to a point of curvature; thence Westerly, 9.13 feet along the arc of a curve to the left having a radius of 30.00 feet and a central angle of 17°26'03" (chord bearing N.89°25'30"W., 9.09 feet) to a point of tangency; thence S.81°51'29"W., 170.71 feet; thence S.08°08'31"E., 30.00 feet; thence S.81°51'29"W., 50.00 feet; thence N.08°08'31"W., 31.22 feet; thence S.65°47'08"W., 133.46 feet; thence S.88°00'00"W., 87.52 feet; thence S.02°00'00"E., 223.99 feet to a point of curvature; thence Southwesterly, 805.64 feet along the arc of a curve to the right having a radius of 910.00 feet and a central angle of 50°43'30" (chord bearing S.23°21'45"W., 779.59 feet) to a point on a curve; thence Easterly, 254.65 feet along the arc of a curve to the left having a radius of 325.00 feet and a central angle of 44°53'39" (chord bearing S.72°07'07"E., 248.19 feet) to a point of tangency; thence continue N.85°26'04"E., 156.02 feet; thence S.88°40'30"E., 45.65 feet; thence S.18°22'21"E., 95.06 feet to a point on a curve; thence Southeasterly, 37.52 feet along the arc of a curve to the left having a radius of 30.04 feet and a central angle of 71°34'15" (chord bearing S.54°12'45"E., 35.13 feet) to a point on the East boundary of the West 1/2 of the Southeast 1/4 of the Southwest 1/4 of said Section 13; thence along said East boundary, N.00°04'45"E., 359.88 feet; thence along the North boundary of said Southeast 1/4 of the Southwest 1/4 of Section 13, S.89°45'05"E., 667.52 feet to a point on the aforesaid West boundary of the Southwest 1/4 of the Southeast 1/4 of Section 13; thence along said West boundary, S.00°06'40"W., 285.53 feet to the **POINT OF BEGINNING**.

Containing 42.224 acres, more or less.

AND

: A parcel of land lying in Section 13, Township 30 South, Range 19 East, Hillsborough County, Florida, and being more particularly described as follows:

From the Southeast corner of said Section 13, run thence along the South boundary of said Section 13, the following two (2) courses: 1) S.89°51'50"W., 1321.06 feet; 2) S.89°50'02"W., 1322.14 feet; thence along the West boundary of the Southwest 1/4 of the Southwest 1/4 of said Section 13, N.00°06'40"E., 1042.09 feet; thence N.76°38'47"E., 464.37 feet; thence N.34°04'46"E., 42.91 feet; thence S.89°09'14"E., 84.09 feet; thence N.34°30'00"E., 41.54 feet; thence N.86°14'06"E., 25.47 feet; thence N.78°21'22"E., 122.02 feet; thence N.44°54'19"E., 101.19 feet; thence N.55°48'55"W., 34.10 feet; thence N.89°19'13"W., 16.23 feet; thence N.34°11'05"E., 58.96 feet; thence S.55°48'55"E., 50.00 feet; thence N.34°11'05"E., 93.18 feet; thence N.64°20'08"E., 74.54 feet; thence N.35°43'33"E., 126.10 feet; thence N.16°14'00"E., 151.75 feet; thence N.03°15'31"W., 170.00 feet; thence S.86°44'29"W., 77.28 feet; thence N.25°34'58"W., 74.01 feet; thence N.86°44'29"E., 105.40 feet; thence N.03°15'31"W., 88.97 feet; thence N.01°54'52"E., 123.64 feet to the **POINT OF BEGINNING**; thence Northwesterly, 196.79 feet along the arc of a curve to the right having a radius of 1025.00 feet and a central angle of 11°00'00" (chord bearing N.53°53'06"W., 196.48 feet); thence N.41°36'54"E., 20.00 feet to a point on a curve; thence Northwesterly, 221.36 feet along the arc of a curve to the left having a radius of 575.00 feet and a central angle of 22°03'28" (chord bearing N.59°24'50"W., 220.00 feet); thence S.19°33'26"W., 20.00 feet to a point on a curve; thence Westerly, 76.93 feet along the arc of said curve to the left having a radius of 555.00 feet and a central angle of 07°56'32" (chord bearing N.74°24'50"W., 76.87 feet) to a point of reverse curvature; thence Northwesterly, 331.18 feet along the arc of a curve to the right having a radius of 345.00 feet and a central angle of 55°00'00" (chord bearing N.50°53'06"W., 318.61 feet) to a point of tangency; thence N.23°23'06"W., 207.80 feet to a point of curvature; thence Northwesterly, 212.94 feet along the arc of a curve to the left having a radius of 855.00 feet and a central angle of 14°16'10" (chord bearing N.30°31'11"W., 212.39 feet); thence N.63°25'00"E., 221.42 feet; thence S.26°35'00"E., 66.89 feet; thence N.74°13'56"E., 50.90 feet; thence N.26°35'00"W., 76.45 feet; thence N.63°25'00"E., 486.55 feet to a point on a curve; thence Southerly, 234.99 feet along the arc of a curve to the left having a radius of 750.00 feet and a central angle of 17°57'06" (chord bearing S.12°38'21"W., 234.03 feet); thence S.63°47'30"E., 25.13 feet; thence S.25°39'45"E., 96.13 feet; thence S.20°11'08"W., 131.58 feet to a point on a curve; thence Southeasterly, 602.44 feet along the arc of said curve to the left having a radius of 750.00 feet and a central angle of 46°01'22" (chord bearing S.36°22'25"E., 586.37 feet); thence S.30°36'54"W., 275.00 feet to the **POINT OF BEGINNING.**

Containing 11.354 acres, more or less.

AND

A parcel of land lying in Sections 12 and 13, Township 30 South, Range 19 East and Sections 7 and 18, Township 30 South, Range 20 East, Hillsborough County, Florida, and being more particularly described as follows:

From the Northwest corner of the Southwest 1/4 of said Section 7, run thence along the North boundary of said Southwest 1/4 of Section 7, N.89°19'12"E., 137.18 feet the **POINT OF BEGINNING**; thence continue along said North boundary, N.89°19'12"E., 943.13 feet to a point on the Westerly Limited Access Right-Of-Way line of INTERSTATE HIGHWAY NO. 75 (STATE ROAD NO. 93-A); thence along said Westerly Limited Access Right-Of-Way line, S.03°11'51"E., 5337.91 feet to a point on the South boundary of the Northwest 1/4 of the aforesaid Section 18; thence along said South boundary, S.89°26'18"W., 100.11 feet; thence along a line lying 100 feet West of and parallel with said Westerly Limited Access Right-Of-Way line of INTERSTATE HIGHWAY NO. 75 (STATE ROAD NO. 93-A), N.03°11'51"W., 951.79 feet to a point on a curve; thence Westerly, 24.78 feet along the arc of a curve to the right having a radius of 30.00 feet and a central angle of 47°19'06" (chord bearing S.89°02'40"W., 24.08 feet) to a point of tangency; thence N.67°17'48"W., 36.16 feet; thence N.49°52'07"W., 56.72 feet; thence N.73°26'46"W., 72.26 feet; thence N.10°57'33"E., 30.00 feet; thence N.79°02'27"W., 50.00 feet; thence S.10°57'33"W., 30.00 feet; thence N.79°02'27"W., 40.96 feet to a point of curvature; thence Northwesterly, 32.21 feet along the arc of a curve to the right having a radius of 30.00 feet and a central angle of 61°30'45" (chord bearing N.48°17'05"W., 30.68 feet) to a point of tangency; thence N.17°31'43"W., 136.76 feet; thence N.18°10'04"W., 112.33 feet to a point of curvature; thence Northerly, 26.46 feet along the arc of a curve to the right having a radius of 30.00 feet and a central angle of 50°31'59" (chord bearing N.07°05'56"E., 25.61 feet) to a point of tangency; thence N.32°21'55"E., 63.43 feet; thence N.19°28'12"E., 61.40 feet to a point of curvature; thence Northeasterly, 40.16 feet along the arc of a curve to the right having a radius of 30.00 feet and a central angle of 76°42'04" (chord

bearing N.57°49'14"E., 37.23 feet) to a point of tangency; thence S.83°49'45"E., 37.46 feet; thence N.60°34'46"W., 62.78 feet; thence N.63°46'38"W., 141.30 feet; thence N.67°59'22"W., 46.92 feet; thence N.57°39'49"W., 36.63 feet; thence N.62°22'02"W., 49.33 feet; thence N.65°02'02"W., 64.30 feet; thence N.84°07'55"W., 36.01 feet; thence S.89°00'00"W., 192.81 feet; thence S.41°20'47"W., 11.16 feet to a point of curvature; thence Westerly, 54.58 feet along the arc of a curve to the right having a radius of 30.00 feet and a central angle of 104°14'34" (chord bearing N.86°31'56"W., 47.36 feet) to a point of tangency; thence N.34°24'39"W., 11.49 feet; thence S.88°39'56"W., 77.20 feet; thence S.05°17'51"W., 43.16 feet to a point of curvature; thence Southwesterly, 50.56 feet along the arc of a curve to the right having a radius of 30.00 feet and a central angle of 96°34'02" (chord bearing S.53°34'52"W., 44.79 feet) to a point of tangency; thence N.78°08'06"W., 32.31 feet; thence S.67°44'55"W., 31.80 feet to a point of curvature; thence Westerly, 28.04 feet along the arc of a curve to the right having a radius of 30.00 feet and a central angle of 53°33'06" (chord bearing N.85°28'32"W., 27.03 feet) to a point of tangency; thence N.58°41'59"W., 39.36 feet; thence N.23°53'29"E., 16.61 feet; thence N.67°22'24"W., 30.16 feet; thence N.46°56'51"W., 26.56 feet; thence N.71°42'05"W., 8.82 feet; thence N.87°22'30"W., 34.40 feet; thence S.87°23'37"W., 58.57 feet; thence S.89°19'37"W., 84.12 feet; thence N.87°00'50"W., 126.39 feet; thence S.88°37'50"W., 59.77 feet; thence N.84°23'29"W., 45.62 feet; thence N.63°10'18"W., 61.32 feet; thence N.50°34'07"W., 73.82 feet to a point on a curve; thence Northerly, 279.49 feet along the arc of a curve to the right having a radius of 620.00 feet and a central angle of 25°49'42" (chord bearing N.21°42'03"E., 277.13 feet) to a point of tangency; thence N.34°36'54"E., 328.69 feet to a point of curvature; thence Northeasterly, 250.71 feet along the arc of a curve to the left having a radius of 1055.00 feet and a central angle of 13°36'57" (chord bearing N.27°48'26"E., 250.12 feet); thence S.55°09'35"E., 512.65 feet to a point of curvature; thence Easterly, 567.23 feet along the arc of a curve to the left having a radius of 325.00 feet and a central angle of 100°00'00" (chord bearing N.74°50'25"E., 497.93 feet) to a point of tangency; thence N.24°50'25"E., 273.66 feet; thence N.88°06'05"W., 38.35 feet; thence N.69°10'52"W., 43.01 feet to a point of curvature; thence Northwesterly, 42.89 feet along the arc of a curve to the right having a radius of 30.00 feet and a central angle of 81°55'14" (chord bearing N.28°13'15"W., 39.33 feet) to a point of tangency; thence N.12°44'22"E., 100.69 feet; thence N.28°28'59"W., 37.59 feet; thence N.46°57'46"W., 16.34 feet; thence S.38°08'34"W., 136.32 feet to a point of curvature; thence Westerly, 49.69 feet along the arc of a curve to the right having a radius of 30.00 feet and a central angle of 94°54'07" (chord bearing S.85°35'38"W., 44.20 feet) to a point of tangency; thence N.46°57'19"W., 54.79 feet to a point of curvature; thence Northerly, 27.26 feet along the arc of a curve to the right having a radius of 30.00 feet and a central angle of 52°03'29" (chord bearing N.20°55'34"W., 26.33 feet) to a point of tangency; thence N.05°06'10"E., 70.70 feet to a point of curvature; thence Northerly, 8.82 feet along the arc of a curve to the right having a radius of 30.00 feet and a central angle of 16°50'41" (chord bearing N.13°31'31"E., 8.79 feet) to a point of tangency; thence N.21°56'51"E., 88.34 feet; thence N.32°29'23"W., 45.71 feet; thence N.68°54'04"W., 122.68 feet to a point on a curve; thence Southwesterly, 18.84 feet along the arc of a curve to the right having a radius of 30.00 feet and a central angle of 35°59'17" (chord bearing S.27°43'58"W., 18.54 feet) to a point of tangency; thence S.45°43'37"W., 192.84 feet to a point of curvature; thence Westerly, 47.59 feet along the arc of a curve to the right having a radius of 30.00 feet and a central angle of 90°53'16" (chord bearing N.88°49'45"W., 42.75 feet) to a point of tangency; thence N.43°23'07"W., 68.96 feet; thence N.70°42'44"W., 231.32 feet; thence S.86°26'11"W., 113.19 feet to a point on a curve; thence Northerly, 144.02 feet along the arc of a curve to the left having a radius of 1055.00 feet and a central angle of 07°49'17" (chord bearing N.07°28'28"W., 143.91 feet) to a point of tangency; thence N.11°23'06"W., 247.20 feet; thence EAST, 54.43 feet; thence N.03°50'12"E., 147.27 feet; thence N.72°00'00"E., 238.99 feet; thence NORTH, 74.72 feet; thence S.40°46'57"E., 195.06 feet to a point of curvature; thence Southerly, 23.99 feet along the arc of a curve to the right having a radius of 30.00 feet and a central angle of 45°49'11" (chord bearing S.17°52'22"E., 23.36 feet) to a point of tangency; thence S.05°02'14"W., 142.26 feet; thence S.05°19'37"E., 24.73 feet; thence S.46°34'56"W., 38.12 feet; thence S.25°17'32"E., 45.57 feet; thence S.54°30'41"E., 7.82 feet; thence N.35°29'19"E., 30.00 feet; thence S.54°30'41"E., 189.81 feet to a point of curvature; thence Southeasterly, 14.71 feet along the arc of a curve to the right having a radius of 30.00 feet and a central angle of 28°05'45" (chord bearing S.40°27'49"E., 14.56 feet) to a point of tangency; thence S.26°24'56"E., 62.50 feet; thence S.08°53'35"E., 54.67 feet; thence N.63°17'19"E., 130.87 feet to a point of curvature; thence Easterly, 5.21 feet along the arc of a curve to the right having a radius of 30.00 feet and a central angle of 09°56'50" (chord bearing N.68°15'44"E., 5.20 feet) to a point of tangency; thence N.73°14'09"E., 106.30 feet; thence N.25°44'27"E., 201.36 feet; thence N.46°52'28"E., 38.41 feet; thence N.06°30'33"E., 116.58 feet to a point of curvature; thence Northeasterly, 19.51 feet along the arc of a curve to the right having a radius of 30.00

feet and a central angle of 37°15'34" (chord bearing N.25°08'20"E., 19.17 feet) to a point of tangency; thence N.43°46'07"E., 52.92 feet; thence S.03°11'51"E., 47.97 feet; thence N.86°48'09"E., 104.91 feet; thence N.01°24'16"E., 30.00 feet; thence N.07°39'35"E., 31.96 feet; thence along a line lying 100.00 feet West of and parallel with the aforesaid Westerly Limited Access Right-Of-Way line of INTERSTATE HIGHWAY NO. 75 (STATE ROAD NO. 93-A), N.03°11'51"W., 1746.56 feet; thence along a line lying 128.30 feet South of and parallel with the aforesaid North boundary of the Southwest 1/4 of Section 7, S.89°19'12"W., 521.75 feet; thence S.39°30'22"E., 17.30 feet; thence S.50°29'38"W., 30.00 feet; thence S.39°30'22"E., 50.00 feet; thence N.50°29'38"E., 30.00 feet; thence S.35°27'39"E., 279.57 feet to a point of curvature; thence Southerly, 60.13 feet along the arc of a curve to the right having a radius of 30.00 feet and a central angle of 114°50'03" (chord bearing S.21°57'22"W., 50.56 feet) to a point of tangency; thence S.79°22'23"W., 129.33 feet to a point of curvature; thence Westerly, 18.78 feet along the arc of a curve to the right having a radius of 30.00 feet and a central angle of 35°52'16" (chord bearing N.82°41'29"W., 18.48 feet) to a point of tangency; thence N.64°45'21"W., 283.98 feet to a point of curvature; thence Northwesterly, 25.36 feet along the arc of a curve to the right having a radius of 30.00 feet and a central angle of 48°26'08" (chord bearing N.40°32'17"W., 24.61 feet) to a point of tangency; thence N.16°19'13"W., 338.18 feet to a point of curvature; thence Northerly, 8.19 feet along the arc of a curve to the right having a radius of 30.00 feet and a central angle of 15°38'25" (chord bearing N.08°30'01"W., 8.16 feet) to the **POINT OF BEGINNING.**

Containing 58.170 acres, more or less.

LESS AND EXCEPT that portion thereof north of the centerline of the Tampa Electric Company Easement recorded at Deed Book 1795, Page 116, of the public recordsof Hillsborough County, Florida.

Folio Numbers 076021-0000, 076034-0000, and 049104-0000

Exhibit "A"

That part of the North 395.00 feet of the West 1/2 of the Southwest 1/4 of the Southwest 1/4 of Section 13, Township 30 South, Range 19 East, Hillsborough County, Florida, lying West of TAMPA ELECTRIC COMPANY RIGHT-OF-WAY, and East of SOUTH 78TH STREET, and being more particularly described as follows:

From the Northwest corner of said Southwest 1/4 of the Southwest 1/4 of Section 13, run thence along the North boundary of said Southwest 1/4 of the Southwest 1/4 of Section 13, S.89°46'08"E., 40.00 feet to a point on the Easterly right-of-way line of said SOUTH 78TH STREET, said point also being the **POINT OF BEGINNING**; thence continue along said North boundary of the Southwest 1/4 of the Southwest 1/4 of Section 13, S.89°46'08"E, 475.13 feet to a point on the Westerly boundary of a TAMPA ELECTRIC COMPANY EASEMENT, as recorded in Official Records Book 2099, Page 96, Public Records of Hillsborough County, Florida; thence along said Westerly boundary, S.06°52'44"W., 397.67 feet to a point on the South boundary of the North 395.00 feet of the West 1/2 of said Southwest 1/4 of the Southwest 1/4 of Section 13; thence along a said South boundary, N.89°46'08"W., 427.42 feet to a point on the aforesaid Easterly right-of-way line of SOUTH 78TH STREET; thence along said Easterly right-of-way line, lying 40.00 feet East of and parallel with the West boundary of said Section 13, N.00°00'42"W, 395.00 feet to the **POINT OF BEGINNING**.

Containing 4.092 acres, more or less.

Less and Except that portion lying within the lands conveyed to the Parkway Center Community Development District by deed dated November 7, 1997, and recorded at O.R. 9264, Page 1053, of the public records of Hillsborough County, Florida.

Folio Number 049135-0000 south 78th street parcel

EXHIBIT B
OAK CREEK DRI LEGAL DESCRIPTION

DESCRIPTION: (From Lawyers Title Insurance Corporation Commitment No. 107613)

Part of Sections 12 and 13 of Township 30 South, Range 19 East, Hillsborough County, Florida, and part of Sections 7 and 18 of Township 30 South, Range 20 East, Hillsborough County, Florida, as described below:

LANDS WEST OF INTERSTATE HIGHWAY 75 AND EAST OF TAMPA ELECTRIC COMPANY RIGHT-OF-WAY.

Part of the South 1/2 of Section 12, Township 30 South, Range 19 East, and part of Section 13, Township 30 South, Range 19 East, and part of the South 1/2 of Section 7, Township 30 South, Range 20 East, and part of the North 1/2 of Section 18, Township 30 South, Range 20 East, all in Hillsborough County, Florida, described as follows:

Begin at the Northwest corner of the Southwest 1/4 of said Section 7, and run thence N.89°19'12"E., along the North boundary line of the South 1/2 of said Section 7, a distance of 1080.31 feet to the Westerly limited access right-of-way line of State Road 93-A (Interstate Highway 75); thence S.03°11'51"E., along said limited access right-of-way line, a distance of 5337.88 feet to the South boundary line of the North 1/2 of said Section 18; thence S.89°26'18"W., along the South boundary line of the North 1/2 of said Section 18, a distance of 1399.36 feet to the Northeast corner of the Southeast 1/4 of said Section 13; thence S.00°19'38"W., along the East boundary line of said Section 13, a distance of 1320.22 feet to the Southeast corner of the Northeast 1/4 of the Southeast 1/4 of said Section 13; thence N.89°57'58"W., along the South boundary line of the Northeast 1/4 of the Southeast 1/4 of said Section 13, a distance of 661.79 feet to the Northeast corner of the West 1/2 of the Southeast 1/4 of the Southeast 1/4 of said Section 13; thence S.00°15'41"W., along the East boundary line of the West 1/2 of the Southeast 1/4 of the Southeast 1/4 of said Section 13, a distance of 1291.39 feet to the North right-of-way line of Riverview Drive (located 30 feet Northerly from the section line); thence S.89°51'50"W., along said right-of-way line of Riverview Drive, a distance of 660.56 feet to the West boundary line of the West 1/2 of the Southeast 1/4 of the Southeast 1/4 of said Section 13; thence N.00°12'23"E., along the West boundary line of the West 1/2 of the Southeast 1/4 of the Southeast 1/4 of said Section 13, a distance of 631.67 feet to the Southeast corner of the North 1/2 of the Southwest 1/4 of the Southeast 1/4 of said Section 13;thence S.89°56'15"W., along the South boundary line of the North 1/2 of the Southwest 1/4 of the Southeast 1/4 of said Section 13,a distance of 661.70 feet to the Northeast corner of Tract 13 in the Southeast 1/4 of said Section 13, according to the plat of the FIRST ADDITION TO SOUTH TAMPA, as recorded in Plat Book 8, Page 66, of the Public Records of Hillsborough County, Florida; thence S.00°09'48"W., along the East boundary line of said Tract 13, a distance of 632.79 feet to the North right-of-way line of Riverview Drive (located 30 feet from the section line); thence S.89°50'27"W., along said right-of-way line of Riverview Drive, a distance of 661.23 feet to the East boundary line of the East 1/2 of the Southeast 1/4 of the Southwest 1/4 of said Section 13; thence N.00°07'14"E., along the East boundary line of the East 1/2 of the Southeast 1/4 of the Southwest 1/4 of said Section 13, a distance of 1297.80 feet to the Northeast corner of the East 1/2 of the Southeast 1/4 of the Southwest 1/4 of said Section 13; thence N.89°46'01"W., a distance of 667.52 feet to the Northwest corner of the East 1/2 of the Southeast 1/4 of the Southwest 1/4 of said Section 13; thence S.00°04'53"W., along the West boundary line of the East 1/2 of the Southeast 1/4 of the Southwest 1/4 of said Section 13, a distance of 1297.13 feet to the North right-of-way line of Riverview Drive (located 30 feet from the section line); thence N.89°42'35"W., along said right-of-way line of Riverview Drive, a distance of 666.64 feet to the East boundary line of the Southwest 1/4 of the Southwest 1/4 of said section 13; thence N.00°02'32"E., along the East boundary line of the Southwest

1/4 of the Southwest 1/4 of said Section 13, a distance of 1296.47 feet to the Northeast corner of the Southwest 1/4 of the Southwest 1/4 of said Section 13; thence N.89°46'01"W., along the North boundary line of the Southwest 1/4 of the Southwest 1/4 of said Section 13, a distance of 495.45 feet to the Easterly boundary line of the right-of-way of Tampa Electric Company; thence N.02°01'44"E., along the Easterly boundary line of said right-of-way of Tampa Electric Company, a distance of 1990.94 feet to the South boundary line of the North 1/2 of the Southwest 1/4 of the Northwest 1/4 of said Section 13; thence S.89°47'51"E., a distance of 426.54 feet to the Southeast corner of the North 1/2 of the Southwest 1/4 of the Northwest 1/4 of said Section 13; thence N.00°03'06"E., a distance of 663.22 feet to the Northeast corner of the North 1/2 of the Southwest 1/4 of the Northwest 1/4 of said Section 13; thence N.89°47'35"W., along the North boundary line of the North 1/2 of the Southwest 1/4 of the Northwest 1/4 of said Section 13, a distance of 402.33 feet to the Easterly boundary line of said right-of-way of Tampa Electric Company; thence N.02°03'18"E., along the Easterly boundary line of said right-of-way of Tampa Electric Company, a distance of 1327.18 feet to the North boundary line of said Section 13; thence S.89°47'02"E., along the North boundary line of said Section 13, a distance of 20.92 feet to the Northwest corner of the East 1/2 of the Northeast 1/4 of the Northwest 1/4 of the Northwest 1/4 of said Section 13; thence S.00°02'04"W., a distance of 663.25 feet to the Southwest corner of the East 1/2 of the Northeast 1/4 of the Northwest 1/4 of the Northwest 1/4 of said Section 13; thence S.89°47'19"E., a distance of 334.81 feet to the Southeast corner of the East 1/2 of the Northeast 1/4 of the Northwest 1/4 of the Northwest 1/4 of said Section 13; thence N.00°03'06"E., a distance of 663.22 feet to the Northeast corner of the East 1/2 of the Northeast 1/4 of the Northwest 1/4 of the Northwest 1/4 of said Section 13; thence N.00°04'49"W., a distance of 15 feet; thence N.89°47'02"W., parallel to and 15 feet North of the South boundary line of said. Section 12, a distance of 355.37 feet to the Easterly boundary line of said right-of-way of Tampa Electric Company; thence N.02°03'36"E., along the Easterly boundary line of said right-of-way of Tampa Electric Company, a distance of 2632.65 feet to the North boundary line of Tract 3 in the Southwest 1/4 of said Section 12, according to the plat of SOUTH TAMPA, as recorded in Plat Book 6, Page 3, of the Public Records of Hillsborough County, Florida; thence N.00°04'12"W., a distance of 15 feet to the North boundary line of the South 1/2 of said Section 12; thence N.89°53'00"E., along the North boundary line of the South 1/2 of said Section 12, a distance of 257.05 feet to the Northeast corner of the Northwest 1/4 of the Southwest 1/4 of said Section 12; thence S.89°57'20"E., along the North boundary line of the South 1/2 of said Section 12, a distance of 1336.77 feet to the Northeast corner of the Northeast 1/4 of the Southwest 1/4 of said Section 12; thence N.89°57'07"E., along the North boundary line of the South 1/2 of said Section 12, a distance of 1338.00 feet to the Northeast corner of the Northwest 1/4 of the Southeast 1/4 of said Section 12; thence N.89°57'38"E., along the North boundary line of the South 1/2 of said Section 12, a distance of 1337.43 feet to the Point of Beginning.

LESS a parcel described as beginning at the Southwest corner of the Southwest 1/4 of the Northwest 1/4 of the Northwest 1/4 of said Section 18, Township 30 South, Range 20 East; run thence N.00°17'01"E., along the West boundary line of said Section 18, a distance of 663.11 feet to the Northwest corner of the Southwest 1/4 of the Northwest 1/4 of the Northwest 1/4 of said Section 18; thence N.89°05'18"E., a distance of 660.00 feet to the Northeast corner of Tract 5 in the Northwest 1/4 of said Section 18, according to the plat of SOUTH TAMPA, as recorded in Plat Book 6, Page 3, of the Public Records of Hillsborough County, Florida; thence S.06°16'53"W., along the East boundary line of said Tract 5 (and a Southerly extension thereof), a distance of 664.39 feet to the centerline of a 30-foot platted street (portrayed on said plat); thence S.89°11'58"W., along said platted street centerline, a distance of 660.0 feet to the Point of Beginning of the excepted parcel.

AND

PARCELS WEST OF TAMPA ELECTRIC COMPANY RIGHT-OF-WAY AND ABUTTING 78TH STREET

NORTHERLY 78TH STREET PARCEL

Part of the Southwest 1/4 of Section 12, Township 30 South, Range 19 East, Hillsborough County, Florida, described as follows: Commence at the Northwest corner of Tract 3 in the Southwest 1/4 of said Section 12, according to the plat of SOUTH TAMPA, as recorded in Plat Book 6, Page 3, of the Public Records of Hillsborough County, Florida, and run S.00°04'12"E., along the West boundary line of said Tract 3, a distance of 140.00 feet for a Point of Beginning; from said Point of Beginning, run N.89°53'00"E., parallel with the North boundary line of said Tract 3, a distance of 82.00 feet to the Westerly boundary line of the right-of-way of Tampa Electric Company; thence S.02°03'36"W., along the Westerly boundary line of said right-of-way of Tampa Electric Company, a distance of 2490.66 feet to a point on the South boundary line of Tract 13 in the Southwest 1/4 of said Section 12, according to said plat of SOUTH TAMPA; thence N.89°47'02"W., along the South boundary line of said Tract 13, a distance of 619.50 feet to the East right-of-way line of 78th Street (located 40 feet from the West Section line); thence N.00°03'25"W., along the Easterly right-of-way line of 78th Street, a distance of 324.41 feet to the South boundary line of the North 1/2 of said Tract 13; thence S.89°48'55"E., a distance of 629.96 feet to the Southeast corner of the North 1/2 of said Tract 13; thence N.00°04'07"W., a distance of 324.75 feet to the Northeast corner of said Tract 13; thence N.89°50'48"W., along the North boundary line of said Tract 13, a distance of 629.89 feet to the East right-of-way line of 78th Street (located 40 feet from the West Section line); thence N.00°03'25"W., along the East right-of-way line of 78th Street, a distance of 663.82 feet; thence N.00°03'35"W., a distance of 663.82 feet to the South boundary line of Tract 4 in the Southwest 1/4 of said Section 12, according to said plat of SOUTH TAMPA; thence N.89°59'13"E., a distance of 629.63 feet to the Southeast corner of said Tract 4; thence N.00°04'12"W., along the East boundary line of said Tract 4, a distance of 509.96 feet to the Point of Beginning.

AND

MIDDLE 78TH STREET PARCEL

Part of the Northwest 1/4 of Section 13, Township 30 South, Range 19 East, Hillsborough County, Florida; described as follows: Commence at the Southwest corner of the Northwest 1/4 of the Northwest 1/4 of said Section 13; and run S.89°47'35"E., along the South boundary line thereof, a distance of 40.00 feet to the East right-of-way line of 78th Street for a Point of Beginning; from said Point of Beginning, run N.00°01'03"W., along the East right-of-way line of 78th Street, a distance of 1311.65 feet to the North boundary line of Tract 4 in the Northwest 1/4 of said Section 13, according to the plat of FIRST ADDITION TO SOUTH TAMPA, as recorded in Plat Book 8, Page 66, of the Public Records of Hillsborough County, Florida; thence S.89°47'02"E., along the North boundary line of said Tract 4, a distance of 618.41 feet to the Westerly boundary line of the right-of-way of Tampa Electric Company; thence S.02°03'18"W., along the Westerly boundary line of said right-of-way of Tampa Electric Company, a distance of 1312.22 feet to the South boundary line of the Northwest 1/4 of the Northwest 1/4 of said Section 13; thence N.89°47'35"W., along said South boundary line, a distance of 570.95 feet to the Point of Beginning.

AND

SOUTHERLY 78TH STREET PARCEL

That part of the West 1/2 of Section 13, Township 30 South, Range 19 East, Hillsborough County, Florida; described as follows: Commence at the Northwest corner of the Northwest 1/4 of the Southwest 1/4 of said Section 13; and run S.89°48'08"E., along the North boundary line thereof, a distance of 40.00 feet to the East right-of-way line of 78th Street for a Point of Beginning; from said Point of Beginning; run N.00°01'03"W., along the East right-of-way line of 78th Street, a distance of 663.32 feet to the North boundary line of Tract 13 in the Northwest 1/4 of said Section 13, according to the plat of FIRST ADDITION TO SOUTH TAMPA, as recorded in Plat Book 8, Page 66, of the Public Records of Hillsborough County, Florida; thence S.89°47'51"E., along the North boundary line of said Tract 13, a distance of 545.95 feet to the Westerly boundary line of the right-of-way of Tampa Electric Company; thence S.02°01'44"W., along the Westerly boundary line of said right-of-way of Tampa Electric Company, a distance of 995.41 feet to the South boundary line of the North 1/2 of the Northwest 1/4 of the Northwest 1/4 of the Southwest 1/4 of said Section 13; thence N.89°47'36"E., along the South boundary line of the North 1/2 of the Northwest 1/4 of the Northwest 1/4 of the Southwest 1/4 of said Section 13, a distance of 510.47 fee to the East right-of-way line of 78th Street (located 40 feet from the West Section line); thence N.00°01'02"W., along the East right-of-way line of 78th Street, a distance of 331.55 feet to the Point of Beginning.

AND

ADDITIONAL SOUTHERLY 78TH STREET PARCEL

That part of the North 395.00 feet of the West 1/2 of the Southwest 1/4 of the Southwest 1/4 of Section 13, Township 30 South, Range 19 East, Hillsborough County, Florida, lying West of Tampa Electric Company right of way; described as follows: The North 395.00 feet of the West 1/2 of the Southwest 1/4 of the Southwest 1/4 of said Section 13; LESS a tract beginning at the Northeast corner of the West 1/2 of the Southwest 1/4 of the Southwest 1/4 of said Section 13; run thence South, 395.00 feet; thence West 199.98 feet; thence N.06°52'44"E., 397.70 feet; thence East 152.50 feet to the Point of Beginning.

ADDITIONAL PARCEL WEST OF INTERSTATE HIGHWAY 75 AND EAST OF TAMPA ELECTRIC COMPANY RIGHT OF WAY.

That part of the East 3/8 of the Southwest 1/4 of the Southwest 1/4 of Section 13, Township 30 South, Range 19 East, Hillsborough County, Florida; described as follows: Begin at the Northeast corner of the Southwest 1/4 of the Southwest 1/4 of said Section 13; run thence S.00°02'51"E., along the East boundary line of the Southwest 1/4 of the Southwest 1/4 of said Section 13, a distance of 385.50 feet; thence N.89°46'05"W., a distance of 500.56 feet to the West boundary line of the East 3/8 of the Southwest 1/4 of the Southwest 1/4 of said Section 13; thence N.00°01'22"E., along said West boundary line, a distance of 229.19 feet to the Easterly boundary line of the right of way of Tampa Electric Company; thence N.02°02'47"E., along said Easterly boundary line of said right of way of Tampa Electric Company, a distance of 156.39 feet to the North boundary line of the Southwest 1/4 of the Southwest 1/4 of said Section 13; thence S.89°46'05"E., along said North boundary line, a distance of 495.20 feet to the Point of Beginning.

EASTGROUP PROPERTY
EXHIBIT C

All of the Plat of PARKWAY BUSINESS CENTER AT OAK CREEK PARCEL 1A, according to the map or plat thereof as recorded in Plat Book 85, Page 20-1 through 20-4, of the Public Records of Hillsborough County, Florida, Less those lands described in O.R. Book 13256, Page 1722 and O.R. Book 11615, Page 1609, of said Public Records, also less Right-of-Way of Woolley Place.

And

Lot 1, PARKWAY BUSINESS CENTER AT OAK CREEK PARCEL 1B, according to the map or plat thereof as recorded in Plat Book 83, Page 81-1 through 81-3, of the Public Records of Hillsborough County, Florida.

And

PARKWAY BUSINESS CENTER AT OAK CREEK PARCEL 2, according to the map or plat thereof as recorded in Plat Book 85, Pages 21-1 and 21-2, of the Public Records of Hillsborough County, Florida.

EXHIBIT D
OAK CREEK DRI
SUMMARY OF ENTITLEMENTS

Currently Approved	Light Industrial	Service Center SF	High Tech SF	Office SF	Comm. SF	High School	Hotel rooms	Elem. School	Resid. units
Phase I	4,510,700	210,100	319,300	150,300	121,500	0	100	0	0
Phase II*	2,654,650	820,800	538,800	346,700	104,000	0	160	0	0
Total	7,165,350	1,030,900	858,100	497,000	225,500	0	260	0	0
Traded Entitlements	(1,421,394)[1]	(160,100)[3]	(318,601)[2]			2500		850	1199 SF 1279 MF
Currently Built (or platted)	(1,284,049)	0	0	0	0	(2500)	0	(850)	(935) SF (1279) MF
Phase I Entitlements Remaining	1,805,257	50,000	699	150,300	121,500		100		
Proposed EBOA Entitlements-Revised Land Use Schedule at Buildout	555,396 (Parcels A, B, C, D, R & S)	50,000 (Parcels R, S & 78th St./Falkenburg Road Extension parcel	0	0	25,000 (Parcels D & I) 25,000 (Falkenburg Extension Parcel)	0	0		264 single family (L and Reserve)
Remaining Entitlements Proposed for Elimination									
Phase I	1,249,861	0	699	150,300	71,500	0	100	0	0
Phase II*	2,654,650	820,800	538,800	346,700	104,000	0	160	0	0

*Phase II has conceptual approval only.

[1] a. 125,633 + 394,653 + 215,009 + 71,676 + 163,260 + 128,340 = 1,098,571 + 51,081 (correction by TBRPC) = 1,149,652 + 262,592 + 9,149.32 (June 2007 trade) = 1,421,394 Total Light Industrial trade.
b. Traded for 636 single-family units, 1242 multi-family units, 850 student elementary school, and 2500 student high school.

[2] Traded for 345.78 single-family units and 37 multi-family units

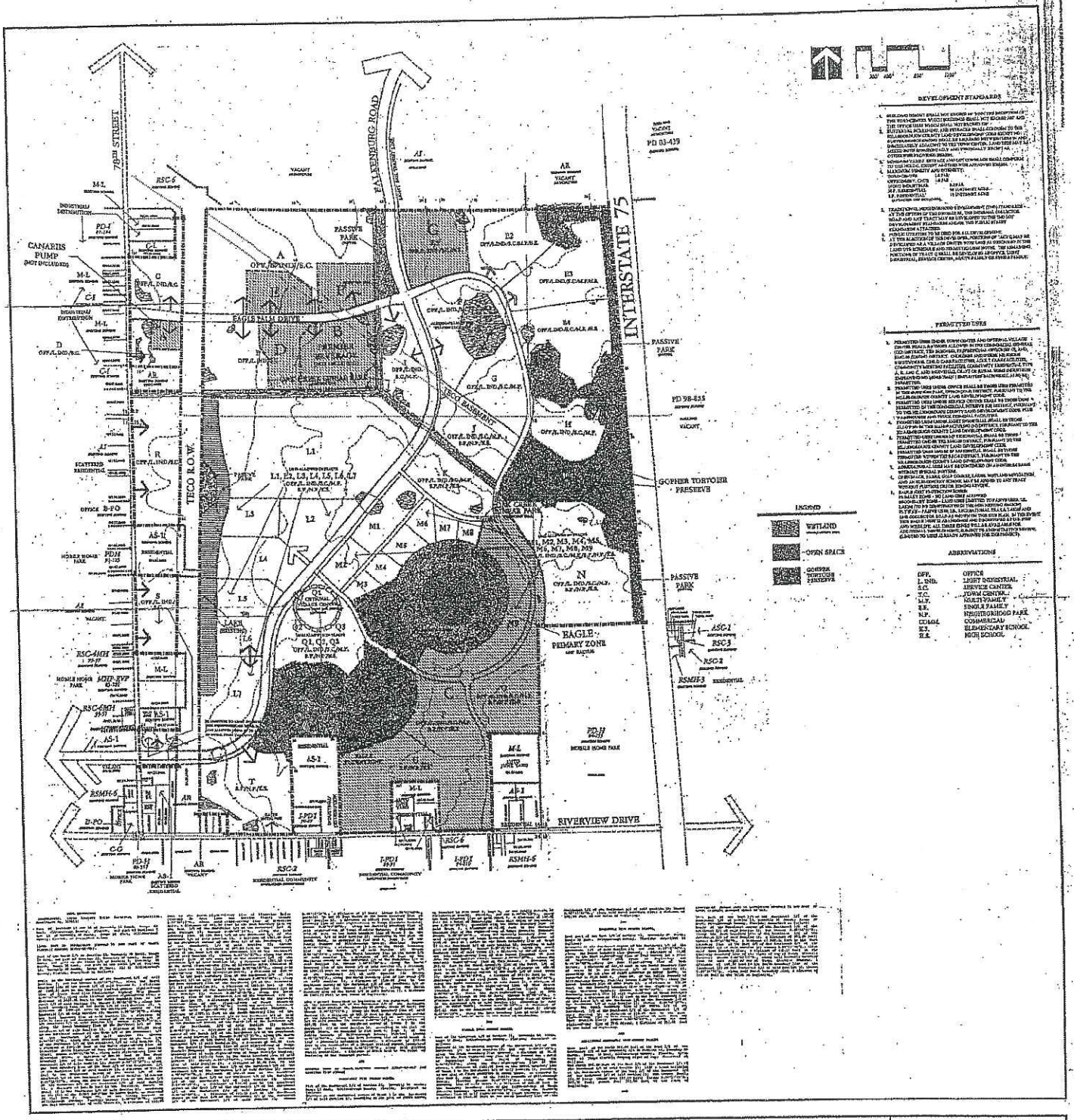
[3] Traded for 218.2 single-family from 160,100 Service Center

EXHIBIT E

REVISED LAND USE SCHEDULE (REMAINING DEVELOPMENT)

The following table reflects the Remaining Development approved as a part of the Essentially Built-Out Agreement for the Oak Creek DRI.

USE	ENTITLEMENTS	LOCATION ON MAP H
Light Industrial	365,396 sq. ft. of light industrial uses, or the equivalent thereof under the approved Equivalency Matrix set forth in Exhibit F	A, B, & C
	50,000 sq. ft. of light industrial uses, or the equivalent thereof under the approved Equivalency Matrix set forth in Exhibit F	D
	140,000 sq. ft. of light industrial uses, or the equivalent thereof under the approved Equivalency Matrix set forth in Exhibit F	R & S
Service Center	50,000 sq. ft. of service center uses, or the equivalent thereof under the approved Equivalency Matrix set forth in Exhibit F	R & S
Commercial	10,000 sq. ft. of commercial uses, or the equivalent thereof under the approved Equivalency Matrix set forth in Exhibit F	D
	15,000 sq. ft. of commercial uses, or the equivalent thereof under the approved Equivalency Matrix set forth in Exhibit F	I
	25,000 sq. ft. of commercial uses, or the equivalent thereof under the approved Equivalency Matrix set forth in Exhibit F	78th St./Falkenburg Road Extension parcel
Residential	264 single family units	L & Reserve



Designed by:		OAK CREEK MAP H	07/31/2012
Drawn by:			
Checked by:			
Approved by:			
Date:			
File: 34647	Sheet 1 of 1		
File:			
DWG: 37014			

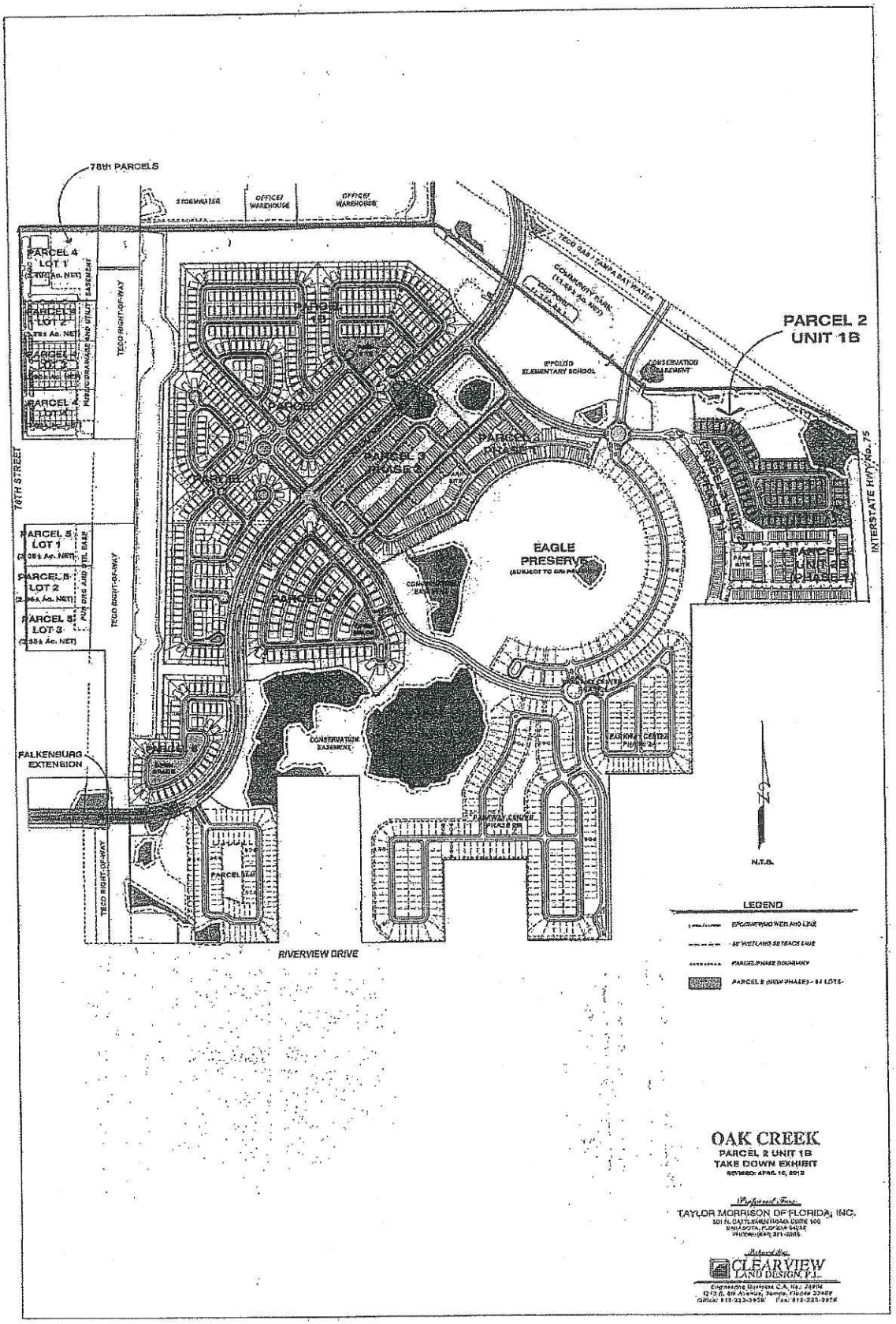
CLEARVIEW LAND DESIGN, P.L.
Engineering Business C.A. No.: 28858
1213 E. 6th Avenue, Tampa, Florida 33605
Office: 813-223-3919 Fax: 813-223-3975

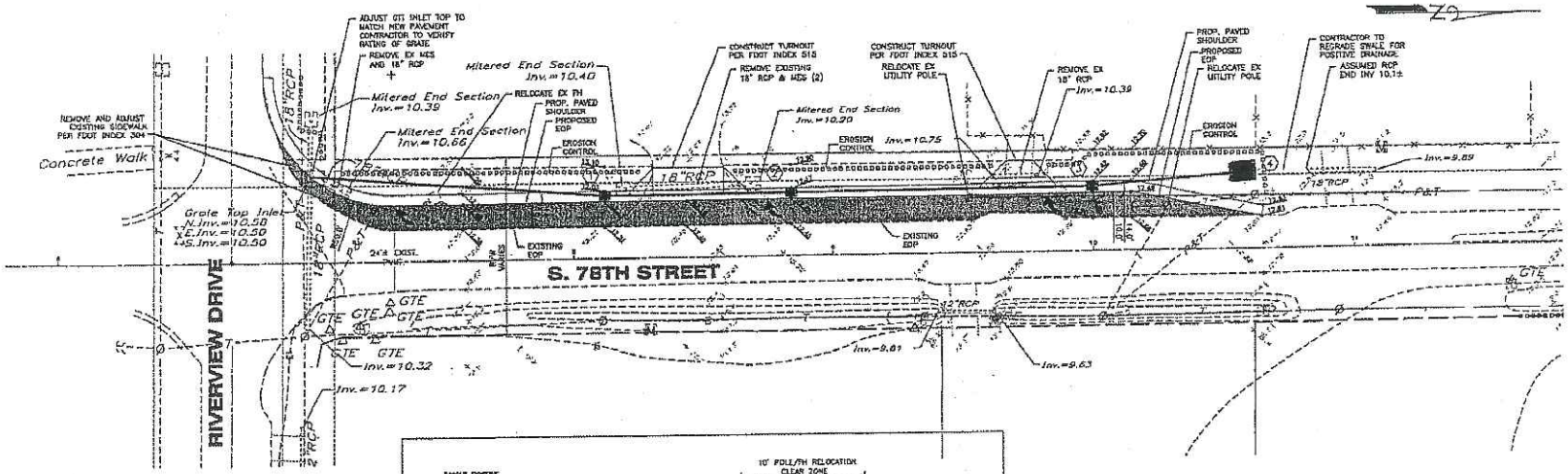
EXHIBIT F

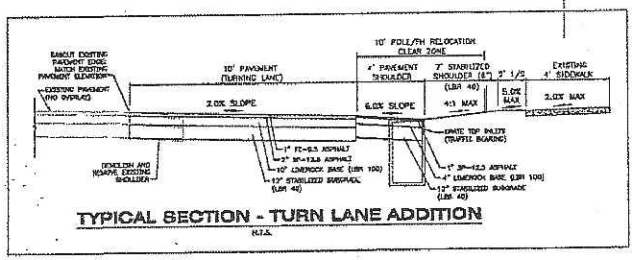
EQUIVALENCY MATRIX (Revised April 2, 2004)
(BUILDOUT)

Change From: Change To:	Office	Commercial	Hotel	Light Industrial	High Technology	Service Center
Industrial Park	1.609 ksf/ksf	5.371 ksf/ksf	0.837 ksf /rm	1.077 ksf/ksf	1.051 ksf/ksf	1.237 ksf/ksf
Office	N/A	2.711 ksf/ksf	0.422 ksf/rm	0.543 ksf/ksf	0.530 ksf/ksf	0.624 ksf/ksf
Office Park	1.160 ksf/ksf	3.870 ksf/ksf	0.603 ksf/rm	0.776 ksf/ksf	0.757 ksf/ksf	0.892 ksf/ksf
Hotel	1.927 rm/ksf	6.433 rm/ksf	N/A	1.290 rm/ksf	1.259 rm/ksf	1.482 rm/ksf
Commercial	0.201 ksf/ksf	N/A	0.105 ksf/rm	0.135 ksf/ksf	0.131 ksf/ksf	0.155 ksf/ksf
Single Family	1.773 du/ksf	5.917 du/ksf	0.922 du/rm	1.186 du/ksf	1.158 du/ksf	1.363 du/ksf
Multi-Family	2.794 du/ksf	9.327 du/ksf	1.453 du/rm	1.870 du/ksf	1.825 du/ksf	2.148 du/ksf
Elementary School	136.897 St. /ksf	456.906 St. /ksf	71.168 St. /rm	91.589 St. /ksf	89.421 St. /ksf	105.252 St. /ksf
High School	22.888 St. /ksf	76.389 St. /ksf	11.898 St. /rm	15.313 St. /ksf	14.95 St./ksf	17.597St. /ksf

EXHIBIT G


78th PARCELS
STORMWATER
OFFICE/ WAREHOUSE
OFFICE/ WAREHOUSE
PARCEL 4 LOT 1
PARCEL 5 LOT 1
PARCEL 5 LOT 2
PARCEL 5 LOT 3
TECO RIGHT-OF-WAY
78TH STREET
PARCEL 2 UNIT 1B
INTERSTATE HWY. No. 75
EAGLE PRESERVE
CONSERVATION EASEMENT
FALKENSBURG EXTENSION
RIVERVIEW DRIVE
N.T.S.
LEGEND
OAK CREEK
PARCEL 2 UNIT 1B
TAKE DOWN EXHIBIT
TAYLOR MORRISON OF FLORIDA, INC.
CLEARVIEW LAND DESIGN, P.L.





TYPICAL SECTION - TURN LANE ADDITION

N.T.S.

SCALE: 1" = 20'

STRUCTURE			LINE						STRUCTURE LOCATION & REMARKS
NO.	TYPE & SIZE	TOP ELEV.	TYPE	DIAM. INCHES	LENGTH FEET	SLOPE %	INVERT ELEV. UPPER END	INVERT ELEV. LOWER END	FALL IN FEET	ALL GRATES TO BE TRAFFIC BEARING
EX	EXISTING GTI	12.81	RCP	14x23	154	0.20	10.88	10.44	0.33	CONNECT TO EXISTING CONC INLET
1	TYPE C GTI	12.11	RCP	14x23	72	0.10	10.44	10.33	0.07	
2	TYPE C GTI	10.35	RCP	14x23	118	0.10	10.27	10.03	0.12	
3	TYPE C GTI	10.50	RCP	14x23	63	0.10	10.25	10.20	0.05	
4	MES									

NOTE: ALL INLET AND MANHOLE STRUCTURE BOTTOMS ARE SPECIFIED TYPE "P" UNLESS OTHERWISE NOTED. REFER TO FDOT DESIGN STANDARDS INDEX #200 & #201.

ALL MITERED END SECTIONS (MES) ARE SPECIFIED FDOT INDEX #272 UNLESS OTHERWISE NOTED.

NOTE:
ALL UNDERDRAIN ALONG 78TH STREET TO BE COARSE AGGREGATE

CALL 48 HOURS BEFORE YOU DIG

It's the Law!

811 or 1-800-432-4770

SUNSHINE STATE ONE CALL OF FLORIDA, INC.

LEGEND

- Utility Pole
- Guy Pole
- Anchor Guy Wire
- Overhead Telephone Line(s)
- Overhead Power Line(s)
- Hub Location and Size
- Approximate Location of Hydrapaned
- SH — Seasonal High
- NP — Normal Pool
- (S) — Survey
- (D) — Description
- SWFWMD — Southwest Florida Water Management District
- MES — Mitered End Section
- Elev — Elevation
- RCP — Reinforced Concrete Pipe
- PVC — Poly Vinyl Chloride
- Light Pole
- Proposed Erosion Control

DATE	DESCRIPTION	BY
04-14-06	TITLE BLOCK	JAS
03-16-06	1" SP-9.5 REMOVED 1" FC-9.5	JAS
03-01-06	1" SP, PAVING SPECS, EROSION CONTROL	JAS
09-20-05	PAVING SPECS	JAS

REVISIONS

CLEARVIEW LAND DESIGN, P.L.
Engineering Business C.A. No.: 28803
1213 E. 6th Avenue, Tampa, Florida 33605
Office: 813-272-3819 Fax: 813-223-3576

DATE:
TOBY A. HALL P.E. NO 37278
FLORIDA PROFESSIONAL ENGINEER

OFFSITE INTERSECTION IMPROVEMENTS

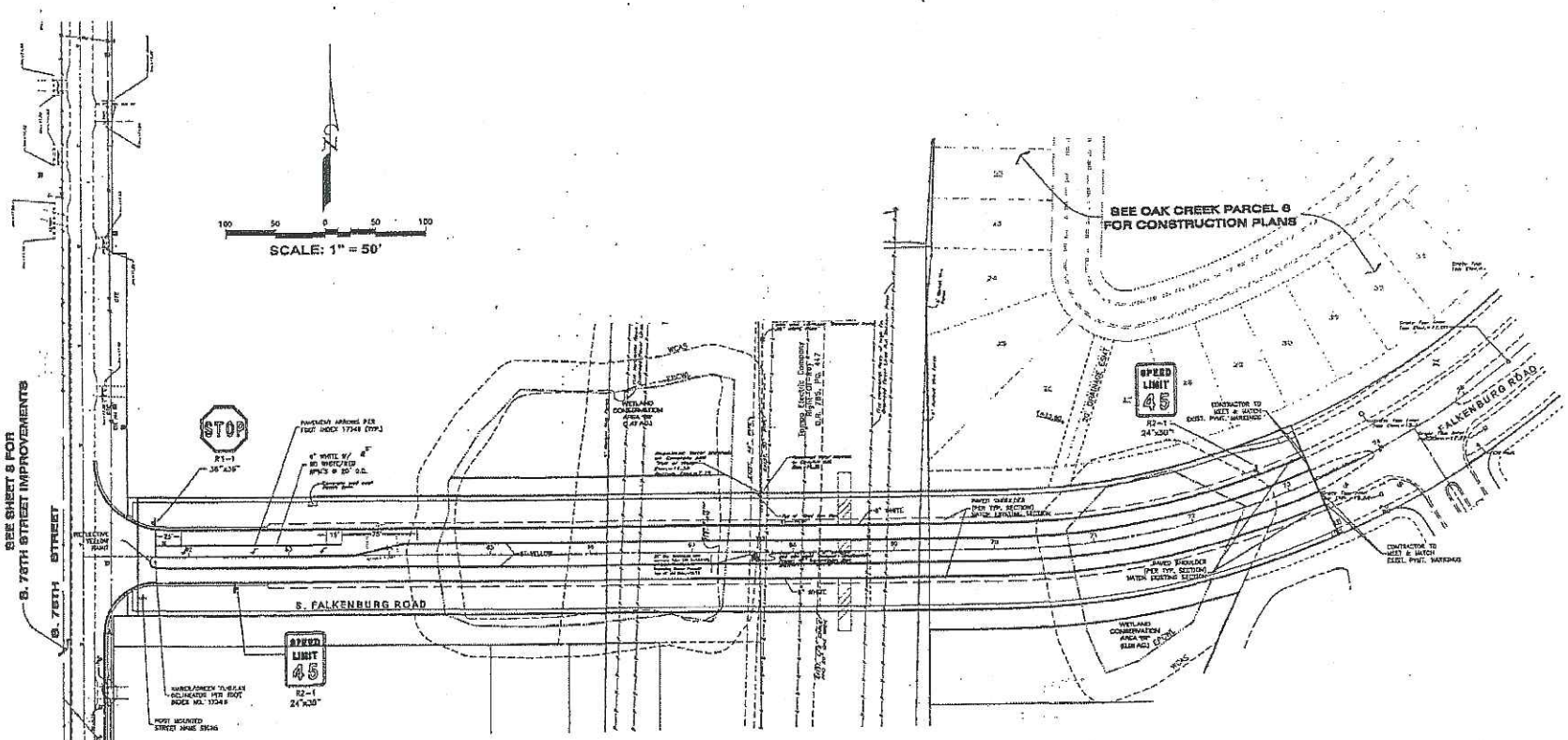
JOB NO. 05H-PC-017
DESIGN ANGELO
DRAWN ANGELO
CHECKED
DATE 0-3-2006
FILE
PLOT

FALKENBURG EXT.
STA. 61+40 to 73+28

PROJECT FOR MORRISON HOMES

Elevations based on National Geodetic Vertical Datum 1929 (NGVD 29)
Conversion from NGVD 29 to NAVD 88 = -0.87 Feet

SHEET 1 OF 1 SHEETS



SIGNING NOTES:

1. ALL WORK PERFORMED WITHIN THE HILLSBOROUGH COUNTY RIGHT-OF-WAY SHALL CONFORM TO THE FOLLOWING:
   A. FLORIDA DEPARTMENT OF TRANSPORTATION STANDARD SPECIFICATIONS FOR ROAD AND BRIDGE CONSTRUCTION (2004).
   B. FLORIDA DEPARTMENT OF TRANSPORTATION ROADWAY DESIGN STANDARDS FOR DESIGN, CONSTRUCTION, MAINTENANCE AND UTILITY OPERATIONS ON THE STATE HIGHWAY SYSTEM (JANUARY 2003). (no STANDARD INDEX)
      1) COMPLIANCE WITH ALL APPLICABLE INDICES IS REQUIRED.
   C. FLORIDA DEPARTMENT OF TRANSPORTATION FLEXIBLE PAVEMENT DESIGN MANUAL FOR NEW CONSTRUCTION AND PAVEMENT REHABILITATION (JANUARY 2004).
2. ALL PROPOSED PAVEMENT MARKINGS TO MEET AND MATCH EXISTING PAVEMENT MARKINGS.
3. ALL TRAFFIC STRIPES AND MARKINGS ARE TO BE LEAD-FREE, NON-SOLVENT BASED THERMOPLASTIC. THE PERMITTEE SHALL FURNISH THE DEPARTMENT WITH THE MANUFACTURER'S CERTIFICATION THAT THE THERMOPLASTIC IS "LEAD-FREE."
4. PAVEMENT MARKINGS AND SIGNING SHALL BE INSTALLED IN ACCORDANCE WITH THE HILLSBOROUGH COUNTY TRANSPORTATION TECHNICAL MANUAL (OCTOBER 2003).
5. CONTRACTOR MUST CONTACT ENGINEER OF RECORD PRIOR TO ORDERING STREET NAME SIGNS. APPROVED STREET NAMES CAN NOT BE DETERMINED UNTIL RECORDING OF THE PLAT.
6. EXISTING STRIPING AND OTHER PAVEMENT MARKINGS TO BE REMOVED SHALL BE DONE AS NECESSARY BY HYDROBLASTING. GRINDING IS NOT PERMITTED.
7. RPM'S SHALL BE INSTALLED WITH ALL MARKINGS AS PER TPOT INDEX 17332.

CALL 48 HOURS BEFORE YOU DIG

It's the Law!

811 or 1-800-432-4770

SUNSHINE STATE ONE CALL OF FLORIDA, INC.

DATE	DESCRIPTION	BY
04-14-10	TITLE BLOCK	JAS
07-12-05	NEW SIGNATURE LINE	JAS
01-12-05	NEW TITLE BLOCK	JAS
06-13-03	REVISED PER TPO	JAS
04-04-03	REVISED PER TPO, ADD LANDS	JAS
12-05-01	COUNTY COMMENTS	JAS
10-04-01	BUILDING LINE	JAS
06-13-01	COUNTY COMMENTS	JAS
12-12-00	ADD SIGNING & PVMT MARKING	JAS

REVISIONS

CLEARVIEW LAND DESIGN, P.L.
Engineering Business C.A. No. 28884
1213 E. 6th Avenue, Tampa, Florida 33605
Office: 813-223-3919 Fax: 813-223-3979

DATE:
TERRY A. HALL P.E. NO. 37376
FLORIDA PROFESSIONAL ENGINEER

SIGNING AND PAVEMENT MARKING PLAN

JOB NO. MSH-PC-017

FALKENBURG EXT.
STA. 61+40 to 73+28

DESIGN WILCOX

DRAWN HOWELL

PREPARED FOR MORRISON HOMES

DATE 5-3-2004

Elevations based on Hillsborough Vertical Datum 1929 (NGVD 29)
Conversion from NGVD 29 to NAVD 88 = -0.87 Feet

FILE SPM

SHEET 9 OF 14 SHEETS

EXHIBIT "I"

ESCROW AGREEMENT

This Escrow Agreement (the "**Escrow Agreement**"), is made and entered into effective this 1st day of November, 2012, by, between and among **TAYLOR MORRISON OF FLORIDA, INC.**, whose mailing address is 501 North Cattleman Road, Suite 100, Sarasota, Florida 34242 ("**TM**"), **HILLSBOROUGH COUNTY,** a political subdivision of the State of Florida, P.O. Box 1110, Tampa, Florida 33610 ("**County**"), and **BURR & FORMAN, LLP**, whose address is 201 North Franklin Street, Suite 3200,Tampa, Florida 33602, Attention: Scott I. Steady ("**Escrow Agent**").

BACKGROUND

WHEREAS TM and the County entered into an Essentially Built Out Agreement dated November 1, 2012 (the "EBOA"), which obligated TM to construct certain Required Improvements to Falkenburg Road (the "Required Improvements"); and

WHEREAS TM and County have agreed to enter into this Escrow Agreement to govern the collection and disbursement of the Escrow Fund and to ensure construction of the Required Improvements; and

WHEREAS Escrow Agent has agreed to serve as Escrow Agent in accordance with the terms of this Escrow Agreement.

NOW THEREFORE, TM, Hillsborough County and Escrow Agent hereby agree as follows:

1. **Recitals**. The foregoing recitals are true and correct and are hereby incorporated by reference.

2. **Contribution Amount** is defined as the estimated cost of the Required Improvements plus 25%, as set forth in the EBOA incorporated herein by reference. In no event does the County make any representation that the Contribution Amount is sufficient to pay the cost of the Required Improvements. The obligation to construct the Required Improvements is as set forth in the EBOA, and is not modified by this Escrow Agreement, or limited by the Contribution Amount.

3. **Establishment of Escrow Fund**. The Developer shall fund fifty percent (50%) of the funds due hereunder within five (5) working days of the issuance of the 321st residential unit building permit to Developer or its assignees, and the balance of funds due hereunder within five (5) working days of issuance of the 381st residential building permit to Developer or its assignees, subsequent to the effective date of the EBOA (the "Escrow Fund"). The total sum to be placed into escrow, referred to in the Escrow Agreement as the "Contribution Amount," shall be One Million, Two Thousand Twenty-Six Dollars and Sixty-Three Cents ($1,002,026.63) which amount represents 125% of the currently estimated cost to construct the Required Improvement. Developer expressly acknowledges and agrees that the determination of the Contribution Amount was not based on approved construction plans, that the Contribution

Amount may not include the costs of permitting and design, and that the actual amount to construct the Required Improvement may be more or less than the Contribution Amount.

4. **Disbursement of Escrow Fund**. Escrow Agent shall disburse funds from the Escrow Fund, as follows:

(a) No more than one (1) time per month TM shall, no later than the 15th day of the month, submit monthly invoices which are due and payable in connection with the construction of the Required Improvements to Escrow Agent for payment. TM shall simultaneously send copies of such monthly invoices to County for County's review and approval. Escrow Agent shall make such disbursements as set forth in TM's monthly invoices unless Escrow Agent receives a written objection from County to such disbursement within ten (10) working days of the date that Escrow Agent receives such monthly invoice. Escrow Agent's duty shall be to disburse payments for invoices received from TM for the Required Improvements as directed by TM and not timely objected to by County.

(b) Escrow Agent shall have no duty to inquire as to whether or not such disbursed funds have actually been paid or whether or not appropriate releases have been delivered. To the extent such original lien waivers, contractor affidavits and other documentation are in the possession of Escrow Agent, Escrow Agent shall deliver such original lien waivers, contractor affidavits and other such documentation to TM with copies of all such documentation to County.

5. **Remaining Funds and Termination of Agreement**. Upon acceptance of the Required Improvements by the County for maintenance, (defined as a letter issued by the County and addressed to the Developer and sent to the Escrow Agent acknowledging acceptance of the Required Improvements for maintenance), the Escrow Agent shall disburse the remaining funds to TM and thereafter this Escrow Agreement shall terminate and the parties hereto shall be discharged from any further obligation or liability under this Escrow Agreement. Any funds remaining in the Escrow Fund after acceptance of the Required Improvements shall be disbursed by Escrow Agent to TM without any further action being required

6. **Resignation**. Escrow Agent may resign at any time upon giving thirty (30) days written notice to TM and County. In the event of Escrow Agent's resignation, TM and County shall select a mutually acceptable substitute escrow agent. Upon any such resignation, Escrow Agent shall transfer the remaining funds to the successor escrow agent and, after such transfer, Escrow Agent shall be relieved of any further obligations under this Escrow Agreement. In the event that TM and County cannot agree as to a substitute escrow agent, then the president of the Hillsborough County Bar shall select a substitute escrow agent and Escrow Agent shall transfer the funds to such successor escrow agent and thereafter Escrow Agent shall be relieved of any further obligations under this Escrow Agreement or, if no such successor is appointed, Escrow Agent may interplead the funds into the registry of the Court in Hillsborough County, Florida and thereafter Escrow Agent shall be relieved of any further obligations under this Escrow Agreement.

7. **Liability of Escrow Agent**. In performing any of its duties under this Escrow Agreement, Escrow Agent shall not be liable for any loss, costs, fee, claim, expense or damage which may be incurred by the parties hereto as a result of serving as Escrow Agent hereunder, except for any loss, cost or damages arising out of willful acts of malfeasance or gross negligence of Escrow Agent. Accordingly, Escrow Agent shall not incur any liability with respect to any action taken or omitted to be taken: (i) in good faith upon advice of its counsel given with

respect to any questions relating to the duties and responsibilities of the parties pursuant to this Escrow Agreement; or (ii) in reliance upon any document, including any written notice of instruction provided for in this Escrow Agreement, not only as to its due execution and the validity and effectiveness of its provisions, but also as to the truth and accuracy of any information contained therein, which purports to have been signed or presented by a proper person or persons and to conform with the provisions of this Escrow Agreement. The parties hereto acknowledge and agree that should Escrow Agent represent either party, Escrow Agent may continue to do so notwithstanding the execution of this Escrow Agreement or any dispute hereunder and that the execution and performance of this Escrow Agreement does not constitute a conflict of interest with TM or County. Escrow Agent shall rely upon and shall be protected in acting or refraining from acting upon any oral notice, instruction or request furnished hereunder and believed by it to be genuine. Escrow Agent undertakes to perform only such duties as are expressly set forth herein and shall not be bound in any way by any other agreement to the parties hereto. The parties acknowledge that Escrow Agent is serving as an escrow agent without compensation and solely as an accommodation to the parties.

8. **Liability of the County**. In no event shall the County become liable to TM, or any other party for payment of funds not in accordance with this Agreement, provided, however, that the County agrees to return any funds wrongfully delivered to the County by Escrow Agent.

9. **Failure to Design and/or Construct Phase I Required Improvements**. The Escrow Fund provides the County a fund to draw against in the event the Required Improvements are not designed and/or constructed as set forth in the EBOA, and/or in the event that construction is not completed as set forth in the EBOA. In the event that design and/or construction of the Required Improvements has not been started or completed as set forth in the EBOA, the County's Director of Development Services may provide written notice to Escrow Agent and TM that (i) TM is in default and (ii) has failed to comply with the EBOA. The Escrow Agent shall, within five (5) days of the receipt of the County's written notice, release the remaining funds in the escrow account to Hillsborough County for completion of the design and/or construction of the Required Improvements. Subject to the rights of Escrow Agent to file an action in interpleader as described in Section 12 and Section 13 below, to the extent that such funds have not been previously disbursed, said funds remaining in the Escrow Fund shall be paid to the County at its written request notwithstanding and regardless of any contractual dispute which may arise regarding funds held pursuant to this Agreement.

10. **Interest**. Interest on any escrow funds shall be payable to TM upon termination of this Escrow Agreement.

11. **Notices**. All notices and other items required to be given and delivered under the terms of this Escrow Agreement shall be addressed to the parties as follows:

If to TM:

Taylor Morrison of Florida, Inc.
501 North Cattlemen Road, Suite 100
Sarasota, Florida 34232
Attention: Steve Kempton
Tel: (___) ___-____
Fax: (941) 371-7998

With a copy to:	Dan Molloy Molloy & James 325 S. Boulevard Tampa, Florida 33606-2150 Tel: (813) 254-7157
And with a copy to:	S. Todd Merrill, Esquire Taylor Morrison, Inc. 4905 W. Laurel Street Tampa, Florida 33607 Tel: (813) 227-4242 Fax: (727) 563-9674
If to Escrow Agent:	Scott I. Steady BURR & FORMAN, LLP 201 North Franklin Street Suite 3200 Tampa, Florida Tel: (813) 221-2626
If to County:	Development Services Department Attn: Gene Boles, Director Hillsborough County P.O. Box 1110 Tampa, Florida 33601 Tel: (813) 276-5920
With a copy to:	Office of the County Attorney Attn: Nancy Takemori Hillsborough County Attorney's Office P.O. Box 1110 Tampa, Florida 33601 Tel: (813) 272-5670 Fax: (813) 272-5846

Notice hereunder shall be effective if given by (i) overnight courier service providing tracking and receipts for delivery, (ii) telecopy or electronic mail with receipt, or (iii) hand delivery. Notice by overnight courier shall be effective upon the earlier of the next business day after notice is sent or upon actual delivery to the party being notified; notice by facsimile shall be effective upon electronic verification of receipt, provided that additional notice by overnight courier as provided herein shall be simultaneously sent by the party giving such notice; or notice by hand delivery shall be effective upon actual delivery to the party being notified. The parties may change their respective addresses for notice by giving written notice to the other parties in accordance with this Paragraph.

12. **Interpleader**. In the event of disagreement about the interpretation of this Escrow Agreement, or about the rights and obligations or the propriety of any action contemplated by Escrow Agent hereunder, Escrow Agent may, at its sole discretion, file an action in interpleader to resolve the said disagreement. Escrow Agent shall be indemnified by TM for all costs, including reasonable attorney's fees, in connection with the aforesaid interpleader action and shall be fully protected in suspending all or part of its activities under this Escrow Agreement until a final judgment or other appropriate order in the interpleader action is entered.

13. **Joinder-in-Lawsuit**. In the event Escrow Agent is joined as a party to a lawsuit by virtue of the fact that it is holding the Escrow Fund, Escrow Agent shall, at its option, either tender said deposit to the registry of the court or disburse same in accordance with the court's ultimate disposition of the cause and Escrow Agent shall be entitled to reimbursement by TM for its reasonable attorney's fees and court costs.

14. **Governing Law; Venue**. This Escrow Agreement shall be construed and enforced according to the laws of the State of Florida. Venue for any action arising out of the terms of this Escrow Agreement shall lie only in the applicable federal and/or state courts located in Hillsborough County, Florida.

IN WITNESS WHEREOF, TM, Hillsborough County and Escrow Agent have executed this Escrow Agreement as of the date set forth above.

ATTEST:
PAT FRANK, Clerk of Circuit Court

Beverly Anne Miller
Deputy Clerk

HILLSBOROUGH COUNTY, a political subdivision of the State of Florida

By: Ken Hagan
Chairman, Board of County Commissioners

APPROVED BY COUNTY ATTORNEY

Approved As to Form and Legal Sufficiency

BOARD OF COUNTY COMMISSIONERS
HILLSBOROUGH COUNTY FLORIDA
DOCUMENT NO. 12-1113

WITNESSES:

Tracy Briones
Print Name: Tracy Briones

Print Name: Pradip Gandhi

WITNESSES:

Print Name:

Print Name:

TM:

TAYLOR MORRISON OF FLORIDA, INC., a Florida corporation

By:
Print Name: Mac McCord
Title: Land Manager
Dated: 10-19-12

ESCROW AGENT:

BURR & FORMAN, LLP

By:
Scott I. Steady

WITNESSES:

Print Name:_____

Print Name:_____

TM:

TAYLOR MORRISON OF FLORIDA, INC., a Florida corporation

By:_____
Print Name:_____
Title:_____
Dated:_____

WITNESSES:

Print Name: William J Schifino

Print Name: Maria Rodriguez

ESCROW AGENT:

BURR & FORMAN, LLP

By:_____
Scott I. Steady

EXHIBIT J

OAK CREEK QUARTERLY REPORT OF RESIDENTIAL BUILDING PERMIT ACTIVITY

To: Development Services Director, Hillsborough County

Date Filed:_____

Quarter	# of RES Permits Issued	Cumulative # of RES Permits	Signature of Agent
9/1/2012 - 12/31/2012			
1/1/2013 - 3/31/2013			
4/1/2013 - 6/30/2013			
7/1/2013 - 9/30/2013			
10/1/2013 - 12/31/2013			
1/1/2014 - 3/31/2014			
4/1/2014 - 6/30/2014			
7/1/2014 - 9/30/2014			
10/1/2014 - 12/31/2014			

EXHIBIT K

This Instrument prepared by
and return to:
Judith L. James
Molloy & James
325 S. Boulevard
Tampa, FL 33606

NOTICE OF ESSENTIALLY BUILT-OUT AGREEMENT FOR OAK CREEK DRI (DRI #146) PURSUANT TO SECTIONS 380.032(3) & 380.06(15)(g)(4), FLORIDA STATUTES

Notice is hereby given by Taylor Morrison of Florida, Inc. and EastGroup Properties, L.P. of an Essentially Built-Out Agreement for Oak Creek DRI (DRI No. 146) pursuant to Sections 380.032(3), and 380.06(15)(g)(4), Florida Statutes, by and between Taylor Morrison of Florida, Inc. and EastGroup Properties, L.P., Hillsborough County and State of Florida Department of Economic Opportunity (the "Essentially Built-Out Agreement"), which was approved by Hillsborough County acting by and through its Board of County Commissioners at its regularly scheduled meeting on _____, 2012 by way of Resolution No. R_____. This Essentially Built-Out Agreement modifies and affects the Development Order for the Oak Creek Development of Regional Impact No. 146 (the "DRI Development Order"). The DRI Development Order was originally approved by the Hillsborough County Board of County Commissioners on October 13, 1987 pursuant to Resolution No. R87-0334, and said DRI Development Order was amended by the County in Resolution No. R89-0173 approved July 11, 1989, Resolution No. R92-0208 approved August 25, 1992, Resolution No. R97-189 approved July 29, 1997, Resolution R97-284 approved November 25, 1997, Resolution No. R99-202 approved September 14, 1999, Resolution No. R00-219 approved September 12, 2000, and Resolution No. R04-080 approved April 27, 2004, and the Laws of Florida.

The Essentially Built-Out Agreement together with the DRI Development Order and any prior amendments thereto may be examined at the office of the Clerk of the Board of County Commissioners, Records Department, 12th Floor, Frederick B. Karl County Center, 601 East Kennedy Boulevard, Tampa, Florida 33602.

The DRI Development Order as modified by the Essentially Built-Out Agreement constitutes a land development regulation applicable to the land covered by said DRI Development Order and Essentially Built-Out Agreement, which land is described as set forth in Exhibit A attached hereto and incorporated herein by this reference.

The recording of this Notice does not constitute a lien, cloud or encumbrance on real property, nor does it constitute actual or constructive notice of any such lien, cloud or encumbrance.

WITNESSES:

Tracy Briones

Name: Tracy Briones
(Print or Type Name)

Name: Pradip Gandhi
(Print or Type Name)

TAYLOR MORRISON OF FLORIDA, INC.
a Florida corporation

By: _____
Name: Mac McGraw
(Print or Type Name)
Title: Land Manager

Date of Approval/Execution: 10-19-12

STATE OF FLORIDA
COUNTY OF Sarasota

The foregoing instrument was acknowledged before me this 19th day of October, 2012, by Mac McGraw as Land Manager of Taylor Morrison of Florida, Inc., a Florida corporation, on behalf of said corporation, and who is either (mark one) ✓ personally known to me, or ___ produced _____ as identification (picture identification required).

[AFFIX NOTARYSEAL OR STAMP]

TRACY E. BRIONES
MY COMMISSION EXPIRES
September 10, 2016
#EE 833992
Bonded thru
Troy Fain - Insurance
NOTARY PUBLIC, STATE OF FLORIDA

Tracy Briones
Name: Tracy Briones
Notary Public, State of Florida

WITNESSES:

Carol Horst

Name: Carol Horst
(Print or Type Name)

Name: ANTHONY A. TOLFMAN
(Print or Type Name)

EASTGROUP PROPERTIES, L.P.
a Delaware limited partnership,

By: EastGroup Properties General Partners, Inc., a Delaware corporation, its sole general partner

By: _____
Name: JOHN COLEMAN
(Print or Type Name)

Title: SVP
Date of Approval/Execution: 10-16-12

STATE OF FLORIDA
COUNTY OF Orange

The foregoing instrument was acknowledged before me this 16th day of October 20 12 by John F Coleman as Senior VP of EastGroup Properties General Partners, Inc., a Delaware corporation, as sole general partner of EastGroup Properties, L.P., a Delaware limited partnership, on behalf of the limited partnership, and who is either (mark one) ✓ personally known to me, or ___ produced _____ as identification (picture identification required).

[AFFIX NOTARYSEAL OR STAMP]

Notary Public State of Florida
Lucille M D Smith
My Commission EE094005
Expires 07/23/2015

Name: Lucille M D Smith
Notary Public, State of Florida

#146

BOARD OF COUNTY COMMISSIONERS
Kevin Beckner
Victor D. Crist
Ken Hagan
Al Higginbotham
Lesley "Les" Miller, Jr.
Sandra L. Murman
Mark Sharpe

Hillsborough County
Florida

Office of the County Administrator
Michael S. Merrill

CHIEF ADMINISTRATIVE OFFICER
Helene Marks

CHIEF FINANCIAL ADMINISTRATOR
Bonnie M. Wise

DEPUTY COUNTY ADMINISTRATORS
Lucia E. Garsys
Sharon D. Subadan

February 10, 2012

Mr. David M. Mechanik, Esq. AICP
Mechanik Nuccio Hearn & Wester
305 S. Boulevard
Tampa, FL 33606

Mr. Daniel L. Molloy, Esq.
Molloy & James
325 S. Boulevard
Tampa, FL 33606

RE: Oak Creek Development of Regional Impact – DRI #146
Build Out Date Extension per HB 7207

Gentlemen:

We have received your letters notifying the County of your intent to utilize the provisions of House Bill (HB) 7207 to extend the build out date of the Oak Creek DRI.

As you are aware, the build out date for all approved phases of the Oak Creek DRI expired on December 31, 2006 and as noted in previous letters (attached) to Mr. Daniel Molloy, the Oak Creek DRI is not in substantial compliance with the project's Development Order. With respect to the 4-year statutory extension of the build out and expiration dates, the extension did not modify Section 380.06(17), F.S., which provides that "[l]ocal governments shall not issue any permits or approvals or provide any extensions of services if the developer fails to act in substantial compliance with the development order." In addition, to be eligible for the 4-year extension under HB 7207, a project must be a "currently valid" development of regional impact. The expiration date for the Oak Creek DRI was September 29, 2011, and thus the DRI cannot be considered "currently valid." Accordingly, because the Oak Creek DRI is not in substantial compliance with the Development Order, and because both the build out date for approved phases and the expiration date of the DRI have been exceeded, the 4-year extension is not applicable to the project. Therefore, the project's build out date remains December 31, 2006.

I encourage the completion of the process of entering into an Essentially Built Out Agreement, the application for which was submitted on or about August 17, 2007.

If you have any questions, please call me at 813.276.8393.

Sincerely,

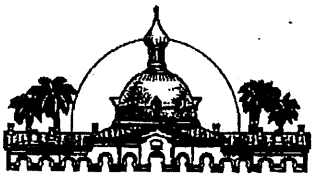
John E. Healey, AICP

attachments

cc: John Meyer, Tampa Bay Regional Planning Council (via e-mail)
Nancy Takemori, County Attorney's Office (via e-mail)

Office of the County Attorney

BOARD OF COUNTY COMMISSIONERS
Brian Blair
Rose V. Ferlita
Ken Hagan
Al Higginbotham
Jim Norman
Mark Sharpe
Kevin White



Hillsborough County
Florida

Renée Francis Lee, County Attorney
Donald R. Odom, Deputy County Attorney

Managing Attorneys
Christine M. Beck
Robert E. Brazel
Hank Ennis
Mary Helen Farris
Susan J. Fernandez
Sheree C. Fish
Adam J. Gormly
Jennie Grannahan Tarr

September 26, 2008

Daniel L. Molloy, Esq.
Molloy & James
325 South Blvd.
Tampa, FL 33606

Re: Oak Creek DRI

Dear Dan:

Your letter to John Healey dated August 29, 2008 has been referred to me for response. In that letter, you assert that the build-out and expiration dates for the Oak Creek DRI were extended pursuant to the automatic 3-year extension granted to DRIs under active construction as of July 1, 2007 by House Bill 7203. You also requested the County's confirmation that the three (3) year extension applies.

As you are aware, the build-out date for all approved phases of the Oak Creek DRI expired on December 31, 2006. Chapter 380.06 of the Florida Statutes prohibits a local government from issuing permits for development subsequent to a DRI's build-out date unless, among other options, an essentially built out agreement has been executed (sec. 380.06(15)(g)).

Oak Creek Land Company filed an application for an Essentially Built Out Agreement (EBOA) on or about August 17, 2007. On September 24, 2007, as an accommodation to you and as a direct result of your representation that you were proceeding in good faith with the EBOA, Planning & Growth Management Director Peter Aluotto provided you with a letter agreeing to allow for the issuance of permits and approvals pending approval of the EBOA by the Board of County Commissioners by January 30, 2008. By letter dated March 17, 2008, Mr. Aluotto extended the time by which an EBOA was to be adopted to September 15, 2008. At our meeting on September 2, 2008, Mr. Aluotto agreed to provide you with an additional 90 days (i.e., until December 15, 2008) to get the EBOA approved. As we discussed on September 2, 2008, you were to provide us with a letter memorializing our agreement to provide you with an additional 90 days. We have yet to receive such a letter. This, combined with the fact that you are seeking to extend the build-out date for the project until December of 2009 utilizing the statutory 3-year extension, raises the question as to whether it is still your intent to proceed with the EBOA. Please let us know your intentions in that regard.

601 E. Kennedy Boulevard, 27th Floor
Post Office Box 1110 · Tampa, Florida 33601
(813) 272-5670
Fax: (813) 272-5231
An Affirmative Action/Equal Opportunity Employer

With respect to the statutory 3-year extension of build-out and expiration dates, the extension did not modify Section 380.06(17), F. S., which provides that "[l]ocal governments shall not issue any permits or approvals or provide any extensions of services if the developer fails to act in substantial compliance with the development order." The developer of the Oak Creek DRI is not in substantial compliance with the DRI Development Order in at least the following respects: (1) the widening of 78th Street has not been completed as requested in December of 2005, and the substitute improvement to Falkenburg Road has not been incorporated into an amended Development Order or an EBOA; and (2) the developer is not in compliance with the Protection and Management Plan, which is incorporated into the Development Order. Accordingly, so long as the Oak Creek developer is not in substantial compliance with the Development Order, the 3 year extension is not applicable to the Oak Creek DRI.

The County has been issuing permits and approvals for over a year with the understanding that you were working to bring the development into compliance with the Development Order. Peter Aluotto granted you a third extension, until December 15, 2008, to do so. Please let us know specifically how it is you intend to demonstrate compliance with the Development Order by that time.

Thank you, and we look forward to hearing from you.

Sincerely,

Nancy Y. Takemori
Assistant County Attorney

NYT/dc
cc: Judy James, Esq.
Anne Q. Pollack, Esq.
Peter Aluotto, AICP, Director, Planning & Growth Management Department
Robert Campbell, Division Director of Transportation, PGMD
John Healey, Executive Planner, Planning & Growth Management Department

G:\Real Property & Development\Takemori\Letter to Daniel Molloy 092308.doc

BOARD OF COUNTY COMMISSIONERS
Kevin Beckner
Rose V. Ferlita
Ken Hagan
Al Higginbotham
Jim Norman
Mark Sharpe
Kevin White

Hillsborough County
Florida

Office of the County Administrator
Patricia G. Bean

ADMINISTRATORS
Lucia E. Garsys
Carl S. Harness
Eric R. Johnson
michael S. Merrill
Manus J. O' Donnell
Edith M. Stewart

December 15, 2009

Mr. Daniel L. Molloy, Esq.
Molloy & James
325 South Boulevard
Tampa, FL 33606

Re: SB 360 Notice of Build Out Date Extension
Oak Creek DRI (DRI # 146)

Dear Mr. Molloy:

I am replying to your letter of November 9, 2009, wherein you request, pursuant to Senate Bill 360 (Chapter 2009-96 Laws of Florida), a two-year extension to the build out date for the Oak Creek Development of Regional Impact (DRI).

In this letter you cite a 3-year extension of the project's build out date from December 31, 2006 to December 31, 2009 pursuant to Chapter 380.06, Florida Statutes. However, the in a letter dated September 26, 2008 (attached) the County determined that this extension was not applicable as the Oak Creek developer was not then (and is not now) in substantial compliance with the project's development order.

Senate Bill (SB) 360 provides that DRIs having build out dates between September 1, 2008 through January 1, 2012 may be granted 2-year extensions to their build out dates. The build out date for the Oak Creek DRI is December 31, 2006 and therefore the project is not eligible for the 2-year build out date extension. It should also be noted that even if the project's build out date was between September 1, 2008 through January 1, 2012, the project would not be eligible for the 2-year extension as the Oak Creek developer is not in substantial compliance with the project's development order.

Therefore, the project's build out date remains December 31, 2006.

I would like to take this opportunity to encourage you to complete the process of entering into an Essentially Built Out Agreement (EBOA). I believe that an EBOA is the most appropriate and effective means to remedy issues associated with the Oak Creek project.

If you have questions, or would like to schedule a meeting, please do not hesitate to call me at my direct phone number, 813.276.8393 or e-mail me at healeyj@hillsboroughcounty.org

Sincerely,

John E. Healey, AICP

Attachment

cc: Anne Pollack (via e-mail)
John Meyer (via e-mail)
Paula Harvey (via e-mail)
Nancy Takemori (via e-mail)

#146

MOLLOY & JAMES

ATTORNEYS AT LAW
325 SOUTH BOULEVARD, TAMPA, FLORIDA 33606
TELEPHONE: (813) 254-7157 FACSIMILE: (813) 254-9601

JUDITH L. JAMES DANIEL L. MOLLOY

October 9, 2006

John Meyer
Tampa Bay Regional Planning Council
4000 Gateway Centre Blvd., Suite 100
Pinellas Park, Florida 33782

Re: Parkway Center DRI (AKA Oak Creek), DRI #146

Dear John:

Pursuant to Section IV.A.6. of the Development Order for the above referenced Development of Regional Impact (DRI), we hereby provide, on behalf of our client, notice of a selection of a land use trade-off under the approved Eqivalency Matrix, attached hereto as Exhibit A. Three separate conversion requests have been accomplished and are reflected in Exhibit A:

- Converted 125,633 square feet of Light Industrial floor space for 149 single-family detached residential units (May 2, 2002);
- Converted 449,945 square feet of Light Industrial floor space for 329 single-family detached residential units, an 850-student elementary school and a 2,500-student high school (November 10, 2004); and
- Converted 394,653 square feet of Light Industrial floor space for 738 multi-family residential units (November 22, 2004).
- Converted 161,100 square feet of Service Center floor space for 218.22 single-family detached units; converted 298,601 square feet of High Tech floor space for 345.78 single-family detached units; converted 20,000 square feet of High Tech floor space for 37 multi-family units; and converted 128,340 square feet of Light Industrial floor space for 240 multi-family units (October 27, 2005).

The proposed trade-off, also reflected in Exhibit A, is as follows:

- Convert 121,416 square feet of Light Industrial floor space for 144 single-family detached units; and
- Convert 141,176 square feet of Light Industrial floor space for 264 multi-family units.

Also pursuant to Section IV.A.6. and attached as Exhibit B is a table reflecting the formula set forth in the Equivalency Matrix. As required by Section IV.A.6. of the Development Order, the cumulative land use totals and remaining allowable quantities are provided in Exhibit C and shall be provided in the subsequent annual report.

Should you have questions or require additional information, do not hesitate to contact me.

Sincerely,

Judith L. James

JJ/sg

Enclosures

cc: Ed Andrews
Toxey Hall
John Healey
David Mechanik
Marina Pennington
Mike Storey

Exhibit A
Parkway Center DRI (AKA Oak Creek), DRI #146
Land Use Tracking Table

Land Use	1987 Appr Phase I (2006 Buildout)	Approved Phase II (2011 Buildout)	Revised Phase I (5/5/02) (1)	Revised Phase I (11/10/04) (2)	Revised Phase I (11/22/04) (3)	Revised Phase I (10/25/04) (4)	Revised Phase I Oct. 2006 (6)	Phase I and Phase II Total (5)
Light Industrial (sq. ft.)	4,510,700	2,654,650	4,385,067	3,935,122	3,489,388	3,361,048	3,098,456	5,753,106
Service Center (sq. ft.)	210,100	820,800	210,100	210,100	210,100	50,000	50,000	870,800
High Tech. (sq. ft.)	319,300	538,800	319,300	319,300	319,300	698.23	698.23	539,498.23
Office (sq. ft.)	150,300	346,700	150,300	150,300	150,300	150,300	150,300	497,000
Retail (sq. ft.)	121,500	104,000	121,500	121,500	121,500	121,500	121,500	225,500
Hotel (rooms)	100	160	100	100	100	100	100	260
Single-family (units)	0	0	149	478	478	1,042	1,186	1,186
Multi-family (units)	0	0	0	0	738	1,015	1,279	1,279
Schools (number)	0	0	0	2	2	2	2	2

(1) Converted 125,633 sq. ft. Light Industrial for 149 single-family units (4,510,700 – 125,633 = 4,385,067).
(2) Converted 449,945 sq. ft. Light Industrial for 329 single-family units, an 850 student elementary school and a 2,500 student high school (4,385,067 – 449,945 = 3,935,122).
(3) Converted 394,653 sq. ft. of Light Industrial for 738 multi-family residential units ([3,935,122 – 394,635] -51,081 TBRPC adjustment = 3,489,388).
(4) Converted 160,100 sq. ft. Service Center for 218.22 single-family units (210,100 – 160,100 = 50,000), converted 298,601.77 sq. ft. High Tech for 345.78 single-family detached units (319,300 – 298,601.77 = 20,698.23), converted 20,000 sq. ft. High Tech for 37 multi-family units (20,698.23 – 20,000 = 698.23), and converted 128,340 sq. ft. Light Industrial for 240 multi-family units (3,489,388 – 128,340 = 3,361,048).
(5) Specific approval of Phase II is contingent upon further Chapter 380.06.F.S. review.
(6) Traded 262,592 Light Industrial for 144 single-family and 264 multi-family in October 2006 (3,361,048 – 262,592 = 3,098,456).

Exhibit B
Parkway Center DRI (AKA Oak Creek), DRI #146
Equivalency Matrix Formula

Change From: Change To:	Office	Commercial	Hotel	Light Industrial	High Technology	Service Center
Industrial Park	1.609 ksf/ksf	5.371 ksf/ksf	0.837 ksf /rm	1.077 ksf/ksf	1.051 ksf/ksf	1.237 ksf/ksf
Office	N/A	2.711 ksf/ksf	0.422 ksf/rm	0.54357 ksf/ksf	0.530 ksf/ksf	0.624 ksf/ksf
Office Park	1.160 ksf/ksf	3.870 ksf/ksf	0.603 ksf/rm	0.776 ksf/ksf	0.757 ksf/ksf	0.892 ksf/ksf
Hotel	1.927 rm/ksf	6.43 rm/ksf	N/A	1.290 rm/ksf	1.259 rm/ksf	1.482 rm/ksf
Commercial	0.201 ksf/ksf	N/A	0.105 ksf/ksf	0.135 ksf/ksf	0.131 ksf/ksf	0.155 ksf/ksf
Single Family	1.773 du/ksf	5.917 du/ksf	0.922 du/rm	1.186 du/ksf	1.158 du/ksf	1.363 du/ksf
Multi-Family	2.794 du/ksf	9.327 du/ksf	1.453 du/rm	1.870 du/ksf	1.825 du/ksf	2.148 du/ksf
Elementary School	136.897 St. /ksf	456.906 St. /ksf	71.168 St. /rm	91.589 St. /ksf	89.421 St. /ksf	105.252 St. /ksf
High School	22.888 St. /ksf	76.389 St. /ksf	11.898 St. /rm	15.313 St. /ksf	14.95 St./ksf	17.597St. /ksf

- The individual maximum dwelling units for the single family and multi-family may be exceeded as long as the total number of dwelling units within the project does not exceed 3,065 dwelling units.
- Conversion – Single Family to Multi-Family = $\frac{0.826/\text{ sf du}}{0.524/\text{mf du}}$ = 1.576 du/sf du

Example:

- Add 100 Single Family Homes by reducing Light Industrial

  100 du / 1.186 du/ksf = 84.317

  Reduce Light Industrial by 84,317 square feet.

Exhibit C
Parkway Center DRI (AKA Oak Creek), DRI #146
Entitlements Built and Remaining

Land Use	Total Built	Total Approved	Total Remaining (Phase I)
Light Industrial	1,079,515 sq. ft.	3,098,456 sq. ft.	2,018,941 sq. ft.
Service Center	0	50,000 sq. ft.	50,000 sq. ft.
High Tech	0	698.23 sq. ft.	698.23 sq. ft.
Office	0	150,300 sq. ft.	150,300 sq. ft.
Retail	0	121,500 sq. ft.	121,500 sq. ft.
Hotel	0	100 rooms	100 rooms
Single-Family	1105 units (platted)	1185	80
Multi-Family	1279 units (Under review or construction)	1279 units	0
Elementary School	1	1	0
High School	1 (under construction)	1	0

#146

MOLLOY & JAMES

ATTORNEYS AT LAW
325 SOUTH BOULEVARD, TAMPA, FLORIDA 33606
TELEPHONE: (813) 254-7157 FACSIMILE: (813) 254-9601

JUDITH L. JAMES

DANIEL L. MOLLOY

May 8, 2006

John Healey, DRI Coordinator
Hillsborough County Planning
and Growth Management Department
P.O. Box 1110
Tampa, Florida 33601-1110

Re: Termination of Oak Creek Light Rail Corridor and Rail Station—DRI 146

Dear John:

The purpose of this letter is to exercise the termination clause for the areas reserved for a future light rail corridor and rail station within the Oak Creek DRI. According to Section IV.B.15. of the Development Order, "If the County has not committed to the rail corridor project for commencement within Oak Creek by November 15, 2002 (the actual construction completion date may be beyond November 15, 2002), the reservation of the 50-foot corridor and the rail station reservation may be terminated at the election of the Developer. If the rail line and rail station reservations are terminated as described above, the Developer shall be permitted to develop said light rail and rail station areas with the other uses already approved and designated for the subject tracts, and said development shall not constitute a substantial deviation." Given that the County has in fact not committed to commencement of the rail corridor project, we elect, as stated above, to terminate said reservations.

Should you have questions, do not hesitate to contact me.

Sincerely,

Daniel L. Molloy
Oak Creek Land Company

cc: Susan Fernandez
John Meyer
Marina Pennington
Mike Storey

#146

MOLLOY & JAMES

ATTORNEYS AT LAW
325 SOUTH BOULEVARD, TAMPA, FLORIDA 33606
TELEPHONE: (813) 254-7157 FACSIMILE: (813) 254-9601

JUDITH L. JAMES DANIEL L. MOLLOY

October 27, 2005

John Meyers
Tampa Bay Regional Planning Council
4000 Gateway Centre Blvd., Suite 100
Pinellas Park, Florida 33782

Re: Parkway Center DRI (AKA Oak Creek), DRI #146

Dear John:

Pursuant to Section IV.A.6. of the Development Order for the above referenced Development of Regional Impact (DRI), we hereby provide, on behalf of our client, notice of a selection of a land use trade-off under the approved Equivalency Matrix, attached hereto as Exhibit A. Three separate conversion requests have been accomplished and are reflected in Exhibit A:

- Converted 125,633 square feet of Light Industrial floor space for 149 single-family detached residential units (May 2, 2002);
- Converted 449,945 square feet of Light Industrial floor space for 329 single-family detached residential units, an 850-student elementary school and a 2,500-student high school (November 10, 2004); and
- Converted 394,653 square feet of Light Industrial floor space for 738 multi-family residential units (November 22, 2004).

The trade-off, resulting in an additional 564 single-family detached units and 277 multi-family (townhome) units as reflected in Exhibit A, is as follows:

- Convert 161,100 square feet of Service Center floor space for 218.22 single-family detached units;
- Convert 298,601 square feet of High Tech floor space for 345.78 single-family detached units;
- Convert 20,000 square feet of High Tech floor space for 37 multi-family units; and
- Convert 128,340 square feet of Light Industrial floor space for 240 multi-family units.

Also pursuant to Section IV.A.6. and attached as Exhibit B is a table reflecting the formula set forth in the Equivalency Matrix. As required by Section IV.A.6. of the Development Order, the cumulative land use totals and remaining allowable quantities are provided in Exhibit C and shall be provided in the subsequent annual report.

Should you have questions or require additional information, do not hesitate to contact me.

Sincerely,

Judith L. James

JJ/sg

Enclosures

cc: Ed Andrews
Toxey Hall
John Healey
David Mechanik
Marina Pennington
Mike Storey

Exhibit A
Parkway Center DRI (AKA Oak Creek), DRI #146
Land Use Tracking Table

Land Use	1987 Approved Phase I (2006 Buildout)	Approved Phase II (2011 Buildout)	Revised Phase I (May 5, 2002)[1]	Revised Phase I (November 10, 2004)[2]	Revised Phase I (November 22, 2004)[3]	Revised Phase I (October 25, 2005)[4]	Phase I and Phase II Total[5]
Light Industrial (sq. ft.)	4,510,700	2,654,650	4,385,067	3,935,122	3,489,388	3,361,048	6,015,698
Service Center (sq. ft.)	210,100	820,800	210,100	210,100	210,100	50,000	870,800
High Tech. (sq. ft.)	319,300	538,800	319,300	319,300	319,300	698.23	539,498.23
Office (sq. ft.)	150,300	346,700	150,300	150,300	150,300	150,300	497,000
Retail (sq. ft.)	121,500	104,000	121,500	121,500	121,500	121,500	225,500
Hotel (rooms)	100	160	100	100	100	100	260
Single-family (units)	0	0	149	478	478	1,041	1,041
Multi-family (units)	0	0	0	0	738	1,015	1,015
Schools (Number)	0	0	0	2	2	2	2

1. Converted 125,633 sq. ft Light Industrial for 149 single-family units (4,510,700 – 125,633 = 4,385,067).
2. Converted 449,945 sq. ft. Light Industrial for 329 single-family units, an 850-student elementary school and a 2,500-student high school (4,385,067 – 449,945 = 3,935,122).
3. Converted 394,653 sq. ft. of Light Industrial for 738 multi-family residential units ([3,935,122 – 394,653] – 51,081 TBRPC adjustment = 3,489,388).
4. Converted 161,100 sq. ft. Service Center for 218.22 single-family units (210,100 – 160,100 = 50,000), converted 298,601.77 sq. ft. High Tech for 345.78 single-family detached units (319,300 – 298,601.77 = 20,698.23), converted 20,000 sq. ft. High Tech for 37 multi-family units (20,698.23 – 20,000 = 698.23), and converted 128,340 sq. ft. Light Industrial for 240 multi-family units (3,489,388 – 128,340 = 3,361,048).
5. Specific approval of Phase II is contingent upon further Chapter 380.06. F.S. review.

Exhibit B
Parkway Center DRI (AKA Oak Creek), DRI #146
Equivalency Matrix Formula

Change From: Change To:	Office	Commercial	Hotel	Light Industrial	High Technology	Service Center
Industrial Park	1.609 ksf/ksf	5.371 ksf/ksf	0.837 ksf /rm	1.077 ksf/ksf	1.051 ksf/ksf	1.237 ksf/ksf
Office	N/A	2.711 ksf/ksf	0.422 ksf/rm	0.54357 ksf/ksf	0.530 ksf/ksf	0.624 ksf/ksf
Office Park	1.160 ksf/ksf	3.870 ksf/ksf	0.603 ksf/rm	0.776 ksf/ksf	0.757 ksf/ksf	0.892 ksf/ksf
Hotel	1.927 rm/ksf	6.43 rm/ksf	N/A	1.290 rm/ksf	1.259 rm/ksf	1.482 rm/ksf
Commercial	0.201 ksf/ksf	N/A	0.105 ksf/ksf	0.135 ksf/ksf	0.131 ksf/ksf	0.155 ksf/ksf
Single Family	1.773 du/ksf	5.917 du/ksf	0.922 du/rm	1.186 du/ksf	1.158 du/ksf	1.363 du/ksf
Multi-Family	2.794 du/ksf	9.327 du/ksf	1.453 du/rm	1.870 du/ksf	1.825 du/ksf	2.148 du/ksf
Elementary School	136.897 St. /ksf	456.906 St. /ksf	71.168 St. /rm	91.589 St. /ksf	89.421 St. /ksf	105.252 St. /ksf
High School	22.888 St. /ksf	76.389 St. /ksf	11.898 St. /rm	15.313 St. /ksf	14.95 St./ksf	17.597St. /ksf

- The individual maximum dwelling units for the single family and multi-family may be exceeded as long as the total number of dwelling units within the project does not exceed 3,065 dwelling units.
- Conversion – Single Family to Multi-Family = $\frac{0.826/\text{ sf du}}{0.524/\text{mf du}}$ = 1.576 du/sf du

Example:

- Add 100 Single Family Homes by reducing Light Industrial

  100 du / 1.186 du/ksf = 84.317

  Reduce Light Industrial by 84,317 square feet.

Exhibit C
Parkway Center DRI (AKA Oak Creek), DRI #146
Entitlements Built and Remaining

Land Use	Total Built	Total Approved	Total Remaining (Phase I)
Light Industrial	918,445 sq. ft.	3,361,048 sq. ft.	2,442,603 sq. ft.
Service Center	0 sq. ft.	50,000 sq. ft.	50,000 sq. ft.
High Tech	0 sq. ft.	698.23 sq. ft.	698.23 sq. ft.
Office	0 sq. ft.	150,300 sq. ft.	150,300 sq. ft.
Commercial	0 sq. ft.	121,500 sq. ft.	121,500 sq. ft.
Hotel	0 rooms	100 rooms	100 rooms
Single Family	477 units	1,041 units	564 units
Multi-Family	0 units	1,015 units	1,015 units

RECEIVED
OCT 3 / 2005
Regional Planning Council

#146

FOWLER WHITE BOGGS BANKER

ATTORNEYS AT LAW

ESTABLISHED 1943

Erin McCormick Larrinaga
Direct Dial: 813-222-1180
elarrinaga@fowlerwhite.com

November 22, 2004

VIA HAND DELIVERY

Mr. John Healey
Hillsborough County Planning and Growth Management Department
601 E. Kennedy Boulevard
20th Floor
Tampa, Florida 33602

Re: Oak Creek f/k/a Parkway Center DRI

Dear John:

We represent DR Horton, Inc. who is developing Parcels F, G, E4 and H, as designated on Map H for the approved Parkway Center DRI. DR Horton intends to develop these parcels with approximately 738 multi-family units.

You have asked that we identify the total development constructed to date within the DRI. In addition, we are requesting to utilize the approved Equivalency Matrix to convert non-residential entitlements to multi-family units.

As background, the following entitlements are specifically approved for Phase I of the Parkway Center DRI:

Land Use	Phase I Entitlements
Light Industrial	4,510,700 sq.ft.
Service Center	210,100 sq.ft.
High Tech	319,300 sq.ft.
Office	150,300 sq.ft.
Commercial	5,311,900 sq.ft.
Hotel	100 Rooms

The approved Equivalency Matrix for the DRI is set forth below:

EXHIBIT A-1

EQUIVALENCY MATRIX (Revised April 2, 2004)
(BUILDOUT)

Change From: / Change To:	Office	Commercial	Hotel	Light Industrial	High Technology	Service Center
Industrial Park	1.609 ksf/ksf	5.371 ksf/ksf	0.837 ksf /rm	1.077 ksf/ksf	1.051 ksf/ksf	1.237 ksf/ksf
Office	N/A	2.711 ksf/ksf	0.422 ksf/rm	0.54357 ksf/ksf	0.530 ksf/ksf	0.624 ksf/ksf
Office Park	1.160 ksf/ksf	3.870 ksf/ksf	0.603 ksf/rm	0.776 ksf/ksf	0.757 ksf/ksf	0.892 ksf/ksf
Hotel	1.927 rm/ksf	6.43 rm/ksf	N/A	1.290 rm/ksf	1.259 rm/ksf	1.482 rm/ksf
Commercial	0.201 ksf/ksf	N/A	0.105 ksf/ksf	0.135 ksf/ksf	0.131 ksf/ksf	0.155 ksf/ksf
Single Family	1.773 du/ksf	5.917 du/ksf	0.922 du/rm	1.186 du/ksf	1.158 du/ksf	1.363 du/ksf
Multi-Family	2.794 du/ksf	9.327 du/ksf	1.453 du/rm	1.870 du/ksf	1.825 du/ksf	2.148 du/ksf
Elementary School	136.897 St. /ksf	456.906 St. /ksf	71.168 St. /rm	91.589 St. /ksf	89.421 St. /ksf	105.252 St. /ksf
High School	22.888 St. /ksf	76.389 St. /ksf	11.898 St. /rm	15.313 St. /ksf	14.95 St./ksf	17.597St. /ksf

Land use exchanges are based on PM peak hour project traffic. Use of this matrix should be limited to the following minimums and maximums.

Land Use	Minimum	Maximum
Industrial Park	500,000 sf	3,100,000 sf
Office	25,000 sf	150,000 sf
Office Park	200,000 sf	1,100,000 sf
Hotel	0 rms	200 rms
Commercial	15,000 sf	175,000 sf
Single Family	0 du	1,537 du*
Multi-Family	0 du	1,528 du*
High School	0 Students	2,500 Students

The DRI Development Order allows the Developer to exchange approved Light, Industrial, Service Center, High Tech, Office, Commercial or Hotel uses for multi-family uses. In order to implement the Equivalency Matrix, the Developer is required to notify the Department of Community Affairs (DCA), and the Tampa Bay Regional Planning Council (TBRPC). The Developer is also required to provide Hillsborough County, DCA and TBRPC with cumulative land uses totals and remaining allowable quantities of development in the subsequent annual report.

Based upon the last Annual Report, the plats approved within the project, and discussions with other property owners within the DRI, and discussions with Heidt & Associates, the engineer for portions of the project, we have determined that there are currently 490 platted single family lots within the project. These platted lots comprise Parkway Center Single Family Phase 1 (Plat Book 89, Page 39); Parkway Center Single Family Phase 2A (Plat Book 91, Page 19-1); Parkway Center Single Family Phase 2B (Plat Book 100, Page 96), and Oak Creek Parcel H-H (Plat Book 100, Page 141).

In addition to this residential development, the following light industrial development has occurred:

Parcel	Owner	Per Ann. Report*
A	St. John Family LP	49,210 sq.ft.
B	Eastgroup Properties LP	255,985 sq.ft.
D	Eastgroup Properties LP	139,361 sq.ft.
E	DiMare Tampa Inc	131,884 sq.ft.
F	Capital Realty Investors LLC	127,764 sq.ft.
G	Atlantic Financial Group LTD	215,988 sq.ft.
	Subtotal	**920,192** sq.ft.

A documented Equivalency Matrix exhange previously occurred whereby 176,714 sq. ft. of light industrial entitlements were exchanged for 149 single family units. The chart set forth below reflects Phase I entitlements pursuant to the approved DRI Development Order, complete Light Industrial development, the documented Phase I Equivalency Matrix Exchange, and the remaining Phase I entitlements.

Land Use	Phase I Entitlement	Phase I Completed	Phase I Matrix Exchange	Phase I Remaining
Light Industrial	4,510,700 sq.ft.	920,192 sq.ft.	176,714 sq.ft.	3,413,794 sq.ft.
Service Center	210,100 sq.ft.			210,100 sq.ft.
High Tech	319,300 sq.ft.			319,300 sq.ft.
Office	150,300 sq.ft.			150,300 sq.ft.
Commercial	5,311,900 sq.ft.			5,311,900 sq.ft.
Hotel	100 Rooms			100 Rooms

Based upon the above-described development which has occurred to date within the DRI, and in order to achieve the development of DR Horton's proposed 738 multi-family units, we are hereby providing notice of the following Equivalency Matrix exchange:

Exchange 394,653 square feet of Light Industrial development for 738 Multi-Family Units

This is based upon achieving 1.87 multi-family dwelling units for 1,000 sq. ft. of Light Industrial Uses

(738 ÷ 394,653 = 1.87 ÷ 1,000)

By copy of this letter, we are also providing notice of the Equivalency Matrix Exchange to the Tampa Bay Regional Planning Council and the Florida Department of Community Affairs. If you have any questions, please let me know.

Very truly yours,

FOWLER WHITE BOGGS BANKER P.A.

Erin

Erin McCormick Larrinaga

EL
cc: Mr. John Meyer (TBRPC)
Ms. Marina Pennington (DCA)
Mr. Richard Ladd (DR Horton)
Dan Malloy, Esq. (Attorney for Morrison Homes)

#1666738v1<TRANS1> - Equivalency Exchange Letter to Hillsborough County

#146

MOLLOY & JAMES

ATTORNEYS AT LAW
325 SOUTH BOULEVARD, TAMPA, FLORIDA 33606
TELEPHONE: (813) 254-7157 FACSIMILE: (813) 254-9601

JUDITH L. JAMES DANIEL L. MOLLOY

November 10. 2004

Mr. John Myers
Tampa Bay Regional Planning Council
4000 Gateway Centre Blvd., Suite 100
Pinellas Park, FL, 33782

RE: PARKWAY CENTER DRI (A/K/A OAK CREEK), DRI #146

Dear John:

Based on our conversations earlier this summer and the follow up with Tim Powell, who works with me, please allow this correspondence to serve as written notification by the Developer of a portion of Parkway Center (a/k/a Oak Creek), DRI #146, of the use of the Equivalency Matrix to convert Light Industrial land uses to single family homes, an elementary school, and a high school. Said notice requirement is as stipulated under A.6 of the Development Order which states that use of the Equivalency Matrix necessitates notification of DCA and TBRPC, along with cumulative land use totals and remaining allowable quantities in the subsequent annual report for the development. The provision also states: "No additional approval of a particular land use trade-off is required pursuant to this provision, so long as the desired trade-off is consistent with the formula set forth in the Equivalency Matrix."

The cumulative totals of development proposed and actually constructed though October 2003 are as follows (Parcel designations are from the Certified Site Plan dated 10/23/01; square footages have been taken from the Property Appraiser records):

Parcel A - 49,210 square feet (assumed to be the Canariis Pump parcel, contract obligation limited to 43,300 square feet)^
Parcel B - 255,985 square feet (Premier Beverage parcel, contract obligation of 304,000 square feet)^
Parcel D - 139,361 square feet (assumed to be a portion of Crescent Resources entitlements)*
Parcel E - 131,884 square feet (assumed to be a portion of Crescent Resources entitlements)*
Parcel F - 126,017 square feet (assumed to be a portion of Crescent Resources entitlements)*
Parcel G - 215,988 square feet (assumed to be a portion of Crescent Resources entitlements)*

Subtotal - 918,445 square feet of Light Industrial uses built to date.

Parcel J - Ippolito Elementary School (850 students)
Parcel M9 and portion of Parcel O - Parkway Center Phase I - 175 lots
Portion of Parcel O - Parkway Center Phase 2A - 48 lots

Subtotal - 223 * single family lots, 850 student elementary school, built-to-date.

Proposed Development

Portions of Parcels P and U - Parkway Center Phase 2B - approx. 164 +/- lots **
Parcel T – Oak Creek Parcel HH - approx. 91 +/- lots
Parcels E2, E3, and E4 High School, 2,500 students

Subtotal - 255 additional single family lots, 2,500 student high school, proposed to be developed during the next reporting period

The last notice of change of equivalency matrix was filed in 2002 by Fowler White. That was a conversion of 125,633 square feet of Light Industrial to 149 single family. The attached chart prepared by Jim Hoster of Hoster Mobility represents an update of the equivalency matrix for the development described above.

I have attached his work showing how he applied the Equivalency Matrix. A summary of his chart is as follows:

1. Under the "Previous" column, he deducted the 125,633 square feet of Light Industrial previously converted to the 149 single family residential units, plus he deducted an additional 990,120 square feet of Light Industrial comprised of: a) the 918,445 square feet of built-to-date Light Industrial, and b) ~~71,675~~ 62,395 square feet of Light Industrial that has been converted to another 74 single family units (totaling to 223 single family units actually built through October 2003), plus ~~the~~ 9,281 sq. ft. fc 850 student elementary school.

2. Under the "Proposed 1" column, by use of the Equivalency Matrix, he converted 215,009 ~~214,646~~ square feet of Light Industrial for the additional 255 single family homes, resulting in a total of 478 single family homes and one elementary school.

3. Under the "Proposed 2" column, by use of the Equivalency Matrix, he converted 163,260 square feet of Light Industrial to the 2,500 student High School.

**(Although the above Parkway Center Phase 2B was described and partially deeded to the Parkway Center CDD during the reporting period ending October 2003, the lots of said single family subdivision were not constructed during that reporting period; thus it is listed under proposed development.)

Please do not hesitate to contact me if you have any questions regarding this official notice of these uses of the Equivalency Matrix.

Sincerely,

Judith L. James

JLJ/jr/01
Cr111004

Enclosures

J. HOSTER MOBILITY

3209 W. Woodlawn Ave.
Tampa, Florida 33607
Phone/Fax (813) 637-8252

4912 Sunset Blvd.
Port Richey, Florida 34668
Phone/Fax (727) 848-7669

June 30, 2004

Tim Powell
Tap Companies, Inc.
P.O. Box 1016
Tampa, FL 33601-1015

RE: Oak Creek DRI (f.k.a. Parkway Center DRI)

Dear Tim:

The Parkway Center DRI Development Order was approved for (Phase I): 4,510,700 square feet of light industrial, 210,100 square feet of service center, 319,300 square feet of high tech, 150,300 square feet of office, 121,500 square feet of business services center and 150 room hotel. On parcels, A, B, D, E, F and G 918,445 square feet of light industrial have been constructed. An NOPC was approved July 29, 1997 to provide an equivalency matrix that allowed for the trade-off of approved land uses with limitations. The application of the equivalency matrix was limited to 5,125 PM peak hour new external trips. A copy of the equivalency matrix is attached. The trade-off matrix was first applied to convert 125,633 square feet of light industrial land use to 149 single family houses. This was reported on May 20, 2002. The trade-off matrix has subsequently been used to convert 71,675 square feet of light industrial land use to 74 single family houses and an 850 student elementary school. The equivalency matrix is contemplated to be used for an additional 255 single family houses and a 2,500 student high school. Other trade-off applications may follow. The following table documents the application of the equivalency matrix.

Land Use	Units	Approved	Previous	Proposed 1	Proposed 2
Lt. Industrial	sq. ft.	4,510,700	3,394,947	3,180,301	3,017,041
Service Ctr.	sq. ft.	210,100	210,100	210,100	210,100
High Tech	sq. ft.	319,300	319,300	319,300	319,300
Office	sq. ft.	150,300	150,300	150,300	150,300
Business Service	sq. ft.	121,500	121,500	121,500	121,500
Hotel	rooms	150	150	150	150
Single Family Residential	d.u.s		223	478	478
Elementary School	students		850	850	850
High School	students				2,500

Note: See equivalency matrix attached for conversion factors. All trade-offs were applied to light industrial land use.

If you have any questions please contact me.

Sincerely,

James P. Hoster, AICP

Table 3
Revised EQUIVALENCY MATRIX
(Including High School "PPP")
Oak Creek DRI

Change From / Change To	Office	Commercial	Hotel	Light Industrial	High Technology	Service Center
Industrial Park	1.609 ksf/ksf	5.371 ksf/ksf	0.837 ksf /rm	1.077 ksf/ksf	1.051 ksf/ksf	1.237 ksf/ksf
Office	N/A	2.711 ksf/ksf	0.422 ksf/rm	0.543 ksf/ksf	0.530 ksf/ksf	0.624 ksf/ksf
Office Park	1.160 ksf/ksf	3.870 ksf/ksf	0.603 ksf/rm	1.077 ksf/ksf	0.757 ksf/ksf	0.892 ksf/ksf
Hotel	1.927 rm/ksf	6.43 rm/ksf	N/A	1.290 rm/ksf	1.259 rm/ksf	1.482 rm/ksf
Commercial	0.201 ksf/ksf	N/A	0.106 ksf/ksf	0.135 ksf/ksf	0.131 ksf/ksf	0.155 ksf/ksf
Single Family	1.773 du/ksf	5.917 du/ksf	0.922 du/rm	1.188 du/ksf	1.158 du/ksf	1.363 du/ksf
Multi-Family	2.794 du/ksf	9.327 du/ksf	1.453 du/rm	1.870 du/ksf	1.825 du/ksf	2.148 du/ksf
Elementary School	136.897 Stud. /ksf	456.908 Stud. /ksf	71.168 Stud. /rm	91.589 Stud. /ksf	89.421 Stud. /ksf	105.252 Stud. /ksf
High School	22.088 Stud. /ksf	76.389 Stud. /ksf	11.898 Stud. /rm	15.313 Stud. /ksf	14.95 Stud. /ksf	17.597Stud. /ksf

#146

MOLLOY & JAMES

ATTORNEYS AT LAW
325 SOUTH BOULEVARD, TAMPA, FLORIDA 33606
TELEPHONE: (813) 254-7157 FACSIMILE: (813) 254-9601

JUDITH L. JAMES DANIEL L. MOLLOY

November 10. 2004

Mr. John Myers
Tampa Bay Regional Planning Council
4000 Gateway Centre Blvd., Suite 100
Pinellas Park, FL, 33782

RE: PARKWAY CENTER DRI (A/K/A OAK CREEK), DRI #146

Dear John:

Based on our conversations earlier this summer and the follow up with Tim Powell, who works with me, please allow this correspondence to serve as written notification by the Developer of a portion of Parkway Center (a/k/a Oak Creek), DRI #146, of the use of the Equivalency Matrix to convert Light Industrial land uses to single family homes, an elementary school, and a high school. Said notice requirement is as stipulated under A.6 of the Development Order which states that use of the Equivalency Matrix necessitates notification of DCA and TBRPC, along with cumulative land use totals and remaining allowable quantities in the subsequent annual report for the development. The provision also states: "No additional approval of a particular land use trade-off is required pursuant to this provision, so long as the desired trade-off is consistent with the formula set forth in the Equivalency Matrix."

The cumulative totals of development proposed and actually constructed though October 2003 are as follows (Parcel designations are from the Certified Site Plan dated 10/23/01; square footages have been taken from the Property Appraiser records):

Parcel A - 49,210 square feet (assumed to be the Canariis Pump parcel, contract obligation limited to 43,300 square feet)^
Parcel B - 255,985 square feet (Premier Beverage parcel, contract obligation of 304,000 square feet)^
Parcel D - 139,361 square feet (assumed to be a portion of Crescent Resources entitlements)*
Parcel E - 131,884 square feet (assumed to be a portion of Crescent Resources entitlements)*
Parcel F - 126,017 square feet (assumed to be a portion of Crescent Resources entitlements)*
Parcel G - 215,988 square feet (assumed to be a portion of Crescent Resources entitlements)*

Subtotal - 918,445 square feet of Light Industrial uses built to date.

Parcel J - Ippolito Elementary School (850 students)
Parcel M9 and portion of Parcel O - Parkway Center Phase I - 175 lots
Portion of Parcel O - Parkway Center Phase 2A - 48 lots

Subtotal - 223 * single family lots, 850 student elementary school, built-to-date.

Proposed Development

Portions of Parcels P and U - Parkway Center Phase 2B - approx. 164 +/- lots **
Parcel T – Oak Creek Parcel HH - approx. 91 +/- lots
Parcels E2, E3, and E4 High School, 2,500 students

Subtotal - 255 additional single family lots, 2,500 student high school, proposed to be developed during the next reporting period

The last notice of change of equivalency matrix was filed in 2002 by Fowler White. That was a conversion of 125,633 square feet of Light Industrial to 149 single family. The attached chart prepared by Jim Hoster of Hoster Mobility represents an update of the equivalency matrix for the development described above.

I have attached his work showing how he applied the Equivalency Matrix. A summary of his chart is as follows:

1. Under the "Previous" column, he deducted the 125,633 square feet of Light Industrial previously converted to the 149 single family residential units, plus he deducted an additional 990,120 square feet of Light Industrial comprised of: a) the 918,445 square feet of built-to-date Light Industrial, and b) ~~71,675~~ 62,395 square feet of Light Industrial that has been converted to another 74 single family units (totaling to 223 single family units actually built through October 2003), plus ~~the~~ 9,281 sq. ft. fe 850 student elementary school.

2. Under the "Proposed 1" column, by use of the Equivalency Matrix, he converted 215,009 ~~214,646~~ square feet of Light Industrial for the additional 255 single family homes, resulting in a total of 478 single family homes and one elementary school.

3. Under the "Proposed 2" column, by use of the Equivalency Matrix, he converted 163,260 square feet of Light Industrial to the 2,500 student High School.

**(Although the above Parkway Center Phase 2B was described and partially deeded to the Parkway Center CDD during the reporting period ending October 2003, the lots of said single family subdivision were not constructed during that reporting period; thus it is listed under proposed development.)

Please do not hesitate to contact me if you have any questions regarding this official notice of these uses of the Equivalency Matrix.

Sincerely,

Judith L. James

JLJ/jr/01
Cr111004

Enclosures

J. HOSTER MOBILITY

3209 W. Woodlawn Ave.
Tampa, Florida 33607
Phone/Fax (813) 637-8252

4912 Sunset Blvd.
Port Richey, Florida 34668
Phone/Fax (727) 848-7660

June 30, 2004

Tim Powell
Tap Companies, Inc.
P.O. Box 1016
Tampa, FL 33601-1015

RE: Oak Creek DRI (f.k.a. Parkway Center DRI)

Dear Tim:

The Parkway Center DRI Development Order was approved for (Phase I): 4,510,700 square feet of light industrial, 210,100 square feet of service center, 319,300 square feet of high tech, 150,300 square feet of office, 121,500 square feet of business services center and 150 room hotel. On parcels, A, B, D, E, F and G 918,445 square feet of light industrial have been constructed. An NOPC was approved July 29, 1997 to provide an equivalency matrix that allowed for the trade-off of approved land uses with limitations. The application of the equivalency matrix was limited to 5,125 PM peak hour new external trips. A copy of the equivalency matrix is attached. The trade-off matrix was first applied to convert 125,633 square feet of light industrial land use to 149 single family houses. This was reported on May 20, 2002. The trade-off matrix has subsequently been used to convert 71,675 square feet of light industrial land use to 74 single family houses and an 850 student elementary school. The equivalency matrix is contemplated to be used for an additional 255 single family houses and a 2,500 student high school. Other trade-off applications may follow. The following table documents the application of the equivalency matrix.

Land Use	Units	Approved	Previous	Proposed 1	Proposed 2
Lt. Industrial	sq. ft.	4,510,700	3,394,947	3,180,301	3,017,041
Service Ctr.	sq. ft.	210,100	210,100	210,100	210,100
High Tech	sq. ft.	319,300	319,300	319,300	319,300
Office	sq. ft.	150,300	150,300	150,300	150,300
Business Service	sq. ft.	121,500	121,500	121,500	121,500
Hotel	rooms	150	150	150	150
Single Family Residential	d.u.s		223	478	478
Elementary School	students		850	850	850
High School	students				2,500

Note: See equivalency matrix attached for conversion factors. All trade-offs were applied to light industrial land use.

If you have any questions please contact me.

Sincerely,

James P. Hoster, AICP

Table 3
Revised EQUIVALENCY MATRIX
(Including High School "PPP")
Oak Creek DRI

Change From Change To	Office	Commercial	Hotel	Light Industrial	High Technology	Service Center
Industrial Park	1.609 ksf/ksf	5.371 ksf/ksf	0.837 ksf /rm	1.077 ksf/ksf	1.051 ksf/ksf	1.237 ksf/ksf
Office	N/A	2.711 ksf/ksf	0.422 ksf/rm	0.543 ksf/ksf	0.530 ksf/ksf	0.624 ksf/ksf
Office Park	1.160 ksf/ksf	3.870 ksf/ksf	0.603 ksf/rm	1.077 ksf/ksf	0.757 ksf/ksf	0.892 ksf/ksf
Hotel	1.927 rm/ksf	6.43 rm/ksf	N/A	1.290 rm/ksf	1.259 rm/ksf	1.482 rm/ksf
Commercial	0.201 ksf/ksf	N/A	0.106 ksf/ksf	0.135 ksf/ksf	0.131 ksf/ksf	0.155 ksf/ksf
Single Family	1.773 du/ksf	5.917 du/ksf	0.922 du/rm	1.188 du/ksf	1.158 du/ksf	1.363 du/ksf
Multi-Family	2.794 du/ksf	9.327 du/ksf	1.453 du/rm	1.870 du/ksf	1.825 du/ksf	2.148 du/ksf
Elementary School	136.097 Stud. /ksf	456.908 Stud. /ksf	71.168 Stud. /rm	91.589 Stud. /ksf	89.421 Stud. /ksf	105.252 Stud. /ksf
High School	22.888 Stud. /ksf	76.389 Stud. /ksf	11.898 Stud. /rm	15.313 Stud. /ksf	14.95 Stud. /ksf	17.597Stud. /ksf

#146

Richard Ake
Clerk of the Circuit Court
Hillsborough County, Florida

P.O. Box 1110
Tampa, Florida 33601
Telephone (813) 276-8100

June 18, 2004

JOHN MEYER DRI COORDINATOR
TAMPA BAY REGIONAL PLANNING COUNCIL
9455 KOGER BOULEVARD SUITE 219
ST PETERSBURG FL 33702

Re: Resolution No. R04-080 - Amending the Development Order for Oak Creek (DRI #146)

Dear Mr. Meyer:

Attached is a certified original of referenced resolution, which was adopted by the Hillsborough County Board of County Commissioners on April 27, 2004.

We are providing this original for your files.

Sincerely,

Gail M. Letzring

Gail M. Letzring,
Manager, BOCC Records

yc
Attachment
Certified Mail #7002 2410 0001 4265 0273
cc: Board files (orig.)
David Mechanik, Esq., Mechanik Nuccio Bentley Williams Hearne & Wester, P.A., Attorney at Law
Charles Gauthier, Chief, DCA Bureau of State Planning
Susan Fernandez, Senior Assistant County Attorney
John Healy, Senior Planner, Planning & Growth Management
Barbara Hutcheson, County Attorney's Office
Jim Glaros, Assistant Chief Deputy, Valuation, Property Appraiser's Office

Resolution No. R04-080

RESOLUTION OF THE BOARD OF COUNTY COMMISSIONERS OF HILLSBOROUGH COUNTY, FLORIDA; ADOPTING AN AMENDED AND RESTATED DEVELOPMENT ORDER FOR THE OAK CREEK (F/K/A PARKWAY CENTER) DEVELOPMENT OF REGIONAL IMACT #146

Upon motion of Commissioner Norman, seconded by Commissioner Castor, the following Resolution was adopted on this 27th day of April, 2004, by a vote of 7 to 0; Commissioner(s) _____ voting "No."

WHEREAS, on October 13, 1987, the Hillsborough County Board of County Commissioners approved a Development Order (Resolution No. R87-0334) for the Oak Creek (f/k/a Parkway Center) Development of Regional Impact (DRI #146) (the "Development") pursuant to the provisions of Section 380.06, Florida Statutes; and

WHEREAS, on July 11, 1989, the Board of County Commissioners approved Resolution No. R89-0173 to assist with the Required Improvements under Option 3 by allowing the Pavilion DRI to design, acquire right-of-way, and construct a portion of the Required Improvements; and

WHEREAS, on August 25, 1992, the Board of County Commissioners approved the First Amendment to the Development Order (Resolution R92-0208) for the Oak Creek Development of Regional Impact pursuant to the provisions of Section 380.06, Florida Statutes; and

WHEREAS, on July 29, 1997, the Board of County Commissioners approved the Second Amendment to the Development Order (Resolution R97-189) for the Oak Creek Development of Regional Impact pursuant to the provisions of Section 380.06, Florida Statutes; and

WHEREAS, on November 25, 1997, the Board of County Commissioners approved the Third Amendment to the Development Order (Resolution R97-284) for the Oak Creek Development of Regional Impact pursuant to the provisions of Section 380.06, Florida Statutes; and

WHEREAS, on September 14, 1999, the Board of County Commissioners approved the Fourth Amendment to the Development Order (Resolution R99-202) for the Oak Creek Development of Regional Impact pursuant to the provisions of Section 380.06, Florida Statutes; and

WHEREAS, on September 12, 2000, the Board of County Commissioners approved the Fifth Amendment to the Development Order (Resolution R00-219) for the Oak Creek Development of Regional Impact pursuant to the provisions of Section 380.06, Florida Statutes; and

WHEREAS, on January 30, 2004, Crescent Resources, LLC, filed a "Notification of Proposed Change to a Previously Approved Development of Regional Impact," for the Oak Creek DRI in accordance with Subsection 380.06(19), F.S., (NOPC #6); and

WHEREAS, the NOPC #6 requested approval to add "High School" as a specifically approved land use (in Parcels E2, E3, and E4), revise Map H, and add "High School" to the Equivalency Matrix; 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 Proposed Changes to a Previously Approved Development of Regional Impact; and

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

WHEREAS, the Board of County Commissioners of Hillsborough County has on April 27, 2004, held a public hearing on said Notification of Proposed Change and has heard and considered testimony and other documents and evidence; and

WHEREAS, the staffs of the Tampa Bay Regional Planning Council, Hillsborough County, and the Department of Community Affairs have reviewed this Notification of Proposed Change; and

WHEREAS, the Board of County Commissioners has determined that clear and convincing evidence has been presented to the Board of County Commissioners that the proposed changes do not constitute a substantial deviation requiring further development of regional impact review.

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

I. FINDINGS OF FACT

A. Crescent Resources, LLC, submitted NOPC #6 to Hillsborough County which requested approval to add "High School" as a specifically approved land use (in Parcels E2, E3, and E4); revise Map H; and add "High School" to the Equivalency Matrix.

B. A review of the impacts of this NOPC has been conducted by Hillsborough County, the Tampa Bay Regional Planning Council and the Florida Department of Community Affairs.

C. The proposed changes approved herein do not result in any new or additional regional impacts.

II. CONCLUSIONS OF LAW

A. The proposed amendments, together with all previous amendments, do not create a reasonable likelihood of additional impact, or any type of regional impact not previously reviewed by the regional planning agency, over those treated under the Development Order. The proposed amendments, therefore, do not constitute a "substantial deviation" from the Oak Creek Development Order, pursuant to Chapter 380.06, Florida Statutes.

B. All applicable statutory and regulatory procedures have been adhered to.

C. The Oak Creek Development Order, as amended hereby, is consistent with the Future of Hillsborough County Comprehensive Plan, and development in accordance with the Development Order, as amended, will not unreasonably interfere with the achievement of the objectives of the adopted State Land Development Plan applicable to the area.

D. Nothing contained in this Amended and Restated Development Order shall limit or modify the rights originally approved by the Development Order or the protection afforded under Subsection 163.3167(8), Florida Statutes.

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

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

G. Within thirty (30) days after adoption, a certified copy of this Resolution, together with all exhibits hereto, shall be transmitted by the Ex Officio Clerk to the Board of County Commissioners by certified mail or other delivery service for which a receipt as proof of service is required, to the State Land Planning Agency, the Tampa Bay Regional Planning Council, and other recipients in accordance with Section 380.06, Florida Statutes.

H. Based on the above findings of fact, the Board of County Commissioners hereby approves the revised Oak Creek Development of Regional Impact Map H, dated April 7, 2004, attached as Exhibit B and incorporated herein by reference.

III. GENERAL PROVISIONS

A. This resolution shall constitute the Development Order of Hillsborough County in response to the Application for Development Approval for the Oak Creek Development of Regional Impact (ADA).

B. The Developer of the Oak Creek DRI is New Parkway, Inc., a Florida corporation, whose agent is Debbie Moreyra, with a mailing address of Sun Trust Bank, 401 E. Jackson Street, Tampa, FL 33611.

C. The legal description set forth in Composite Exhibit C is hereby incorporated into and by reference made a part of this Development Order.

D. All provisions contained within the ADA and Sufficiency Response 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.

E. The definitions contained in Chapter 380, Florida Statutes, as amended, shall govern and apply to this Development Order.

F. This Development Order shall be binding upon the Developer and its 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 constructed to include 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.

G. 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.

H. 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.

I. In each instance in this Development Order where the Developer is responsible for ongoing maintenance of facilities at Oak Creek, 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.

J. Development activity constituting a substantial deviation from the terms or conditions of this Development Order as defined by the criteria of Ch. 380.06(19)(b), Florida Statutes, as amended, 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, Florida Statutes, as amended, and may result in Hillsborough County ordering a termination of development activity pending such review.

K. The Administrator of Hillsborough County shall be responsible for monitoring all terms and conditions of this Development Order. For purposes of this condition, the County may rely upon or utilize information supplied by any Hillsborough County department or agency having particular responsibility over the area or subject involved. The County 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 County may issue a notice of such noncompliance to the Developer, or the County may immediately recommend that the Board of County Commissioners establish a hearing to consider such deviations.

L. The Developer shall file an annual report in accordance with Section 380.06(18), Florida Statutes, as amended, and appropriate rules and regulations. The report shall be submitted on Florida Department of Community Affairs Form BLWM-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 County 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 Commissioners' 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 wavier 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(es) of any heir, assignee or successor in interest to this Development Order.

5. A statement describing how the Developer has complied with each term and condition of this Development Order applicable when the Annual Report was prepared.

M. 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 unless stated otherwise in this Development Order.

N. This Development Order shall become effective upon adoption by the Board of County Commissioners of Hillsborough County and transmittal in accordance with Section 380.06, Florida Statutes (1986).

IV. SPECIFIC CONDITIONS

A. Phasing Schedule and Deadlines

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

Land Use	Phase I 2006**	Phase II 2011	Total
Light Industrial	4,510,700*	2,654,650	7,165,350
Service Center	210,100	820,800	1,030,900
High Tech	319,300	538,800	858,100
Office	150,300	346,700	497,000
Commercial	121,500	104,000	225,500
High School	-0-	-0-	-0-
Subtotal	5,311,900	4,464,950	9,776,850
Hotel	100 rooms	160 rooms	260 rooms

* All square footage refers to gross square footage
** Completion Date

Notes:

(1) The use now referred to as "Commercial" was originally designated as "Business Services" in the Development Order, however, the trip generation rate for commercial uses was utilized in the Transportation Analysis for the original Development Order.

(2) The High Technology land use category is based on the following land uses:

Manufacturing (40%)	-	127,720 SF
Office (30%)	-	95,790 SF
Warehouse (30%)	-	95,790 SF

(3) The Service Center land use is based on the following land uses:

Office (30%)	-	63,030 SF
Office (30%)	-	63,030 SF
Warehouse (40%)	-	84,040 SF

(4) Phase II is comprised of the remaining portion of the original Phase II and Phase III.

(5) The amount (number of students) of High School land use will be determined by use of the Equivalency Matrix, attached as Exhibit A-1.

(Amended: Resolution No. R92-208; Resolution No. R97-189; Resolution No.R99-202)

2. If the Developer elects to amend the proposed phasing schedule, he shall submit said amendments to the Hillsborough County Planning and Growth Management Department for review and approval as required by law, which approval shall not be withheld for mere acceleration or deceleration of the development phasing if the terms of this Order are otherwise fully 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, as amended.

3. The physical development of Oak Creek began within three years of the effective date of the Development Order, as amended.

4. This Development Order shall remain in effect for a period up to and including September 29, 2011. No development shall be approved 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. The Board of County Commissioners of Hillsborough County on the finding of excusable delay may extend this Development Order in any proposed development activity. However, any application for extension must be filed with Hillsborough County a minimum of thirty-days (30) prior to the expiration date of this Order.

(Amended: Resolution No. R92-208)

5. The development shall not be subject to downzoning, or intensity reduction until September 29, 2011, 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.

   (Amended: Resolution No. R92-208)

6. Specific approval is hereby accorded for Phase I development. The developer has submitted an acceptable transportation air quality analysis for the Phase I development pursuant to Section 380.06, Florida Statutes, as amended, and Section 4.202, Future of the Region, demonstrating no adverse effects on surrounding air quality. Conceptual approval of Phase II is also accorded hereby. Specific approval of Phase II is conditioned on the developer submitting, at Hillsborough County's choice either a Notice of Proposed Change (NOPC) or Application for Development Approval (ADA) addressing the cumulative impacts of Phase II on water, sewer, solid waste facilities, and any other issues related to the 2011 buildout date and use of the Equivalency Matrix for Phase II development coupled with a new transportation and associated transportation air quality analysis pursuant to Section 380.06, Florida Statutes, as amended, and Section 4.202, Future of the Region, and compliance with all requirements of this Development Order. The new analysis shall be consistent with the results of the monitoring program and agreements reached at another transportation methodology meeting(s) to be held prior to the preparation of each new analysis.

   The Developer is authorized to exchange the development approved in this Development Order for other approved uses as set forth in the Equivalency Matrix, which is attached hereto as Exhibit A-1. Once an exchange utilizing the Equivalency Matrix occurs, the resulting use and square footage must be exchanged back to its original use, prior to any further exchange.

   Thirty days prior to the selection of a land use trade-off under the Equivalency Matrix, the Developer shall notify the Department of Community Affairs (DCA) and the Tampa Bay Regional Planning Council (TBRPC) of said selection and shall also provide DCA, TBRPC and Hillsborough County with cumulative

land use totals and remaining allowable quantities in the subsequent annual report for the Development. No additional approval of a particular land use trade-off is required pursuant to this provision, so long as the desired trade-off is consistent with the formula set forth in the Equivalency Matrix. The 30 day advance notice requirement shall not preclude the submission of construction plans or other permit applications for review by the County, provided that no approvals shall be issued until the desired trade-off has been verified as consistent with the formula set forth in the Equivalency Matrix.

(Amended: Resolution No. R97-189; Resolution No. R99-202)

7. The Developer has submitted an acceptable transportation proportionate share analysis to reassess the transportation proportionate share and has determined the amount of credit available for Phase I, pursuant to Section IV, B. 4. c. (6) (b) and (9) hereof. The Developer is entitled to utilize the pipelining procedures, as set forth in repealed Rule 9J-2.0255, F.A.C., to mitigate the transportation impacts for the entirety of Phase I. Based upon this analysis, no additional Proportionate Share Contribution is required for Phase I of the project. Any applications for specific approval of Phase II or beyond may utilize any remaining credits from overpayment of the Proportionate Share Contribution based upon excess monies expended on the pipeline project, and thereafter shall be required to meet then current regulations relating to the transportation mitigation, including consistency with the local government comprehensive plan.

   (New: Resolution No. R97-189; Amended Resolution No. R99-202)

B. Transportation

1. A transportation improvements plan and schedule for the Falkenburg Road/I-75 area shall be developed in cooperation with the Florida Department of Transportation (FDOT), Tampa Bay Regional Planning Council (TBRPC), the Tampa Metropolitan Planning Organization (MPO) and developers in the study area. The plan shall consider all approved developments in the area including previously approved DRIs, and projected development. The plan shall be commenced within one year of issuance of construction permits. In lieu thereof, issuance of a Development order approving an areawide DRI including the project site shall satisfy this requirement. The parameters for this interim transportation plan or areawide DRI traffic analysis shall include, but not be limited to:

   a. The regionally significant roadways, which shall be included in the focus of the transportation plan, as well as identification of additional roadways to be constructed within the study area.

   b. The existing, approved and projected development to be included within the plan.

c. The manner by which the traffic impact of existing development will be documented and assessed.

d. The manner by which the traffic impact of approved and projected development will be documented and assessed.

e. The procedure by which mass transit shall be studied as a viable alternative to alleviate overburdening of the roadways.

f. Identification of specific construction implementation goals, such as right-of-way acquisition/south and east/west corridors designed to coincide with transportation improvement needs generated by each phase completion for projects approved within the study area.

g. Identification of sources of funding commitments for the improvements identified.

The 1-75 Corridor and South Brandon studies recently completed by the Hillsborough County City-County Planning Commission and the Brandon area Transportation Study fulfills these requirements.

2. An annual monitoring program for the total Oak Creek project which will record driveway volumes in the evening peak hour, shall be started when Certificates of Occupancy have been issued for 500,000 square feet of office space, or other allowed uses which will likewise generate a total of 12,500 p.m. peak hour trips and shall continue until build-out. This information shall be supplied in the required annual report. If an annual report is not submitted within 30 days of its due date, or if the driveway volumes exceed those projected for peak hour in the Application for each phase by more than 15 percent, a substantial deviation determination shall be required, pursuant to 380.06(19), Florida Statutes, as amended, during which the Development Order may be amended to change or require additional roadway improvements. The results of the study may also serve as a basis for the developer or reviewing agencies to request Development Order amendments. 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 has elected Pipeline Option 3 as identified herein.

(Amended: Resolution No. R97-189; Resolution No. R99-202)

4. The developer at its option, shall select one or combinations of the following alternatives to mitigate the project's transportation impacts, provided that the combinations selected achieve the required degree of mitigation.

a. Option 1

Not chosen by Developer

(Amended: Resolution No. R97-189, Stricken: Resolution No. R97-284)

b. Option 2

The Developer has previously elected Option 2, which provided for partial approval of the Oak Creek development, has completed the improvements listed in Table 3, and was authorized to construct up to 600,000 square feet of light industrial space or the equivalent thereof, before triggering any roadway improvements beyond those indicated in Transportation Table 3.

TRANSPORTATION TABLE 3

IMPROVEMENTS NEED TO SUPPORT 600,000
SQUARE FEET OF LIGHT INDUSTRIAL AND MAINTAIN
LOS "D" IN P.M. PEAK HOUR

INTERSECTION	APPROACH	IMPROVEMENT NEEDED
78th St. @ Madison	S	Add Right Turn Lane
78th St. @ Site A	N	Add Left Turn Storage Lane

(Amended: Resolution No. R97-189; Resolution No. R97-284)

c. Option 3

The Developer has also elected Option 3 as set out below. The requirements of Option 3 have been determined to be the appropriate requirements to cure and mitigate the impacts of the project on regionally significant transportation highway 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 TBRPC and DCA policies regarding pipelining transportation impacts.

(Amended: Resolution No. R97-189)

(1) The Developer has designed the ultimate four-lane divided urban section of Falkenburg Road from the north project boundary to Madison/Bloomingdale and has completed the design for the section of Falkenburg Road extending from Madison/Bloomingdale to Everhart (Brooker) Road. Said design shall include

improvements to the intersection at Madison as identified in Table 8 of the revised transportation analysis dated September 3, 1999 (Exhibit A-2) and includes signalization with appropriate interconnections when warranted.

The Developer has acquired needed rights-of-way for and constructed the four-lane divided section of Falkenburg Road from the north project boundary to Madison/Bloomingdale including geometric intersection improvements required for the four-lane improvements.

Further, Developer has acquired all needed right-of-way for the four-lane divided section of Falkenburg Road from Madison/Bloomingdale to Everhart (Brooker) Road.

(Amended: Resolution No. R92-208; Resolution No. R97-189; Resolution No. R97-284; Resolution No. R 99-202)

(2) In order to promote the uniform and efficient construction of Falkenburg Road and to avoid constructing only a portion of Falkenburg Road that would not provide a substantial public benefit nor cure or mitigate the impacts of the project on the regional transportation network, the Developer has completed the acquisition of the right-of-way associated with the Lily-White Property and shall ultimately construct four lanes of Falkenburg Road from Madison to Everhart (Brooker) Road in conjunction with the Pavilion's (DRI #148) construction of Falkenburg Road from Everhart (Brooker) Road to U.S. 301. The performance deadlines for completion of this facility are as follows:

(a) Construction of the first two-lanes (divided) of the roadway facility shall be completed by December 31, 2001. This date reflects a good faith estimate by the County and the Developer that Certificates of Occupancy will be issued for one-third of the project by this date. If Certificates of Occupancy are not issued for one-third of the project by this date, the Developer may request that the County grant an extension of time through an amendment to this Development Order to reflect the date upon which Certificates of Occupancy are anticipated to be issued for one-third of the project. The Developer shall be responsible for construction administration and inspection services.

(b) Construction of the remaining two lanes of the roadway facility shall be substantially complete by December 31, 2003. This date reflects a good faith estimate by the County and the Developer that Certificates of Occupancy will be issued for

three-fourths of the project by this date. If Certificates of Occupancy are not issued for three-fourths of the project by this date, the Developer may request that the County grant an extension of time through an amendment to this Development Order to reflect the date upon which Certificates of Occupancy are anticipated to be issued for three-fourths of the project. The Developer shall be responsible for construction administration and inspection services.

(Amended: Resolution No. R92-208; Resolution No. R97-189; Resolution No. R99-202)

(3) The design work required under paragraph IV.B.4.c.(1) and (2) above shall be referred to herein as the "Required Design," and the improvements required under paragraph B.4.c(1) and (2) above shall be referred to herein as the "Required Improvements." The Required Design is complete.

(Amended: Resolution No. R97-189; Resolution No. R99-202)

(4) As soon as feasible in the preparation of the "Required Design," the Developer shall submit to Hillsborough County the appraised value of any off-site Right-of-Way not under public control which is needed for the Required Improvement. In the event that the information submitted by the Developer and verified by Hillsborough County indicates that the Required Improvement Costs, specified in paragraph 9(a), are substantially insufficient to provide for the Required Improvements, Hillsborough County shall determine whether it shall assist the Developer in funding the Required Improvements. If Hillsborough County elects not to provide the funds, the Developer shall proceed as stated in paragraph (6).

(Amended: Resolution No. R97-189)

(5) Subject to acts of God or other occurrences beyond the Developer's control, the Developer shall expeditiously complete the construction of the Required Improvements upon acquisition of required rights-of-way and shall complete such construction pursuant to the schedule set forth above. To ensure that the Required Improvements are completed at the earliest possible time, Hillsborough County shall provide non-financial assistance to the Developer, when required, in obtaining all necessary permits, approvals and utility relocations, off-site construction easements and rights-of-way necessary to complete said improvements. The County's assistance in right-of-way acquisition shall include use of its eminent domain powers, but shall not include funding of the

purchases except as provided for in Paragraph 4.C(4), above. The Developer and County shall utilize their best efforts to work with off-site right-of-way property owners to obtain right-of-way dedications. Upon completion of the Required Improvements substantially in accordance with the Required Design, Hillsborough County shall accept the Required Improvements and shall assume full responsibility for their maintenance except for those under the jurisdiction of the FDOT.

(Amended: Resolution No. R97-189)

(6) (a) Subject to the provisions of paragraph IV.B.4.c.(4), above, if the Developer determines that it will not be able to substantially complete the Required Design and the Required Improvements for the Required Improvements Costs for Phase I, the following improvement may be an acceptable alternative to the Required Design and the Required Improvements:

The Developer may, subject to the other applicable provisions of this Option 3 and in accordance with the Design and Construction Schedule set forth herein, design and construct improvements to 78th street abutting the Site and extending north thereof in an improvement to be more specifically identified through an amendment to this Development Order. Any such improvements shall be offset against Required Improvements Costs as identified herein.

(b) Should the Developer elect to proceed with the Required Design, and Required Improvements for Phase I, at a cost greater than the Required Improvements Costs, then following the completion of the analysis referenced in paragraph A.7 hereof, the Development Order shall be amended to identify the portion of the Phase II development to which the Developer is entitled by virtue of any agreed upon additional expenditures. Any such Amendment shall be deemed not to be a substantial deviation of the terms hereof.

(Amended: Resolution No. R97-189; Resolution No. R99-202)

(7) If, as provided for herein, alternate improvements are substituted for those defined as the Required Improvements 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.

(Amended: Resolution No. R97-189)

(8) (a) In lieu of the requirements under paragraphs IV.B.4.c.(1) - (7) above, the Developer may elect to pay to Hillsborough County, subject to the County's approval, the total costs for the aforesaid Required Design and the Required Improvements, which, for purposes of this Development Order shall be deemed to be $7,208,354.00 in 1999 dollars, (the "Required Improvements Costs" or "the Developer's Proportionate Share Contribution."). The Developer's Proportionate Share Contribution relates to development within Phase I. If the Developer has completed any of the Required Improvements prior to payment of costs in accordance with this paragraph, the Required Improvements Costs shall be reduced by the reasonable cost of the design and/or improvements completed. The intent of this paragraph is to enable the Developer to meet its obligations to fully mitigate the traffic impacts of the project's Phase I development in terms of Section 380.06, Florida Statutes, as amended, by paying the stated sums, which exceed the Developer's proportionate share of the costs of the improvements previously identified, in lieu of constructing the identified improvements if, for reasons beyond the Developer's control, it becomes impractical or improvements within the parameters defined herein.

(b) If the County accepts payments under this section, or because there is a need for additional improvements pursuant to the recalculation set forth in paragraph A.7 above, it shall use such monies to design and construct the Required Improvements. If the County determines that it is not practical to complete the Required Improvements, an alternate improvement identified herein, which meets the requirements of TBRPC and Department of Community Affairs pipelining rules to mitigate the traffic impacts of the project's traffic and which shall be identified in an amendment to this Development Order.

(Amended: Resolution No. R97-189; Resolution No. R97-284; Resolution No. R99-202)

(9) If, as recalculated pursuant to paragraph A.7 above, the actual cost of the Required Improvements exceeds the Developer's Proportionate Share Contribution for Phase I of the project, the County shall credit the excess monies toward the Developer's Proportionate Share contribution for future phases. Before any credit over approved engineering costs estimate(s) is given, all costs substantially above the engineering costs estimates shall be submitted to and approved by Hillsborough County, and this Development Order amended as specified in paragraph A.7, above.

(Amended: Resolution No. R97-189)

(10) Should the Developer fail to substantially comply with the time frames listed herein, the County shall have the right to complete the Required Design or construction of the Required Improvements.

(Amended: Resolution No. R97-189)

(11) Development activities and issuance of permits shall immediately cease if the Required Design and Required Improvements or the payment of the Required Improvements Costs as described herein are not provided in accordance with the requirements of paragraph IV.B.4.c.(1) - (10), above.

(Amended: Resolution No. R97-189)

(12) At the Developer's request, Hillsborough County, based on traffic analyses or studies, and/or long range planning, may authorize alternative pipelining approaches and conditions to those established above, provided that such variations are technically appropriate, and that the basis for, and conditions of such variations are specifically set forth in an amendment to the Development Order.

(Amended: Resolution No. R97-189)

(Paragraphs #5-14, below, were misnumbered in the original Development Order)

5. The Developer shall receive credit against impact fees, pursuant to law. The application and payment of Impact Fees in itself will not constitute funding commitments for the required right-of-way dedications and transportation improvements. Any difference between the estimated and actual Required Design and the Required Improvements Costs (the "Difference") shall be paid in cash prior to the issuance of the final Certificate of Occupancy for Phase I of the project, or the Developer may elect to make other improvements of a value equivalent to the Difference, subject to amendment of this Development Order and approval by the Hillsborough County Engineering Department and FDOT if the improvement is to a state facility. The Developer's completion of the Required Design and Required Improvements and payment of the Difference, or completion of the improvements in lieu of the Difference as provided for herein, shall be deemed to fully and completely satisfy any and all of its obligations under the law to mitigate the Phase I traffic impacts of the Oak Creek project.

(Amended: Resolution No. R97-189; Resolution No. R99-202)

6. 78th Street shall be widened by the Developer to a 3-lane section from the north project access south to Riverview Drive. This improvement shall be completed as required by the County. Widening shall begin sufficiently north of the north project access to develop a 125-foot left turn storage lane for southbound motorists turning left into this access. The center lane shall be for left turns into all project accesses and at Riverview Drive. All roadway construction shall be completed with proper transitions from the widened section to the existing roadway pavement.

7. The Developer shall remove existing pavement markings in the widened section and restripe the roadway to delineate the left turn lanes. This restriping shall be performed in accordance with Hillsborough County standards.

8. Driveway radii shall be a minimum of 40 feet in size to accommodate single unit vehicles.

9. At such time that traffic signal warrants are met at any of the project access, the Developer shall pay for the design, purchase and installation of the traffic signal(s), as well as any interconnection costs to adjacent signals, subject to Hillsborough County requirements and approval(s).

10. At the time of platting or earlier if requested by the County, the Developer shall dedicate an additional ten feet of right-of-way on the east side of 78th Street (1.0 acres M.O.L.). This will provide part of the 100 feet of total right-of-way needed ultimately to accommodate a symmetrical 4-lane divided roadway section. The appropriate share of the right-of-way shall be credited against the developer's fair share contribution under Section IV.B.4.c, above.

    (Amended: Resolution No. R97-189)

11. The developer has dedicated an additional twenty feet of right-of-way on the north side of Riverview Drive (0.9 ac. M.O.L.). This will provide part of the 100 feet of total right-of-way needed ultimately to accommodate a symmetrical 4-lane divided roadway section. The appropriate share of the right-of-way shall be credited against the Developer's proportionate share contributions under Section IV.B.4.c. above.

    (Amended: Resolution No. R97-189)

12. The Developer shall dedicate right-of-way for the extension of Falkenburg Road through the site as identified on Map H at such time as the roadway improvements are dedicated to the County. The dedication of right-of-way shall be part of the Required Improvements as defined herein. The appropriate share of right-of-way shall be credited against the Developer's proportionate share contributions under Section IV.B.4.c. above.

(Amended: Resolution No. R97-189)

13. The developer shall conform to the five stipulations of the Hillsborough Area Regional Transit Authority (HART) (as listed below) concerning proposed phase modal splits and shall monitor them with each annual report.

    a. Access and internal arterial and appropriate collector road geometrics shall accommodate an eight-foot wide by forty (40) foot long advance design coach.

    b. The Developer shall provide shelters and pullout bays along the on-site transit route on the internal arterial or collector roads as and when deemed appropriate by the 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.

    c. Transit schedule/information displays will be provided, at a minimum, at each on-site bus stop by the Developer.

    d. 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.

    e. 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 said authority.

14. A pedestrian circulation system and a bicycle circulation system shall be provided within the project. The pedestrian system shall include internal sidewalks. The bicycle system shall incorporate elements as needed to complement the County Bicycle Plan. No detailed site plans shall be approved which do not indicate these systems and their exact locations. Additionally, external sidewalks in the right-of-way area along Riverview Drive adjacent to the project shall be provided by the Developer as required by Hillsborough County.

    (Amended: Resolution No. R97-189)

15. Provisions shall be made for a future light rail corridor. The developer shall reserve until November 15, 2002, a minimum 50 foot wide corridor along the east side of Falkenburg Road for railroad track and a parcel approximately 3 to 4 acres in size for a rail transit station within either Tract F or Tract Q as shown on Map H. The development of the rail transit station shall not impact any wetland preservation tracts, which may be located on either of these tracts. The selection of whether the rail transit facility parcel will be located in

Tract F or Tract Q shall be made by the Developer. Prior to any development within the tract selected, the developer shall coordinate with the County and Hartline or its designee, as to the appropriate acreage necessary for the rail station. If at any time the County abandons light rail for this area, such reservation shall automatically terminate for rail transit uses. If the County has not committed to the rail corridor project for commencement within Oak Creek by November 15, 2002 (the actual construction completion date may be beyond November 15, 2002), the reservation of the 50-foot corridor and the rail station reservation may be terminated at the election of the Developer. If the rail line and rail station reservations are terminated as described above, the Developer shall be permitted to develop said light rail and rail station areas with the other uses already approved and designated for the subject tracts, and said development shall not constitute a substantial deviation.

(New: Resolution No. R97-189)

C. Air Quality

1. If any proposed change is determined to be a substantial deviation, Hillsborough County shall determine whether the nature of the proposed change(s) is such that it would require a re-analysis of the air quality impacts of this project or if such proposed change includes uses, which are determined to be point sources of air pollution. If a re-analysis is warranted as determined by Hillsborough County, the Developer shall perform point source air quality analyses and the Developer shall take remedial measures as required by Hillsborough County, all in accordance with applicable law.

2. The measure to reduce erosion, fugitive dust and air emission stated on pages 13-8, 13-9, 14-6 and 14-7 of the Application shall be required.

D. Stormwater Management and Water Quality

1. In order to protect water quality in the Alafia River, stormwater quality at the point of discharge shall not exceed the regulatory standards in place at the time of development. If any of the regulatory agencies or jurisdictions deems water quality monitoring necessary prior to ground breaking or subsequent to buildout, the Developer shall provide a water quality-monitoring program to the satisfaction of the regulatory agency(ies). Any violation of Chapter 17-3 F.A.C. shall require corrective measures as set forth by FDEP. The following shall apply:

   a. Sampling locations and frequencies shall be determined to the satisfaction of the jurisdictional agency(ies).

b. All water quality analytical methods and procedures shall be thoroughly documented and shall comply with United States Environmental Protection Agency (USEPA) FDEP Quality Control Standards and Requirements.

c. The monitoring results shall be submitted to Hillsborough County Environmental Protection Commission (EPC) and other jurisdictional agency(ies). Should the monitoring indicate that applicable state water quality standards are not being met, the violation shall be reported to Hillsborough County immediately and all construction within the project where the violation is noted shall cease until the violation is corrected; or if specific construction activities can be identified as causing the violation, all such activity shall cease until the violation is corrected.

2. Hillsborough County shall monitor the Floridan Aquifer pursuant to the Agreement for the Disposal of Treated Waste Water Effluent dated March 18, 1987, between the Board of County Commissioners and the Developer. Such monitoring shall also be done in accordance with subsection 17-6.080(3)(d), F.A.C.

3. Prior to the issuance of any building permits the Master Drainage Plan and drainage calculations shall be submitted to, and be approved by, Hillsborough County. The drainage system shall be designed to meet all applicable Hillsborough County and SWFWMD regulations. The County drainage criteria in existence at the time of construction of the respective project phases shall be the prevailing criteria to use for design and construction unless other affected agencies' drainage criteria are more restrictive. However, in no event shall drainage criteria be applied which are in conflict with the Approved Master Drainage Plan.

   (Amended: Resolution No. R97-189)

4. Post-developed flows may exceed pre-developed flows provided the downstream is not adversely impacted by the increased flows resulting in exceeding downstream conveyance capacities or creating excessive velocities.

5. The Developer shall give all necessary drainage easements or rights-of-way as required by the County's Stormwater Management Department.

   (Amended: Resolution No. R97-189)

6. All major drainage outfalls are to be designed to convey the 25-year conveyance without increasing offsite high waters.

   (Amended: Resolution No. R97-189)

7. All internal and external drainage facilities necessary for the proper functioning of the project are to be improved where necessary as required by the County Stormwater Management Department.

   (Amended: Resolution No. R97-189)

8. The Developer shall be responsible for the operation and maintenance of the on-site drainage facilities, excluding easements maintained by Hillsborough County.

   (Amended: Resolution No. R97-189)

9. Diversion of flow to the Alafia River shall be done so as not to adversely affect the flow characteristics of the Alafia River downstream of the site.

   (Amended: Resolution No. R97-189)

E. Wetlands

1. In order to protect the natural values of preserved/conserved wetland areas, the following shall be required:

   a. Except as otherwise permitted by agencies having jurisdiction:

      (1) No hydroperiod alteration shall be permitted in conservation or preservation areas identified on Map H.

      (2) No dredging, filling or development activities will be allowed within preservation areas. Activities within the conservation areas shall be limited to approved stormwater management outfall structures and boardwalks.

      (3) All on-site conservation area(s) shall be conserved unless a mitigation plan is approved by the Environmental Protection Commission and submitted to the County. The plan shall be implemented prior to or concurrent with the wetlands being disturbed. All mitigation areas and littoral shelves shall be monitored in accordance with the requirements of the agency or agencies issuing the permit for such mitigation.

      (4) All wetland losses shall require a minimum of 1:1 in-kind wetland replacement.

   (Amended: Resolution No. R97-189)

2. The land use designations for those portions of the Oak Creek site which are to be preservation and conservation areas have been so designated in Map H submitted to Hillsborough County, and have been reviewed by Florida Game and Freshwater Fish Commission.

   (Amended: Resolution No. R97-189)

F. Vegetation and Wildlife

1. The pine flatwoods, mixed hardwood conifer, and other hardwood communities within a twenty-one (21) acre upland preservation tract and representative tracts of mixed wetland hardwood communities shall be preserved onsite as shown on Map H. Area B has been identified for preservation, as depicted on Map H. The Developer has amended this Development Order to accomplish the following:

   a. Conduct, in Areas A and B such upland listed animal species and/or habitat suitability surveys as are required by DCA and the County for the Sherman's fox squirrel, eastern indigo snake, and pine snake, for the purpose of determining which site shall be required for preservation. Area B has been identified as a preservation site on Map H attached hereto and incorporated herein.

   b. The two upland 21-acre site field surveys have been found consistent with the recommendations of Florida Game and Freshwater Fish Commission (FGFWFC). The survey, proposed upland preservation and proposed management plan for the selected 21-acre site, has been submitted by the Developer to the FGFWFC Office of Environmental Services, Hillsborough County, and the Department of Community Affairs, and is consistent with their subsequent recommendations, is amended into this Development Order, by reference.

   c. All upland areas identified for preservation or special protection have been preserved by a conservation easement, consistent with the provisions of Rule 9J-2.041, F.A.C.

      (Amended: Resolution No. R97-189; Resolution No. R97-284; Resolution No. R99-202)

2. The Developer has obtained written confirmation from the United States Fish and Wildlife Service that Map H is consistent with the Management Guidelines for the Bald Eagle in the Southeast Region (U.S. Fish and Wildlife Service, Region 4), and that the following criteria including location, eagle preserve site design and protective measures plan for the active eagle nest as indicated on Map H are appropriate:

a. The Developer shall provide a 400 foot forested Primary Zone, within which no development will occur, and a 350 foot Secondary Zone within which the Developer will construct a pedestrian trail and lakes/retention areas.

b. Construction of the pedestrian trail and lakes/retention areas shall not occur within the Secondary Zone during the Nesting Season (October 1 through May 15). Once construction of the pedestrian trail and lakes/retention areas has been completed, routine maintenance activities within the Secondary Zone may take place within the Nesting Season.

c. Pedestrian access to the Primary Zone should be restricted during the Nesting Season (October 1 through May 15).

d. No prescribed burning shall occur within the Primary or Secondary Zones.

e. A "flyway" area shall be provided as set forth on Map H. To the extent practicable, any prescribed burning of the flyway should occur within the non-Nesting Season. If this timing is not possible, burning should only occur when the area to be burned is downwind of the nest tree.

(Amended: Resolution No. R97-189; Resolution No. R97-284)

3. In the event that the nest is declared to be abandoned, pursuant to applicable FGFWFC/USFWS guidelines, development of the preserve area shall be subject to substantial deviation Application for Development Approval (ADA) review. The above-mentioned maintenance activity is to be accomplished by appropriate parties in a manner consistent with the eagle protective measures plan outlined above.

(Amended: Resolution No. R97-189)

4. The Developer anticipates utilizing the Equivalency Matrix to enable the development of the Tracts immediately surrounding the Secondary Zone with residential uses. The above-referenced USFWS approvals are based upon the portions of Tracts K, M, N, 0, P. and Q, which are within 1,500 feet of the nest tree being developed with residential uses and an elementary school. In the event that the Developer seeks building permits for non-residential uses within the portions of the above referenced Tracts, which are within 1,500 feet of the nest tree, the Developer shall immediately notify USFWS of the proposed non-residential development. The USFWS shall then re-evaluate the bald eagle protective measures plan described above in light of the new

development plans to determine whether any additional protections are needed. If additional protections are required, said protections shall be incorporated into the Development Order through the Notice of Proposed Change process.

(Amended: Resolution No. R97-189; Resolution No. R99-202)

5. The "Revised Protection and Management Plan for the Gopher Tortoise Population on Parkway Center," dated January 21, 1998, and detailing how the gopher tortoise population of Oak Creek will be accommodated, protected, monitored, or mitigated for, has been submitted to Hillsborough County, DCA and FGFWFC. Said plan has been approved by the County, FGFWC, and DCA, and the Plan is hereby incorporated by reference into the Development Order. Copies of any required permits relative to the gopher tortoise plan have been provided to Hillsborough County. All areas identified for preservation or special protection shall be preserved by a conservation easement, consistent with the provisions of Rule 9J-2.041 F.A.C.

(Amended: Resolution No. R97-189; Resolution No. R 99-202)

G. Public Facilities

1. Prior to any preliminary site plan approvals or their equivalent 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 lines and facilities to service the project. No building permits shall be issued without an approved permitted potable water distribution system and commitment of available capacity for that portion of the building construction.

(Amended: Resolution No. R97-189)

2. Installation of automatic sprinkler systems shall be required for all non-residential buildings on the Oak Creek site.

3. Prior to any preliminary site plan approvals or their equivalent for the development, the Developer shall provide documentation to the Planning and Growth Management Department of a master plan for wastewater collection facilities approved and permitted by the Utilities Department or other applicable entity. No building permits 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 subjects of such application.

(Amended: Resolution No. R97-189)

4. Prior to commercial site plan approval for the development; the Developer shall verify to the satisfaction of Hillsborough County that adequate Emergency Management Services (EMS) capabilities and facilities are available to service the development.

5. The Developer shall be required to provide for recovered wastewater disposal in accordance with any uniformly applicable Hillsborough County ordinance or Department of Water and Wastewater Utilities take-back policy in effect prior to detailed site plan approval.

6. The Developer shall use non-potable water for landscape and open space irrigation, if available, except as otherwise approved by Hillsborough County.

7. The collection, transportation and disposal of solid waste are controlled by Hillsborough County ordinance and shall take place in accordance with the terms of said ordinance. No building permits shall be issued without a commitment from Hillsborough County or other responsible entity to provide for the collection, transportation and disposal of solid waste for the building(s) that are the subjects of such building permit application.

   (Amended: Resolution No. R97-189)

8. Septic tanks may be permitted on a temporary basis for construction purposes only, subject to local regulations.

9. In the event the Developer elects to utilize the Equivalency Matrix for development of greater than 1,200 residential units, the Developer shall dedicate to the Hillsborough County School Board a school site located in Section K. The size shall be 15 acres but may be reduced to 13 acres if the adjacent parcel (Section J) is developed as a public park. The developer shall receive impact fee credits in accordance with applicable Hillsborough County ordinance.

   (New: Resolution No. R97-189; amended: Resolution No. R99-202)

H. Hazardous Waste

1. The Developer shall provide to all Oak Creek businesses, information that hazardous wastes are to be stored or disposed of in accordance with applicable statutes and regulations regarding hazardous wastes and materials.

2. Each annual report shall include a list of all on-site hazardous waste generators and handlers, which have obtained EPA numbers, the type and quantities of wastes produced and stored and where such wastes are to be disposed of.

3. Large quantity generators of hazardous substances, as defined by applicable Federal and State regulations, shall implement a site-specific surficial aquifer monitoring program as required by Hillsborough County, EPC an DEP. An emergency response and hazardous waste management operation plan shall be required for those facilities which generate/handle hazardous wastes, to minimize hazards to human health and the environment. The plans shall describe the procedures and actions required of facility personnel as well as the duties of local EMS/fire and police departments and hospitals. The Plan shall be included in the first annual report following occupancy by facilities which generate/handle hazardous wastes within the park.

   (Amended: Resolution No. R97-189)

4. Small quantity generators, as defined by applicable Federal and State regulations, should obtain USEPA identification number.

5. All temporary hazardous waste storage facilities shall meet applicable federal, state and local laws, rules and regulations, and where appropriate the criteria set forth in Sections 3.913(a), (d) and (e), TBRPC's Future of the Region.

6. The Developer, through restrictive lease agreements or covenants, shall advise tenants and purchasers that any hazardous waste must be transported and disposed of in a manner consistent with applicable regulations.

7. Any Oak Creek tenants that generate hazardous waste shall re-evaluate their waste streams to determine whether the quantity of waste can be reduced, or if other raw materials can be substituted in the process that may render the waste non-hazardous. Such re-evaluations shall be reported in each annual report for the development.

   (Amended: Resolution No. R99-202)

I. 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 hotel guests and those employees who, for security or administrative reasons, are in the development after an evacuation order is issued by: (1) ordering all buildings closed for the duration of a hurricane evacuation order; (2) informing all employees of evacuation routes out of the flood prone area and measures to be followed 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 submitted after occupancy of any portion of the project.

2. The Developer has coordinated with the Hillsborough County Bureau of Emergency Management and the Greater Tampa Chapter of the American Red Cross regarding development of an appropriate Hurricane Evacuation Management Plan. Pursuant to said management plan, for each area within Hurricane Evacuation Zone C, (i.e., needing evacuation during a Category 1, 2 or 3 hurricane), the Developer shall make a contribution, to the local chapter of the American Red Cross, of twenty-six dollars ($26.00) times the number of hurricane shelter spaces necessitated by the existing occupied homes within the project at the dates specified below. The approved site plan currently generates a total of 1,946 hurricane evacuation shelter spaces. Payments shall be made on December 31, 2000, December 31, 2003, and December 31, 2006. The Developer's contributions to the Red Cross shall be utilized by the Red Cross to mitigate shelter needs for the area of the County in which the Project is located.

   (Amended: Resolution No. R97-189)

J. Energy Conservation

1. The energy conservation measures referenced on pages 25-2, 25-5 and 25-6 of the ADA shall be required. The following energy conservation measures shall also be encouraged by the Developer or his assigns for the office, service center, research and development and commercial components of Oak Creek:

   a. The institution of programs to promote energy conservation by employees, buyers, and suppliers.

   b. Reduction of 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 the project's facilities.

2. *(Stricken: Resolution No. R97-189)*

K. Equal Opportunity

1. The Developer shall seek, 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.

L. General

1. The discovery of any historical or archaeological resources shall be reported to Hillsborough County and the disposition of such resources shall be determined in cooperation with the Division of Historical Resources and Hillsborough County.

2. The Parkway Center Community Development District is hereby authorized to undertake the funding and construction of any of the projects, whether within or without the boundaries of the District, which are identified within this Development Order.

   (Amended: Resolution No. R97-189; Resolution No. R99-202)

3. Any approval of the Oak Creek development shall at minimum, satisfy the-provisions of Chapter 380.06(19), FS.

   (Amended: Resolution No. R99-202)

4. All of the final Developer's commitments set forth in the Application shall be honored, except as they may be superseded by specific terms of the Development Order.

   (Amended: Resolution No. R97-18; Resolution No. R99-202)

5. The Developer or its designee shall maintain all open space and landscaped areas within the project site except for any drainage easements maintained by Hillsborough County.

   (Amended: Resolution No. R99-202)

6. Oak Creek shall encourage project tenants to provide or participate in the provision of childcare facilities for their employees. A report on any such provision shall be provided in the annual reports following the first Certificates of Occupancy.

   (New: Resolution No. R99-202)

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 on April 27, 2004, as the same appears of record in Minute Book 337 of the Public Records of Hillsborough County, Florida.

WITNESS my hand and official seal this 18th day of June, 2004.

RICHARD AKE
CLERK OF CIRCUIT COURT

BOARD OF COUNTY COMMISSIONERS FLORIDA SEAL HILLSBOROUGH COUNTY

By: Yvette Castro
Deputy Clerk

Approved for Legal Sufficiency by County Attorney

By:

EXHIBIT "A"

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 Tim Butts, as representative for Crescent Resources, LLC, the applicant for the Oak Creek Notice of Proposed Change #6, who being by me first duly sworn, says upon oath as stated below:

1. Crescent Resources, LLC, filed its Notice of Proposed Change #6 for the Oak Creek DRI on January 30, 2004.

2. The aforementioned application was filed with Hillsborough County, the State of Florida Department of Community Affairs ("DCA"), and the Tampa Bay Regional Planning Council ("TBRPC") as required by law.

Tim Butts, AICP
Representative for Crescent Resources, LLC

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 11th day of May, 2004, by Tim Butts, as representative for Crescent Resources, LLC, who is personally known to me and who did not take an oath.

Carol P. Vogel
(Signature)

Carol P. Vogel
MY COMMISSION # DD244474 EXPIRES
November 17, 2007
BONDED THRU TROY FAIN INSURANCE, INC.

(Print, Type or Stamp Name of Signatory)

Notary Public
(Title or Rank of Signatory)

My Commission Expires:
11/17/07

(Serial Number, if any)

Exhibit A-1

Equivalency Matrix

EXHIBIT A-1

EQUIVALENCY MATRIX (Revised April 2, 2004)
(BUILDOUT)

Change From: Change To:	Office	Commercial	Hotel	Light Industrial	High Technology	Service Center
Industrial Park	1.609 ksf/ksf	5.371 ksf/ksf	0.837 ksf /rm	1.077 ksf/ksf	1.051 ksf/ksf	1.237 ksf/ksf
Office	N/A	2.711 ksf/ksf	0.422 ksf/rm	0.543 ksf/ksf	0.530 ksf/ksf	0.624 ksf/ksf
Office Park	1.160 ksf/ksf	3.870 ksf/ksf	0.603 ksf/rm	0.776 ksf/ksf	0.757 ksf/ksf	0.892 ksf/ksf
Hotel	1.927 rm/ksf	6.433 rm/ksf	N/A	1.290 rm/ksf	1.259 rm/ksf	1.482 rm/ksf
Commercial	0.201 ksf/ksf	N/A	0.105 ksf/rm	0.135 ksf/ksf	0.131 ksf/ksf	0.155 ksf/ksf
Single Family	1.773 du/ksf	5.917 du/ksf	0.922 du/rm	1.186 du/ksf	1.158 du/ksf	1.363 du/ksf
Multi-Family	2.794 du/ksf	9.327 du/ksf	1.453 du/rm	1.870 du/ksf	1.825 du/ksf	2.148 du/ksf
Elementary School	136.897 St. /ksf	456.906 St. /ksf	71.168 St. /rm	91.589 St. /ksf	89.421 St. /ksf	105.252 St. /ksf
High School	22.888 St. /ksf	76.389 St. /ksf	11.898 St. /rm	15.313 St. /ksf	14.95 St./ksf	17.597St. /ksf

Land use exchanges are based on PM peak hour project traffic. Use of this matrix should be limited to the following minimums and maximums.

Land Use	Minimum	Maximum
Industrial Park	500,000 sf	3,100,000 sf
Office	25,000 sf	150,000 sf
Office Park	200,000 sf	1,100,000 sf
Hotel	0 rms	200 rms
Commercial	15,000 sf	175,000 sf
Single Family	0 du	1,537 du*
Multi-Family	0 du	1,528 du*
High School	0 Students	2,500 Students

EXHIBIT A-1
(Continued)

* The individual maximum dwelling units for the single family and multi-family may be exceeded as long as the total number of dwelling units within the project does not exceed 3,065 dwelling units.

Conversion – Single Family to Multi-Family = $\frac{0.826/\text{ sf du}}{0.524/\text{mf du}}$ = 1.576 mf dus/sf du

Example:

- Approved Development Plan
  Alternative Development Plan
- Add 100 Single Family Homes by reducing Light Industrial

  100 du / 1.186 du/ksf = 84.317

  Reduce Light Industrial by 84,317 square feet

Example:

- Approved Development Plan
  Alternative Development Plan
- Add 2,500 Student High School by reducing Office

  2500 stud. / 22.888 stud./ksf = 109.266

  Reduce Office by 109,266 square feet

Note: This matrix is a two-way matrix. Once an exchange utilizing the equivalency matrix occurs, the resulting use and square footage may only be exchanged back to its original uses. For example, if a Light Industrial land use is traded for Single Family, that Single Family can only be traded back to Light Industrial.

EXHIBIT A-1
(Continued)

EQUIVALENCY MATRIX

Change From: Change To:	Office	Commercial	Hotel	Light Industrial	High Technology	Service Center
High School	22.888 stud. /ksf	76.389 stud. /ksf	11.889 stud. /ksf	15.313 stud. /ksf	14.95 stud. /ksf	17.597 stud. /ksf

Land use exchanges are based on PM peak hour project traffic. Use of this matrix should be limited to the following minimums and maximums.

Land Use	Minimum	Maximum
High School	0 Students	2,500 Stud.

EQUIVALENCY MATRIX CONVERSION TO 2500 STUDENT HIGH SCHOOL

Change From: Change To:	Office	Commercial	Hotel	Light Industrial	High Technology	Service Center
High School	109,228 sf[1]	32,727 sf[1]	210 rms[1]	163,260 sf[1]	167,224 sf[1]	142,0697sf[1]

1 Amount of development needed to convert to a 2500 student high school

Exhibit A-2

Table 8

TABLE 8 (Revised 9/3/99)

INTERSECTION ANALYSIS (SIGNALIZED)

Intersection	2006 Background + Project Traffic Existing Geometry			% of Adopted LOS Consumed	2006 Background + Project Traffic Required Geometry			Roadway Improvements
	V/C	Delay	LOS		V/C	Delay	LOS	
US 41 and Broadway	0.953	36.5	D	-	-	-	-	-
US 41 and SR 60	(1)	(1)	(1)	7.4%	0.916	39.9	D	EB Left SB Right SB Left
US 41 and Palm River	0.897	25.5	D	-	-	-	-	-
US 41 and Causeway Blvd.	(1)	(1)	(1)	-	0.737	29.0	D	EB,WB Right NB, SB Left
US 41 and Madison Ave.	0.881	23.3	C	-	-	-	-	-
US 41 and Riverview Dr.	0.755	22.5	C	-	-	-	-	-
US 41 and Gibsonton Dr.	0.805	21.2	C		-	-	-	-
US 41 and Symmes Rd.	0.553	10.9	B	-	-	-	-	-

Exhibit A-2

TABLE 8 (Continued)(Revised 9/3/99)

INTERSECTION ANALYSIS (SIGNALIZED)

Intersection	2006 Background + Project Traffic Existing Geometry			% of Adopted LOS Consumed	2006 Background + Project Traffic Required Geometry			Required Improvements
	V/C	Delay	LOS		V/C	Delay	LOS	
US 41 and Big Bend Rd.	0.662	20.0	C	-	-	-	-	-
US 41 and Apollo Beach Blvd.	0.785	16.6	C	-	-	-	-	-
US 41 and 19th Ave.	0.705	27.5	D	-	-	-	-	-
Falkenburg Rd. and Woodberry	0.560	12.1	B	-	-	-	-	-
Falkenburg Rd. and SR 60	(1)	(1)	(1)	1.7%				Urban Interchange
Falkenburg Rd. and Palm River	0.780	21.3	C	-	-	-	-	-
Falkenburg Rd. and Causeway Blvd.	(1)	(1)	(1)	16.1%	0.988	38.0	D	WB, SB Left
Falkenburg Rd. and US 301	(1)	(1)	(1)	26.2%	0.986	36.4	D	EB, NB Left

Exhibit A-2

TABLE 8 (Continued)(Revised 9/3/99)

INTERSECTION ANALYSIS (SIGNALIZED)

Intersection	2006 Background + Project Traffic Existing Geometry			% of Adopted LOS Consumed	2006 Background + Project Traffic Required Geometry			Required Improvements
	V/C	Delay	LOS		V/C	Delay	LOS	
Falkenburg Rd. and Madison Avenue	(1)	(1)	(1)	92.8%	0.932	27.9	D	NB Right
Causeway Blvd. and Providence Rd.	(1)	(1)	(1)	7.2%	0.952	39.3	D	EB,WB,NB Left
Causeway Blvd. and Kings	(1)	(1)	(1)	7.9%	0.894	37.1	D	NB Right
Causeway Blvd. and Parsons Ave.	0.831	30.4	D	-	-	-	-	-
Causeway Blvd. and Bryan	0.982	35.2	D	-	-	-	-	-
Madison Ave. and 78th Street	0.982	38.8	D	-	-	-	-	-
Bloomingdale Ave. and US 301	(1)	(1)	(1)	-	0.960	32.0	D	SB Right WB Left

Exhibit A-2

TABLE 8 (Continued)(Revised 9/3/99)

INTERSECTION ANALYSIS (SIGNALIZED)

Intersection	2006 Background + Project Traffic Existing Geometry			% of Adopted LOS Consumed	2006 Background + Project Traffic Required Geometry			Required Improvements
	V/C	Delay	LOS		V/C	Delay	LOS	
Bloomingdale Ave. and Providence Rd.	(1)	(1)	(1)	-	0.985	39.5	D	EB Left, Thru, Right WB FF Right SB Left, Right NB Right
Bloomingdale Ave. and Kings	(1)	(1)	(1)	-	0.981	27.9	D	SB Left EB,WB Thru & Right
Bloomingdale Ave. and Parsons Ave.	(1)	(1)	(1)	10.8	0.976	23.9	C	EB,SB Right SB Left
Bloomingdale Ave. and Bryan	0.945	19.6	C	-	-	-	-	-
Bloomingdale Ave. and Bell Shoals Rd.	(1)	(1)	(1)	6.8%	0.924	39.7	D	EB Left SB Right NB Right
Bloomingdale Ave. and Lithia Pinecrest Rd.	0.889	29.2	D	-	-	-	-	-

Exhibit A-2

TABLE 8 (Continued)(Revised 9/3/99)

INTERSECTION ANALYSIS (SIGNALIZED)

Intersection	2006 Background + Project Traffic Existing Geometry			% of Adopted LOS Consumed	2006 Background + Project Traffic Required Geometry			Required Improvements
	V/C	Delay	LOS		V/C	Delay	LOS	
78th St. and SR 60	0.963	27.2	D	-	-	-	-	-
78th St. and Palm River	0.945	38.3	D	-	-	-	-	-
78th St. and Causeway Blvd.	(1)	(1)	(1)	-	0.849	-	25.5	EB/WB Thru
78TH St. and Eagle Palm Dr.	0.911	28.7	D	-	-	-	-	-
78th St. and Riverview Dr.	(1)	(1)	(1)	-	0.674	16.3	C	SB Left EB Left
US 301 and SR 60	(1)	(1)	(1)	1.6%	-	-	-	Urban Interchange

Exhibit A-2

TABLE 8 (Continued)(Revised 9/3/99)

INTERSECTION ANALYSIS (SIGNALIZED)

Intersection	2006 Background + Project Traffic Existing Traffic			% of Adopted LOS Consumed	2006 Background + Project Traffic Required Geometry			Required Improvements
	V/C	Delay	LOS		V/C	Delay	LOS	
US 301 and Palm River	0.974	33.5	D	-	-	-	-	-
US 301 and Crosstown (North)	0.765	23.1	C	-	-	-	-	-
US 301 and Crosstown (South)	0.606	18.0	C	-	-	-	-	-
US 301 and Lumsden Ave.	(1)	(1)	(1)	0%	-	-	-	Urban Interchange
US 301 and Riverview Dr.	(1)	(1)	(1)	16.4%	0.955	28.8	D	EB Right
US 301 and Balm Riverview	0.974	23.3	C	-	-	-	-	-
US 301 and Gibsonton Rd.	(1)	(1)	(1)	6.4%	0.905	37.0	D	SB Left
US 301 and Big Bend Rd.	0.726	22.8	C	-	-	-	-	-

Exhibit A-2

TABLE 8 (Continued)(Revised 9/3/99)

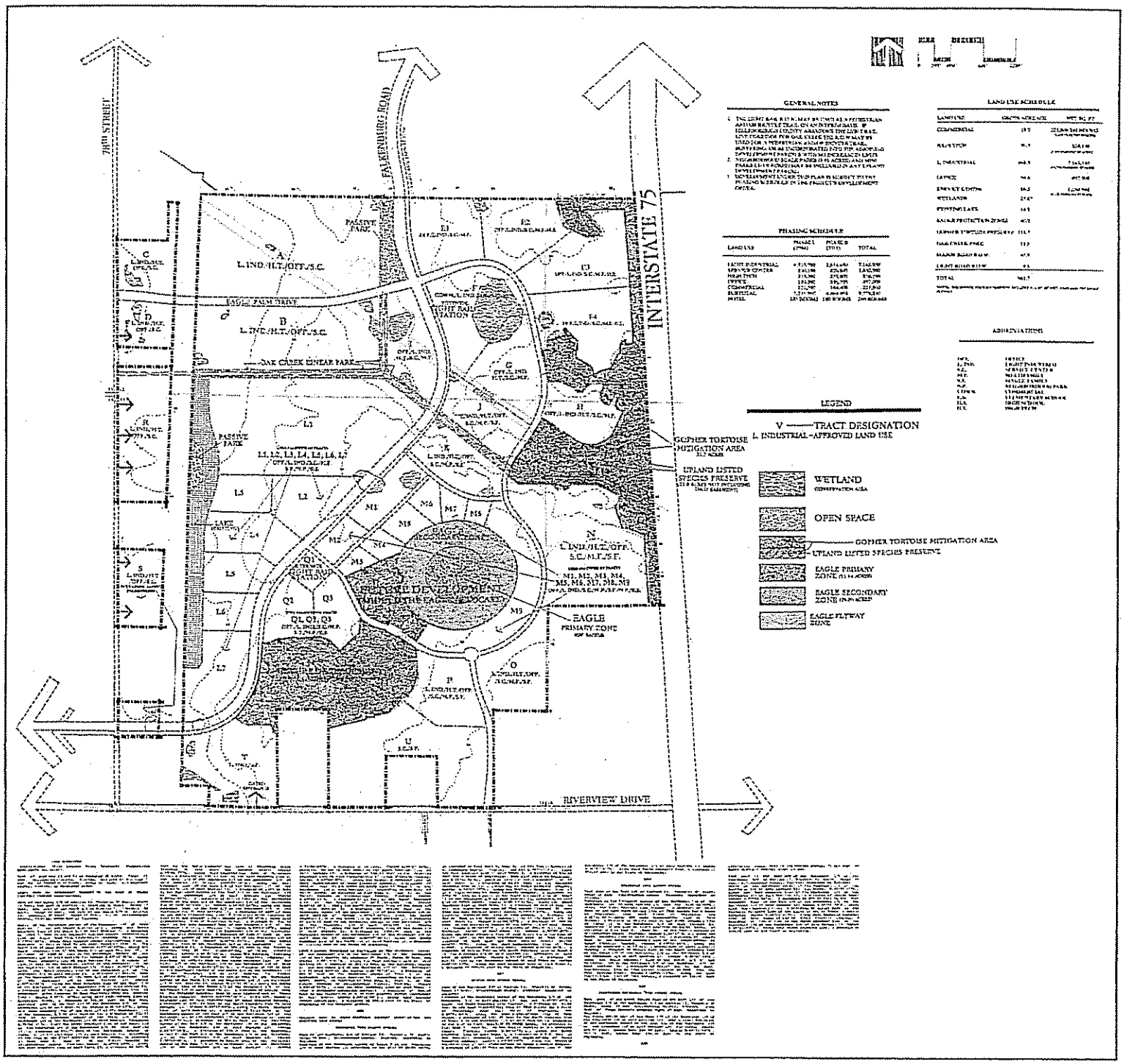
INTERSECTION ANALYSIS (SIGNALIZED)

Intersection	2006 Background + Project Traffic Existing Traffic			% of Adopted LOS Consumed	2006 Background + Project Traffic Required Geometry			Required Improvements
	V/C	Delay	LOS		V/C	Delay	LOS	
Boyette and Balm Riverview	(1)	(1)	(1)	7.4%	0.887	23.6	C	EB, WB Right
Falkenburg Rd. and Eagle Palm Dr. (North)					0.816	22.6	C	SB Left

(1) Exceeds delay limits of HCS, therefore, no level of service is calculated.

EXHIBIT "B"

MAP H



OAK CREEK

MAP H

REVISED 4/7/04

Sheet 1 of 1

WilsonMiller

EXHIBIT "C"

LEGAL DESCRIPTION

EXHIBIT C
OAK CREEK DRI LEGAL DESCRIPTION

DESCRIPTION: (From Lawyers Title Insurance Corporation Commitment No. 107613)

Part of Sections 12 and 13 of Township 30 South, Range 19 East, Hillsborough County, Florida, and part of Sections 7 and 18 of Township 30 South, Range 20 East, Hillsborough County, Florida, as described below:

LANDS WEST OF INTERSTATE HIGHWAY 75 AND EAST OF TAMPA ELECTRIC COMPANY RIGHT-OF-WAY.

Part of the South 1/2 of Section 12, Township 30 South, Range 19 East, and part of Section 13, Township 30 South, Range 19 East, and part of the South 1/2 of Section 7, Township 30 South, Range 20 East, and part of the North 1/2 of Section 18, Township 30 South, Range 20 East, all in Hillsborough County, Florida, described as follows:

Begin at the Northwest corner of the Southwest 1/4 of said Section 7, and run thence N.89°19'12"E., along the North boundary line of the South 1/2 of said Section 7, a distance of 1080.31 feet to the Westerly limited access right-of-way line of State Road 93-A (Interstate Highway 75); thence S.03°11'51"E., along said limited access right-of-way line, a distance of 5337.88 feet to the South boundary line of the North 1/2 of said Section 18; thence S.89°26'18"W., along the South boundary line of the North 1/2 of said Section 18, a distance of 1399.36 feet to the Northeast corner of the Southeast 1/4 of said Section 13; thence S.00°19'38"W., along the East boundary line of said Section 13, a distance of 1320.22 feet to the Southeast corner of the Northeast 1/4 of the Southeast 1/4 of said Section 13; thence N.89°57'58"W., along the South boundary line of the Northeast 1/4 of the Southeast 1/4 of said Section 13, a distance of 661.79 feet to the Northeast corner of the West 1/2 of the Southeast 1/4 of the Southeast 1/4 of said Section 13; thence S.00°15'41"W., along the East boundary line of the West 1/2 of the Southeast 1/4 of the Southeast 1/4 of said Section 13, a distance of 1291.39 feet to the North right-of-way line of Riverview Drive (located 30 feet Northerly from the section line); thence S.89°51'50"W., along said right-of-way line of Riverview Drive, a distance of 660.56 feet to the West boundary line of the West 1/2 of the Southeast 1/4 of the Southeast 1/4 of said Section 13; thence N.00°12'23"E., along the West boundary line of the West 1/2 of the Southeast 1/4 of the Southeast 1/4 of said Section 13, a distance of 631.67 feet to the Southeast corner of the North 1/2 of the Southwest 1/4 of the Southeast 1/4 of said Section 13;thence S.89°56'15"W., along the South boundary line of the North 1/2 of the Southwest 1/4 of the Southeast 1/4 of said Section 13,a distance of 661.70 feet to the Northeast corner of Tract 13 in the Southeast 1/4 of said Section 13, according to the plat of the FIRST ADDITION TO SOUTH TAMPA, as recorded in Plat Book 8, Page 66, of the Public Records of Hillsborough County, Florida; thence S.00°09'48"W., along the East boundary line of said Tract 13, a distance of 632.79 feet to the North right-of-way line of Riverview Drive (located 30 feet from the .section line); thence S.89°50'27"W., along said right-of-way line of Riverview Drive, a distance of 661.23 feet to the East boundary line of the East 1/2 of the Southeast 1/4 of the Southwest 1/4 of said Section 13; thence N.00°07'14"E., along the East boundary line of the East 1/2 of the Southeast 1/4 of the Southwest 1/4 of said Section 13, a distance of 1297.80 feet to the Northeast corner of the East 1/2 of the Southeast 1/4 of the Southwest 1/4 of said Section 13; thence N.89°46'01"W., a distance of 667.52 feet to the Northwest corner of the East 1/2 of the Southeast 1/4 of the Southwest 1/4 of said Section 13; thence S.00°04'53"W., along the West boundary line of the East 1/2 of the Southeast 1/4 of the Southwest 1/4 of said Section 13, a distance of 1297.13 feet to the North right-of-way line of Riverview Drive (located 30 feet from the section line); thence N.89°42'35"W., along said right-of-way line of Riverview Drive, a distance of 666.64 feet to the East boundary line of the Southwest 1/4 of the Southwest 1/4 of said section 13; thence N.00°02'32"E., along the East boundary line of the Southwest

1/4 of the Southwest 1/4 of said Section 13, a distance of 1296.47 feet to the Northeast corner of the Southwest 1/4 of the Southwest 1/4 of said Section 13; thence N.89°46'01"W., along the North boundary line of the Southwest 1/4 of the Southwest 1/4 of said Section 13, a distance of 495.45 feet to the Easterly boundary line of the right-of-way of Tampa Electric Company; thence N.02°01'44"E., along the Easterly boundary line of said right-of-way of Tampa Electric Company, a distance of 1990.94 feet to the South boundary line of the North 1/2 of the Southwest 1/4 of the Northwest 1/4 of said Section 13; thence S.89°47'51"E., a distance of 426.54 feet to the Southeast corner of the North 1/2 of the Southwest 1/4 of the Northwest 1/4 of said Section 13; thence N.00°03'06"E., a distance of 663.22 feet to the Northeast corner of the North 1/2 of the Southwest 1/4 of the Northwest 1/4 of said Section 13; thence N.89°47'35"W., along the North boundary line of the North 1/2 of the Southwest 1/4 of the Northwest 1/4 of said Section 13, a distance of 402.33 feet to the Easterly boundary line of said right-of-way of Tampa Electric Company; thence N.02°03'18"E., along the Easterly boundary line of said right-of-way of Tampa Electric Company, a distance of 1327.18 feet to the North boundary line of said Section 13; thence S.89°47'02"E., along the North boundary line of said Section 13, a distance of 20.92 feet to the Northwest corner of the East 1/2 of the Northeast 1/4 of the Northwest 1/4 of the Northwest 1/4 of said Section 13; thence S.00°02'04"W., a distance of 663.25 feet to the Southwest corner of the East 1/2 of the Northeast 1/4 of the Northwest 1/4 of the Northwest 1/4 of said Section 13; thence S.89°47'19"E., a distance of 334.81 feet to the Southeast corner of the East 1/2 of the Northeast 1/4 of the Northwest 1/4 of the Northwest 1/4 of said Section 13; thence N.00°03'06"E., a distance of 663.22 feet to the Northeast corner of the East 1/2 of the Northeast 1/4 of the Northwest 1/4 of the Northwest 1/4 of said Section 13; thence N.00°04'49"W., a distance of 15 feet; thence N.89°47'02"W., parallel to and 15 feet North of the South boundary line of said. Section 12, a distance of 355.37 feet to the Easterly boundary line of said right-of-way of Tampa Electric Company; thence N.02°03'36"E., along the Easterly boundary line of said right-of-way of Tampa Electric Company, a distance of 2632.65 feet to the North boundary line of Tract 3 in the Southwest 1/4 of said Section 12, according to the plat of SOUTH TAMPA, as recorded in Plat Book 6, Page 3, of the Public Records of Hillsborough County, Florida; thence N.00°04'12"W., a distance of 15 feet to the North boundary line of the South 1/2 of said Section 12; thence N.89°53'00"E., along the North boundary line of the South 1/2 of said Section 12, a distance of 257.05 feet to the Northeast corner of the Northwest 1/4 of the Southwest 1/4 of said Section 12; thence S.89°57'20"E., along the North boundary line of the South 1/2 of said Section 12, a distance of 1336.77 feet to the Northeast corner of the Northeast 1/4 of the Southwest 1/4 of said Section 12; thence N.89°57'07"E., along the North boundary line of the South 1/2 of said Section 12, a distance of 1338.00 feet to the Northeast corner of the Northwest 1/4 of the Southeast 1/4 of said Section 12; thence N.89°57'38"E., along the North boundary line of the South 1/2 of said Section 12, a distance of 1337.43 feet to the Point of Beginning.

LESS a parcel described as beginning at the Southwest corner of the Southwest 1/4 of the Northwest 1/4 of the Northwest 1/4 of said Section 18, Township 30 South, Range 20 East; run thence N.00°17'01"E., along the West boundary line of said Section 18, a distance of 663.11 feet to the Northwest corner of the Southwest 1/4 of the Northwest 1/4 of the Northwest 1/4 of said Section 18; thence N.89°05'18"E., a distance of 660.00 feet to the Northeast corner of Tract 5 in the Northwest 1/4 of said Section 18, according to the plat of SOUTH TAMPA, as recorded in Plat Book 6, Page 3, of the Public Records of Hillsborough County, Florida; thence S.06°16'53"W., along the East boundary line of said Tract 5 (and a Southerly extension thereof), a distance of 664.39 feet to the centerline of a 30-foot platted street (portrayed on said plat); thence S.89°11'58"W., along said platted street centerline, a distance of 660.0 feet to the Point of Beginning of the excepted parcel.

AND

PARCELS WEST OF TAMPA ELECTRIC COMPANY RIGHT-OF-WAY AND ABUTTING 78TH STREET

NORTHERLY 78TH STREET PARCEL

Part of the Southwest 1/4 of Section 12, Township 30 South, Range 19 East, Hillsborough County, Florida, described as follows: Commence at the Northwest corner of Tract 3 in the Southwest 1/4 of said Section 12, according to the plat of SOUTH TAMPA, as recorded in Plat Book 6, Page 3, of the Public Records of Hillsborough County, Florida, and run S.00°04'12"E., along the West boundary line of said Tract 3, a distance of 140.00 feet for a Point of Beginning; from said Point of Beginning, run N.89°53'00"E., parallel with the North boundary line of said Tract 3, a distance of 82.00 feet to the Westerly boundary line of the right-of-way of Tampa Electric Company; thence S.02°03'36"W., along the Westerly boundary line of said right-of-way of Tampa Electric Company, a distance of 2490.66 feet to a point on the South boundary line of Tract 13 in the Southwest 1/4 of said Section 12, according to said plat of SOUTH TAMPA: thence N.89°47'02"W., along the South boundary line of said Tract 13, a distance of 619.50 feet to the East right-of-way line of 78th Street (located 40 feet from the West Section line); thence N.00°03'25"W., along the Easterly right-of-way line of 78th Street, a distance of 324.41 feet to the South boundary line of the North 1/2 of said Tract 13; thence S.89°48'55"E., a distance of 629.96 feet to the Southeast corner of the North 1/2 of said Tract 13; thence N.00°04'07"W., a distance of 324.75 feet to the Northeast' corner of said Tract 13; thence N.89°50'48"W., along the North boundary line of said Tract 13, a distance of 629.89 feet to the East right-of-way line of 78th Street (located 40 feet from the West Section line); thence N.00°03'25"W., along the East right-of-way line of 78th Street, a distance of 663.82 feet; thence N.00°03'35"W., a distance of 663.82 feet to the South boundary line of Tract 4 in the Southwest 1/4 of said Section 12, according to said plat of SOUTH TAMPA; thence N.89°59'13"E., a distance of 629.63 feet to the Southeast corner of said Tract 4; thence N.00°04'12"W., along the East boundary line of said Tract 4, a distance of 509.96 feet to the Point of Beginning.

AND

MIDDLE 78TH STREET PARCEL

Part of the Northwest 1/4 of Section 13, Township 30 South, Range 19 East, Hillsborough County, Florida; described as follows: Commence at the Southwest corner of the Northwest 1/4 of the Northwest 1/4 of said Section 13; and run S.89°47'35"E., along the South boundary line thereof, a distance of 40.00 feet to the East right-of-way line of 78th Street for a Point of Beginning; from said Point of Beginning, run N.00°01'03"W., along the East right-of-way line of 78th Street, a distance of 1311.65 feet to the North boundary line of Tract 4 in the Northwest 1/4 of said Section 13, according to the plat of FIRST ADDITION TO SOUTH TAMPA, as recorded in Plat Book 8, Page 66, of the Public Records of Hillsborough County, Florida; thence S.89°47'02"E., along the North boundary line of said Tract 4, a distance of 618.41 feet to the Westerly boundary line of the right-of-way of Tampa Electric Company; thence S.02°03'18"W., along the Westerly boundary line of said right-of-way of Tampa Electric Company, a distance of 1312.22 feet to the South boundary line of the Northwest 1/4 of the Northwest 1/4 of said Section 13; thence N.89°47'35"W., along said South boundary line, a distance of 570.95 feet to the Point of Beginning.

AND

SOUTHERLY 78TH STREET PARCEL

That part of the West 1/2 of Section 13, Township 30 South, Range 19 East, Hillsborough County, Florida; described as follows: Commence at the Northwest corner of the Northwest 1/4 of the Southwest 1/4 of said Section 13; and run S.89°48'08"E., along the North boundary line thereof, a distance of 40.00 feet to the East right-of-way line of 78th Street for a Point of Beginning; from said Point of Beginning; run N.00°01'03"W., along the East right-of-way line of 78th Street, a distance of 663.32 feet to the North boundary line of Tract 13 in the Northwest 1/4 of said Section 13, according to the plat of FIRST ADDITION TO SOUTH TAMPA, as recorded in Plat Book 8, Page 66, of the Public Records of Hillsborough County, Florida; thence S.89°47'51"E., along the North boundary line of said Tract 13, a distance of 545.95 feet to the Westerly boundary line of the right-of-way of Tampa Electric Company; thence S.02°01'44"W., along the Westerly boundary line of said right-of-way of Tampa Electric Company, a distance of 995.41 feet to the South boundary line of the North 1/2 of the Northwest 1/4 of the Northwest 1/4 of the Southwest 1/4 of said Section 13; thence N.89°47'36"E., along the South boundary line of the North 1/2 of the Northwest 1/4 of the Northwest 1/4 of the Southwest 1/4 of said Section 13, a distance of 510.47 fee to the East right-of-way line of 78th Street (located 40 feet from the West Section line); thence N.00°01'02"W., along the East right-of-way line of 78th Street, a distance of 331.55 feet to the Point of Beginning.

AND

ADDITIONAL SOUTHERLY 78TH STREET PARCEL

That part of the North 395.00 feet of the West 1/2 of the Southwest 1/4 of the Southwest 1/4 of Section 13, Township 30 South, Range 19 East, Hillsborough County, Florida, lying West of Tampa Electric Company right of way; described as follows: The North 395.00 feet of the West 1/2 of the Southwest 1/4 of the Southwest 1/4 of said Section 13; LESS a tract beginning at the Northeast corner of the West 1/2 of the Southwest 1/4 of the Southwest 1/4 of said Section 13; run thence South, 395.00 feet; thence West 199.98 feet; thence N.06°52'44"E., 397.70 feet; thence East 152.50 feet to the Point of Beginning.

ADDITIONAL PARCEL WEST OF INTERSTATE HIGHWAY 75 AND EAST OF TAMPA ELECTRIC COMPANY RIGHT OF WAY.

That part of the East 3/8 of the Southwest 1/4 of the Southwest 1/4 of Section 13, Township 30 South, Range 19 East, Hillsborough County, Florida; described as follows: Begin at the Northeast corner of the Southwest 1/4 of the Southwest 1/4 of said Section 13; run thence S.00°02'51"E., along the East boundary line of the Southwest 1/4 of the Southwest 1/4 of said Section 13, a distance of 385.50 feet; thence N.89°46'05"W., a distance of 500.56 feet to the West boundary line of the East 3/8 of the Southwest 1/4 of the Southwest 1/4 of said Section 13; thence N.00°01'22"E., along said West boundary line, a distance of 229.19 feet to the Easterly boundary line of the right of way of Tampa Electric Company; thence N.02°02'47"E., along said Easterly boundary line of said right of way of Tampa Electric Company, a distance of 156.39 feet to the North boundary line of the Southwest 1/4 of the Southwest 1/4 of said Section 13; thence S.89°46'05"E., along said North boundary line, a distance of 495.20 feet to the Point of Beginning.

#146

FOWLER WHITE BOGGS BANKER

ATTORNEYS AT LAW

ESTABLISHED 1943

May 20, 2002

VIA FACSIMILE (original to follow by U.S. Mail)

Mr. John Meyer
Tampa Bay Regional Planning Council
9455 Koger Blvd.
St. Petersburg, FL 33702

Re: Oak Creek f/k/a Parkway Center DRI No. 146
Fiscal Year 2000-2001 Annual Report

Dear John:

In response to your letter dated May 14, 2001, the following information is provided to address your questions concerning the 2000-2001 Annual Report.

No. 1: As indicated in previous annual reports, a third amendment to the Development Order was adopted on July 29, 1997 (Res. No. R97-189). In addition to other modifications, this Development Order amendment incorporated an equivalency matrix (Exhibit A-1 of the Development Order) permitting non-residential uses to be converted to residential uses, based upon PM peak hour traffic. The maximum number of permitted dwelling units within the project is 3,065.

Condition A.1.6. of the Development Order describes the process for exercising a land use trade-off under the equivalency matrix as of the annual report date, platting for 149 single-family residential lots has occurred. The developer has traded off 125,633 square feet of light industrial uses. Therefore, the cumulative land use totals, following this land use exchange are:

Land Use	Phase I	Phase II
Light Industrial	4,385,067	2,654,650
Service Center	210,100	820,800
High Tech	319,300	538,800
Office	150,300	346,700
Commercial	121,500	104,000
Sub Total	5,186,267	4,464,950
Hotel	150 rooms	160 rooms
Single-family	149 d.u.	

No. 2: The developer has completed the first two lanes of Falkenburg Road between Madison Avenue and Everhart (Brooker) Road as required by the Development Order.

No. 3: The suggested revisions for the "Oak Creek Development hazardous waste, hurricane and energy information" sheet have been incorporated.

No. 4: Cumulative light industrial development through the annual report date is 732,630 square feet.

By copy of this letter, notice of this land use trade-off is hereby also provided to the Department of Community Affairs and Hillsborough County.

I hope this addresses questions raised in your letter. Should you have questions or require any additional information, please do not hesitate to contact me at (813) 222-1180.

Very truly yours,

FOWLER WHITE BOGGS BANKER, P.A.

Dictated by Ms. Larrinaga but signed in her absence to avoid delay in mailing.

Erin McCormick Larrinaga

EML/mnf

cc: Mr. J. Michael Callahan, Hillsborough County Planning & Growth Management Dept.
Ms. Marina Pennington, Dept. of Community Affairs
Mr. Paul Grasser

EML\Ltrs\3599.wpd

#146

Richard Ake
Clerk of the Circuit Court
Hillsborough County, Florida

P.O. Box 1110
Tampa, Florida 33601
Telephone (813) 276-8100

October 3, 2000

JOHN MEYER DRI COORDINATOR
TAMPA BAY REGIONAL PLANNING COUNCIL
9455 KOGER BOULEVARD SUITE 219
ST PETERSBURG FL 33702

Re: Resolution No. R00-219 - Amending the Development Order for Oak Creek (F/K/A Parkway Center) (DRI #146)

Dear Mr. Meyer:

Attached is a certified original of referenced resolution, which was adopted by the Hillsborough County Board of County Commissioners on September 12, 2000.

We are providing this original for your files.

Sincerely,

Judene Gregory for
Judith M. Grose,
Senior Manager, BOCC Records

md
Attachment
Certified Mail #P220536179
cc: Board files (orig.)
J. Thomas Beck, Florida Department of Community Affairs
Erin McCormick Larrinaga, Esq., Fowler, White, et al.
Susan J. Fernandez, Senior Assistant County Attorney
John Healy, Senior Planner, Planning & Growth Management
Beth Novak, County Attorney's Office

Resolution No. R00-219

RESOLUTION OF THE BOARD OF COUNTY COMMISSIONERS OF HILLSBOROUGH COUNTY, FLORIDA DRI #146 DEVELOPMENT ORDER OAK CREEK (F/K/A PARKWAY CENTER)

Upon motion by Commissioner Norman, seconded by Commissioner Scott, the following Resolution was adopted by a vote of 5 to 0; Commissioner(s)_____ voting "No".

WHEREAS, on October 13, 1987, the Hillsborough County Board of County Commissioners approved a Development Order (Resolution No. R87-0334) for the Oak Creek (f/k/a Parkway Center) Development of Regional Impact (DRI #146) (the "Development") pursuant to the provisions of Section 380.06, Florida Statutes; and

WHEREAS, on July 11, 1989, the Board of County Commissioners approved Resolution No. R89-0173 to assist with the Required Improvements under Option 3 by allowing the Pavilion DRI to design, acquire right-of-way, and construct a portion of the Required Improvements; and

WHEREAS, on August 25, 1992, the Board of County Commissioners approved the First Amendment to the Development Order (Resolution No. R92-0208) for the Oak Creek Development of Regional Impact pursuant to the provisions of Section 380.06, Florida Statutes; and

WHEREAS, on July 29, 1997, the Board of County Commissioners approved the Second Amendment to the Development Order (Resolution No. R97–189) for Oak Creek Development of Regional Impact pursuant to the provisions of Section 380.06, Florida Statutes; and

WHEREAS, on November 25, 1997, the Board of County Commissioners approved the Third Amendment to the Development Order (Resolution No. R-97-284) for Oak Creek Development of Regional Impact pursuant to the provisions of Section 380.06, Florida Statutes; and

WHEREAS, on September 14, 1999, the Board of County Commissioners approved the Fourth Amendment to the Development Order (Resolution No. R99-202) for the Oak Creek Development of Regional Impact pursuant to the provisions of Section 380.06, Florida Statutes; and

WHEREAS, on July 18, 2000, and August 16, 2000 Parkway Center, Inc. filed documents constituting a Notification of Proposed Change to a previously approved Development of Regional Impact, pursuant to Subsection 380.06(19)(e)2., F.S., to amend Map "H" to modify the driveway locations; and

WHEREAS, the Proposed Change constitutes the Fifth Amendment to the Development Order; and

WHEREAS, pursuant to Subsection 380.06(19)(e)2., Notice of the Proposed Change has been made to the regional planning council and the state land planning agency; and

WHEREAS, Section 380.06, Florida Statutes, requires that the development order be amended to reflect the Board of County Commissioners' approval of Proposed Changes.

NOW THEREFORE, BE IT RESOLVED BY THE BOARD OF COUNTY COMMISSIONERS OF HILLSBOROUGH COUNTY, FLORIDA IN REGULAR MEETING ASSEMBLED THIS 12th DAY OF SEPTEMBER, 2000, AS FOLLOWS.

I. FINDINGS OF FACT

A. The following Findings of Fact are made:

1. Parkway Center, Inc., referred to as "Developer", submitted to Hillsborough County the Notice of Proposed Change as hereinafter certified, which amends Map "H" to modify the driveway locations.

2. The Oak Creek Development of Regional Impact is within the Urban Development Boundary established in the Sustainable Communities Designation Agreement (the "Agreement") entered into between the Department of Community Affairs, Hillsborough County and the City of Tampa, and, is therefore subject to the Procedures for DRI Review adopted by the County pursuant to the Agreement.

3. All statutory procedures and Agreement procedures have been adhered to.

4. The Findings of Fact and Conclusions of Law made in the original Development Order and subsequent amendments thereto, are incorporated herein by reference unless in conflict with the provisions of this Amendment to the Development Order, which shall be controlling.

B. The Revised Map H dated August 13, 2000 attached hereto as Exhibit "A" and incorporated herein, is hereby approved and substituted as Map "H" (the Master Development Plan) for the Oak Creek Development of Regional Impact.

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

D. 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 Parkway Center, Inc.

II. CONCLUSIONS OF LAW

A. Based upon the Notice of Proposed Change and the reports and recommendations and testimony considered by the Board of County Commissioners, it is concluded that:

1. The development , as amended herein, is consistent with the Hillsborough County Comprehensive Plan.

2. The development, as amended herein, is consistent with the local Land Development Regulations.

B. The proposed changes meet the criteria of Subparagraph 380.06(19)(e)2., F.S., and are therefore not subject to the public hearing requirements of Subparagraph 380.06(19)(f)3., F.S., nor are the proposed changes subject to a determination pursuant to Subparagraph 380.06(19)(f)(5), F.S.

C. This Fifth Amendment to the Development Order is approved subject to all terms and conditions contained herein.

III. EFFECTIVE DATE

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

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

I, RICHARD AKE, Clerk of the Circuit Court and Ex Officio 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 September 12, 2000, same appearing of record in Minute Book 292 of the Public Records of Hillsborough County, Florida

WITNESS my hand and official seal this 3rd day of October, 2000.

RICHARD AKE, Clerk

By: Mildred K. Dixon
Deputy Clerk

BOARD OF COUNTY COMMISSIONERS FLORIDA SEAL HILLSBOROUGH COUNTY

APPROVED BY COUNTY ATTORNEY:

R:\Pky\2000 NOPC\Resolution-Final.wpd

MAP H

Located in the Original Development Order Book

as

Exhibit "A"

Richard Ake
Clerk of the Circuit Court
Hillsborough County, Florida

#146

Clerk to Board of
County Commissioners
County Center, 12th Floor
601 E. Kennedy Blvd.
P.O. Box 1110
Tampa, Florida 33601
Telephone 276-8100, ext. 6730

October 13, 1999

JOHN MEYER DRI COORDINATOR
TAMPA BAY REGIONAL PLANNING COUNCIL
9455 KOGER BOULEVARD SUITE 219
ST PETERSBURG FL 33702

Re: Resolution No. R99-202 - Amending the Development Order for the Parkway Center (DRI #146)

Dear Mr. Meyer:

Attached is an origianal of referenced resolution, which was adopted by the Hillsborough County Board of County Commissioners on September 14, 1999.

We are providing this original for your files.

Sincerely,

Judith M. Grose

Judith M. Grose
Senior Manager, BOCC Records

jg
Attachment
Certified Mail #P220536096

cc: Board files (orig.)
J. Thomas Beck, Florida Department of Community Affairs (orig. ltr.)
Rhea F. Law, Attorney, Fowler, White, Gillen, ET AL
Susan Fernandez, Senior Assistant County Attorney
Kevin Mineer, Principal Planner, Planning & Growth Management
Beth Novak, County Attorney's Office

Resolution No. R99-202

RESOLUTION OF THE BOARD OF COUNTY COMMISSIONERS OF HILLSBOROUGH COUNTY, FLORIDA DRI #146 DEVELOPMENT ORDER PARKWAY CENTER (A.K.A OAK CREEK)

Upon motion by Commissioner Scott, seconded by Commissioner Norman, the following Resolution was adopted by a vote of 7 to 0; Commissioner(s) _____ voting "No."

WHEREAS, on October 13, 1987, the Hillsborough County Board of County Commissioners approved a Development Order (Resolution No. R87-0334) for the Parkway Center Development of Regional Impact (DRI#146)(the "Development") pursuant to the provisions of Section 380.06, Florida Statutes; and

WHEREAS, on July 11, 1989, the Board of County Commissioners approved Resolution No. R89-0173 to assist with the Required Improvements under Option 3 by allowing the Pavilion DRI to design, acquire right-of-way, and construct a portion of the Required Improvements; and

WHEREAS, on August 25, 1992, the Board of County Commissioners approved the First Amendment to the Development Order (Resolution No. R92-0208) for the Parkway Center Development of Regional Impact pursuant to the provisions of Section 380.06, Florida Statutes; and

WHEREAS, on July 29, 1997, the Board of County Commissioners approved the Second Amendment to the Development Order (Resolution No. R97-189) for the Parkway Center Development of Regional Impact pursuant to the provisions of Section 380.06, Florida Statutes; and

WHEREAS, on November 25,1997, the Board of County Commissioners approved the Third Amendment to the Development Order (Resolution No. 97-284) for the Parkway Center Development of Regional Impact pursuant to the provisions of Section 380.06, Florida Statutes; and

WHEREAS, on April 27, 1999, Parkway Center, Inc. filed a Notification of Proposed Change to a previously approved Development of Regional Impact pursuant to Section 380.06(19), Florida Statutes, which included modifications to the phasing schedule, an amended Proportionate Share analysis, approval of the specific location of required preservation areas and geographic flexibility for approved uses; and

WHEREAS, the Proposed Changes shall constitute the Fourth Amendment to the Development Order; and

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

WHEREAS, the Board of County Commissioners of Hillsborough County has held a duly noticed public hearing on the proposed Fourth Amendment to the Development Order and has considered the changes proposed in the Notification of Change, as well as all related testimony and evidence submitted by the Developer and members of the general public; and

WHEREAS, Section 380.06, Florida Statutes, requires that a development order be amended to reflect the Board of Commissioners' approval of changes to the approved development order.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF COUNTY COMMISSIONERS OF HILLSBOROUGH COUNTY, FLORIDA, IN REGULAR MEETING ASSEMBLED THIS 14th DAY OF September, 1999, AS FOLLOWS.

I. FINDINGS OF FACT

A. The following Findings of Fact are made:

1. Parkway Center, Inc., referred to as "Developer", submitted to Hillsborough County the Notice of Proposed Change as hereinafter certified, which included modifications to the phasing schedule, an amended Proportionate Share analysis, the approved preservation areas, and geographic flexibility for approved uses.

2. All statutory procedures have been adhered to.

3. The Findings of Fact and Conclusions of Law made in the original Development Order and subsequent amendments thereto, are incorporated herein by reference unless in conflict with the provisions of this Amendment to the Development Order of the Notice of Change, which shall be controlling.

B. The Parkway Center DRI # 146 Development Order is hereby amended as provided in Exhibit "A", attached hereto and incorporated herein.

C. The Revised Map H dated September 27, 1999 attached hereto as Exhibit "B", attached hereto and incorporated herein, is hereby approved and substituted as the Master Development Plan for the Parkway Center DRI.

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

E. The Future Land Use Map for Hillsborough County designates the land

use for the development as Community Mixed Use-12.

F. 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 Parkway Center, Inc.

II. CONCLUSIONS OF LAW

A. Based upon the Notice of Proposed Change and the reports, recommendations and testimony heard and considered by the Board of County Commissioners, 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 Committee, 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 Notice of Proposed Change.

D. This Fourth Amendment to the Development Order is approved subject to all terms and conditions contained herein.

III. EFFECTIVE DATE

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

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 September 14, 1999, same appearing of record in Minute Book 280 of the Public Records of Hillsborough County, Florida.

WITNESS my hand and official seal this 13th day of October, 1999.

RICHARD AKE, Clerk

By: Juelene Gregory
Deputy Clerk

BOARD OF COUNTY COMMISSIONERS FLORIDA SEAL HILLSBOROUGH COUNTY

APPROVED BY COUNTY ATTORNEY

EXHIBIT "A"

IV. Specific Conditions

A. Phasing Schedule and Deadlines

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

Land Use	Phase I	Phase II	Total
	2006	2011	
Light Industrial	4,510,700	2,654,650	7,165,350
Service Center	210,100	820,800	1,030,900
High Tech	319,300	538,800	858,100
Office	150,300	346,700	497,000
Commercial	121,500	104,000	225,500
Subtotal	5,311,900	4,464,950	9,776,850
Hotel	100 rooms	160 rooms	260 rooms

* All square footage refers to gross square footage.
** Completion Date.

Notes:

(1) The use now referred to as "Commercial" was originally designated as "Business Services" in the Development Order, however, the trip generation rate for commercial uses was utilized in the Transportation Analysis for the original Development Order.

(2) The High Technology land use category is based on the following land uses:
Manufacturing (40%) - 127,720 SF
Office (30%) - 95,790 SF
Warehouse (30%) - 95,790 SF

(3) The Service Center land use is based on the following land uses:
Office (30%) - 63,030 SF
Office (30%) - 63,030 SF
Warehouse (40%) - 84,040 SF

(4) Phase II is comprised of the remaining portion of the original Phase II and Phase III.

2. If the Developer elects to amend the proposed phasing schedule, he shall submit said amendments to the Hillsborough County Planning and Growth Management Department for review and approval as required by law, which approval shall not be withheld for mere acceleration or deceleration of the development phasing if the terms of this Order are otherwise fully 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, as amended.

3. The physical development of Parkway Center began within three years of the effective date of the Development Order, as amended.

4. This Development Order shall remain in effect for a period up to and including September 29, 2011. No development shall be approved 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 of this Order.

5. The development shall not be subject to downzoning, or intensity reduction until September 29, 2011, 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.

6. Specific approval is hereby accorded for Phase I development. The developer has submitted an acceptable transportation air quality analysis for the Phase I development pursuant to Section 380.06, Florida Statutes, as amended, and Section 4.202, Future of the Region, demonstrating no adverse effects on surrounding air quality. Conceptual approval of Phase II is also accorded hereby. Specific approval of Phase II is conditioned on the developer submitting, at Hillsborough County's choice either a Notice of Proposed Change (NOPC) or Application for Development Approval (ADA) addressing the cumulative impacts of Phase II on water, sewer, solid waste facilities, and any other issues related to the 2011 buildout date and use of the Equivalency Matrix for Phase II

development coupled with a new transportation and associated transportation air quality analysis pursuant to Section 380.06, Florida Statutes, as amended, and Section 4.202, Future of the Region, and compliance with all requirements of this Development Order. The new analysis shall be consistent with the results of the monitoring program and agreements reached at another transportation methodology meeting(s) to be held prior to the preparation of each new analysis.

The Developer is authorized to exchange the development approved in this Development Order for other approved uses as set forth in the Equivalency Matrix, which is attached hereto as Exhibit A-1. Once an exchange utilizing the Equivalency Matrix occurs, the resulting use and square footage must be exchanged back to its original use, prior to any further exchange.

At the time of selection of a land use trade-off under the Equivalency Matrix, the Developer shall notify the Department of Community Affairs (DCA) and the Tampa Bay Regional Planning Council (TBRPC) of said selection and shall also provide DCA, TBRPC and Hillsborough County with cumulative land use totals and remaining allowable quantities in the subsequent annual report for the Development. No additional approval of a particular land use trade-off is required pursuant to this provision, so long as the desired trade-off is consistent with the formula set forth in the Equivalency Matrix.

7. The Developer has submitted an acceptable transportation proportionate share analysis to reassess the transportation proportionate share and has determined the amount of credit available for Phase I, pursuant to Section IV, B. 4. c. (6) (b) and (9) hereof. The Developer is entitled to utilize the pipelining procedures, as set forth in repealed Rule 9J-2.0255, F.A.C., to mitigate the transportation impacts for the entirety of Phase I. Based upon this analysis, no additional Proportionate Share Contribution is required for Phase I of the project. Any applications for specific approval of Phase II or beyond may utilize any remaining credits from overpayment of the Proportionate Share Contribution based upon excess monies expended on the pipeline project, and thereafter shall be required to meet then current regulations relating to the transportation mitigation, including consistency with the local government comprehensive plan.

B. Transportation

1. A transportation improvements plan and schedule for the Falkenburg Road/I-75 area shall be developed in cooperation with the Florida Department of Transportation (FDOT), Tampa Bay Regional Planning Council (TBRPC), the Tampa Metropolitan Planning Organization (MPO) and developers in the study area. The plan shall consider all approved developments in the area including previously approved DRIs, and projected development. The plan shall be

commenced within one year of issuance of construction permits. In lieu thereof, issuance of a Development order approving an areawide DRI including the project site shall satisfy this requirement. The parameters for this interim transportation plan or areawide DRI traffic analysis shall include, but not be limited to:

a. The regionally significant roadways which shall be included in the focus of the transportation plan, as well as identification of additional roadways to be constructed within the study area.

b. The existing, approved and projected development to be included within the plan.

c. The manner by which the traffic impact of existing development will be documented and assessed.

d. The manner by which the traffic impact of approved and projected development will be documented and assessed.

e. The procedure by which mass transit shall be studied as a viable alternative to alleviate overburdening of the roadways.

f. Identification of specific construction implementation goals, such as right-of-way acquisition/south and east/west corridors designed to coincide with transportation improvement needs generated by each phase completion for projects approved within the study area.

g. Identification of sources of funding commitments for the improvements identified.

The I-75 Corridor and South Brandon studies recently completed by the Hillsborough County City-County Planning Commission and the Brandon area Transportation Study fulfill these requirements.

2. An annual monitoring program for the total PARKWAY CENTER project which will record driveway volumes in the evening peak hour, shall be started when Certificates of Occupancy have been issued for 500,000 square feet of office space, or other allowed uses which will likewise generate a total of 12,500 p.m. peak hour trips and shall continue until build-out. This information shall be supplied in the required annual report. If an annual report is not submitted within 30 days of its due date, or if the driveway volumes exceed those projected for peak hour in the Application for each phase by more than 15 percent, a substantial deviation determination shall be required, pursuant to 380.06(19), Florida

Statutes, as amended, during which the Development Order may be amended to change or require additional roadway improvements. The results of the study may also serve as a basis for the developer or reviewing agencies to request Development Order amendments. 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 has elected Pipeline Option 3 as identified herein.

4. The developer at its option, shall select one or combinations of the following alternatives to mitigate the project's transportation impacts, provided that the combinations selected achieve the required degree of mitigation.

   a. Option 1 - Not Chosen by Developer

   b. Option 2

      The Developer has previously elected Option 2 which provided for partial approval of the PARKWAY CENTER development, has completed the improvements listed in Table 3, and was authorized to construct up to 600,000 square feet of light industrial space or the equivalent thereof, before triggering any roadway improvements beyond those indicated in Transportation Table 3.

TRANSPORTATION TABLE 3

IMPROVEMENTS NEED TO SUPPORT 600,000
SQUARE FEET OF LIGHT INDUSTRIAL AND MAINTAIN
LOS "D" IN P.M. PEAK HOUR

INTERSECTION	APPROACH	IMPROVEMENT NEEDED
78th St. @ Madison	S	Add Right Turn Lane
78th St. @ Site A	N	Add Left Turn Storage Lane

   c. Option 3

      The Developer has also elected Option 3 as set out below. The requirements of Option 3 have been determined to be the appropriate requirements to cure and mitigate the impacts of the project on regionally significant transportation highway 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 TBRPC and DCA policies regarding pipelining transportation impacts.

(1) The Developer has designed the ultimate four-lane divided urban section of Falkenburg Road from the north project boundary to Madison/Bloomingdale and has completed the design for the section of Falkenburg Road extending from Madison/Bloomingdale to Everhart (Brooker) Road. Said design shall include improvements to the intersection at Madison as identified in Table 8 of the revised transportation analysis dated September 3, 1999 (Exhibit A-2) and includes signalization with appropriate interconnections when warranted.

The Developer has acquired needed rights-of-way for and constructed the four-lane divided section of Falkenburg Road from the north project boundary to Madison/Bloomingdale including geometric intersection improvements required for the four-lane improvements.

Further, Developer has acquired all needed right-of-way for the four-lane divided section of Falkenburg Road from Madison/Bloomingdale to Everhart (Brooker) Road.

(2) In order to promote the uniform and efficient construction of Falkenburg Road and to avoid constructing only a portion of Falkenburg Road that would not provide a substantial public benefit nor cure or mitigate the impacts of the project on the regional transportation network, the Developer has completed the acquisition of the right-of-way associated with the Lily-White Property and shall ultimately construct four lanes of Falkenburg Road from Madison to Everhart (Brooker) Road in conjunction with the Pavilion's (DRI #148) construction of Falkenburg Road from Everhart (Brooker) Road to U.S. 301. The performance deadlines for completion of this facility are as follows:

(a) Construction of the first two-lanes (divided) of the roadway facility shall be completed by December 31, 2001. This date reflects a good faith estimate by the County and the Developer that Certificates of Occupancy will be issued for one-third of the project by this date. If Certificates of Occupancy are not issued for one-third of the project by

this date, the Developer may request that the County grant an extension of time through an amendment to this Development Order to reflect the date upon which Certificates of Occupancy are anticipated to be issued for one-third of the project. The Developer shall be responsible for construction administration and inspection services.

(b) Construction of the remaining two lanes of the roadway facility shall be substantially complete by December 31, 2003. This date reflects a good faith estimate by the County and the Developer that certificates of occupancy will be issued for three-fourths of the project by this date. If Certificates of Occupancy are not issued for three-fourths of the project by this date, the Developer may request that the County grant an extension of time through an amendment to this Development Order to reflect the date upon which Certificates of Occupancy are anticipated to be issued for three-fourths of the project. The Developer shall be responsible for construction administration and inspection services.

(3) The design work required under paragraph IV.B.4.c.(1) and (2) above shall be referred to herein as the "Required Design," and the improvements required under paragraph B.4.c(1) and (2) above shall be referred to herein as the "Required Improvements." The Required Design is complete.

(4) As soon as feasible in the preparation of the "Required Design," the Developer shall submit to Hillsborough County the appraised value of any off-site Right-of-Way not under public control which is needed for the Required Improvement. In the event that the information submitted by the Developer and verified by Hillsborough County indicates that the Required Improvement Costs, specified in paragraph 9(a), are substantially insufficient to provide for the Required Improvements, Hillsborough County shall determine whether it shall assist the Developer in funding the Required Improvements. If Hillsborough County elects not to provide the funds, the Developer shall proceed as stated in paragraph (6).

(5) Subject to acts of God or other occurrences beyond the Developer's

control, the Developer shall expeditiously complete the construction of the Required Improvements upon acquisition of required rights-of-way and shall complete such construction pursuant to the schedule set forth above. To ensure that the Required Improvements are completed at the earliest possible time, Hillsborough County shall provide non-financial assistance to the Developer, when required, in obtaining all necessary permits, approvals and utility relocations, off-site construction easements and rights-of-way necessary to complete said improvements. The County's assistance in right-of-way acquisition shall include use of its eminent domain powers, but shall not include funding of the purchases except as provided for in Paragraph 4.C(4), above. The Developer and County shall utilize their best efforts to work with off-site right-of-way property owners to obtain right-of-way dedications. Upon completion of the Required Improvements substantially in accordance with the Required Design, Hillsborough County shall accept the Required Improvements and shall assume full responsibility for their maintenance except for those under the jurisdiction of the FDOT.

(6) (a) Subject to the provisions of paragraph IV.B.4.c.(4), above, if the Developer determines that it will not be able to substantially complete the Required Design and the Required Improvements for the Required Improvements Costs for Phase I, the following improvement may be an acceptable alternative to the Required Design and the Required Improvements:

The Developer may, subject to the other applicable provisions of this Option 3 and in accordance with the Design and Construction Schedule set forth herein, design and construct improvements to 78th street abutting the Site and extending north thereof in an improvement to be more specifically identified through an amendment to this Development Order. Any such improvements shall be offset against Required Improvements Costs as identified herein.

(b) Should the Developer elect to proceed with the Required Design, and Required Improvements for Phase I, at a cost greater than the Required Improvements Costs, then following the completion of the analysis referenced in paragraph A.7 hereof, the Development Order shall be amended to identify the portion of the Phase II development to which the Developer is entitled by virtue of any agreed upon additional expenditures. Any such

Amendment shall be deemed not to be a substantial deviation of the terms hereof.

(7) If, as provided for herein, alternate improvements are substituted for those defined as the Required Improvements 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.

(8) (a) In lieu of the requirements under paragraphs IV.B.4.c.(1) - (7) above, the Developer may elect to pay to Hillsborough County, subject to the County's approval, the total costs for the aforesaid Required Design and the Required Improvements, which, for purposes of this Development Order shall be deemed to be $7,208,354.00 in 1999 dollars, (the "Required Improvements Costs" or "the Developer's Proportionate Share Contribution."). The Developer's Proportionate Share Contribution relates to development within Phase I. If the Developer has completed any of the Required Improvements prior to payment of costs in accordance with this paragraph, the Required Improvements Costs shall be reduced by the reasonable cost of the design and/or improvements completed. The intent of this paragraph is to enable the Developer to meet its obligations to fully mitigate the traffic impacts of the project's Phase I development in terms of Section 380.06, Florida Statutes, as amended, by paying the stated sums, which exceed the Developer's proportionate share of the costs of the improvements previously identified, in lieu of constructing the identified improvements if, for reasons beyond the Developer's control, it becomes impractical or improvements within the parameters defined herein.

(b) If the County accepts payments under this section, or because there is a need for additional improvements pursuant to the recalculation set forth in paragraph A.7 above, it shall use such monies to design and construct the Required Improvements. If the County determines that it is not practical to complete the Required Improvements, an alternate improvement identified herein, which meets the requirements of TBRPC and Department of Community Affairs pipelining rules to mitigate the traffic impacts of the project's traffic and which shall be identified in an amendment to this Development Order.

(9) If, as recalculated pursuant to paragraph A.7 above, the actual cost

of the Required Improvements exceeds the Developer's Proportionate Share Contribution for Phase I of the project, the County shall credit the excess monies toward the Developer's Proportionate Share Contribution for future phases. Before any credit over approved engineering costs estimate(s) is given, all costs substantially above the engineering costs estimates shall be submitted to and approved by Hillsborough County, and this Development Order amended as specified in paragraph A.7. above.

(10) Should the Developer fail to substantially comply with the time frames listed herein, the County shall have the right to complete the Required Design or construction of the Required Improvements.

(11) Development activities and issuance of permits shall immediately cease if the Required Design and Required Improvements or the payment of the Required Improvements Costs as described herein are not provided in accordance with the requirements of paragraph IV.B.4.c.(1) - (10), above.

(12) At the Developer's request, Hillsborough County, based on traffic analyses or studies, and/or long range planning, may authorize alternative pipelining approaches and conditions to those established above, provided that such variations are technically appropriate, and that the basis for, and conditions of such variations are specifically set forth in an amendment to the Development Order.

5. The Developer shall receive credit against impact fees, pursuant to law. The application and payment of Impact Fees in itself will not constitute funding commitments for the required right-of-way dedications and transportation improvements. Any difference between the estimated and actual Required Design and the Required Improvements Costs (the "Difference") shall be paid in cash prior to the issuance of the final Certificate of Occupancy for Phase I of the project, or the Developer may elect to make other improvements of a value equivalent to the Difference, subject to amendment of this Development Order and approval by the Hillsborough County Engineering Department and FDOT if the improvement is to a state facility. The Developer's completion of the Required Design and Required Improvements and payment of the Difference, or completion of the improvements in lieu of the Difference as provided for herein, shall be deemed to fully and completely satisfy any and all of its obligations under the law to mitigate the Phase I traffic

impacts of the PARKWAY CENTER project.

6. 78th Street shall be widened by the Developer to a 3-lane section from the north project access south to Riverview Drive. This improvement shall be completed as required by the County. Widening shall begin sufficiently north of the north project access to develop a 125 foot left turn storage lane for southbound motorists turning left into this access. The center lane shall be for left turns into all project accesses and at Riverview Drive. All roadway construction shall be completed with proper transitions from the widened section to the existing roadway pavement.

7. The Developer shall remove existing pavement markings in the widened section and restripe the roadway to delineate the left turn lanes. This restriping shall be performed in accordance with Hillsborough County standards.

8. Driveway radii shall be a minimum of 40 feet in size to accommodate single unit vehicles.

9. At such time that traffic signal warrants are met at any of the project access, the Developer shall pay for the design, purchase and installation of the traffic signal(s), as well as any interconnection costs to adjacent signals, subject to Hillsborough County requirements and approval(s).

10. At the time of platting or earlier if requested by the County, the Developer shall dedicate an additional ten feet of right-of-way on the east side of 78th Street (1.0 acres M.O.L.). This will provide part of the 100 feet of total right-of-way needed ultimately to accommodate a symmetrical 4-lane divided roadway section. The appropriate share of the right-of-way shall be credited against the developer's fair share contribution under Section IV.B.4.c. above.

11. The developer has dedicated an additional 20 feet of right-of-way on the north side of Riverview Drive (.9 ac. M.O.L.). This will provide part of the 100 feet of total right-of-way needed ultimately to accommodate a symmetrical 4-lane divided roadway section. The appropriate share of the right-of-way shall be credited against the Developer's proportionate share contributions under Section IV.B.4.c. above.

12. The Developer shall dedicate right-of-way for the extension of Falkenburg Road through the site as identified on Map H at such time as the roadway

improvements are dedicated to the County. The dedication of right-of-way shall be part of the Required Improvements as defined herein. The appropriate share of right-of-way shall be credited against the Developer's proportionate share contributions under Section IV.B.4.c. above.

13. The developer shall conform to the five stipulations of the Hillsborough Area Regional Transit Authority (HART) (as listed below) concerning proposed phase modal splits and shall monitor them with each annual report.

    (a) Access and internal arterial and appropriate collector road geometrics shall accommodate an eight foot wide by forty (40) foot long advance design coach.

    (b) The Developer shall provide shelters and pullout bays along the on-site transit route on the internal arterial or collector roads as and when deemed appropriate by the 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.

    (c) Transit schedule/information displays will be provided, at a minimum, at each on-site bus stop by the Developer.

    (d) 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.

    (e) 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 said authority.

14. A pedestrian circulation system and a bicycle circulation system shall be provided within the project. The pedestrian system shall include internal sidewalks. The bicycle system shall incorporate elements as needed to complement the County Bicycle Plan. No detailed site plans shall be approved which do not indicate these systems and their exact locations. Additionally, external sidewalks in the right-of-way area along Riverview Drive adjacent to the project shall be provided by the Developer as required by Hillsborough County.

15. Provisions shall be made for a future light rail corridor. The developer shall reserve until November 15, 2002, a minimum 50 foot wide corridor along the east side of Falkenburg Road for railroad track and a parcel approximately 3 to 4 acres in size for a rail transit station within either Tract F or Tract Q as shown on Map H. The development of the rail transit station shall not impact any wetland preservation tracts which may be located on either of these tracts. The selection of whether the rail transit facility parcel will be located in Tract F or Tract Q shall be made by the Developer. Prior to any development within the tract selected, the Developer shall coordinate with the County and Hartline or its designee, as to the appropriate acreage necessary for the rail station. If at any time the County abandons light rail for this area, such reservation shall automatically terminate for rail transit uses. If the County has not committed to the rail corridor project for commencement within Parkway Center by November 15, 2002 (the actual construction completion date may be beyond November 15, 2002), the reservation of the 50 foot corridor and the rail station reservation may be terminated at the election of the Developer. If the rail line and rail station reservations are terminated as described above, the Developer shall be permitted to develop said light rail and rail station areas with the other uses already approved and designated for the subject tracts, and said development shall not constitute a substantial deviation.

C. Air Quality

1. If any proposed change is determined to be a substantial deviation, Hillsborough County shall determine whether the nature of the proposed change(s) is such that it would require a re-analysis of the air quality impacts of this project or if such proposed change includes uses which are determined to be point sources of air pollution. If a re-analysis is warranted as determined by Hillsborough County, the Developer shall perform point source air quality analyses and the Developer shall take remedial measures as required by Hillsborough County, all in accordance with applicable law.

2. The measure to reduce erosion, fugitive dust and air emission stated on pages 13-8, 13-9, 14-6 and 14-7 of the Application shall be required.

D. Stormwater Management and Water Quality

1. In order to protect water quality in the Alafia River, stormwater

quality at the point of discharge shall not exceed the regulatory standards in place at the time of development. If any of the regulatory agencies or jurisdictions deems water quality monitoring necessary prior to ground breaking or subsequent to buildout, the Developer shall provide a water quality monitoring program to the satisfaction of the regulatory agency(ies). Any violation of Chapter 17-3 F.A.C. shall require corrective measures as set forth by FDEP. The following shall apply:

(a) Sampling locations and frequencies shall be determined to the satisfaction of the jurisdictional agency(ies).

(b) All water quality analytical methods and procedures shall be thoroughly documented and shall comply with United States Environmental Protection Agency (USEPA) FDEP Quality Control Standards and Requirements.

(c) The monitoring results shall be submitted to Hillsborough County Environmental Protection Commission (EPC) and other jurisdictional agency(ies). Should the monitoring indicate that applicable state water quality standards are not being met, the violation shall be reported to Hillsborough County immediately and all construction within the project where the violation is noted shall cease until the violation is corrected; or if specific construction activities can be identified as causing the violation, all such activity shall cease until the violation is corrected.

2. Hillsborough County shall monitor the Floridan Aquifer pursuant to the Agreement for the Disposal of Treated Waste Water Effluent dated March 18, 1987, between the Board of County Commissioners and the Developer. Such monitoring shall also be done in accordance with subsection 17-6.080(3)(d), F.A.C.

3. Prior to the issuance of any building permits the Master Drainage Plan and drainage calculations shall be submitted to, and be approved by, Hillsborough County. The drainage system shall be designed to meet all applicable Hillsborough County and SWFWMD regulations. The County drainage criteria in existence at the time of construction of the respective project phases shall be the prevailing criteria to use for design and construction unless other affected agencies' drainage criteria are more restrictive.

However, in no event shall drainage criteria be applied which are in conflict with the Approved Master Drainage Plan.

4. Post-developed flows may exceed pre-developed flows provided the downstream is not adversely impacted by the increased flows resulting in exceeding downstream conveyance capacities or creating excessive velocities.

5. The Developer shall give all necessary drainage easements or rights-of-way as required by the County's Stormwater Management Department.

6. All major drainage outfalls are to be designed to convey the 25-year conveyance without increasing offsite high waters.

7. All internal and external drainage facilities necessary for the proper functioning of the project are to be improved where necessary as required by the County Stormwater Management Department.

8. The Developer shall be responsible for the operation and maintenance of the on-site drainage facilities, excluding easements maintained by Hillsborough County.

9. Diversion of flow to the Alafia River shall be done so as not to adversely affect the flow characteristics of the Alafia River downstream of the site.

E. Wetlands

1. In order to protect the natural values of preserved/conserved wetland areas, the following shall be required:

(a) Except as otherwise permitted by agencies having jurisdiction:

(1) No hydroperiod alteration shall be permitted in conservation or preservation areas identified on Map H.

(2) No dredging, filling or development activities will be allowed within preservation areas. Activities within the conservation areas shall be limited to

approved stormwater management outfall structures and boardwalks.

(3) All on-site conservation area(s) shall be conserved unless a mitigation plan is approved by the Environmental Protection Commission and submitted to the County. The plan shall be implemented prior to or concurrent with the wetlands being disturbed. All mitigation areas and littoral shelves shall be monitored in accordance with the requirements of the agency or agencies issuing the permit for such mitigation.

(4) All wetland losses shall require a minimum of 1:1 in-kind wetland replacement.

2. The land use designations for those portions of the PARKWAY CENTER site which are to be preservation and conservation areas have been so designated in Map H submitted to Hillsborough County, and have been reviewed by Florida Game and Freshwater Fish Commission.

F. Vegetation and Wildlife

1. The pine flatwoods, mixed hardwood conifer, and other hardwood communities within a twenty-one (21) acre upland preservation tract and representatives tracts of mixed wetland hardwood communities shall be preserved onsite as shown on Map H. Area B has been identified for preservation, as depicted on Map H. The Developer has amended this development order to accomplish the following.

a. Conduct, in Areas A and B such upland listed animal species and/or habitat suitability surveys as are required by DCA and the County for the Sherman's fox squirrel, eastern indigo snake, and pine snake, for the purpose of determining which site shall be required for preservation. Area B has been identified as a preservation site on Map H attached hereto and incorporated herein.

b. The two upland 21-acre site field surveys have been found consistent with the recommendations of Florida Game and Freshwater Fish Commission (FGFWFC). The survey, proposed upland preservation and proposed management plan for the selected 21-acre site, has been submitted by the Developer to the FGFWFC Office of Environmental Services, Hillsborough County, and the Department of Community Affairs, and consistent with their subsequent recommendations, is amended into this development order, by reference.

c. All upland areas identified for preservation or special protection have been preserved by a conservation easement, consistent with the provisions of Rule 9J-2.041, F.A.C.

2. The Developer has obtained written confirmation from the United States Fish and Wildlife Service that Map H is consistent with the Management Guidelines for the Bald Eagle in the Southeast Region (U.S. Fish and Wildlife Service, Region 4), and that the following criteria including location, eagle preserve site design and protective measures plan for the active eagle nest as indicated on Map H are appropriate:

(a) The Developer shall provide a 400 foot forested Primary Zone, within which no development will occur, and a 350 foot Secondary Zone within which the Developer will construct a pedestrian trail and lakes/retention areas.

(b) Construction of the pedestrian trail and lakes/retention areas shall not occur within the Secondary Zone during the Nesting Season (October 1 through May 15). Once construction of the pedestrian trail and lakes/retention areas has been completed, routine maintenance activities within the Secondary Zone may take place within the Nesting Season.

© Pedestrian access to the Primary Zone should be restricted during the Nesting Season (October 1

through May 15).

(d) No prescribed burning shall occur within the Primary or Secondary Zones.

(e) A "flyway" area shall be provided as set forth on Map H. To the extent practicable, any prescribed burning of the flyway should occur within the non-Nesting Season. If this timing is not possible, burning should only occur when the area to be burned is downwind of the nest tree.

3. In the event that the nest is declared to be abandoned, pursuant to applicable FGFWFC/USFWS guidelines, development of the preserve area shall be subject to substantial deviation Application for Development Approval (ADA) review. The above-mentioned maintenance activity is to be accomplished by appropriate parties in a manner consistent with the eagle protective measures plan outlined above.

4. The Developer anticipates utilizing the Equivalency Matrix to enable the development of the Tracts immediately surrounding the Secondary Zone with residential uses. The above-referenced USFWS approvals are based upon the portions of Tracts K, M, N, O, P, and Q which are within 1,500 feet of the nest tree being developed with residential uses and an elementary school. In the event that the Developer seeks building permits for non-residential uses within the portions of the above referenced Tracts which are within 1,500 feet of the nest tree, the Developer shall immediate notify USFWS of the proposed non-residential development. The USFWS shall then re-evaluate the bald eagle protective measures plan described above in light of the new development plans to determine whether any additional protections are needed. If additional protections are required, said protections shall be incorporated into the Development Order through the Notice of Proposed Change process.

5. The "Revised Protection and Management Plan for the Gopher Tortoise Population on Parkway Center", dated

January 21, 1998, and detailing how the gopher tortoise population of Parkway Center will be accommodated, protected, monitored, or mitigated for, has been submitted to Hillsborough County, DCA and FGFWFC. Said plan has been approved by the County, FGFWC, and DCA, and the Plan is hereby incorporated by reference into the Development Order. Copies of any required permits relative to the gopher tortoise plan have been provided to Hillsborough County. All areas identified for preservation or special protection shall be preserved by a conservation easement, consistent with the provisions of Rule 9J-2.041 F.A.C.

G. Public Facilities

1. Prior to any preliminary site plan approvals or their equivalent 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 lines and facilities to service the project. No building permits shall be issued without an approved, permitted potable water distribution system and commitment of available capacity for that portion of the building construction.

2. Installation of automatic sprinkler systems shall be required for all non-residential buildings on the PARKWAY CENTER site.

3. Prior to any preliminary site plan approvals or their equivalent for the development, the Developer shall provide documentation to the Planning and Growth Management Department of a master plan for waste water collection facilities approved and permitted by the Utilities Department or other applicable entity. No building permits shall be issued without a commitment from Hillsborough County or other responsible entity to provide waste water disposal capacity for the building(s) that are the subjects of such application.

4. Prior to commercial site plan approval for the development, the Developer shall verify to the satisfaction of Hillsborough County that adequate Emergency

Management Services (EMS) capabilities and facilities are available to service the development.

5. The Developer shall be required to 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 detailed site plan approval.

6. The Developer shall use non-potable water for landscape and open space irrigation, if available, except as otherwise approved by Hillsborough County.

7. The collection, transportation and disposal of solid waste is controlled by Hillsborough County ordinance and shall take place in accordance with the terms of said ordinance. No building permits shall be issued without a commitment from Hillsborough County or other responsible entity to provide for the collection, transportation and disposal of solid waste for the building(s) that are the subjects of such building permit application.

8. Septic tanks may be permitted on a temporary basis for construction purposes only, subject to local regulations.

9. In the event the Developer elects to utilize the Equivalency Matrix for development of greater than 1200 residential units, the Developer shall dedicate to the Hillsborough County School Board a school site located in Section K. The size shall be 15 acres but may be reduced to 13 acres if the adjacent parcel (Section J) is developed as a public park. The developer shall receive impact fee credits in accordance with applicable Hillsborough County ordinance.

H. Hazardous Waste

1. The Developer shall provide to all PARKWAY CENTER businesses, information that hazardous wastes are to be stored or disposed of in accordance with applicable statutes and regulations regarding hazardous wastes and materials.

2. Each annual report shall include a list of all on-site

hazardous waste generators and handlers which have obtained EPA numbers, the type and quantities of wastes produced and stored and where such wastes are to be disposed of.

3. Large quantity generators of hazardous substances, as defined by applicable Federal and State regulations, shall implement a site-specific surficial aquifer monitoring program as required by Hillsborough County, EPC an DEP. An emergency response and hazardous waste management operation plan shall be required for those facilities which generate/handle hazardous wastes, to minimize hazards to human health and the environment. The plans shall describe the procedures and actions required of facility personnel as well as the duties of local EMS/fire and police departments and hospitals. The Plan shall be included in the first annual report following occupancy by facilities which generate/handle hazardous wastes within the park.

4. Small quantity generators as defined by applicable Federal and State regulations, should obtain USEPA identification number.

5. All temporary hazardous waste storage facilities shall meet applicable federal, state and local laws, rules and regulations, and where appropriate the criteria set forth in Sections 3.913(a), (d) and (e), TBRPC's Future of the Region.

6. The Developer, through restrictive lease agreements or covenants, shall advise tenants and purchasers that any hazardous waste must be transported and disposed of in a manner consistent with applicable regulations.

7. Any PARKWAY CENTER tenants that generate hazardous waste shall re-evaluate their waste streams to determine whether the quantity of waste can be reduced, or if other raw materials can be substituted in the process that may render the waste non-hazardous. Such re-evaluations shall be reported in each annual report for the development.

I. 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 hotel guests and those employees who, for security or administrative reasons, are in the development after an evacuation order is issued by: (1) ordering all buildings closed for the duration of a hurricane evacuation order; (2) informing all employees of evacuation routes out of the flood prone area and measures to be followed 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 submitted after occupancy of any portion of the project.

2. The Developer has coordinated with the Hillsborough County Bureau of Emergency Management and the Greater Tampa Chapter of the American Red Cross regarding development of an appropriate Hurricane Evacuation management plan. Pursuant to said management plan, for each area within Hurricane Evacuation Zone C, (i.e., needing evacuation during a Category 1, 2 or 3 hurricane, the Developer shall make a contribution, to the local chapter of the American Red Cross, of twenty-six dollars ($26.00) times the number of hurricane shelter spaces necessitated by the existing occupied homes within the project at the dates specified below. The approved site plan currently generates a total of 1946 hurricane evacuation shelter spaces. Payments shall be made on December 31, 2000, December 31, 2003, and December 31, 2006. The Developer's contributions to the Red Cross shall be utilized by the Red Cross to mitigate shelter needs for the area of the County in which the Project is located.

J. Energy Conservation

1. The energy conservation measures referenced on pages 25-2, 25-5 and 25-6 of the ADA shall be required. The following energy conservation measures shall also be encouraged by the Developer or his assigns: for the office, service center, research and development and commercial

components of PARKWAY CENTER.

(a) The institution of programs to promote energy conservation by employees, buyers and suppliers.

(b) Reduction of levels of operation of all air conditioning, heating and lighting systems during non-business hours.

© 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 the project's facilities.

K. Equal Opportunity

1. The Developer shall seek, 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.

L. General

1. The discovery of any historical or archaeological resources shall be reported to Hillsborough County and the disposition of such resources shall be determined in cooperation with the Division of Historical Resources and Hillsborough County.

2. The Parkway Center Community Development District is hereby authorized to undertake the funding and construction of any of the projects, whether within or without the boundaries of the District, which are identified within this Development Order.

3. Any approval of the PARKWAY CENTER development shall at minimum, satisfy the provisions of Chapter 380.06(19), FS

4. All of the final Developer's commitments set forth in the Application, and as summarized in Exhibit A shall be honored, except as they may be superseded by specific terms of the Development Order.

5. The Developer or its designee shall maintain all open space and landscaped areas within the project site except for any drainage easements maintained by Hillsborough County.

6. PARKWAY CENTER shall encourage project tenants to provide or participate in the provision of child care facilities for their employees. A report on any such provision shall be provided in the annual reports following the first Certificates of Occupancy.

EXHIBIT

A-1

TABLE 11

EQUIVALENCY MATRIX (Revised 7/28/97)
(BUILDOUT)

CHANGE FROM

CHANGE TO	Office	Commercial	Hotel	Lt. Industrial	High Technology	Service Center
Industrial Park	1.609 ksf/ksf	5.371 ksf/ksf	0.837 ksf/rm	1.077 ksf/ksf	1.051 ksf/ksf	1.237 ksf/ksf
Office	N/A	2.711 ksf/ksf	0.422 ksf/rm	0.543 ksf/ksf	0.530 ksf/ksf	0.624 ksf/ksf
Office Park	1.160 ksf/ksf	3.870 ksf/ksf	0.603 ksf/rm	0.776 ksf/ksf	0.757 ksf/ksf	0.892 ksf/ksf
Hotel	1.927 rm/ksf	6.433 rm/ksf	N/A	1.290 rm/ksf	1.259 rm/ksf	1.482 rm/ksf
Commercial	0.201 ksf/ksf	N/A	0.105 ksf/rm	0.135 ksf/ksf	0.131 ksf/ksf	0.155 ksf/ksf
Single Family	1.773 du/ksf	5.917 du/ksf	0.922 du/rm	1.186 du/ksf	1.158 du/ksf	1.363 du/ksf
Multi-Family	2.794 du/ksf	9.327 du/ksf	1.453 du/rm	1.870 du/ksf	1.825 du/ksf	2.148 du/ksf
Elementary School	136.897 stud/ksf	456.906 stud/ksf	71.168 stud/rm	91.589 stud/ksf	89.421 stud/ksf	105.252 stud/ksf

Land use exchanges are based on PM peak hour project traffic. Use of this matrix should be limited to the following minimums and maximums:

Land Use	Minimum	Maximum
Industrial Park	500,000 sf	3,100,000 sf
Office	25,000 sf	150,000 sf
Office Park	200,000 sf	1,100,000 sf
Hotel	0 rms	200 rms
Commercial	15,000 sf	175,000 sf
Single Family	0 du	1,537 du*
Multi-Family	0 du	1,528 du*

EXHIBIT

A-1

TABLE 11

EQUIVALENCY MATRIX (Continued)
(BUILDOUT)

* The individual maximum dwelling units for the single family and multi-family may be exceeded as long as the total number of dwelling units within the project do not exceed 3,065 dwelling units.

Conversion - Single Family to Multi-Family = $\frac{0.826/\text{sf du}}{0.524/\text{mf du}}$ = 1.576 mf du/sf du

EXAMPLE:

- Approved Development Plan
  Alternative Development Plan

- Add 100 Single Family Homes by reducing Light Industrial.

  100 du / 1.186 du/ksf = 84.317

  Reduce Light Industrial by 84,317 square feet.

Note: This matrix is a two-way matrix. Once an exchange utilizing the equivalency matrix occurs, the resulting use and square footage may only be exchanged back to its original use. For example, if a Light Industrial land use is traded for Single Family, that Single Family can only be traded back to Light Industrial.

Exhibit A-2

TABLE 8 (Revised 9/3/99)

INTERSECTION ANALYSIS (SIGNALIZED)

Intersection	2006 Background + Project Traffic Existing Geometry			% of Adopted LOS Consumed	2006 Background + Project Traffic Required Geometry			Roadway Improvements
	V/C	Delay	LOS		V/C	Delay	LOS	
US 41 and Broadway	0.953	36.5	D	-	-	-	-	-
US 41 and SR 60	(1)	(1)	(1)	7.4%	0.916	39.9	D	EB Left SB Right SB Left
US 41 and Palm River	0.897	25.5	D	-	-	-	-	-
US 41 and Causeway Blvd.	(1)	(1)	(1)	-	0.737	29.0	D	EB,WB Right NB, SB Left
US 41 and Madison Ave.	0.881	23.3	C	-	-	-	-	-
US 41 and Riverview Dr.	0.755	22.5	C	-	-	-	-	-
US 41 and Gibsonton Dr.	0.805	21.2	C		-	-	-	-
US 41 and Symmes Rd.	0.553	10.9	B	-	-	-	-	-

Exhibit A-2

TABLE 8 (Continued)(Revised 9/3/99)

INTERSECTION ANALYSIS (SIGNALIZED)

Intersection	2006 Background + Project Traffic Existing Geometry			% of Adopted LOS Consumed	2006 Background + Project Traffic Required Geometry			Required Improvements
	V/C	Delay	LOS		V/C	Delay	LOS	
US 41 and Big Bend Rd.	0.662	20.0	C	-	-	-	-	-
US 41 and Apollo Beach Blvd.	0.785	16.6	C	-	-	-	-	-
US 41 and 19th Ave.	0.705	27.5	D	-	-	-	-	-
Falkenburg Rd. and Woodberry	0.560	12.1	B	-	-	-	-	-
Falkenburg Rd. and SR 60	(1)	(1)	(1)	1.7%				Urban Interchange
Falkenburg Rd. and Palm River	0.780	21.3	C	-	-	-	-	-
Falkenburg Rd. and Causeway Blvd.	(1)	(1)	(1)	16.1%	0.988	38.0	D	WB, SB Left
Falkenburg Rd. and US 301	(1)	(1)	(1)	26.2%	0.986	36.4	D	EB, NB Left

Exhibit A-2

TABLE 8 (Continued)(Revised 9/3/99)

INTERSECTION ANALYSIS (SIGNALIZED)

Intersection	2006 Background + Project Traffic Existing Geometry			% of Adopted LOS Consumed	2006 Background + Project Traffic Required Geometry			Required Improvements
	V/C	Delay	LOS		V/C	Delay	LOS	
Falkenburg Rd. and Madison Avenue	(1)	(1)	(1)	92.8%	0.932	27.9	D	NB Right
Causeway Blvd. and Providence Rd.	(1)	(1)	(1)	7.2%	0.952	39.3	D	EB,WB,NB Left
Causeway Blvd. and Kings	(1)	(1)	(1)	7.9%	0.894	37.1	D	NB Right
Causeway Blvd. and Parsons Ave.	0.831	30.4	D	-	-	-	-	-
Causeway Blvd. and Bryan	0.982	35.2	D	-	-	-	-	-
Madison Ave. and 78th Street	0.982	38.8	D	-	-	-	-	-
Bloomingdale Ave. and US 301	(1)	(1)	(1)	-	0.960	32.0	D	SB Right WB Left

Exhibit A-2

TABLE 8 (Continued)(Revised 9/3/99)

INTERSECTION ANALYSIS (SIGNALIZED)

Intersection	2006 Background + Project Traffic Existing Geometry			% of Adopted LOS Consumed	2006 Background + Project Traffic Required Geometry			Required Improvements
	V/C	Delay	LOS		V/C	Delay	LOS	
Bloomingdale Ave. and Providence Rd.	(1)	(1)	(1)	-	0.985	39.5	D	EB Left, Thru, Right WB FF Right SB Left, Right NB Right
Bloomingdale Ave. and Kings	(1)	(1)	(1)	-	0.981	27.9	D	SB Left EB,WB Thru & Right
Bloomingdale Ave. and Parsons Ave.	(1)	(1)	(1)	10.8	0.976	23.9	C	EB,SB Right SB Left
Bloomingdale Ave. and Bryan	0.945	19.6	C	-	-	-	-	-
Bloomingdale Ave. and Bell Shoals Rd.	(1)	(1)	(1)	6.8%	0.924	39.7	D	EB Left SB Right NB Right
Bloomingdale Ave. and Lithia Pinecrest Rd.	0.889	29.2	D	-	-	-	-	-

Exhibit A-2

TABLE 8 (Continued)(Revised 9/3/99)

INTERSECTION ANALYSIS (SIGNALIZED)

Intersection	2006 Background + Project Traffic Existing Geometry			% of Adopted LOS Consumed	2006 Background + Project Traffic Required Geometry			Required Improvements
	V/C	Delay	LOS		V/C	Delay	LOS	
78th St. and SR 60	0.963	27.2	D	-	-	-	-	-
78th St. and Palm River	0.945	38.3	D	-	-	-	-	-
78th St. and Causeway Blvd.	(1)	(1)	(1)	-	0.849	-	25.5	EB/WB Thru
78TH St. and Eagle Palm Dr.	0.911	28.7	D	-	-	-	-	-
78th St. and Riverview Dr.	(1)	(1)	(1)	-	0.674	16.3	C	SB Left EB Left
US 301 and SR 60	(1)	(1)	(1)	1.6%	-	-	-	Urban Interchange

Exhibit A-2

TABLE 8 (Continued)(Revised 9/3/99)

INTERSECTION ANALYSIS (SIGNALIZED)

Intersection	2006 Background + Project Traffic Existing Traffic V/C	Delay	LOS	% of Adopted LOS Consumed	2006 Background + Project Traffic Required Geometry V/C	Delay	LOS	Required Improvements
US 301 and Palm River	0.974	33.5	D	-	-	-	-	-
US 301 and Crosstown (North)	0.765	23.1	C	-	-	-	-	-
US 301 and Crosstown (South)	0.606	18.0	C	-	-	-	-	-
US 301 and Lumsden Ave.	(1)	(1)	(1)	0%	-	-	-	Urban Interchange
US 301 and Riverview Dr.	(1)	(1)	(1)	16.4%	0.955	28.8	D	EB Right
US 301 and Balm Riverview	0.974	23.3	C	-	-	-	-	-
US 301 and Gibsonton Rd.	(1)	(1)	(1)	6.4%	0.905	37.0	D	SB Left
US 301 and Big Bend Rd.	0.726	22.8	C	-	-	-	-	-

Exhibit A-2

TABLE 8 (Continued)(Revised 9/3/99)

INTERSECTION ANALYSIS (SIGNALIZED)

Intersection	2006 Background + Project Traffic Existing Traffic V/C	Delay	LOS	% of Adopted LOS Consumed	2006 Background + Project Traffic Required Geometry V/C	Delay	LOS	Required Improvements
Boyette and Balm Riverview	(1)	(1)	(1)	7.4%	0.887	23.6	C	EB, WB Right
Falkenburg Rd. and Eagle Palm Dr. (North)					0.816	22.6	C	SB Left

(1) Exceeds delay limits of HCS, therefore, no level of service is calculated.

MAP H

Located in original Development Order file

Richard Ake
Clerk of the Circuit Court
Hillsborough County, Florida

Clerk to Board of
County Commissioners
County Center, 12th Floor
601 E. Kennedy Blvd
P.O. Box 1110
Tampa, Florida 33601
Telephone 276-8100, ext. 5730

December 23, 1997

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

Re: Resolution No. R97-284 - Amending the Developmental Order for Parkway Center (DRI #146)

Dear Mr. Butts:

Attached is a certified copy of referenced resolution, which was adopted by the Hillsborough County Board of County Commissioners on November 25, 1997.

We are providing this copy for your files.

Sincerely,

Linda Fryman
Senior Manager, BOCC Records

LF:SAB
Attachment
Certified Mail
cc: Board files (orig.)
J. Thomas Beck, Florida Department of Community Affairs
Rhea F. Law, Esq. Fowler, White, Gillen, Boggs, P.A.
Susan Fernandez, Assistant County Attorney
Gene Boles, Director, Planning & Growth Management
Joe Egozcue, County Attorney's Office

Resolution No. R97-284

RESOLUTION OF THE BOARD OF COUNTY COMMISSIONERS OF HILLSBOROUGH COUNTY, FLORIDA DRI #146 DEVELOPMENT ORDER PARKWAY CENTER

Upon motion by Commissioner Turanchik, seconded by Commissioner Berger the following Resolution was adopted by a vote of 6 to 1. Commissioner Platt voting no.

WHEREAS, on October 13, 1987, the Hillsborough County Board of County Commissioners approved a Development Order (Resolution No. R87-0334) for the Parkway Center Development of Regional Impact (DRI#146) (the "Development") pursuant to the provisions of Section 380.06, Florida Statutes; and

WHEREAS, on August 25, 1992, the Board of County Commissioners approved the First Amendment to the Development Order (Resolution No. R92-0208) for the Parkway Center Development of Regional Impact pursuant to the provisions of Section 380.00, Florida Statutes; and

WHEREAS, on July 29, 1997, the Board of County Commissioners of Hillsborough County adopted and subsequently rendered the Second Amendment to the Development Order (Resolution No. R97-189) for the Parkway Center Development of Regional Impact pursuant to the provisions of Section 380.06, Florida Statutes; and

WHEREAS, subsequent to the adoption of the Second Amendment to the Development Order (Resolution No. R97-189), the State of Florida Department of Community Affairs (DCA) expressed a desire to clarify and correct certain statements made in the amended Development Order; and

WHEREAS, the purpose of this Resolution is to amend the Development Order to reflect the clarifications and corrections agreed to by and between DCA, Hillsborough County and the developer of the Parkway Center Development of Regional Impact.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF COUNTY COMMISSIONERS OF HILLSBOROUGH COUNTY, FLORIDA, IN REGULAR MEETING ASSEMBLED THIS 25TH DAY OF NOVEMBER, 1997, AS FOLLOWS.

I. FINDINGS OF FACT

A. The following Findings of Fact are made:

1. Parkway Center, Inc., referred to as "Developer," has entered into an Agreement with DCA dated October 8, 1997, to make the following corrections and clarifications to the Parkway Center Development Order, which accurately depicts the understandings and intentions of DCA, Hillsborough County and the Developer:

   A) Delete Option 1 of "Transportation", condition IV. B. 4. a., [pages 8 through 13], including Tables 1 and 2, referred to therein. This deletion will clarify that the Developer has previously selected to proceed under Options 2 and 3 of the Transportation Section.

   B) Modify Transportation conditions IV. B. 4. b. (1) [pages 13-14], IV. B. 4. c. (1) [page 15] and IV. B. 4. c. (8) (a) [page 18], to delete references to Option 1 and Tables 1 and 2.

   C) Amend the last sentence of "Vegetation and Wildlife" condition, IV. F. 1. b. [page 26], to state: "The survey, proposed upland preservation and proposed management plan for the selected 21-acre site, shall be submitted by the Developer to the FGFWFC Office of Environmental Services, Hillsborough County, and the Department of Community Affairs, and consistent with their subsequent recommendations, amended into this development order without the filing of an NOPC."

   D) Delete the sentence which appears after "Vegetation and Wildlife" condition IV. F. 2 (e), [page 27], which states, "Any modification to these criteria shall be amended into the development order without requirement for submission of a NOPC."

2. All statutory procedures have been adhered to.

3. The Findings of Fact and Conclusions of Law made in the original Development Order and subsequent amendments thereto, are incorporated herein by reference unless in conflict with the provisions of this Amendment to the Development Order of the Notice of Change, which shall be controlling.

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.

II. CONCLUSIONS OF LAW

A. Based upon the Agreement between DCA and the Developer dated October 8, 1997, the recommendations and testimony heard and considered by the Board of County Commissioners, 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 Comprehensive Plan land development regulations.

3. The development is consistent with the report and recommendation of the Tampa Bay Regional Planning Council.

B. The Parkway Center DRI # 146 Development Order is hereby amended as provided in Exhibit "A", attached hereto and incorporated herein.

C. The Agreement between DCA and the Developer dated October 8, 1997, is attached hereto as Exhibit "B" and incorporated herein.

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

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

F. 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 Parkway Center, 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 November 25, 1997 as same appears of record in Minute Book 258 of the Public Records of Hillsborough County, Florida.

WITNESS my hand and official seal this 23 day of Dec., 1997.

APPROVED BY COUNTY ATTORNEY:

RICHARD AKE, CLERK

By: _____
Deputy Clerk

EXHIBIT "A"

IV. SPECIFIC CONDITIONS

A. Phasing Schedule and Deadlines

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

Land Use	Phase IA	Phase-IB	Phase II	Total
	2006	2006	2011	
Light Industrial	3,320,400	1,190,300	2,654,650	7,165,350
Service Center	154,700	55,400	820,800	1,030,900
High Tech	235,100	84,200	538,800	858,100
Office	150,300	0	346,700	497,000
Commercial	89,500	32,000	104,000	225,500
Subtotal	3,950,000	1,361,900	4,464,950	9,776,850
Hotel	80 rooms	20 rooms	160 rooms	260 rooms

* All square footage refers to gross square footage.
** Completion Date.

Notes:

(1) The use now referred to as "Commercial" was originally designated as "Business Services" in the Development Order, however, the trip generation rate for commercial uses was utilized in the Transportation Analysis for the original Development Order.

(2) The High Technology land use category is based on the following land uses:
Manufacturing (40%) - 127,720 SF
Office (30%) - 95,790 SF
Warehouse (30%) - 95,790 SF

(3) The Service Center land use is based on the following land uses:
Office (30%) - 63,030 SF
Office (30%) - 63,030 SF
Warehouse (40%) - 84,040 SF

(4) Phase II is comprised of the remaining portion of the original Phase II and Phase III.

2. If the Developer elects to amend the proposed phasing schedule, he shall submit said amendments to the Hillsborough County Planning and Growth Management Department for review and approval as required by law, which approval shall not be withheld for mere acceleration or deceleration of the development phasing if the terms of this Order are otherwise fully 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, as amended.

3. The physical development of Parkway Center began within three years of the effective date of the Development Order, as amended.

4. This Development Order shall remain in effect for a period up to and including September 29, 2011. No development shall be approved 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 of this Order.

5. The development shall not be subject to downzoning, or intensity reduction until September 29, 2011, 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.

6. Specific approval is hereby accorded for Phase IA & IB development subject to the conditions contained in this Order. Prior to issuance of Certificates of Occupancy for more development than that contained within Phase IA, the Developer shall submit a transportation air quality analysis for the remaining Phase I development ("Phase IB") pursuant to Section 380.06, Florida Statutes, as amended, and Section 4.202, Future of the Region. Conceptual approval of Phase II is also accorded hereby. Specific approval of Phase II is conditioned on the developer submitting, at Hillsborough County's choice either a Notice of Proposed Change (NOPC) or Application for Development Approval (ADA) addressing the cumulative impacts of Phase II on water, sewer, solid waste facilities, and any other issues related to the 2011 buildout date and use of the Equivalency Matrix for Phase II development

coupled with a new transportation and associated transportation air quality analysis pursuant to Section 380.06, Florida Statutes, as amended, and Section 4.202, Future of the Region., and compliance with all requirements of this Development Order. The new analysis shall be consistent with the results of the monitoring program and agreements reached at another transportation methodology meeting(s) to be held prior to the preparation of each new analysis.

The Developer is authorized to exchange the development approved in this Development Order for other approved uses as set forth in the Equivalency Matrix, which is attached hereto as Exhibit A-1. Once an exchange utilizing the equivalency matrix occurs, the resulting use and square footage may only be exchanged back to its original use.

At the time of selection of a land use trade-off under the Equivalency Matrix, the Developer shall notify the Department of Community Affairs (DCA) and the Tampa Bay Regional Planning Council (TBRPC) of said selection and shall also provide DCA, TBRPC and Hillsborough County with cumulative land use totals and remaining allowable quantities in the subsequent annual report for the Development. No additional approval of a particular land use trade-off is required pursuant to this provision, so long as the desired trade-off is consistent with the formula set forth in the Equivalency Matrix.

7. Prior to issuance of building permits for development beyond that contained within Revised Phase IA, the Developer shall submit a new transportation proportionate share analysis to reassess the transportation proportionate share and determine the amount of credit available or additional funds needed for Phase IB, pursuant to Section IV, B. 4. c. (6) (b) and (9) hereof. The new analysis shall be consistent with a methodology agreed upon by DCA, Hillsborough County and FDOT. The Developer is entitled to utilize the pipelining procedures, as set forth in repealed Rule 9J-2.0255, F.A.C., to mitigate the transportation impacts for the entirety of Phase I (Phase IA and Phase IB). Any applications for specific approval of Phase II or beyond shall be required to meet then current regulations relating to the transportation mitigation, including consistency with the local government comprehensive plan.

The results of this analysis shall be incorporated into the Development Order by way of a Notice of Proposed change, which change shall not constitute a substantial deviation nor shall it divest this project from the transportation mitigation contained herein.

Incorporation into this development order of all conditions related to this transportation study and recalculation shall be made prior to the issuance of any building permits for Phase IB development. The purpose of this specific

requirement to file and amend the development order through a Notice of Proposed Change (NOPC) is for the transportation review, recalculation and reassessment of a cumulative proportionate share calculation for phases IA and IB as noted above, including any credit for expenditures already undertaken or alternatively the need for additional pipeline roadway improvements required of the developer in order to prove entitlement for Phase IB development.

B. Transportation

1. A transportation improvements plan and schedule for the Falkenburg Road/I-75 area shall be developed in cooperation with the Florida Department of Transportation (FDOT), Tampa Bay Regional Planning Council (TBRPC), the Tampa Metropolitan Planning Organization (MPO) and developers in the study area. The plan shall consider all approved developments in the area including previously approved DRIs, and projected development. The plan shall be commenced within one year of issuance of construction permits. In lieu thereof, issuance of a Development order approving an areawide DRI including the project site shall satisfy this requirement. The parameters for this interim transportation plan or areawide DRI traffic analysis shall include, but not be limited to:

   a. The regionally significant roadways which shall be included in the focus of the transportation plan, as well as identification of additional roadways to be constructed within the study area.

   b. The existing, approved and projected development to be included within the plan.

   c. The manner by which the traffic impact of existing development will be documented and assessed.

   d. The manner by which the traffic impact of approved and projected development will be documented and assessed.

   e. The procedure by which mass transit shall be studied as a viable alternative to alleviate overburdening of the roadways.

   f. Identification of specific construction implementation goals, such as right-of-way acquisition/south and east/west corridors designed to coincide with transportation improvement needs generated by each phase completion for projects approved within the study area.

   g. Identification of sources of funding commitments for the improvements identified.

The I-75 Corridor and South Brandon studies recently completed by the Hillsborough County City-County Planning Commission and the Brandon area Transportation Study fulfill these requirements.

2. An annual monitoring program for the total PARKWAY CENTER project which will record driveway volumes in the evening peak hour, shall be started when Certificates of Occupancy have been issued for 500,000 square feet of office space, or other allowed uses which will likewise generate a total of 12,500 p.m. peak hour trips and shall continue until build-out. This information shall be supplied in the required annual report. If an annual report is not submitted within 30 days of its due date, or if the driveway volumes exceed those projected for peak hour in the Application for each phase by more than 15 percent, a substantial deviation determination shall be required, pursuant to 380.06(19), Florida Statutes, as amended, during which the Development Order may be amended to change or require additional roadway improvements. The results of the study may also serve as a basis for the developer or reviewing agencies to request Development Order amendments. 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. Hillsborough County and the Developer hereby agree to continue to work together toward the extension of Falkenburg Road from its existing terminus at Causeway Boulevard to U.S. 41 to the South along the general alignment identified in the MPO's 2015 plan. Toward this end the County will expeditiously proceed to complete the Right-of-Way Reservation procedures for the entire alignment referenced herein. The Developer shall provide technical assistance in the Right-of-Way reservation process. In addition, the County shall make every effort to require the dedication of Right-of-Way along said alignment. In the event the Developer elects Pipeline Option 3 as identified herein, or any partial pipeline of Falkenburg Road, the County shall, if appropriate, and in a timely manner, institute eminent domain proceedings for the needed Right-of-Way so that the Right-of-Way will be available for construction within the required time frame as set forth in this Development Order or as hereafter amended. The County's assistance in Right-of-Way acquisition shall include use of its eminent domain powers, but shall not include funding of the purchases except as provided in paragraph IV. B. 4. c.(4), below.

4. The developer at its option, shall select one or combinations of the following alternatives to mitigate the project's transportation impacts, provided that the combinations selected achieve the required degree of mitigation.

a. Option 1

[Option deleted as Developer has previously elected to proceed under Option 2 and Option 3]

b. Option 2

The Developer has previously elected Option 2 which provided for partial approval of the PARKWAY CENTER development, has completed the improvements listed in Table 3, and was authorized to construct up to 600,000 square feet of light industrial space or the equivalent thereof, before triggering any roadway improvements beyond those indicated in Transportation Table 3.

TRANSPORTATION TABLE 3

IMPROVEMENTS NEED TO SUPPORT 600,000
SQUARE FEET OF LIGHT INDUSTRIAL AND MAINTAIN
LOS "D" IN P.M. PEAK HOUR

INTERSECTION	APPROACH	IMPROVEMENT NEEDED
78th St. @ Madison	S	Add Right Turn Lane
78th St. @ Site A	N	Add Left Turn Storage Lane

c. Option 3

The Developer has also elected Option 3 as set out below. The requirements of Option 3 have been determined to be the appropriate requirements to cure and mitigate the impacts of the project on regionally significant transportation highway 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 TBRPC and DCA policies regarding pipelining transportation impacts.

(1) The Developer has designed the ultimate six-lane divided urban section of Falkenburg Road from the north project boundary to Madison/Bloomingdale and has completed approximately 90% of their responsibility for the design for the section of Falkenburg Road extending from Madison/Bloomingdale to Everhart (Brooker) Road.

The Developer has acquired needed rights-of-way for and constructed the four-lane divided section of Falkenburg Road from the north project boundary to Madison/Bloomingdale including geometric intersection improvements required for the four-lane improvements, so that the ultimate six lanes can be added in the median.

Further, Developer has acquired all needed right-of-way for the four-lane divided section of Falkenburg Road from Madison/Bloomingdale to Everhart (Brooker) Road, with the exception of the portion of right-of-way located on the Lily-White Property.

(2) In order to promote the uniform and efficient construction of Falkenburg Road and to avoid constructing only a portion of Falkenburg Road that would not provide a substantial public benefit nor cure or mitigate the impacts of the project on the regional transportation network, the Developer shall complete the acquisition of the right-of-way associated with the Lily-White Property and ultimately construct four lanes of Falkenburg Road from Madison to Everhart (Brooker) Road in conjunction with the Pavilion's (DRI #148) construction of Falkenburg Road from Everhart (Brooker) Road to U.S. 301. The performance deadlines for completion of this facility are as follows:

(a) The six-lane design shall be completed by March 1, 2000. The 90% Required Design has been prepared in a manner acceptable to the Hillsborough County Engineering Department. All roadway plans were submitted for review and approval by the Hillsborough County Engineering Department and the Florida Department of Transportation for improvements on State Roads. Additional reviews shall be at the 100% complete stage.

(b) Acquisition of all of the necessary right of way shall be completed by June 1, 2000.

(c) Construction of the first two-lanes (divided) of the roadway facility shall be completed by December 31, 2001. This date reflects a good faith estimate by the County and the Developer that Certificates of Occupancy will be issued for one-third of the project by this date. If Certificates of Occupancy are not issued for one-third of the project by this

date, the Developer may request that the County grant an extension of time through an amendment to this Development Order to reflect the date upon which Certificates of Occupancy are anticipated to be issued for one-third of the project. The Developer shall be responsible for construction administration and inspection services.

(d) Construction of the remaining two lanes of the roadway facility shall be substantially complete by December 31, 2003.

(3) The design work required under paragraph IV.B.4.c.(1) and (2) above shall be referred to herein as the "Required Design," and the improvements required under paragraph B.3.c(1) and (2) above shall be referred to herein as the "Required Improvements." The Required Design is approximately 90% complete and, unless extended pursuant to an agreement with Hillsborough County Engineering Department, the Developer will achieve 100% completion in accordance with the construction schedule set forth above.

(4) As soon as feasible in the preparation of the "Required Design," the Developer shall submit to Hillsborough County the appraised value of any off-site Right-of-Way not under public control which is needed for the Required Improvement. In the event that the information submitted by the Developer and verified by Hillsborough County indicates that the Required Improvement Costs, specified in paragraph 9(a), are substantially insufficient to provide for the Required Improvements, Hillsborough County shall determine whether it shall assist the Developer in funding the Required Improvements. If Hillsborough County elects not to provide the funds, the Developer shall proceed as stated in paragraph (6).

(5) Subject to acts of God or other occurrences beyond the Developer's control, the Developer shall expeditiously complete the construction of the Required Improvements upon acquisition of required rights-of-way and shall complete such construction pursuant to the schedule set forth above. To ensure that the Required Improvements are completed at the earliest possible time, Hillsborough County shall provide non-financial assistance to the Developer, when required, in obtaining all necessary permits, approvals and utility relocations, off-site construction easements and rights-of-way necessary to complete said improvements. The County's assistance in right-of-way

acquisition shall include use of its eminent domain powers, but shall not include funding of the purchases except as provided for in Paragraph 4.C(4), above. The Developer and County shall utilize their best efforts to work with off-site right-of-way property owners to obtain right-of-way dedications. Upon completion of the Required Improvements substantially in accordance with the Required Design, Hillsborough County shall accept the Required Improvements and shall assume full responsibility for their maintenance except for those under the jurisdiction of the FDOT.

(6) (a) Subject to the provisions of paragraph IV.B.4.c.(4), above, if the Developer determines that it will not be able to substantially complete the Required Design and the Required Improvements for the Required Improvements Costs for Phase IA, the following improvement may be an acceptable alternative to the Required Design and the Required Improvements:

The Developer may, subject to the other applicable provisions of this Option 3 and in accordance with the Design and Construction Schedule set forth herein, design and construct improvements to 78th street abutting the Site and extending north thereof in an improvement to be more specifically identified through an amendment to this Development Order. Any such improvements shall be offset against Required Improvements Costs as identified herein.

(b) Should the Developer elect to proceed with the Required Design, and Required Improvements for Phase IA, at a cost greater than the Required Improvements Costs, then following the completion of the analysis referenced in paragraph A.7 hereof, the Development Order shall be amended to identify the portion of the Phase IB development to which the Developer is entitled by virtue of any agreed upon additional expenditures. Any such Amendment shall be deemed not to be a substantial deviation of the terms hereof.

(7) If, as provided for herein, alternate improvements are substituted for those defined as the Required Improvements 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.

(8) (a) In lieu of the requirements under paragraphs IV.B.4.c.(1) - (7) above, the Developer may elect to pay to Hillsborough County,

subject to the County's approval, the total costs for the aforesaid Required Design and the Required Improvements, which, for purposes of this Development Order shall be deemed to be $4,129,994.00 in 1987 dollars, (the "Required Improvements Costs" or "the Developer's Fair Share Contribution."). The Developer's Fair Share Contribution relates to development within Phase IA. If the Developer has completed any of the Required Improvements prior to payment of costs in accordance with this paragraph, the Required Improvements Costs shall be reduced by the reasonable cost of the design and/or improvements completed. The intent of this paragraph is to enable the Developer to meet its obligations to fully mitigate the traffic impacts of the project's Phase IA development in terms of Section 380.06, Florida Statutes, as amended, by paying the stated sums, which exceed the Developer's fair share of the costs of the improvements previously identified, in lieu of constructing the identified improvements if, for reasons beyond the Developer's control, it becomes impractical or improvements within the parameters defined herein.

(8) (b) If the County accepts payments under this section, or because there is a need for additional improvements pursuant to the recalculation set forth in paragraph A.7 above, it shall use such monies to design and construct the Required Improvements. If the County determines that it is not practical to complete the Required Improvements, an alternate improvement identified herein, which meets the requirements of TBRPC and Department of Community Affairs pipelining rules to mitigate the traffic impacts of the project's traffic and which shall be identified in an amendment to this Development Order.

(9) If, as recalculated pursuant to paragraph A.7 above, the actual cost of the Required Improvements exceeds the Developer's Fair Share Contribution for Phase IA of the project, the County shall credit the excess monies toward the Developer's Fair Share Contribution for Phase IB. Before any credit over approved engineering costs estimate(s) is given, all costs substantially above the engineering costs estimates shall be submitted to and approved by Hillsborough County, and this Development Order amended as specified in paragraph A.7. above.

(10) Should the Developer fail to substantially comply with the time frames listed herein, the County shall have the right to complete the Required Design or construction of the Required Improvements.

(11) Development activities and issuance of permits shall immediately cease if the Required Design and Required Improvements or the payment of the Required Improvements Costs as described herein are not provided in accordance with the requirements of paragraph IV.B.4.c.(1) - (10), above.

(12) At the Developer's request, Hillsborough County, based on traffic analyses or studies, and/or long range planning, may authorize alternative pipelining approaches and conditions to those established above, provided that such variations are technically appropriate, and that the basis for, and conditions of such variations are specifically set forth in an amendment to the Development Order.

5. The Developer shall receive credit against impact fees, pursuant to law. The application and payment of Impact Fees in itself will not constitute funding commitments for the required right-of-way dedications and transportation improvements. Any difference between the estimated and actual Required Design and the Required Improvements Costs (the "Difference") shall be paid in cash prior to the issuance of the final Certificate of Occupancy for Phase IB of the project, or the Developer may elect to make other improvements of a value equivalent to the Difference, subject to amendment of this Development Order and approval by the Hillsborough County Engineering Department and FDOT if the improvement is to a state facility. The Developer's completion of the Required Design and Required Improvements and payment of the Difference, or completion of the improvements in lieu of the Difference as provided for herein, shall be deemed to fully and completely satisfy any and all of its obligations under the law to mitigate the Phase IA and IB traffic impacts of the PARKWAY CENTER project.

6. 78th Street shall be widened by the Developer to a 3-lane section from the north project access south to Riverview Drive. This improvement shall be completed as required by the County. Widening shall begin sufficiently north of the north project access to develop a 125 foot left turn storage lane for southbound motorists turning left into this access. The center lane shall be for left turns into all project accesses and at Riverview Drive. All roadway construction shall be completed with proper transitions from the widened section to the existing roadway pavement.

7. The Developer shall remove existing pavement markings in the widened section and restripe the roadway to delineate the left turn lanes. This restriping shall be performed in accordance with Hillsborough County standards.

8. Driveway radii shall be a minimum of 40 feet in size to accommodate single unit vehicles.

9. At such time that traffic signal warrants are met at any of the project access, the Developer shall pay for the design, purchase and installation of the traffic signal(s), as well as any interconnection costs to adjacent signals, subject to Hillsborough County requirements and approval(s).

10. At the time of platting or earlier if requested by the County, the Developer shall dedicate an additional ten feet of right-of-way on the east side of 78th Street (1.0 acres M.O.L.). This will provide part of the 100 feet of total right-of-way needed ultimately to accommodate a symmetrical 4-lane divided roadway section. The appropriate share of the right-of-way shall be credited against the developer's fair share contribution under Section IV.B.4.c. above.

11. At the time of platting or earlier if requested by the County the developer shall dedicate an additional 20 feet of right-of-way on the north side of Riverview Drive (.9 ac. M.O.L.). This will provide part of the 100 feet of total right-of-way needed ultimately to accommodate a symmetrical 4-lane divided roadway section. The appropriate share of the right-of-way shall be credited against the Developer's fair share contributions under Section IV.B.4.c. above.

12. The Developer shall dedicate right-of-way for the extension of Falkenburg Road through the site as identified on Map H at such time as the roadway improvements are dedicated to the County. The dedication of right-of-way shall be part of the Required Improvements as defined herein. The appropriate share of right-of-way shall be credited against the Developer's fair share contributions under Section IV.B.4.c. above.

13. The developer shall conform to the five stipulations of the Hillsborough Area Regional Transit Authority (HART) (as listed below) concerning proposed phase modal splits and shall monitor them with each annual report.

    (a) Access and internal arterial and appropriate collector road geometrics shall accommodate an eight foot wide by forty (40) foot long advance design coach.

    (b) The Developer shall provide shelters and pullout bays along the on-site transit route on the internal arterial or collector roads as and when deemed appropriate by the 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.

(c) Transit schedule/information displays will be provided, at a minimum, at each on-site bus stop by the Developer.

(d) 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.

(e) 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 said authority.

14. A pedestrian circulation system and a bicycle circulation system shall be provided within the project. The pedestrian system shall include internal sidewalks. The bicycle system shall incorporate elements as needed to complement the County Bicycle Plan. No detailed site plans shall be approved which do not indicate these systems and their exact locations. Additionally, external sidewalks in the right-of-way area along Riverview Drive adjacent to the project shall be provided by the Developer as required by Hillsborough County.

15. Provisions shall be made for a future light rail corridor. The developer shall reserve until November 15, 2002, a minimum 50 foot wide corridor along the east side of Falkenburg Road for railroad track and a parcel approximately 3 to 4 acres in size for a rail transit station within either Tract I or Tract CC as shown on Map H. The development of the rail transit station shall not impact any wetland preservation tracts which may be located on either of these tracts. The selection of whether the rail transit facility parcel will be located in Tract I or Tract CC shall be made by the Developer. Prior to any development within the tract selected, the Developer shall coordinate with the County and Hartline or its designee, as to the appropriate acreage necessary for the rail station. If at any time the County abandons light rail for this area, such reservation shall automatically terminate for rail transit uses. If the County has not committed to the rail corridor project for commencement within Parkway Center by November 15, 2002 (the actual construction completion date may be beyond November 15, 2002), the reservation of the 50 foot corridor and the rail station reservation may be terminated at the election of the Developer. If the rail line and rail station reservations are terminated as described above, the Developer shall be permitted to develop said light rail and rail station areas with the other uses already approved and

designated for the subject tracts, and said development shall not constitute a substantial deviation.

C. Air Quality

1. If any proposed change is determined to be a substantial deviation, Hillsborough County shall determine whether the nature of the proposed change(s) is such that it would require a re-analysis of the air quality impacts of this project or if such proposed change includes uses which are determined to be point sources of air pollution. If a re-analysis is warranted as determined by Hillsborough County, the Developer shall perform point source air quality analyses and the Developer shall take remedial measures as required by Hillsborough County, all in accordance with applicable law.

2. The measure to reduce erosion, fugitive dust and air emission stated on pages 13-8, 13-9, 14-6 and 14-7 of the Application shall be required.

D. Stormwater Management and Water Quality

1. In order to protect water quality in the Alafia River, stormwater quality at the point of discharge shall not exceed the regulatory standards in place at the time of development. If any of the regulatory agencies or jurisdictions deems water quality monitoring necessary prior to groundbreaking or subsequent to buildout, the Developer shall provide a water quality monitoring program to the satisfaction of the regulatory agency(ies). Any violation of Chapter 17-3 F.A.C. shall require corrective measures as set forth by FDEP. The following shall apply:

   (a) Sampling locations and frequencies shall be determined to the satisfaction of the jurisdictional agency(ies).

   (b) All water quality analytical methods and procedures shall be thoroughly documented and shall comply with United States Environmental Protection Agency (USEPA) FDEP Quality Control Standards and Requirements.

   (c) The monitoring results shall be submitted to Hillsborough County Environmental Protection Commission (EPC) and other jurisdictional agency(ies). Should the monitoring indicate that applicable state water quality standards are not

being met, the violation shall be reported to Hillsborough County immediately and all construction within the project where the violation is noted shall cease until the violation is corrected; or if specific construction activities can be identified as causing the violation, all such activity shall cease until the violation is corrected.

2. Hillsborough County shall monitor the Floridan Aquifer pursuant to the Agreement for the Disposal of Treated Waste Water Effluent dated March 18, 1987, between the Board of County Commissioners and the Developer. Such monitoring shall also be done in accordance with subsection 17-6.080(3)(d), F.A.C.

3. Prior to the issuance of any building permits the Master Drainage Plan and drainage calculations shall be submitted to, and be approved by, Hillsborough County. The drainage system shall be designed to meet all applicable Hillsborough County and SWFWMD regulations. The County drainage criteria in existence at the time of construction of the respective project phases shall be the prevailing criteria to use for design and construction unless other affected agencies' drainage criteria are more restrictive. However, in no event shall drainage criteria be applied which are in conflict with the Approved Master Drainage Plan.

4. Post-developed flows may exceed pre-developed flows provided the downstream is not adversely impacted by the increased flows resulting in exceeding downstream conveyance capacities or creating excessive velocities.

5. The Developer shall give all necessary drainage easements or rights-of-way as required by the County's Stormwater Management Department.

6. All major drainage outfalls are to be designed to convey the 25-year conveyance without increasing offsite high waters.

7. All internal and external drainage facilities necessary for the proper functioning of the project are to be improved where necessary as required by the County Stormwater Management Department.

8. The Developer shall be responsible for the operation and maintenance of the on-site drainage facilities, excluding easements maintained by

Hillsborough County.

9. Diversion of flow to the Alafia River shall be done so as not to adversely affect the flow characteristics of the Alafia River downstream of the site.

E. Wetlands

1. In order to protect the natural values of preserved/conserved wetland areas, the following shall be required:

(a) Except as otherwise permitted by agencies having jurisdiction:

(1) No hydroperiod alteration shall be permitted in conservation or preservation areas identified on Map H.

(2) No dredging, filling or development activities will be allowed within preservation areas. Activities within the conservation areas shall be limited to approved stormwater management outfall structures and boardwalks.

(3) All on-site conservation area(s) shall be conserved unless a mitigation plan is approved by the Environmental Protection Commission and submitted to the County. The plan shall be implemented prior to or concurrent with the wetlands being disturbed. All mitigation areas and littoral shelves shall be monitored in accordance with the requirements of the agency or agencies issuing the permit for such mitigation.

(4) All wetland losses shall require a minimum of 1:1 in-kind wetland replacement.

2. The land use designations for those portions of the PARKWAY CENTER site which are to be preservation and conservation areas, shall be so designated in Map H submitted to Hillsborough County in the next NOPC application, and shall be reviewed by Florida Game and

Freshwater Fish Commission to determine what portions of the Eagle protection zone, if any, shall be preserved and by what method.

F. Vegetation and Wildlife

1. The pine flatwoods, mixed hardwood conifer, and other hardwood communities within a twenty-one (21) acre upland preservation tract and representatives tracts of mixed wetland hardwood communities shall be preserved onsite as shown on Map H in a manner which will ensure their continued natural function and listed upland animal species value. Exhibit A-2 attached hereto identifies two alternative 21-acre upland areas [Area A and Area B] which may be selected for preservation in accordance with the provisions of this paragraph. Prior to issuance of building permits for any development beyond Parcels A, B, C, D, and E, the Developer shall amend this development order to accomplish the following.

   a. Conduct, in Areas A and B such upland listed animal species and/or habitat suitability surveys as are required by DCA and the County for the Sherman's fox squirrel, eastern indigo snake, and pine snake, for the purpose of determining which site shall be required for preservation. Upon agreement on which site will be preserved, an amended Map H shall be transmitted to DCA and the County.

   b. The two upland 21-acre site field surveys, if required, shall be acceptable to, and consistent with the recommendations of Florida Game and Freshwater Fish Commission (FGFWFC). The survey, proposed upland preservation and proposed management plan for the selected 21-acre site, shall be submitted by the Developer to the FGFWFC Office of Environmental Services, Hillsborough County, and the Department of Community Affairs, and consistent with their subsequent recommendations, amended into this development order without the filing of an NOPC.

   c. All upland areas identified for preservation or special

protection shall be preserved by either a conservation easement, conservation designation on the local comprehensive plan future land use map, or by transfer to a management organization, consistent with the provisions of Rule 9J-2.041.F.A.C.

2. The Developer has obtained written confirmation from the United States Fish and Wildlife Service that Map H is consistent with the Management Guidelines for the Bald Eagle in the Southeast Region (U.S. Fish and Wildlife Service, Region 4), and that the following criteria including location, eagle preserve site design and protective measures plan for the active eagle nest as indicated on Map H are appropriate:

   (a) The Developer shall provide a 400 foot forested Primary Zone, within which no development will occur, and a 350 foot Secondary Zone within which the Developer will construct a pedestrian trail and lakes/retention areas.

   (b) Construction of the pedestrian trail and lakes/retention areas shall not occur within the Secondary Zone during the Nesting Season (October 1 through May 15). Once construction of the pedestrian trail and lakes/retention areas has been completed, routine maintenance activities within the Secondary Zone may take place within the Nesting Season.

   (c) Pedestrian access to the Primary Zone should be restricted during the Nesting Season (October 1 through May 15).

   (d) No prescribed burning shall occur within the Primary or Secondary Zones.

   (e) A "flyway" area shall be provided as set forth on Map H. To the extent practicable, any prescribed burning of the flyway should occur within the non-Nesting Season. If this timing is not possible, burning should only occur when the area to be burned is downwind of the nest tree.

3. In the event that the nest is declared to be abandoned, pursuant to applicable FGFWFC/USFWS guidelines, development of the preserve area shall be subject to substantial deviation Application for Development Approval (ADA) review. The above-mentioned maintenance activity is to be accomplished by appropriate parties in a manner consistent with the eagle protective measures plan outlined above.

4. The Developer anticipates utilizing the Equivalency Matrix to enable the development of the Tracts immediately surrounding the Secondary Zone with residential uses. The above-referenced USFWS approvals are based upon the portions of Tracts Z, JJ, U, V, W, X, Y, EE, DD and CC which are within 1,500 feet of the nest tree being developed with residential uses and an elementary school. In the event that the Developer seeks building permits for non-residential uses within the portions of the above referenced Tracts which are within 1,500 feet of the nest tree, the Developer shall immediate notify USFWS of the proposed non-residential development. The USFWS shall then re-evaluate the bald eagle protective measures plan described above in light of the new development plans to determine whether any additional protections are needed. If additional protections are required, said protections shall be incorporated into the Development Order through the Notice of Proposed Change process.

5. Prior to issuance of building permits for any portion of the development beyond Tracts A, B, C, D, and E as shown on Map H, an acceptable plan detailing how the gopher tortoise population of Parkway Center will be accommodated, protected, monitored, or mitigated for, shall be submitted to Hillsborough County, DCA and FGFWFC and the development order amended as specified below. Upon approval of said plan by the County and DCA, the components to the plan will be amended as approved into the Development Order along with any changes required to Map H without the filing of an NOPC. Copies of any required permits relative to the gopher tortoise plan shall be provided to Hillsborough County. All areas identified for preservation or special protection shall be preserved by either a conservation easement, conservation designation on the local

comprehensive plan future land use map, or by transfer to a management organization, consistent with the provisions of Rule 9J-2.041 F.A.C.

G. Public Facilities

1. Prior to any preliminary site plan approvals or their equivalent 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 lines and facilities to service the project. No building permits shall be issued without an approved, permitted potable water distribution system and commitment of available capacity for that portion of the building construction.

2. Installation of automatic sprinkler systems shall be required for all non-residential buildings on the PARKWAY CENTER site.

3. Prior to any preliminary site plan approvals or their equivalent for the development, the Developer shall provide documentation to the Planning and Growth Management Department of a master plan for waste water collection facilities approved and permitted by the Utilities Department or other applicable entity. No building permits shall be issued without a commitment from Hillsborough County or other responsible entity to provide waste water disposal capacity for the building(s) that are the subjects of such application.

4. Prior to commercial site plan approval for the development, the Developer shall verify to the satisfaction of Hillsborough County that adequate Emergency Management Services (EMS) capabilities and facilities are available to service the development.

5. The Developer shall be required to 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 detailed site plan approval.

6. The Developer shall use non-potable water for landscape and

open space irrigation except as otherwise approved by Hillsborough County.

7. The collection, transportation and disposal of solid waste is controlled by Hillsborough County ordinance and shall take place in accordance with the terms of said ordinance. No building permits shall be issued without a commitment from Hillsborough County or other responsible entity to provide for the collection, transportation and disposal of solid waste for the building(s) that are the subjects of such building permit application.

8. Septic tanks may be permitted on a temporary basis for construction purposes only, subject to local regulations.

9. In the event the Developer elects to utilize the Equivalency Matrix for development of greater than 2000 residential units, the Developer shall dedicate to the Hillsborough County School Board a school site of 15 acres if the site is freestanding or 13 acres if the site is adjacent to a neighborhood park, and shall receive impact fee credits in accordance with applicable Hillsborough County ordinance.

H. Hazardous Waste

1. The Developer shall provide to all PARKWAY CENTER businesses, information that hazardous wastes are to be stored or disposed of in accordance with applicable statutes and regulations regarding hazardous wastes and materials.

2. Each annual report shall include a list of all on-site hazardous waste generators and handlers which have obtained EPA numbers, the type and quantities of wastes produced and stored and where such wastes are to be disposed of.

3. Large quantity generators of hazardous substances, as defined by applicable Federal and State regulations, shall implement a site-specific surficial aquifer monitoring program as required by Hillsborough County, EPC an DEP. An emergency response and hazardous waste management operation plan shall be required for those facilities which generate/handle hazardous wastes, to minimize hazards to human health and the environment. The plans shall describe

the procedures and actions required of facility personnel as well as the duties of local EMS/fire and police departments and hospitals. The Plan shall be included in the first annual report following occupancy by facilities which generate/handle hazardous wastes within the park.

4. Small quantity generators as defined by applicable Federal and State regulations, should obtain USEPA identification number.

5. All temporary hazardous waste storage facilities shall meet applicable federal, state and local laws, rules and regulations, and where appropriate the criteria set forth in Sections 3.913(a), (d) and (e), TBRPC's Future of the Region.

6. The Developer, through restrictive lease agreements or covenants, shall advise tenants and purchasers that any hazardous waste must be transported and disposed of in a manner consistent with applicable regulations.

7. Any PARKWAY CENTER tenants that generate hazardous waste shall re-evaluate their waste streams to determine whether the quantity of waste can be reduced, or if other raw materials can be substituted in the process that may render the waste non-hazardous. Such re-evaluations shall be reported in each annual report for the development on a schedule outlined in the Development Order.

I. 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 hotel guests and those employees who, for security or administrative reasons, are in the development after an evacuation order is issued by: (1) ordering all buildings closed for the duration of a hurricane evacuation order; (2) informing all employees of evacuation routes out of the flood prone area and measures to be followed 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 submitted after occupancy of any portion of the project.

2. The Developer has coordinated with the Hillsborough County Bureau of Emergency Management and the Greater Tampa Chapter of the American Red Cross regarding development of an appropriate Hurricane Evacuation management plan. Pursuant to said management plan, for each area within Hurricane Evacuation Zone C, (i.e., needing evacuation during a Category 1, 2 or 3 hurricane, the Developer shall make a contribution, to the local chapter of the American Red Cross, of twenty-six dollars ($26.00) times the number of hurricane shelter spaces necessitated by the existing occupied homes within the project at the dates specified below. The approved site plan currently generates a total of 1946 hurricane evacuation shelter spaces. Payments shall be made on December 31, 2000, December 31, 2003, and December 31, 2006. The Developer's contributions to the Red Cross shall be utilized by the Red Cross to mitigate shelter needs for the area of the County in which the Project is located.

J. Energy Conservation

1. The energy conservation measures referenced on pages 25-2, 25-5 and 25-6 of the ADA shall be required. The following energy conservation measures shall also be encouraged by the Developer or his assigns: for the office, service center, research and development and commercial components of PARKWAY CENTER.

(a) The institution of programs to promote energy conservation by employees, buyers and suppliers.

(b) Reduction of 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 the project's facilities.

K. Equal Opportunity

1. The Developer shall seek, 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.

L. General

1. The discovery of any historical or archaeological resources shall be reported to Hillsborough County and the disposition of such resources shall be determined in cooperation with the Division of Historical Resources and Hillsborough County.

2. Any approval of the PARKWAY CENTER development shall at minimum, satisfy the provisions of Chapter 380.06(19), FS

3. All of the final Developer's commitments set forth in the Application, and as summarized in Exhibit A shall be honored, except as they may be superseded by specific terms of the Development Order.

4. The Developer or its designee shall maintain all open space and landscaped areas within the project site except for any drainage easements maintained by Hillsborough County.

5. PARKWAY CENTER shall encourage project tenants to provide or participate in the provision of child care facilities for their employees. A report on any such provision shall be provided in the annual reports following the first Certificates of Occupancy.

EXHIBIT

B

Agreement for Parkway Center
DRI in Hillsborough County, Florida

This Agreement is entered into between Parkway Center, Inc., a Florida corporation (hereinafter "Developer") and the State of Florida Department of Community Affairs (hereinafter "Department").

WHEREAS, DCA is the state land planning agency having the power and duty to exercise general supervision of the administration and enforcement of Chapter 380, Florida Statutes, the Environmental Land and Water Management Act, which includes provisions relating to Developments of Regional Impact; and

WHEREAS, DCA is authorized by Section 380.032(3), Florida Statutes, to enter into an agreement with any landowner, developer or other governmental agency as may be necessary to effectuate the provisions and purposes of Chapter 380, Florida Statutes, or any related rule; and

WHEREAS, on November 18, 1987, the Hillsborough County Board of County Commissioners adopted a development order approving the Parkway Center Development of Regional Impact (the "Parkway Center DRI"); and

WHEREAS, on August 25, 1992, the Board of County Commissioners approved the First Amendment to the Development Order (Resolution No. R92-0208) for the Parkway Center Development of Regional Impact pursuant to the provisions of Section 380.06; Florida Statutes; and

WHEREAS, on May 5, 1997, the developer filed a Notification of Proposed Change to a previously approved Development of Regional Impact (the "NOPC") to amend the approved development order for the Parkway Center DRI; and

WHEREAS, DCA, the Developer and Hillsborough County entered into protracted negotiations and review of the NOPC, which ended on July 29, 1997, just prior to the adoption of the amended Development Order; and

WHEREAS, on July 29, 1997, the Board of County Commissioners of Hillsborough County adopted and rendered an amended development order for the Parkway Center DRI (the "Amended Development Order") to the Department; and

WHEREAS, the parties wish to make corrections and clarifications to the Development Order.

NOW, THEREFORE, in consideration of the terms and conditions set forth hereafter, the parties hereto agree as follows:

1. Representations. The representations set forth above are incorporated herein and are essential elements hereof. Based upon said representations and statements, the Department

concludes that this Agreement is in the best interest of the State, is beneficial to the Department in its role as the state agency with the responsibility for the administration and enforcement of Chapter 380, Florida Statutes, and reasonably applies and effectuates the provisions and the purpose of Chapter 380, Florida Statutes.

2. Entirety of Agreement. The parties further agree that this Agreement contains the entire and exclusive understanding and agreement among the parties and may not be modified in any manner except by an instrument in writing and signed by the parties.

3. Modifications to Amended Development Order. The Amended Development Order shall be amended within three months after the effective date of this Agreement, without an NOPC, in the following manner:

1) Delete Option 1 of "Transportation", condition IV. B. 4. a., [pages 8 through 13], including Tables 1 and 2, referred to therein. This deletion will clarify that the Developer has previously selected to proceed under Options 2 and 3 of the Transportation Section.

2) Modify Transportation conditions IV. B. 4. b. (1) [pages 13-14], IV. B. 4. c. (1) [page 15] and IV. B. 4. c. (8) (a) [page 18], to delete references to Option 1 and Tables 1 and 2.

3) Amend the last sentence of "Vegetation and Wildlife" condition, IV. F. 1. b. [page 26], to state: "The survey, proposed upland preservation and proposed management plan for the selected 21-acre site, shall be submitted by the Developer to the FGFWFC Office of Environmental Services, Hillsborough County, and the Department of Community Affairs, and consistent with their subsequent recommendations, amended into this development order without the filing of an NOPC."

4) Delete the sentence which appears after "Vegetation and Wildlife" condition IV. F. 2 (e), [page 27], which states, "Any modification to these criteria shall be amended into the development order without requirement for submission of a NOPC."

4. Duplicate Originals. This Agreement may be executed in any number of originals, all of which evidence one agreement, and only one of which need be produced for any purpose.

5. Scope of Authority. This Agreement affects the rights and obligations of the parties under Chapter 380, Florida Statutes. It is not intended to influence or determine the authority or decisions of any other state or local government or agency in issuance of any other permits or approvals that might be required by state law or local ordinance for any development authorized by this Agreement.

6. Enforcement. In the event of a breach of this Agreement or failure to comply with any condition of this Agreement, or if this Agreement is based on materially inaccurate information, the Department may terminate this Agreement or file a suit to enforce this Agreement as provided in Section 380.06 and 380.11, Florida Statutes. The prevailing party in any administrative, judicial or appellate proceeding arising from this Agreement shall be entitled to an award of a reasonable attorney's fee, court costs and the cost of investigations.

7. Costs and Attorneys Fees. Each party shall bear its own costs and attorney fees incurred in connection with this Agreement.

8. Date of Execution. The date of execution of this Agreement shall be the date that the last party signs and acknowledges this Agreement.

IN WITNESS THEREOF, the parties by and through their respective undersigned duly authorized representatives have executed this Agreement on the dates and year below written.

Parkway Center, Inc.

BY _____ Witnesses: _____

_____

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 6TH day of OCTOBER, 1997, by PAUL R. GRASSER, president of Parkway Center, Inc., a Florida corporation, on behalf of the corporation. He/she is personally known to me or has produced N/A as identification and did (did not) take an oath.

Barbara A. Fontaine
Notary Public

My Commission Expires:

Barbara A. Fontaine
Notary Public, State of Florida
My Comm. Expires May 10, 2000
No. CC550833
Bonded Thru: Official Notary Service
1-(800) 723-0121

DEPARTMENT OF COMMUNITY AFFAIRS

BY: Charles Pattison

2555 Shumard Oak Boulevard
Tallahassee, FL 32399-2100

Approved as to form and legal sufficiency:

David C. Jordan

Attorney, Department of Community Affairs

STATE OF FLORIDA
COUNTY OF LEON

The foregoing instrument was acknowledged before me this 8th day of October, 1997, by Charles Pattison of the Department of Community Affairs, an agency of the State of Florida, who is personally known to me or who has produced _____ as identification and who did (did not) take an oath.

Lavoise T. Whittington

Notary Public

My Commission Expires:

Lavoise T. Whittington
MY COMMISSION EXPIRES
AUGUST 12, 2001
#CC 652875
Bonded thru
Troy Fain-Insurance
NOTARY PUBLIC, STATE OF FLORIDA

EXHIBIT
A-1

TABLE 11

EQUIVALENCY MATRIX (Revised 7/28/97)
(BUILDOUT)

CHANGE FROM

CHANGE TO	Office	Commercial	Hotel	Lt. Industrial	High Technology	Service Center
Industrial Park	1.609 ksf/ksf	5.371 ksf/ksf	0.837 ksf/rm	1.077 ksf/ksf	1.051 ksf/ksf	1.237 ksf/ksf
Office	N/A	2.711 ksf/ksf	0.422 ksf/rm	0.543 ksf/ksf	0.530 ksf/ksf	0.624 ksf/ksf
Office Park	1.160 ksf/ksf	3.870 ksf/ksf	0.603 ksf/rm	0.776 ksf/ksf	0.757 ksf/ksf	0.892 ksf/ksf
Hotel	1.927 rm/ksf	6.433 rm/ksf	N/A	1.290 rm/ksf	1.259 rm/ksf	1.482 rm/ksf
Commercial	0.201 ksf/ksf	N/A	0.105 ksf/rm	0.135 ksf/ksf	0.131 ksf/ksf	0.155 ksf/ksf
Single Family	1.773 du/ksf	5.917 du/ksf	0.922 du/rm	1.186 du/ksf	1.158 du/ksf	1.363 du/ksf
Multi-Family	2.794 du/ksf	9.327 du/ksf	1.453 du/rm	1.870 du/ksf	1.825 du/ksf	2.148 du/ksf
Elementary School	136.897 stud/ksf	456.906 stud/ksf	71.168 stud/rm	91.589 stud/ksf	89.421 stud/ksf	105.252 stud/ksf

Land use exchanges are based on PM peak hour project traffic. Use of this matrix should be limited to the following minimums and maximums:

Land Use	Minimum	Maximum
Industrial Park	500,000 sf	3,100,000 sf
Office	25,000 sf	150,000 sf
Office Park	200,000 sf	1,100,000 sf
Hotel	0 rms	200 rms
Commercial	15,000 sf	175,000 sf
Single Family	0 du	1,537 du*
Multi-Family	0 du	1,528 du*

EXHIBIT

A-1

TABLE 11

EQUIVALENCY MATRIX (Continued)
(BUILDOUT)

* The individual maximum dwelling units for the single family and multi-family may be exceeded as long as the total number of dwelling units within the project do not exceed 3,065 dwelling units.

Conversion - Single Family to Multi-Family = $\frac{0.826/\text{sf du}}{0.524/\text{mf du}}$ = 1.576 mf du/sf du

EXAMPLE:

- Approved Development Plan
  Alternative Development Plan

- Add 100 Single Family Homes by reducing Light Industrial.

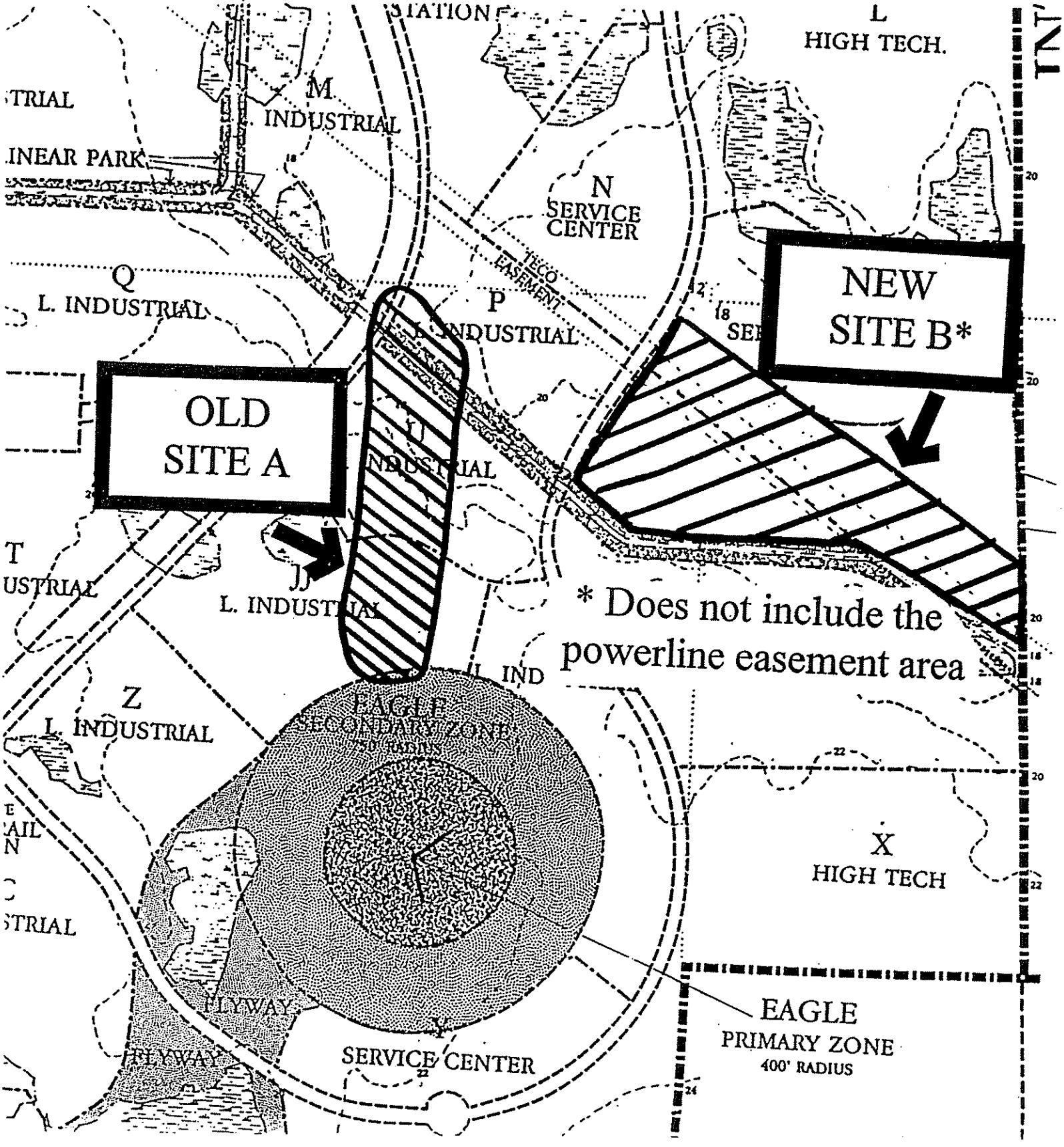
  100 du / 1.186 du/ksf = 84.317

  Reduce Light Industrial by 84,317 square feet.

Note: This matrix is a two-way matrix. Once an exchange utilizing the equivalency matrix occurs, the resulting use and square footage may only be exchanged back to its original use. For example, if a Light Industrial land use is traded for Single Family, that Single Family can only be traded back to Light Industrial.

EXHIBIT
A-2

ALTERNATIVE 21 ACRE UPLAND HABITAT EXHIBIT



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. R97-284 - Amending Developmental Order for Parkway Center (DRI #146,) approved by the Board in its regular meeting of November 25, 1997, as the same appears of record in MINUTE BOOK 258 of the Public Records of Hillsborough County, Florida.

WITNESS my hand and official seal this 29th day of December, 1997.

RICHARD AKE, CLERK

BOARD OF COUNTY COMMISSIONERS FLORIDA SEAL HILLSBOROUGH COUNTY

BY: _____
Deputy Clerk

Richard Ake
Clerk of the Circuit Court
Hillsborough County, Florida

#146

Clerk to Board of
County Commissioners
County Center, 12th Floor
601 E. Kennedy Blvd
P.O. Box 1110
Tampa, Florida 33601
Telephone 276-8100, ext. 6730

August 22, 1997

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

Re: Resolution No. R97-189 - Amending the Development Order for Parkway Center (DRI #146)

Dear Mr. Butts:

Attached is a certified copy of referenced resolution, which was adopted by the Hillsborough County Board of County Commissioners on July 29, 1997. Please note that the oversized site plan marked as "Exhibit B" and the book marked as "Exhibit C" are not included, but are on file in the Commissioners Records Department.

We are providing this copy for your files.

Sincerely,

Linda Fryman
Senior Manager, BOCC Records

LF:SAB
Attachment
Certified Mail
cc: Board files (orig.)
J. Thomas Beck, Florida Department of Community Affairs
Rhea F. Law, Esq. Fowler, White, Boggs, P.A.
Susan Fernandez, Assistant County Attorney
Gene Boles, Director, Planning & Growth Management
Joe Egozcue, County Attorney's Office

Resolution No. R97-189

RESOLUTION OF THE BOARD OF COUNTY COMMISSIONERS OF HILLSBOROUGH COUNTY, FLORIDA DRI #146 DEVELOPMENT ORDER PARKWAY CENTER

Upon motion by Commissioner Turanchik, seconded by Commissioner Hart, the following Resolution was adopted by a vote of 5 to 1; Commissioner Platt voting "No."

WHEREAS, on October 13, 1987, the Hillsborough County Board of County Commissioners approved a Development Order (Resolution No. R87-0334) for the Parkway Center Development of Regional Impact (DRI#146) (the "Development") pursuant to the provisions of Section 380.06, Florida Statutes; and

WHEREAS, on August 25, 1992, the Board of County Commissioners approved the First Amendment to the Development Order (Resolution No. R92-0208) for the Parkway Center Development of Regional Impact pursuant to the provisions of Section 380.06; Florida Statutes; and

WHEREAS, on May 5, 1997, Parkway Center, Inc. filed a Notification of Proposed Change to a previously approved Development of Regional Impact pursuant to Section 380.06(19), Florida Statutes, which included modifications to the phasing schedule, incorporation of a land use equivalency matrix into the Development Order, updated certain Development Order conditions, and incorporated one small parcel located entirely within the DRI boundary into the development (the "Proposed Changes"); and

WHEREAS, the Proposed Changes shall constitute the Second Amendment to the Development Order; and

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

WHEREAS, the Board of County Commissioners of Hillsborough County has held a duly noticed public hearing on the proposed Second Amendment to the Development Order and has considered the changes proposed in the Notification of Change, as well as all related testimony and evidence submitted by the Developer and members of the general public; and

WHEREAS, Section 380.06, Florida Statutes, requires that a development order be amended

to reflect the Board of County Commissioners' approval of changes to the approved development order.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF COUNTY COMMISSIONERS OF HILLSBOROUGH COUNTY, FLORIDA, IN REGULAR MEETING ASSEMBLED THIS 29th DAY OF JULY, 1997, AS FOLLOWS.

I. FINDINGS OF FACT

A. The following Findings of Fact are made:

1. Parkway Center, Inc., referred to as "Developer," submitted to Hillsborough County the Notice of Proposed Change as hereinafter certified, which included modifications to the phasing schedule, incorporation of a land use equivalency matrix into the Development Order, updated certain Development Order conditions, and incorporated one small parcel located entirely within the DRI boundary into the development.

2. All statutory procedures have been adhered to.

3. The Findings of Fact and Conclusions of Law made in the original Development Order and subsequent amendments thereto, are incorporated herein by reference unless in conflict with the provisions of this Amendment to the Development Order of the Notice of Change, which shall be controlling.

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 Notice of Proposed Change.

D. The Future Land Use Map for Hillsborough County designates the land use for the development as Community Mixed Use - 12 (CMU-12).

II. CONCLUSIONS OF LAW

A. Based upon the Notice of Proposed Change and the reports, recommendations and testimony heard and considered by the Board of County Commissioners, 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 Comprehensive Plan land development regulations.

3. The development is consistent with the report and recommendation of the Tampa Bay Regional Planning Council.

B. The Parkway Center DRI # 146 Development Order is hereby amended as provided in Exhibit "A", attached hereto and incorporated herein.

C. The Revised Map H, dated July 29, 1997, attached hereto as Exhibit "B" and incorporated herein, is hereby approved and substituted as the Master Development Plan for the Parkway Center DRI.

D. The Notice of Proposed Change is hereby approved and incorporated into the Development Order by reference as Exhibit "C", subject to the terms and conditions contained in Exhibit "A".

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

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

G. 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 Parkway Center, 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 July 29, 1997, as same appears of record in Minute Book 254 of the Public Records of Hillsborough County, Florida.

WITNESS my hand and official seal this 21st day of August, 1997.

RICHARD AKE, CLERK

APPROVED BY COUNTY ATTORNEY:

By: _____
Deputy Clerk

EXHIBIT "A"

IV. SPECIFIC CONDITIONS

A. Phasing Schedule and Deadlines

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

Land Use	Phase IA	Phase-IB	Phase II	Total
	2006	2006	2011	
Light Industrial	3,320,400	1,190,300	2,654,650	7,165,350
Service Center	154,700	55,400	820,800	1,030,900
High Tech	235,100	84,200	538,800	858,100
Office	150,300	0	346,700	497,000
Commercial	89,500	32,000	104,000	225,500
Subtotal	3,950,000	1,361,900	4,464,950	9,776,850
Hotel	80 rooms	20 rooms	160 rooms	260 rooms

* All square footage refers to gross square footage.
** Completion Date.

Notes:

(1) The use now referred to as "Commercial" was originally designated as "Business Services" in the Development Order, however, the trip generation rate for commercial uses was utilized in the Transportation Analysis for the original Development Order.

(2) The High Technology land use category is based on the following land uses:
Manufacturing (40%) - 127,720 SF
Office (30%) - 95,790 SF
Warehouse (30%) - 95,790 SF

(3) The Service Center land use is based on the following land uses:
Office (30%) - 63,030 SF
Office (30%) - 63,030 SF
Warehouse (40%) - 84,040 SF

(4) Phase II is comprised of the remaining portion of the original Phase II and Phase III.

2. If the Developer elects to amend the proposed phasing schedule, he shall submit said amendments to the Hillsborough County Planning and Growth Management Department for review and approval as required by law, which approval shall not be withheld for mere acceleration or deceleration of the development phasing if the terms of this Order are otherwise fully 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, as amended.

3. The physical development of Parkway Center began within three years of the effective date of the Development Order, as amended.

4. This Development Order shall remain in effect for a period up to and including September 29, 2011. No development shall be approved 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 of this Order.

5. The development shall not be subject to downzoning, or intensity reduction until September 29, 2011, 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.

6. Specific approval is hereby accorded for Phase IA & IB development subject to the conditions contained in this Order. Prior to issuance of Certificates of Occupancy for more development than that contained within Phase IA, the Developer shall submit a transportation air quality analysis for the remaining Phase I development ("Phase IB") pursuant to Section 380.06, Florida Statutes, as amended, and Section 4.202, Future of the Region. Conceptual approval of Phase II is also accorded hereby. Specific approval of Phase II is conditioned on the developer submitting, at Hillsborough County's choice either a Notice of Proposed Change (NOPC) or Application for Development Approval (ADA) addressing the cumulative impacts of Phase II on water, sewer, solid waste facilities, and any other issues related to the 2011 buildout date and use of the Equivalency Matrix for Phase II development coupled with a new transportation and associated transportation air quality analysis pursuant to Section 380.06, Florida Statutes, as amended, and Section 4.202, Future of the Region., and compliance with all requirements of this Development Order. The

new analysis shall be consistent with the results of the monitoring program and agreements reached at another transportation methodology meeting(s) to be held prior to the preparation of each new analysis.

The Developer is authorized to exchange the development approved in this Development Order for other approved uses as set forth in the Equivalency Matrix, which is attached hereto as Exhibit A-1. Once an exchange utilizing the equivalency matrix occurs, the resulting use and square footage may only be exchanged back to its original use.

At the time of selection of a land use trade-off under the Equivalency Matrix, the Developer shall notify the Department of Community Affairs (DCA) and the Tampa Bay Regional Planning Council (TBRPC) of said selection and shall also provide DCA, TBRPC and Hillsborough County with cumulative land use totals and remaining allowable quantities in the subsequent annual report for the Development. No additional approval of a particular land use trade-off is required pursuant to this provision, so long as the desired trade-off is consistent with the formula set forth in the Equivalency Matrix.

7. Prior to issuance of building permits for development beyond that contained within Revised Phase IA, the Developer shall submit a new transportation proportionate share analysis to reassess the transportation proportionate share and determine the amount of credit available or additional funds needed for Phase IB, pursuant to Section IV, B. 4. c. (6) (b) and (9) hereof. The new analysis shall be consistent with a methodology agreed upon by DCA, Hillsborough County and FDOT. The Developer is entitled to utilize the pipelining procedures, as set forth in repealed Rule 9J-2.0255, F.A.C., to mitigate the transportation impacts for the entirety of Phase I (Phase IA and Phase IB). Any applications for specific approval of Phase II or beyond shall be required to meet then current regulations relating to the transportation mitigation, including consistency with the local government comprehensive plan.

The results of this analysis shall be incorporated into the Development Order by way of a Notice of Proposed change, which change shall not constitute a substantial deviation nor shall it divest this project from the transportation mitigation contained herein.

Incorporation into this development order of all conditions related to this transportation study and recalculation shall be made prior to the issuance of any building permits for Phase IB development. The purpose of this specific requirement to file and amend the development order through a Notice of Proposed Change (NOPC) is for the transportation review, recalculation and reassessment of a cumulative proportionate share calculation for phases IA and IB as noted above, including any credit for expenditures already undertaken or alternatively the need for additional pipeline roadway improvements required of the developer in order to prove

entitlement for Phase IB development.

B. Transportation

1. A transportation improvements plan and schedule for the Falkenburg Road/I-75 area shall be developed in cooperation with the Florida Department of Transportation (FDOT), Tampa Bay Regional Planning Council (TBRPC), the Tampa Metropolitan Planning Organization (MPO) and developers in the study area. The plan shall consider all approved developments in the area including previously approved DRIs, and projected development. The plan shall be commenced within one year of issuance of construction permits. In lieu thereof, issuance of a Development order approving an areawide DRI including the project site shall satisfy this requirement. The parameters for this interim transportation plan or areawide DRI traffic analysis shall include, but not be limited to:

   a. The regionally significant roadways which shall be included in the focus of the transportation plan, as well as identification of additional roadways to be constructed within the study area.

   b. The existing, approved and projected development to be included within the plan.

   c. The manner by which the traffic impact of existing development will be documented and assessed.

   d. The manner by which the traffic impact of approved and projected development will be documented and assessed.

   e. The procedure by which mass transit shall be studied as a viable alternative to alleviate overburdening of the roadways.

   f. Identification of specific construction implementation goals, such as right-of-way acquisition/south and east/west corridors designed to coincide with transportation improvement needs generated by each phase completion for projects approved within the study area.

   g. Identification of sources of funding commitments for the improvements identified.

   The I-75 Corridor and South Brandon studies recently completed by the Hillsborough County City-County Planning Commission and the Brandon area Transportation Study fulfill these requirements.

2. An annual monitoring program for the total PARKWAY CENTER project which will record driveway volumes in the evening peak hour, shall be started when Certificates of Occupancy have been issued for 500,000 square feet of office space, or other allowed uses which will likewise generate a total of 12,500 p.m. peak hour trips and shall continue until build-out. This information shall be supplied in the required annual report. If an annual report is not submitted within 30 days of its due date, or if the driveway volumes exceed those projected for peak hour in the Application for each phase by more than 15 percent, a substantial deviation determination shall be required, pursuant to 380.06(19), Florida Statutes, as amended, during which the Development Order may be amended to change or require additional roadway improvements. The results of the study may also serve as a basis for the developer or reviewing agencies to request Development Order amendments. 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. Hillsborough County and the Developer hereby agree to continue to work together toward the extension of Falkenburg Road from its existing terminus at Causeway Boulevard to U.S. 41 to the South along the general alignment identified in the MPO's 2015 plan. Toward this end the County will expeditiously proceed to complete the Right-of-Way Reservation procedures for the entire alignment referenced herein. The Developer shall provide technical assistance in the Right-of-Way reservation process. In addition, the County shall make every effort to require the dedication of Right-of-Way along said alignment. In the event the Developer elects Pipeline Option 3 as identified herein, or any partial pipeline of Falkenburg Road, the County shall, if appropriate, and in a timely manner, institute eminent domain proceedings for the needed Right-of-Way so that the Right-of-Way will be available for construction within the required time frame as set forth in this Development Order or as hereafter amended. The County's assistance in Right-of-Way acquisition shall include use of its eminent domain powers, but shall not include funding of the purchases except as provided in paragraph IV. B. 4. c.(4), below.

4. The developer at its option, shall select one or combinations of the following alternatives to mitigate the project's transportation impacts, provided that the combinations selected achieve the required degree of mitigation.

a. Option 1

(1) Approval of Phase IA of the development shall require funding commitments from the responsible entities for the roadway improvements listed in Transportation Tables 1 and 2. Without

funding commitments for these improvements, construction permits shall not be issued.

(2) Alternatively, if funding commitments have been made for specific regional roadway improvements, the Developer may sub-phase the project. Specific amounts of project development will then be approved if the following conditions exist:

(a) TBRPC and Hillsborough County shall concur with the defined amount of development to be specifically approved.

(b) Funding commitments for roadway improvements shall be required when the regional roadway operates below an average daily LOS D at peak hour and the development contributes 5 percent or more of the average daily LOS C, D at peak hour capacity of the existing facility or such higher percentage as may be applicable upon designation of the project area as an Activity Center pursuant to the Regional Planning Council's adopted growth policy, Future of the Region.

(c) A stop order shall be issued before development takes place which triggers the need for roadway improvements pursuant to TBRPC policy, but for which funding commitments have not been assured. A new analysis and/or monitoring may also be required in this instance.

(3) The Developer shall submit for approval by TBRPC, Hillsborough County, the Tampa Urban Area MPO, Florida Department of Transportation (FDOT), and the Hillsborough Area Transit Authority (HART), a plan of transportation systems management (TSM) measures to be instituted and implemented for each project phase. The plan shall provide for sufficient TSM measures to divert a significant percentage of total peak hour trips away from the peak traffic hours projected in the ADA. The plan shall be submitted to the reviewing agencies within one year of issuance of the Development Order and shall address the following at minimum:

(1) Worker flex time.

(2) Worker ridesharing strategies.

(3) Provision of transit and service facilities and programs to increase transit ridership.

(4) High Occupancy Vehicle Options.

If the Developer desires the opportunity to seek credit against transportation impact fees for any lowering of traffic impacts resulting from TSM measures, each annual report for this development after the issuance of Certificates of Occupancy for Phase I shall include a yearly assessment of the actual achievement of vehicle trips diverted from the peak hour as a result of the TSM measures. This assessment shall also include sufficient and appropriate documentation for all diversions claimed as a result of implementation of each TSM measure. The results of the TSM study may serve as a basis for the Developer to request Development Order amendments.

TRANSPORTATION TABLE 1

INTERSECTIONS

Intersection		Req'd Improvements	Devel. % of LOS "D" peak hr. Capacity
Falkenburg & Madison	ADD:	Signalization, NB LT lane, NB thru land, NB thru/RT lane, SB LT lane, Two SB thru lanes, SB RT Lane, WB dual LT lanes, WB thru/RT lane, EB LT lane, EB thru/RT lane.	85%
78th & Riverview Drive		Signalize	74.4%
78th @ Causeway	ADD:	NB thru lane, SB thru lane, EB thru lane, EB LT lane, WB thru lane, WB LT lane.	7.7%
78th @ Madison	ADD:	NB RT lane, SB LT lane (for dual LT) EB RT lane, WB LT lane (for dual LT)	28.3%

U.S. 301 @ Lumsden		Channelize RT lane, EB RT Lane	5.3%
U.S. 301 @ Falkenburg	ADD:	Two NB LT lanes, NB thru lane, SB RT lane, SB thru lane, Dual EB LT lane, Dual EB RT lanes.	17.5%
U.S. 301 @ Bloomingdale	ADD:	Channelize EB and WB RT lane EB thru lane, WB thru lane, NB LT lane (for dual LT) SB LT lane (for dual LT)	27.8%
U.S. 301 @ Riverview	ADD:	NB thru lane, SB thru lane, EB RT lane (channelized)	33.9%
U.S. 301 @ Boyette	ADD:	NB RT lane, NB thru lane, SB dual LT lanes, SB thru lane,	16.5%
Bloomingdale @ Providence	ADD:	NB RT lane, SB RT lane, SB LT lane (for dual LT). Two EB thru lanes, Two WB thru lanes.	30.3%
U.S. 301 @ Brooker	ADD:	Dual NB LT lanes, NB thru lane, SB RT lane, SB thru lane, Dual EB LT lanes, EB RT lane (channelized).	17.5%
U.S. 41 @ Symmes		Signalization	4.3%
U.S. 301 @ Symmes		Signalization	3.9%
Boyette @ Balm/Riverview		Signalization	5.2%
Bloomingdale @ King	ADD:	NB LT lane (for dual LT) SB RT lane, EB RT lane, EB thru lane, WB thru lane,	28.2%

Bloomingdale @ Parsons	ADD:	SB RT lane, EB RT lane, EB thru lane, WB thru lane.	11.5%
Bloomingdale @ Bell Shoals	ADD:	NB dual LT lanes, SB RT lane, SB LT lane, EB LT lane, EB thru lane, EB RT lane (channelized), WB LT lane, WB thru lane.	5.5%
78th Street @ Project Driveway (A)	ADD:	SB LT lane, WB LT lane, WB RT lane.	N/A
78th Street @ Project Driveway (B)	ADD:	WB LT lane, WB RT lane, SB LT lane.	N/A
78th Street @ Project Driveway (C)	ADD:	Signalize, WB LT lane, WB RT lane.	N/A
78th Street @ Project Driveway (D)	ADD:	Signalize, WB RT lane, WB LT lane, SB LT lane.	N/A
78th Street @ Project Driveway (E) (Falkenburg Road Extension)	ADD:	Signalize, WB RT lane, WB LT lane, SB LT lane.	N/A

TRANSPORTATION TABLE 2

ROADWAY LINKS

LINK	FROM	TO	EXIST. GEOM.	REQ. GEOM.	DEVEL. % LOS "C" DAILY EXIST. CAPACITY
Falkenburg Road	U.S. 301 Brooker Madison	Brooker Madison Site	N/A	4LD	N/A
Madison/	Falkenburg	U.S. 301			

Bloomingdale	U.S. 301	Providence			
	Providence	Kings			
	Kings	John Moore			
	John Moore	Bell Shoals			
2LU	4LD	44.1%			
2LU	6LD	27.3%			
2LU	6LD	24.0%			
2LU	4LD	12.3%			
2LU	4LD	7.5%			
U.S. 41	Falkenburg	Riverview	4LD	4LEXP	7.0%
	Riverview	Gibsonton	4LD	4LEXP	8.3%
78th Street	Causeway	Madison	2LU	4LD	11.2%
U.S. 301	Lumsden	Falkenburg	4LD	6LD	7.5%
	Falkenburg	I-75	4LD	6LD	20.9%
	Riverview	Boyette	2LU	4LD	23.3%
	Boyette	Gibsonton	2LU	4LD	10.4%
	Gibsonton	Symmes	2LU	4LD	6.2%
Brooker	U.S. 301	Falkenburg	N/A	2LD	N/A

b. <u>Option 2</u>

(1) In the event that commitments for transportation improvements are only adequate to permit partial approval of the PARKWAY CENTER development, the capacity and loading of transportation facilities in the south 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), Metropolitan Planning Organization (MPO), the FDOT and the TBRPC, pursuant to the provisions of Section 380.06, Florida Statues, as amended, 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 the Developer is seeking approval. Each updated traffic analysis shall serve to verify the findings of the DRI traffic analysis (referenced in this report in Option 1) or 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 a peak hour Level of Service D. 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 or a peak hour level of Service D, 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 or D at peak hour.

2. The Developer has previously elected Option 2, has completed the improvements listed in Table 3, and was authorized to construct up to 600,000 square feet of light industrial space or the equivalent thereof, before triggering any roadway improvements beyond those indicated in Transportation Table 3.

TRANSPORTATION TABLE 3

IMPROVEMENTS NEED TO SUPPORT 600,000
SQUARE FEET OF LIGHT INDUSTRIAL AND MAINTAIN
LOS "D" IN P.M. PEAK HOUR

INTERSECTION	APPROACH	IMPROVEMENT NEEDED
78th St. @ Madison	S	Add Right Turn Lane
78th St. @ Site A	N	Add Left Turn Storage Lane

c. Option 3

The Developer has also elected Option 3 as set out below. The requirements of Option 3 have been determined to be the appropriate requirements to cure and mitigate the impacts of the project on regionally significant transportation highway 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 TBRPC and DCA policies regarding pipelining transportation impacts.

(1) The Developer has designed the ultimate six-lane divided urban section of Falkenburg Road from the north project boundary to Madison/Bloomingdale and has completed approximately 90% of their responsibility for the design for the section of Falkenburg Road extending from Madison/Bloomingdale to Everhart (Brooker) Road. Said design includes appropriate geometric improvements to future intersections at Madison as identified in Table 1.

The Developer has acquired needed rights-of-way for and constructed the four-lane divided section of Falkenburg Road from the north project boundary to Madison/Bloomingdale including geometric intersection improvements at Madison as identified in Table 1 and required for the four-lane improvements, so that the ultimate six lanes can be added in the median.

Further, Developer has acquired all needed right-of-way for the four-lane divided section of Falkenburg Road from Madison/Bloomingdale to Everhart (Brooker) Road, with the exception of the portion of right-of-way located on the Lily-White Property.

(2) In order to promote the uniform and efficient construction of Falkenburg Road and to avoid constructing only a portion of Falkenburg Road that would not provide a substantial public benefit nor cure or mitigate the impacts of the project on the regional transportation network, the Developer shall complete the acquisition of the right-of-way associated with the Lily-White Property and ultimately construct four lanes of Falkenburg Road from Madison to Everhart (Brooker) Road in conjunction with the Pavilion's (DRI #148) construction of Falkenburg Road from Everhart (Brooker) Road to U.S. 301. The performance deadlines for completion of this facility are as follows:

(a) The six-lane design shall be completed by March 1, 2000. The 90% Required Design has been prepared in a manner acceptable to the Hillsborough County Engineering Department. All roadway plans were submitted for review and approval by the Hillsborough County Engineering Department and the Florida Department of Transportation for improvements on State Roads. Additional reviews shall be at the 100% complete stage.

(b) Acquisition of all of the necessary right of way shall be completed by June 1, 2000.

(c) Construction of the first two-lanes (divided) of the roadway facility shall be completed by December 31, 2001. This date reflects a good faith estimate by the County and the Developer that Certificates of Occupancy will be issued for one-third of the project by this date. If Certificates of Occupancy are not issued for one-third of the project by this date, the Developer may request that the County grant an extension of time through an amendment to this Development Order to reflect the date upon which Certificates of Occupancy are anticipated to be issued for one-third of the project. The Developer shall be responsible for construction administration and inspection services.

(d) Construction of the remaining two lanes of the roadway facility shall be substantially complete by December 31, 2003.

(3) The design work required under paragraph IV.B.4.c.(1) and (2) above shall be referred to herein as the "Required Design," and the improvements required under paragraph B.3.c(1) and (2) above shall

be referred to herein as the "Required Improvements." The Required Design is approximately 90% complete and, unless extended pursuant to an agreement with Hillsborough County Engineering Department, the Developer will achieve 100% completion in accordance with the construction schedule set forth above.

(4) As soon as feasible in the preparation of the "Required Design," the Developer shall submit to Hillsborough County the appraised value of any off-site Right-of-Way not under public control which is needed for the Required Improvement. In the event that the information submitted by the Developer and verified by Hillsborough County indicates that the Required Improvement Costs, specified in paragraph 9(a), are substantially insufficient to provide for the Required Improvements, Hillsborough County shall determine whether it shall assist the Developer in funding the Required Improvements. If Hillsborough County elects not to provide the funds, the Developer shall proceed as stated in paragraph (6).

(5) Subject to acts of God or other occurrences beyond the Developer's control, the Developer shall expeditiously complete the construction of the Required Improvements upon acquisition of required rights-of-way and shall complete such construction pursuant to the schedule set forth above. To ensure that the Required Improvements are completed at the earliest possible time, Hillsborough County shall provide non-financial assistance to the Developer, when required, in obtaining all necessary permits, approvals and utility relocations, off-site construction easements and rights-of-way necessary to complete said improvements. The County's assistance in right-of-way acquisition shall include use of its eminent domain powers, but shall not include funding of the purchases except as provided for in Paragraph 4.C(4), above. The Developer and County shall utilize their best efforts to work with off-site right-of-way property owners to obtain right-of-way dedications. Upon completion of the Required Improvements substantially in accordance with the Required Design, Hillsborough County shall accept the Required Improvements and shall assume full responsibility for their maintenance except for those under the jurisdiction of the FDOT.

(6) (a) Subject to the provisions of paragraph IV.B.4.c.(4), above, if the Developer determines that it will not be able to substantially complete the Required Design and the Required Improvements for the Required Improvements Costs for Phase IA, the following improvement may be an acceptable alternative to the Required Design and the Required Improvements:

The Developer may, subject to the other applicable provisions of this Option 3 and in accordance with the Design and Construction Schedule set forth herein, design and construct improvements to 78th street abutting the Site and extending north thereof in an improvement to be more specifically identified through an amendment to this Development Order. Any such improvements shall be offset against Required Improvements Costs as identified herein.

(b) Should the Developer elect to proceed with the Required Design, and Required Improvements for Phase IA, at a cost greater than the Required Improvements Costs, then following the completion of the analysis referenced in paragraph A.7 hereof, the Development Order shall be amended to identify the portion of the Phase IB development to which the Developer is entitled by virtue of any agreed upon additional expenditures. Any such Amendment shall be deemed not to be a substantial deviation of the terms hereof.

(7) If, as provided for herein, alternate improvements are substituted for those defined as the Required Improvements 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.

(8) (a) In lieu of the requirements under paragraphs IV.B.4.c.(1) - (7) above, the Developer may elect to pay to Hillsborough County, subject to the County's approval, the total costs for the aforesaid Required Design and the Required Improvements, which, for purposes of this Development Order shall be deemed to be $4,129,994.00 in 1987 dollars, (the "Required Improvements Costs" or "the Developer's Fair Share Contribution."). The Developer's Fair Share Contribution relates to development within Phase IA. If the Developer has completed any of the Required Improvements prior to payment of costs in accordance with this paragraph, the Required Improvements Costs shall be reduced by the reasonable cost of the design and/or improvements completed. The intent of this paragraph is to enable the Developer to meet its obligations to fully mitigate the traffic impacts of the project's Phase IA development in terms of Section 380.06, Florida Statutes, as amended, by paying the stated sums, which exceed the Developer's fair share of the costs of the improvements identified in Transportation Tables 1 and 2 of this Development Order, in lieu of constructing the identified improvements if, for reasons beyond the Developer's control, it becomes impractical or improvements within the parameters defined herein.

(8) (b) If the County accepts payments under this section, or because there is a need for additional improvements pursuant to the recalculation set forth in paragraph A.7 above, it shall use such monies to design and construct the Required Improvements. If the County determines that it is not practical to complete the Required Improvements, an alternate improvement identified herein, which meets the requirements of TBRPC and Department of Community Affairs pipelining rules to mitigate the traffic impacts of the project's traffic and which shall be identified in an amendment to this Development Order.

(9) If, as recalculated pursuant to paragraph A.7 above, the actual cost of the Required Improvements exceeds the Developer's Fair Share Contribution for Phase IA of the project, the County shall credit the excess monies toward the Developer's Fair Share Contribution for Phase IB. Before any credit over approved engineering costs estimate(s) is given, all costs substantially above the engineering costs estimates shall be submitted to and approved by Hillsborough County, and this Development Order amended as specified in paragraph A.7. above.

(10) Should the Developer fail to substantially comply with the time frames listed herein, the County shall have the right to complete the Required Design or construction of the Required Improvements.

(11) Development activities and issuance of permits shall immediately cease if the Required Design and Required Improvements or the payment of the Required Improvements Costs as described herein are not provided in accordance with the requirements of paragraph IV.B.4.c.(1) - (10), above.

(12) At the Developer's request, Hillsborough County, based on traffic analyses or studies, and/or long range planning, may authorize alternative pipelining approaches and conditions to those established above, provided that such variations are technically appropriate, and that the basis for, and conditions of such variations are specifically set forth in an amendment to the Development Order.

5. The Developer shall receive credit against impact fees, pursuant to law. The application and payment of Impact Fees in itself will not constitute funding commitments for the required right-of-way dedications and transportation improvements. Any difference between the estimated and actual Required Design and the Required Improvements Costs (the "Difference") shall be paid in cash prior to the issuance of the final Certificate of Occupancy for Phase IB

of the project, or the Developer may elect to make other improvements of a value equivalent to the Difference, subject to amendment of this Development Order and approval by the Hillsborough County Engineering Department and FDOT if the improvement is to a state facility. The Developer's completion of the Required Design and Required Improvements and payment of the Difference, or completion of the improvements in lieu of the Difference as provided for herein, shall be deemed to fully and completely satisfy any and all of its obligations under the law to mitigate the Phase IA and IB traffic impacts of the PARKWAY CENTER project.

6. 78th Street shall be widened by the Developer to a 3-lane section from the north project access south to Riverview Drive. This improvement shall be completed as required by the County. Widening shall begin sufficiently north of the north project access to develop a 125 foot left turn storage lane for southbound motorists turning left into this access. The center lane shall be for left turns into all project accesses and at Riverview Drive. All roadway construction shall be completed with proper transitions from the widened section to the existing roadway pavement.

7. The Developer shall remove existing pavement markings in the widened section and restripe the roadway to delineate the left turn lanes. This restriping shall be performed in accordance with Hillsborough County standards.

8. Driveway radii shall be a minimum of 40 feet in size to accommodate single unit vehicles.

9. At such time that traffic signal warrants are met at any of the project access, the Developer shall pay for the design, purchase and installation of the traffic signal(s), as well as any interconnection costs to adjacent signals, subject to Hillsborough County requirements and approval(s).

10. At the time of platting or earlier if requested by the County, the Developer shall dedicate an additional ten feet of right-of-way on the east side of 78th Street (1.0 acres M.O.L.). This will provide part of the 100 feet of total right-of-way needed ultimately to accommodate a symmetrical 4-lane divided roadway section. The appropriate share of the right-of-way shall be credited against the developer's fair share contribution under Section IV.B.4.c. above.

11. At the time of platting or earlier if requested by the County the developer shall dedicate an additional 20 feet of right-of-way on the north side of Riverview Drive (.9 ac. M.O.L.). This will provide part of the 100 feet of total right-of-way needed ultimately to accommodate a symmetrical 4-lane divided roadway section. The appropriate share of the right-of-way shall be credited against

the Developer's fair share contributions under Section IV.B.4.c. above.

12. The Developer shall dedicate right-of-way for the extension of Falkenburg Road through the site as identified on Map H at such time as the roadway improvements are dedicated to the County. The dedication of right-of-way shall be part of the Required Improvements as defined herein. The appropriate share of right-of-way shall be credited against the Developer's fair share contributions under Section IV.B.4.c. above.

13. The developer shall conform to the five stipulations of the Hillsborough Area Regional Transit Authority (HART) (as listed below) concerning proposed phase modal splits and shall monitor them with each annual report.

    (a) Access and internal arterial and appropriate collector road geometrics shall accommodate an eight foot wide by forty (40) foot long advance design coach.

    (b) The Developer shall provide shelters and pullout bays along the on-site transit route on the internal arterial or collector roads as and when deemed appropriate by the 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.

    (c) Transit schedule/information displays will be provided, at a minimum, at each on-site bus stop by the Developer.

    (d) 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.

    (e) 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 said authority.

14. A pedestrian circulation system and a bicycle circulation system shall be provided within the project. The pedestrian system shall include internal sidewalks. The bicycle system shall incorporate elements as needed to complement the County Bicycle Plan. No detailed site plans shall be approved which do not indicate these systems and their exact locations. Additionally, external sidewalks in the right-of-way area along Riverview Drive adjacent to the project shall be provided by the Developer as required by Hillsborough County.

15. Provisions shall be made for a future light rail corridor. The developer shall reserve until November 15, 2002, a minimum 50 foot wide corridor along the east side of Falkenburg Road for railroad track and a parcel approximately 3 to 4 acres in size for a rail transit station within either Tract I or Tract CC as shown on Map H. The development of the rail transit station shall not impact any wetland preservation tracts which may be located on either of these tracts. The selection of whether the rail transit facility parcel will be located in Tract I or Tract CC shall be made by the Developer. Prior to any development within the tract selected, the Developer shall coordinate with the County and Hartline or its designee, as to the appropriate acreage necessary for the rail station. If at any time the County abandons light rail for this area, such reservation shall automatically terminate for rail transit uses. If the County has not committed to the rail corridor project for commencement within Parkway Center by November 15, 2002 (the actual construction completion date may be beyond November 15, 2002), the reservation of the 50 foot corridor and the rail station reservation may be terminated at the election of the Developer. If the rail line and rail station reservations are terminated as described above, the Developer shall be permitted to develop said light rail and rail station areas with the other uses already approved and designated for the subject tracts, and said development shall not constitute a substantial deviation.

C. Air Quality

1. If any proposed change is determined to be a substantial deviation, Hillsborough County shall determine whether the nature of the proposed change(s) is such that it would require a re-analysis of the air quality impacts of this project or if such proposed change includes uses which are determined to be point sources of air pollution. If a re-analysis is warranted as determined by Hillsborough County, the Developer shall perform point source air quality analyses and the Developer shall take remedial measures as required by Hillsborough County, all in accordance with applicable law.

2. The measure to reduce erosion, fugitive dust and air emission stated on pages 13-8, 13-9, 14-6 and 14-7 of the Application shall be required.

D. Stormwater Management and Water Quality

1. In order to protect water quality in the Alafia River, stormwater quality at the point of discharge shall not exceed the regulatory standards in place at the time of development. If any of the regulatory agencies or jurisdictions deems water quality monitoring necessary prior to groundbreaking or subsequent to buildout, the Developer

shall provide a water quality monitoring program to the satisfaction of the regulatory agency(ies). Any violation of Chapter 17-3 F.A.C. shall require corrective measures as set forth by FDEP. The following shall apply:

(a) Sampling locations and frequencies shall be determined to the satisfaction of the jurisdictional agency(ies).

(b) All water quality analytical methods and procedures shall be thoroughly documented and shall comply with United States Environmental Protection Agency (USEPA) FDEP Quality Control Standards and Requirements.

(c) The monitoring results shall be submitted to Hillsborough County Environmental Protection Commission (EPC) and other jurisdictional agency(ies). Should the monitoring indicate that applicable state water quality standards are not being met, the violation shall be reported to Hillsborough County immediately and all construction within the project where the violation is noted shall cease until the violation is corrected; or if specific construction activities can be identified as causing the violation, all such activity shall cease until the violation is corrected.

2. Hillsborough County shall monitor the Floridan Aquifer pursuant to the Agreement for the Disposal of Treated Waste Water Effluent dated March 18, 1987, between the Board of County Commissioners and the Developer. Such monitoring shall also be done in accordance with subsection 17-6.080(3)(d), F.A.C.

3. Prior to the issuance of any building permits the Master Drainage Plan and drainage calculations shall be submitted to, and be approved by, Hillsborough County. The drainage system shall be designed to meet all applicable Hillsborough County and SWFWMD regulations. The County drainage criteria in existence at the time of construction of the respective project phases shall be the prevailing criteria to use for design and construction unless other affected agencies' drainage criteria are more restrictive. However, in no event shall drainage criteria be applied which are in conflict with the Approved Master Drainage Plan.

4. Post-developed flows may exceed pre-developed flows provided the downstream is not adversely impacted by the increased flows resulting

in exceeding downstream conveyance capacities or creating excessive velocities.

5. The Developer shall give all necessary drainage easements or rights-of-way as required by the County's Stormwater Management Department.

6. All major drainage outfalls are to be designed to convey the 25-year conveyance without increasing offsite high waters.

7. All internal and external drainage facilities necessary for the proper functioning of the project are to be improved where necessary as required by the County Stormwater Management Department.

8. The Developer shall be responsible for the operation and maintenance of the on-site drainage facilities, excluding easements maintained by Hillsborough County.

9. Diversion of flow to the Alafia River shall be done so as not to adversely affect the flow characteristics of the Alafia River downstream of the site.

E. Wetlands

1. In order to protect the natural values of preserved/conserved wetland areas, the following shall be required:

(a) Except as otherwise permitted by agencies having jurisdiction:

(1) No hydroperiod alteration shall be permitted in conservation or preservation areas identified on Map H.

(2) No dredging, filling or development activities will be allowed within preservation areas. Activities within the conservation areas shall be limited to approved stormwater management outfall structures and boardwalks.

(3) All on-site conservation area(s) shall be conserved

unless a mitigation plan is approved by the Environmental Protection Commission and submitted to the County. The plan shall be implemented prior to or concurrent with the wetlands being disturbed. All mitigation areas and littoral shelves shall be monitored in accordance with the requirements of the agency or agencies issuing the permit for such mitigation.

(4) All wetland losses shall require a minimum of 1:1 in-kind wetland replacement.

2. The land use designations for those portions of the PARKWAY CENTER site which are to be preservation and conservation areas, shall be so designated in Map H submitted to Hillsborough County in the next NOPC application, and shall be reviewed by Florida Game and Freshwater Fish Commission to determine what portions of the Eagle protection zone, if any, shall be preserved and by what method.

F. Vegetation and Wildlife

1. The pine flatwoods, mixed hardwood conifer, and other hardwood communities within a twenty-one (21) acre upland preservation tract and representatives tracts of mixed wetland hardwood communities shall be preserved onsite as shown on Map H in a manner which will ensure their continued natural function and listed upland animal species value. Exhibit A-2 attached hereto identifies two alternative 21-acre upland areas [Area A and Area B] which may be selected for preservation in accordance with the provisions of this paragraph. Prior to issuance of building permits for any development beyond Parcels A, B, C, D, and E, the Developer shall amend this development order to accomplish the following.

a. Conduct, in Areas A and B such upland listed animal species and/or habitat suitability surveys as are required by DCA and the County for the Sherman's fox squirrel, eastern indigo snake, and pine snake, for the purpose of determining which site shall be required for preservation. Upon agreement on which site will be preserved, an amended Map H shall be transmitted

to DCA and the County.

b. The two upland 21-acre site field surveys, if required, shall be acceptable to, and consistent with the recommendations of Florida Game and Freshwater Fish Commission (FGFWFC). The survey, proposed upland preservation and proposed management plan for the selected 21-acre site, shall be submitted by the Developer to the FGFWFC Office of Environmental Services, Hillsborough County, and the Department of Community Affairs, and consistent with their subsequent recommendations, incorporated into this development order without the filing of an NOPC.

c. All upland areas identified for preservation or special protection shall be preserved by either a conservation easement, conservation designation on the local comprehensive plan future land use map, or by transfer to a management organization, consistent with the provisions of Rule 9J-2.041.F.A.C.

2. The Developer has obtained written confirmation from the United States Fish and Wildlife Service that Map H is consistent with the Management Guidelines for the Bald Eagle in the Southeast Region (U.S. Fish and Wildlife Service, Region 4), and that the following criteria including location, eagle preserve site design and protective measures plan for the active eagle nest as indicated on Map H are appropriate:

(a) The Developer shall provide a 400 foot forested Primary Zone, within which no development will occur, and a 350 foot Secondary Zone within which the Developer will construct a pedestrian trail and lakes/retention areas.

(b) Construction of the pedestrian trail and lakes/retention areas shall not occur within the Secondary Zone during the Nesting Season (October 1 through May 15). Once construction of the pedestrian trail and lakes/retention areas has been completed, routine maintenance activities within the Secondary Zone may take place within the Nesting Season.

(c) Pedestrian access to the Primary Zone should be

restricted during the Nesting Season (October 1 through May 15).

(d) No prescribed burning shall occur within the Primary or Secondary Zones.

(e) A "flyway" area shall be provided as set forth on Map H. To the extent practicable, any prescribed burning of the flyway should occur within the non-Nesting Season. If this timing is not possible, burning should only occur when the area to be burned is downwind of the nest tree.

Any modifications to these criteria shall be amended into the Development Order without requirement for submission of a NOPC.

3. In the event that the nest is declared to be abandoned, pursuant to applicable FGFWFC/USFWS guidelines, development of the preserve area shall be subject to substantial deviation Application for Development Approval (ADA) review. The above-mentioned maintenance activity is to be accomplished by appropriate parties in a manner consistent with the eagle protective measures plan outlined above.

4. The Developer anticipates utilizing the Equivalency Matrix to enable the development of the Tracts immediately surrounding the Secondary Zone with residential uses. The above-referenced USFWS approvals are based upon the portions of Tracts Z, JJ, U, V, W, X, Y, EE, DD and CC which are within 1,500 feet of the nest tree being developed with residential uses and an elementary school. In the event that the Developer seeks building permits for non-residential uses within the portions of the above referenced Tracts which are within 1,500 feet of the nest tree, the Developer shall immediate notify USFWS of the proposed non-residential development. The USFWS shall then re-evaluate the bald eagle protective measures plan described above in light of the new development plans to determine whether any additional protections are needed. If additional protections are required, said protections shall be incorporated into the Development Order through the Notice of Proposed Change process.

5. Prior to issuance of building permits for any portion of the development beyond Tracts A, B, C, D, and E as shown on Map H, an acceptable plan detailing how the gopher tortoise population of Parkway Center will be accommodated, protected, monitored, or mitigated for, shall be submitted to Hillsborough County, DCA and FGFWFC and the development order amended as specified below. Upon approval of said plan by the County and DCA, the components to the plan will be amended as approved into the Development Order along with any changes required to Map H without the filing of an NOPC. Copies of any required permits relative to the gopher tortoise plan shall be provided to Hillsborough County. All areas identified for preservation or special protection shall be preserved by either a conservation easement, conservation designation on the local comprehensive plan future land use map, or by transfer to a management organization, consistent with the provisions of Rule 9J-2.041 F.A.C.

G. Public Facilities

1. Prior to any preliminary site plan approvals or their equivalent 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 lines and facilities to service the project. No building permits shall be issued without an approved, permitted potable water distribution system and commitment of available capacity. for that portion of the building construction.

2. Installation of automatic sprinkler systems shall be required for all non-residential buildings on the PARKWAY CENTER site.

3. Prior to any preliminary site plan approvals or their equivalent for the development, the Developer shall provide documentation to the Planning and Growth Management Department of a master plan for waste water collection facilities approved and permitted by the Utilities Department or other applicable entity. No building permits shall be issued without a commitment from Hillsborough County or other responsible entity to provide waste water disposal capacity for the building(s) that are the subjects of such application.

4. Prior to commercial site plan approval for the development, the Developer shall verify to the satisfaction of Hillsborough County that adequate Emergency Management Services (EMS) capabilities and facilities are available to service the development.

5. The Developer shall be required to 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 detailed site plan approval.

6. The Developer shall use non-potable water for landscape and open space irrigation except as otherwise approved by Hillsborough County.

7. The collection, transportation and disposal of solid waste is controlled by Hillsborough County ordinance and shall take place in accordance with the terms of said ordinance. No building permits shall be issued without a commitment from Hillsborough County or other responsible entity to provide for the collection, transportation and disposal of solid waste for the building(s) that are the subjects of such building permit application.

8. Septic tanks may be permitted on a temporary basis for construction purposes only, subject to local regulations.

9. In the event the Developer elects to utilize the Equivalency Matrix for development of greater than 2000 residential units, the Developer shall dedicate to the Hillsborough County School Board a school site of 15 acres if the site is freestanding or 13 acres if the site is adjacent to a neighborhood park, and shall receive impact fee credits in accordance with applicable Hillsborough County ordinance.

H. Hazardous Waste

1. The Developer shall provide to all PARKWAY CENTER businesses, information that hazardous wastes are to be stored or disposed of in accordance with applicable statutes and regulations regarding hazardous wastes and materials.

2. Each annual report shall include a list of all on-site hazardous waste generators and handlers which have obtained EPA numbers, the type and quantities of wastes produced and stored and where such wastes are to be disposed of.

3. Large quantity generators of hazardous substances, as defined by applicable Federal and State regulations, shall implement a site-specific surficial aquifer monitoring program as required by Hillsborough County, EPC an DEP. An emergency response and hazardous waste management operation plan shall be required for those facilities which generate/handle hazardous wastes, to minimize hazards to human health and the environment. The plans shall describe the procedures and actions required of facility personnel as well as the duties of local EMS/fire and police departments and hospitals. The Plan shall be included in the first annual report following occupancy by facilities which generate/handle hazardous wastes within the park.

4. Small quantity generators as defined by applicable Federal and State regulations, should obtain USEPA identification number.

5. All temporary hazardous waste storage facilities shall meet applicable federal, state and local laws, rules and regulations, and where appropriate the criteria set forth in Sections 3.913(a), (d) and (e), TBRPC's Future of the Region.

6. The Developer, through restrictive lease agreements or covenants, shall advise tenants and purchasers that any hazardous waste must be transported and disposed of in a manner consistent with applicable regulations.

7. Any PARKWAY CENTER tenants that generate hazardous waste shall re-evaluate their waste streams to determine whether the quantity of waste can be reduced, or if other raw materials can be substituted in the process that may render the waste non-hazardous. Such re-evaluations shall be reported in each annual report for the development on a schedule outlined in the Development Order.

I. 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 hotel guests and those employees who, for security or administrative reasons, are in the development after an evacuation order is issued by: (1) ordering all buildings closed for the duration of a hurricane evacuation order; (2) informing all employees of evacuation routes out of the flood prone area and measures to be followed 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 submitted after occupancy of any portion of the project.

2. The Developer has coordinated with the Hillsborough County Bureau of Emergency Management and the Greater Tampa Chapter of the American Red Cross regarding development of an appropriate Hurricane Evacuation management plan. Pursuant to said management plan, for each area within Hurricane Evacuation Zone C, (i.e., needing evacuation during a Category 1, 2 or 3 hurricane, the Developer shall make a contribution, to the local chapter of the American Red Cross, of twenty-six dollars ($26.00) times the number of hurricane shelter spaces necessitated by the existing occupied homes within the project at the dates specified below. The approved site plan currently generates a total of 1946 hurricane evacuation shelter spaces. Payments shall be made on December 31, 2000, December 31, 2003, and December 31, 2006. The Developer's contributions to the Red Cross shall be utilized by the Red Cross to mitigate shelter needs for the area of the County in which the Project is located.

J. <u>Energy Conservation</u>

1. The energy conservation measures referenced on pages 25-2, 25-5 and 25-6 of the ADA shall be required. The following energy conservation measures shall also be encouraged by the Developer or his assigns: for the office, service center, research and development and commercial components of PARKWAY CENTER.

(a) The institution of programs to promote energy conservation by employees, buyers and suppliers.

(b) Reduction of 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 the project's facilities.

K. Equal Opportunity

1. The Developer shall seek, 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.

L. General

1. The discovery of any historical or archaeological resources shall be reported to Hillsborough County and the disposition of such resources shall be determined in cooperation with the Division of Historical Resources and Hillsborough County.

2. Any approval of the PARKWAY CENTER development shall at minimum, satisfy the provisions of Chapter 380.06(19), FS

3. All of the final Developer's commitments set forth in the Application, and as summarized in Exhibit A shall be honored, except as they may be superseded by specific terms of the Development Order.

4. The Developer or its designee shall maintain all open space and landscaped areas within the project site except for any drainage easements maintained by Hillsborough County.

5. PARKWAY CENTER shall encourage project tenants to provide or participate in the provision of child care facilities for their employees. A report on any such provision shall be provideo in the annual reports following the first Certificates of Occupancy.

h:\n\pky\do\7-29.fin

EXHIBIT

A-1

TABLE 11

EQUIVALENCY MATRIX (Revised 7/28/97)
(BUILDOUT)

CHANGE FROM

CHANGE TO	Office	Commercial	Hotel	Lt. Industrial	High Technology	Service Center
Industrial Park	1.609 ksf/ksf	5.371 ksf/ksf	0.837 ksf/rm	1.077 ksf/ksf	1.051 ksf/ksf	1.237 ksf/ksf
Office	N/A	2.711 ksf/ksf	0.422 ksf/rm	0.543 ksf/ksf	0.530 ksf/ksf	0.624 ksf/ksf
Office Park	1.160 ksf/ksf	3.870 ksf/ksf	0.603 ksf/rm	0.776 ksf/ksf	0.757 ksf/ksf	0.892 ksf/ksf
Hotel	1.927 rm/ksf	6.433 rm/ksf	N/A	1.290 rm/ksf	1.259 rm/ksf	1.482 rm/ksf
Commercial	0.201 ksf/ksf	N/A	0.105 ksf/rm	0.135 ksf/ksf	0.131 ksf/ksf	0.155 ksf/ksf
Single Family	1.773 du/ksf	5.917 du/ksf	0.922 du/rm	1.186 du/ksf	1.158 du/ksf	1.363 du/ksf
Multi-Family	2.794 du/ksf	9.327 du/ksf	1.453 du/rm	1.870 du/ksf	1.825 du/ksf	2.148 du/ksf
Elementary School	136.897 stud/ksf	456.906 stud/ksf	71.168 stud/rm	91.589 stud/ksf	89.421 stud/ksf	105.252 stud/ksf

Land use exchanges are based on PM peak hour project traffic. Use of this matrix should be limited to the following minimums and maximums:

Land Use	Minimum	Maximum
Industrial Park	500,000 sf	3,100,000 sf
Office	25,000 sf	150,000 sf
Office Park	200,000 sf	1,100,000 sf
Hotel	0 rms	200 rms
Commercial	15,000 sf	175,000 sf
Single Family	0 du	1,537 du*
Multi-Family	0 du	1,528 du*

EXHIBIT

A-1

TABLE 11

EQUIVALENCY MATRIX (Continued)
(BUILDOUT)

* The individual maximum dwelling units for the single family and multi-family may be exceeded as long as the total number of dwelling units within the project do not exceed 3,065 dwelling units.

Conversion - Single Family to Multi-Family = $\frac{0.826/\text{sf du}}{0.524/\text{mf du}}$ = 1.576 mf du/sf du

EXAMPLE:

- Approved Development Plan
  Alternative Development Plan

- Add 100 Single Family Homes by reducing Light Industrial.

  100 du / 1.186 du/ksf = 84.317

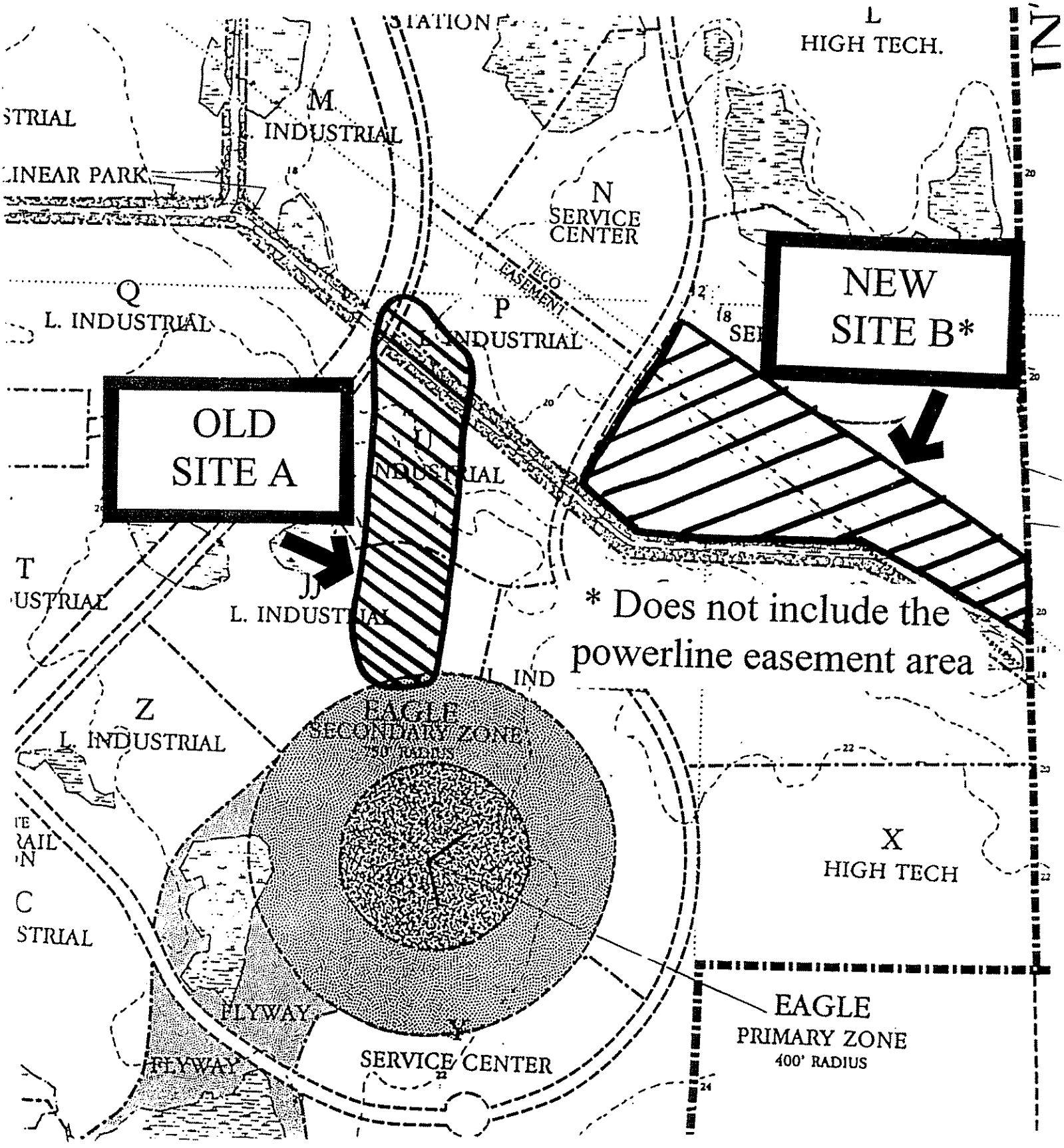
  Reduce Light Industrial by 84,317 square feet.

Note: This matrix is a two-way matrix. Once an exchange utilizing the equivalency matrix occurs, the resulting use and square footage may only be exchanged back to its original use. For example, if a Light Industrial land use is traded for Single Family, that Single Family can only be traded back to Light Industrial.

EXHIBIT

1 A-2

ALTERNATIVE 21 ACRE UPLAND HABITAT EXHIBIT



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. R97-189 - Amending Development Order for Parkway Center (DRI #146), approved by the Board in its regular meeting of July 29, 1997, as the same appears of record in MINUTE BOOK 254 of the Public Records of Hillsborough County, Florida.

WITNESS my hand and official seal this 22nd day of August, 1997.

RICHARD AKE, CLERK

BY: Deputy Clerk

FOWLER, WHITE, GILLEN, BOGGS, VILLAREAL AND BANKER, P. A.

ATTORNEYS AT LAW

TAMPA — ST. PETERSBURG — CLEARWATER

FT. MYERS — TALLAHASSEE

CABLE - FOWHITE
TELEX 52776

501 EAST KENNEDY BLVD.
TAMPA, FLORIDA 33602

POST OFFICE BOX 1438
TAMPA, FLORIDA 33601

(813) 228-7411

TELECOPIER
(813) 229-8313

September 9, 1997

Mr. Tim Butts
Tampa Bay Regional Planning Council
9455 Koger Boulevard
St. Petersburg, FL 33702

Re: Parkway Center DRI #146 - Development Order Exhibits

Dear Mr. Butts:

It is my understanding from Mr. Gary Klunk with the Board of County Commissioners' Records Department that the final Parkway Center DRI #146 Development Order has been forwarded to you. Mr. Klunk indicated that the exhibits were also forwarded with the exception of Exhibit B - Map H. Accordingly, I am enclosing same for your records.

Thank you for your attention.

Sincerely,

Dana D. Young

DDY/be
encl

cc: Mr. Gary Klunk
Board of County Commissioners
Records Department

ddy\ltr\1153

Maps are attached to the original copy.

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. R92-0208 - Amending the Development Order for Parkway Center (DRI #146)

adopted by the Board in its regular meeting of August 25, 1992, as the same appears of record in MINUTE BOOK 195 of the Public Records of Hillsborough County, Florida.

WITNESS my hand and official seal this 8th day of September, 1992.

RICHARD AKE, CLERK

BY: Gary M. Clark
Deputy Clerk

Exhibit 2 with original

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 8, 1992

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

Re: Resolution No. R92-0208 - Amending the Development Order for Parkway Center (DRI #146)

Dear Ms. Cooper:

Attached is a certified copy of referenced resolution, which was adopted by the Hillsborough County Board of County Commissioners on August 25, 1992.

We are providing this copy for your files.

Sincerely,

RICHARD AKE
CLERK OF CIRCUIT COURT

By: Gary J. Klunk
Clerk III, BOCC Records

mailed 9/9/92
received 9/11/92

GJK:ADF
Certified Mail
Attachment
cc: Board files (1 orig.)
J. Thomas Beck, Florida Department of Community Affairs
Ron Noble, Esquire - Fowler, White, Gillen, Boggs, Villareal and Banker, P.A. (excluding Exhibit B)
Kevin S. Kuenzel, Assistant County Attorney (excluding Exhibit B)
Gene Boles, Director, Planning and Development Management (excluding Exhibit B)

RESOLUTION NO. R92-0208

RESOLUTION OF THE BOARD OF COUNTY COMMISSIONERS OF HILLSBOROUGH COUNTY, FLORIDA DRI #146 DEVELOPMENT ORDER PARKWAY CENTER

Upon motion by Commissioner Joe Chillura, Jr., seconded by Commissioner James Selvey, the following Resolution was adopted by a vote of 6 to 0; Commissioner(s) _____ voting "no."

WHEREAS, in September, 1986, Robert E. Woolley, Inc., (the "Developer") 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, on May 9, 1990, R.E. Woolley & Associates, Inc., amended their Articles of Incorporation to change the name of the corporation to Woolley's Parkway Center, Inc.; and,

WHEREAS, said Application proposed construction of a light industrial park on approximately 939.78 acres, located in southern Hillsborough County (hereinafter referred to as "Parkway Center"); and

WHEREAS, the Developer desires to add three outparcels to the Parkway Center DRI (DRI #146) to be utilized for the construction of a by-pass canal and for drainage.

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

WHEREAS, the Hillsborough County 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 and Notifications of a Proposed Change to a Previously Approved Development of Regional Impact; and

WHEREAS, the Hillsborough County Board of County Commissioners has on September 28, 1987, and October 13, 1987, held duly noticed public hearings on said Application for Development Approval and has heard and considered testimony and other documents in evidence; and

WHEREAS, on October 13, 1987, the Hillsborough County Board of County Commissioners approved a Development Order (Resolution No. R87-0334) for the Parkway

Center Development of Regional Impact (DRI #146) (the "Development") pursuant to the provisions of Section 380.06, Florida Statutes; and

WHEREAS, on July 11, 1989, the Hillsborough County Board of County Commissioners adopted Resolution No. R89-0173, whereby the Board chose to assist the Developer pursuant to Section IV B.4.c.(4) of the Development Order by permitting the Developer of the Pavilion (DRI #148) to design, acquire right-of-way, and construct a portion of the Required Improvements under Transportation Option 3 of the Pavilion DRI Development Order; and

WHEREAS, Resolution No. R89-0173 did not amend the Parkway Center Development Order; and

WHEREAS, The Hillsborough County Board of County Commissioners accepted the 1990-1991 Annual Report for Parkway Center (DRI #146) on December 10, 1991, and found the project in compliance with the terms of the Development Order subject to the following condition:

1. Within 90 days of acceptance of the Annual Report, the Developer shall file a Notification of Proposed Change to amend:

   (a) the Phasing Schedule to reflect a more attainable buildout schedule; and

   (b) the transportation mitigation language of Option 3 to recognize that the Developer of the Pavilion has the option of constructing a portion of Falkenburg Road.

WHEREAS, on March 9, 1992, a Notification of a Proposed Change to a previously approved Development of Regional Impact pursuant to Subsection 380.06(19), Florida Statutes, was filed for Parkway Center ("Notice of Proposed Change"); and

WHEREAS, the Notice of Proposed Change addressed the transportation mitigation language of Option 3 of the Development Order to recognize that the Developer of the Pavilion (DRI #148) has chosen the option to construct a portion of Falkenburg and Brooker Roads, and proposed an extension to the phasing and buildout dates by less than seven (7) years as more particularly described in the Notice of Proposed Change; and

WHEREAS, Subsection 380.06(19)(c), Florida Statutes, as amended, provides that a Notice of Proposed Change which requests an extension of the date of buildout of a development, or any phase thereof, of five (5) years or more but less than seven (7) years shall be presumed not to create a substantial deviation. Clear and convincing evidence has not been presented which would rebut this presumption.

NOW THEREFORE, be it resolved by the Board of County Commissioners of Hillsborough County, Florida, in regular meeting assembled this 25th day of August, 1992, as follows:

FINDINGS OF FACT

1. That the Hillsborough County Board of County Commissioners finds that there is substantial competent evidence to support the following findings of fact:

   (a) The Recitals hereto are incorporated by reference.

   (b) All statutory procedures have been adhered to.

   (c) The Developer of the Pavilion (DRI #148) has chosen Transportation Option 3 under the Pavilion's Development Order to mitigate their transportation impacts. This Option 3 provides that the Developer of the Pavilion will construct Falkenburg Road from Everhart (Brooker) Road to U.S. 301, and also construct Everhart (Brooker) Road from Falkenburg Road to U.S. 301.

   (d) The proposed changes do not create a reasonable likelihood of additional regional impact nor do the proposed changes create any type of regional impact not previously reviewed by the regional planning council.

CONCLUSIONS OF LAW

2. That the Hillsborough County Board of County Commissioners having made the above findings of fact, reaches the following conclusions of law:

   (a) The amendment of the Development Order to recognize the reassignment of the obligation to construct Falkenburg Road from Everhart (Brooker) Road to U.S. 301, and also construct Everhart (Brooker) Road from Falkenburg Road to U.S. 301 pursuant to Resolution No. 89-0173, adopted by the Hillsborough County Board of County Commissioners on July 11, 1989, and the modification of the timeframe for the construction of these roadway improvements are presumed to create a substantial deviation requiring further development of regional impact review. The Developer has presented clear and convincing evidence to rebut this presumption.

(b) In accordance with Subsection 380.06(19)(c), Florida Statutes, the extension of the date of buildout, and any phases thereof, is presumed not to create a substantial deviation requiring further development of regional impact review. No clear and convincing evidence has been presented which would rebut this presumption.

(c) The addition of three outparcels to the DRI to be used for the construction of a by-pass canal and for drainage comprised of 6.8 acres MOL, 5.1 acres MOL, and 15.2 acres MOL is presumed to create a substantial deviation subject to further development-of-regional-impact review. The Developer has presented clear and convincing evidence to rebut this presumption.

(d) All statutory procedures have been adhered to in the submittal and review of the Notice of Proposed Change.

(e) Based upon compliance with the terms and conditions of the Parkway Center Development Order, as hereby amended, the reports, recommendations, and testimony heard and considered by the Hillsborough County Board of County Commissioners, it is further concluded that:

(1) The changes described herein will not unreasonably interfere with the achievement of objectives of the adopted State Land Development Plan; and

(2) The development is consistent with the State Comprehensive Plan; and

(3) The development, as amended herein, is consistent with the local Land Development Regulations and the Future of Hillsborough Comprehensive Plan; and

(4) The development, as amended herein, is consistent with the report and recommendation of the Tampa Bay Regional Planning Council.

3. That having made the above findings of fact and drawing the above conclusions of law:

(a) It is hereby ordered that the Parkway Center (DRI #146) Development Order is hereby amended to incorporate the following changes and/or amendments:

IV. SPECIFIC CONDITIONS

A. Phasing Schedule and Deadlines

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

Land Use	Phase I	Phase II	Phase III	Total
	(1998~~1~~)**	(~~1995~~2002)	(~~1999~~2006)	

(remainder of this section unchanged)

4. This Development Order shall remain in effect for a period up to and including September 29, ~~October 13,~~ 200~~4~~11. No development shall be approved 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 of this Order.

5. The development shall not be subject to downzoning, or intensity reduction until September 29, ~~October 13,~~ 200~~4~~11 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

4.c. (1) The Developer shall design the ultimate six-lane divided urban section of Faulkenburg Road from the north project boundary to ~~U.S. 301~~ Everhart (Brooker) Road. Said design shall include appropriate geometric improvements to future intersections at Madison ~~, Brooker and U.S. 301~~ as identified in Table 1.

The Developer shall acquire needed rights-of-way for and construct the four-lane divided section of Faulkenburg Road from the north project boundary to ~~U.S. 301~~ Everhart (Brooker) Road including geometric

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 August 25, 1992, as the same appears of record in Minute Book 195 of the Public Records of Hillsborough County, Florida.

WITNESS my hand and official seal this 8th day of September, 1992.

RICHARD AKE, CLERK

By: _____
Deputy Clerk

RHN/035

APPROVED AS TO FORM
BY _____
Approved As To Form And
Legal Sufficiency.

intersection improvements at Madison ~~, Brooker and U.S. 301~~ as identified in Table 1 and required for the four-lane improvements, so that the ultimate six lanes can be added in the median.

(2) ~~The Developer shall design, acquire needed rights-of-way and construct the two-lane section of Brooker Road from Faulkenburg to U.S. 301 including appropriate geometric intersection improvements as identified in Table 1. The road shall be designed and constructed so as to accommodate the ultimate four lane design plan to add two lanes with minimum cost and disruption.~~

In order to promote the uniform and efficient construction of Falkenburg Road and to avoid constructing only a portion of Falkenburg Road that would not provide a substantial public benefit nor cure or mitigate the impacts of the project on the regional transportation network, the Developer shall construct Falkenburg Road from Madison to Everhart (Brooker) Road in conjunction with the Pavilion's (DRI #148) construction of Falkenburg Road from Everhart (Brooker) Road to U.S. 301. The completion date for this construction shall be designated as May 27, 1995. The County reserves the right to require the Developer to bear any additional costs for the completion of the Required Improvement caused by the delay and construction from 4/13/94 to 5/27/95.

4. The Parkway Center (DRI #146) Development Order, as amended herein, is hereby reaffirmed in its entirety.

5. The revised legal description for Parkway Center is attached hereto as Exhibit A.

6. The revised Parkway Center Master Plan is attached hereto as Exhibit B.

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

8. Upon adoption, this Resolution shall be transmitted by the Ex Officio Clerk of the Hillsborough County Board of County Commissioners by certified mail to the State Land Planning Agency, the Tampa Bay Regional Planning Council, and any other designated recipients specified by statute or rule.

9. The Developer shall record a notice of adoption of this Resolution in accordance with Section 380.06(15), Florida Statutes.

AFFIDAVIT

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

I hereby certify that on this date before me, the undersigned notary public authorized in this State and County named above to administer oaths and take acknowledgements, personally appeared, Ronald H. Noble, as attorney for Woolley's Parkway Center, Inc., the applicant for the Parkway Center (DRI #146) Notice of Proposed Change, who being by me first duly sworn, says upon oath as stated below:

1. Woolley's Parkway Center, Inc., filed their Notice of Proposed Change for the Parkway Center DRI on March 9, 1992.

2. The aforementioned application was filed with Hillsborough County, the State of Florida Department of Community Affairs ("DCA"), and the Tampa Bay Regional Planning Council ("TBRPC"), as required by law.

Ronald H. Noble
Attorney for
Woolley's Parkway Center, Inc.

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 20th day of August, 1992, by Ronald H. Noble, Attorney for Woolley's Parkway Center, Inc. He is personally known to me and did take an oath.

Mary H. Reinhard
(Signature)

Mary H. Reinhard
Print, Type or Stamp Name of Signatory)

RHN/073

OFFICIAL SEAL
MARY H. REINHARD
My Commission Expires
Feb. 25, 1996
Comm. No. CC 181080

LEGAL DESCRIPTION

DESCRIPTION: (From Lawyers Title Insurance Corporation ommitment No. 107613)

art of Sections 12 and 13 of Township 30 South, Range 19 ast, Hillsborough County, Florida, and part of Sections 7 nd 18 of Township 30 South, Range 20 East, Hillsborough ounty, Florida, as described below:

ANDS WEST OF INTERSTATE HIGHWAY 75 AND EAST OF TAMPA LECTRIC COMPANY RIGHT-OF-WAY.

art of the South 1/2 of Section 12, Township 30 South, Range 9 East, and part of Section 13, Township 30 South, Range 19 ast, and part of the South 1/2 of Section 7, Township 30 outh, Range 20 East, and part of the North 1/2 of Section 8, Township 30 South, Range 20 East, all in Hillsborough ounty, Florida, described as follows:

egin at the Northwest corner of the Southwest 1/4 of said ection 7, and run thence N.89°19'12"E., along the North oundary line of the South 1/2 of said Section 7, a distance f 1060.31 feet to the Westerly limited access right-of-way ine of State Road 93-A (Interstate Highway 75); thence .03°11'51"E., along said limited access right-of-way line, a istance of 5337.88 feet to the South boundary line of the orth 1/2 of said Section 18; thence S.89°26'18"W., along the outh boundary line of the North 1/2 of said Section 18, a istance of 1399.36 feet to the Northeast corner of the outheast 1/4 of said Section 13; thence S.00°19'38"W., along he East boundary line of said Section 13, a distance of 320.22 feet to the Southeast corner of the Northeast 1/4 of he Southeast 1/4 of said Section 13; thence N.89°57'58"W., long the South boundary line of the Northeast 1/4 of the outheast 1/4 of said Section 13, a distance of 661.79 feet o the Northeast corner of the West 1/2 of the Southeast 1/4 f the Southeast 1/4 of said Section 13; thence .00°15'41"W., along the East boundary line of the West 1/2 f the Southeast 1/4 of the Southeast 1/4 of said Section 13, distance of 1291.39 feet to the North right-of-way line of iverview Drive (located 30 feet Northerly from the section ine); thence S.89°51'50"W., along said right-of-way line of iverview Drive, a distance of 660.56 feet to the West oundary line of the West 1/2 of the Southeast 1/4 of the outheast 1/4 of said Section 13; thence N.00°12'23"E., along he West boundary line of the West 1/2 of the Southeast 1/4 f the Southeast 1/4 of said Section 13, a distance of 631.67 eet to the Southeast corner of the North 1/2 of the outhwest 1/4 of the Southeast 1/4 of said Section 13;thence .89°56'15"W., along the South boundary line of the North 1/2 f the Southwest 1/4 of the Southeast 1/4 of said Section 3, a distance of 661.70 feet to the Northeast corner of ract 13 in the Southeast 1/4 of said Section 13, according o the plat of the FIRST ADDITION TO SOUTH TAMPA, as recorded n Plat Book 8, Page 66, of the Public Records of illsborough County, Florida; thence S.00°09'48"W., along he East boundary line of said Tract 13, a distance of 632.79 eet to the North right-of-way line of Riverview Drive located 30 feet from the section line); thence .89°50'27"W., along said right-of-way line of Riverview rive, a distance of 661.23 feet to the East boundary line of he East 1/2 of the Southwest 1/4 of the Southwest 1/4 of aid Section 13; thence N.00°07'14"E., along the East oundary line of the East 1/2 of the Southeast 1/4 of the outhwest 1/4 of said Section 13, a distance of 1297.80 feet o the Northeast corner of the East 1/2 of the Southeast 1/4 f the Southwest 1/4 of said Section 13; thence .89°46'01"W., a distance of 667.52 feet to the Northwest orner of the East 1/2 of the Southeast 1/4 of the Southwest /4 of said Section 13; thence S.00°04'53"W., along the West oundary line of the East 1/2 of the Southeast 1/4 of the outhwest 1/4 of said Section 13, a distance of 1297.13 feet o the North right-of-way line of Riverview Drive (located 30 eet from the section line); thence N.89°42'35"W., along said ight-of-way line of Riverview Drive, a distance of 666.64 eet to the East boundary line of the Southwest 1/4 of the outhwest 1/4 of said Section 13; thence N.00°02'32"E., along he East boundary line of the Southwest 1/4 of the Southwest 4 of said Section 13, a distance of 1296.47 feet to the ortheast corner of the Southwest 1/4 of the Southwest 1/4 of aid Section 13; thence N.89°46'01"W., along the North oundary line of the Southwest 1/4 of the Southwest 1/4 of aid Section 13, a distance of 495.45 feet to the Easterly oundary line of the right-of-way of Tampa Electric ompany; thence N.02°01'44"E., along the Easterly boundary ine of said right-of-way of Tampa Electric Company, a distance of 1990.94 feet to the South boundary line of t North 1/2 of the Southwest 1/4 of the Northwest 1/4 of sa Section 13; thence S.89°47'51"E., a distance of 426.54 fe to the Southeast corner of the North 1/2 of the Southwest 1 of the Northwest 1/4 of said Section 13; ther N.00°03'06"E., a distance of 663.22 feet to the Northea corner of the North 1/2 of the Southwest 1/4 of the Northwe 1/4 of said Section 13; thence N.89°47'35"W., along the Nor boundary line of the North 1/2 of the Southwest 1/4 of t Northwest 1/4 of said Section 13, a distance of 402.33 fe to the Easterly boundary line of said right-of-way of Tam Electric Company; thence N.02°03'18"E., along the Easter boundary line of said right-of-way of Tampa Electric Compan a distance of 1327.18 feet to the North boundary line of sa Section 13; thence S.89°47'02"E., along the North bounda line of said Section 13, a distance of 20.92 feet to t Northwest corner of the East 1/2 of the Northeast 1/4 of t Northwest 1/4 of the Northwest 1/4 of said Section 13; then S.00°02'04"W., a distance of 663.25 feet to the Southwe corner of the East 1/2 of the Northeast 1/4 of the Northwe 1/4 of the Northwest 1/4 of said Section 13; then S.89°47'19"E., a distance of 334.81 feet to the Southea corner of the East 1/2 of the Northeast 1/4 of the Northwe 1/4 of the Northwest 1/4 of said Section 13; then N.00°03'06"E., a distance of 663.22 feet to the Northea corner of the East 1/2 of the Northeast 1/4 of the Northwe 1/4 of the Northwest 1/4 of said Section 13; then

N.00°04'45"W., a distance of 15 feet; thence N.89°47'02"W., parallel to and 15 feet North of the South boundary line of said Section 12, a distance of 355.37 feet to the Easterly boundary line of said right-of-way of Tampa Electric Company; thence N.02°03'36"E., along the Easterly boundary line of said right-of-way of Tampa Electric Company, a distance of 2632.65 feet to the North boundary line of Tract 3 in the Southwest 1/4 of said Section 12, according to the plat of SOUTH TAMPA, as recorded in Plat Book 6, Page 3, of the Public Records of Hillsborough County, Florida; thence N.00°04'12"W., a distance of 15 feet to the North boundary line of the South 1/2 of said Section 12; thence N.89°53'00"E., along the North boundary line of the South 1/2 of said Section 12, a distance of 257.05 feet to the Northeast corner of the Northwest 1/4 of the Southwest 1/4 of said Section 12; thence S.89°57'20"E., along the North boundary line of the South 1/2 of said Section 12, a distance of 1336.77 feet to the Northeast corner of the Northeast 1/4 of the Southwest 1/4 of said Section 12; thence N.89°57'07"E., along the North boundary line of the South 1/2 of said Section 12, a distance of 1338.00 feet to the Northeast corner of the Northwest 1/4 of the Southeast 1/4 of said Section 12; thence N.89°57'38"E., along the North boundary line of the South 1/2 of said Section 12, a distance of 1337.43 feet to the Point of Beginning.

LESS a parcel described as beginning at the Southwest corner of the Southwest 1/4 of the Northwest 1/4 of the Northwest 1/4 of said Section 18, Township 30 South, Range 20 East; run thence N.00°17'01"E., along the West boundary line of said Section 18, a distance of 663.11 feet to the Northwest corner of the Southwest 1/4 of the Northwest 1/4 of the Northwest 1/4 of said Section 18; thence N.89°05'18"E., a distance of 660.00 feet to the Northeast corner of Tract 5 in the Northwest 1/4 of said Section 18, according to the plat of SOUTH TAMPA, as recorded in Plat Book 6, Page 3, of the Public Records of Hillsborough County, Florida; thence S.00°16'53"W., along the East boundary line of said Tract 5 (and a Southerly extension thereof), a distance of 664.39 feet to the centerline of a 30-foot platted street (portrayed on said plat); thence S.89°11'58"W., along said platted street centerline, a distance of 660.0 feet to the Point of Beginning of the excepted parcel.

AND

PARCELS WEST OF TAMPA ELECTRIC COMPANY RIGHT-OF-WAY AND ABUTTING 78TH STREET

NORTHERLY 78TH STREET PARCEL

Part of the Southwest 1/4 of Section 12, Township 30 South, Range 19 East, Hillsborough County, Florida, described as follows:

Commence at the Northwest corner of Tract 3 in the Southwest 1/4 of said Section 12, according to the plat of SOUTH TAMPA, as recorded in Plat Book 6, Page 3, of the Public Records of Hillsborough County, Florida, and run S.00°04'12"E., along the West boundary line of said Tract 3, a distance of 140.00 feet for a Point of Beginning; from said Point of Beginning, run N.89°53'00"E., parallel with the North boundary line of said Tract 3, a distance of 82.00 feet to the Westerly boundary line of the right-of-way of Tampa Electric Company; thence S.02°03'36"W., along the Westerly boundary line of said right-of-way of Tampa Electric Company, a distance of 2490.66 feet to a point on the South boundary line of Tract 13 in the Southwest 1/4 of said Section 12, according to said plat of SOUTH TAMPA; thence N.89°47'02"W., along the South boundary line of said Tract 13, a distance of 619.50 feet to the East right-of-way line of 78th Street (located 40 feet from the West Section line); thence N.00°03'25"W., along the Easterly right-of-way line of 78th Street, a distance of 3[illegible]4.41 feet to the South boundary line of the North 1/2 of said Tract 13; thence S.89°48'55"E., a distance of 629.94 feet to the Southeast corner of the North 1/4 of said Tract 13; thence N.00°04'07"W., a distance of 324.75 feet to the Northeast corner of said Tract 13; thence N.89°5[illegible]'48"W., along the North boundary line of said Tract 13, a distance of 629.89 feet to the East right-of-way line of 78th Street (located 40 feet from the West Section line); thence N.00°03'25"W., along the East right-of-way line of 78th Street, a distance of 663.82 feet; thence N.00°03'35"W., a distance of 663.82 feet to the South boundary line of Tract 4 in the Southwest 1/4 of said Section 12, according to said plat of SOUTH TAMPA; thence N.89°59'13"E., a distance of 629.[illegible] feet to the Southeast corner of said Tract 4; thence N.0[illegible]°4'1[illegible]"W., along the East boundary line of said Tract 4, a distance of 509.9[illegible] feet to the Point of Beginning.

AND

MIDDLE 78TH STREET PARCEL

Part of the Northwest 1/4 of Section 13, Township 30 South, Range 19 East, Hillsborough County, Florida; described as follows:

Commence at the Southwest corner of the Northwest 1/4 of the Northwest 1/4 of said Section 13; and run S.89°47'35"E., along the south boundary line thereof, a distance of 40.00 feet to the East right-of-way line of 78th Street for a Point of Beginning: from said Point of Beginning, run N.00°01'03"W., along the East right-of-way line of 78th Street, a distance of 1311.65 feet to the North boundary line of Tract 4 in the Northwest 1/4 of said Section 13, according to the plat of FIRST ADDITION TO SOUTH TAMPA, as recorded in Plat Book 8, Page 66, of the Public Records of Hillsborough County, Florida; thence S.89°47'02"E., along the North boundary line of said Tract 4, a distance of 618.41 feet to the Westerly boundary line of the right-of-way of Tampa Electric Company; thence S.02°03'18"W., along the Westerly boundary line of said right-of-way of Tampa Electric Company, a distance of 1312.22 feet to the South boundary line of the Northwest 1/4 of the Northwest 1/4 of said Section 13; thence N.89°47'35"W., along said South boundary line, a distance of 570.95 feet to the Point of Beginning.

AND

SOUTHERLY 78TH STREET PARCEL

That part of the West 1/2 of Section 13, Township 30 South, Range 19 East, Hillsborough County, Florida; described as follows:

Commence at the Northwest corner of the Northwest 1/4 of the Southwest 1/4 of said Section 13; and run S.89°48'08"E., along the North boundary line thereof, a distance of 40.00 feet to the East right-of-way line of 78th Street for a Point of Beginning: from said Point of Beginning; run N.00°01'03"W.,along the East right-of-way line of 78th Street, a distance of 663.32 feet to the North boundary line of Tract 13 in the Northwest 1/4 of said Section 13, according to the plat of FIRST ADDITION TO SOUTH TAMPA, as recorded in Plat Book 8, ,Page 66, of the Public Records of Hillsborough County, Florida; thence S.89°47'51"E., along the North boundary line of said Tract 13, a distance of 545.95 feet to the Westerly boundary line of the right-of-way of Tampa Electric Company; thence S.02°01'44"W., along the Westerly boundary line of said right-of-way of Tampa Electric Company, a distance of 995.41 feet to the South boundary line of the North 1/2 of the Northwest 1/4 of the Northwest 1/4 of the Southwest 1/4 of said Section 13; thence N.89°47'36"E., along the South boundary line of the North 1/2 of the Northwest 1/4 of the Northwest 1/4 of the Southwest 1/4 of said Section 13, a distance of 510.47 feet to the East right-of-way line of 78th Street (located 40 feet from the West Section line); thence N.00°01'02"W., along the East right-of-way line of 78th Street, a distance of 331.55 feet to the Point of Beginning.

AND

ADDITIONAL SOUTHERLY 78TH STREET PARCEL

That part of the North 395.00 feet of the West 1/2 of the Southwest 1/4 of the Southwest 1/4 of Section 13, Township 30 South, Range 19 East, Hillsborough County, Florida, lying West of Tampa Electric Company right of way; described as follows:

The North 395.00 feet of the West 1/2 of the Southwest 1/4 of the Southwest 1/4 of said Section 13; LESS a tract beginning at the Northeast corner of the West 1/2 of the Southwest 1/4 of the Southwest 1/4 of said Section 13; run thence South, 395.00 feet; thence West 199.98 feet; thence N.06°52'44"E., 397.70 feet; thence East 152.50 feet to the Point of Beginning.

ADDITIONAL PARCEL WEST OF INTERSTATE HIGHWAY 75 AND EAST OF TAMPA ELECTRIC COMPANY RIGHT OF WAY.

That part of the East 3/8 of the Southwest 1/4 of the Southwest 1/4 of Section 13, Township 30 South, Range 19 East, Hillsborough County, Florida; described as follows: Begin at the Northeast corner of the Southwest 1/4 of the Southwest 1/4 of said Section 13; run thence S.00°02'51"E., along the East boundary line of the Southwest 1/4 of the Southwest 1/4 of said Section 13, a distance of 385.50 feet; thence N.89°46'05"W., a distance of 500.56 feet to the West boundary line of the East 3/8 of the Southwest 1/4 of the Southwest 1/4 of said Section 13; thence N.00°01'22"E., along said West boundary line, a distance of 229.19 feet to the Easterly boundary line of the right of way of Tampa Electric Company; thence N.02°32'47"E., along said Easterly boundary line of said right of way of Tampa Electric Company, a distance of 156.39 feet to the North boundary line of the Southwest 1/4 of the Southwest 1/4 of said Section 13; thence S.89°46'05"E., along said North boundary line, a distance of 495.20 feet to the Point of Beginning.

Resolution No. R87-0334

RESOLUTION OF THE BOARD OF COUNTY
COMMISSIONERS OF HILLSBOROUGH COUNTY, FLORIDA
DRI #146 DEVELOPMENT ORDER
PARKWAY CENTER

Upon motion by Commissioner Selvey, seconded by Commissioner Padgett, the following Resolution was adopted by a vote of 6 to 0; Commissioner(s) None voting "NO."

WHEREAS, in September, 1986, ROBERT E. WOOLLEY, INCORPORATED 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 a light industrial park on approximately NINE HUNDRED THIRTY-NINE AND SEVENTY-EIGHT HUNDREDTHS ACRES, located in southern Hillsborough County, hereinafter referred to as PARKWAY CENTER; 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 SEPTEMBER 28, 1987 and OCTOBER 13, 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, IN REGULAR MEETING ASSEMBLED THIS 13th DAY OF October, 1987, AS FOLLOWS:

I. FINDINGS OF FACT

A. Robert E. Woolley, Inc. subsequently renamed as Robert E. Woolley/Florida, Inc. 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 is legally described as set forth in Composite Exhibit A.

C. The proposed development is not within 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 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 LIGHT INDUSTRIAL.

III. GENERAL PROVISIONS

A. This resolution shall constitute the Development Order of Hillsborough County in response to the Application for Development Approval for the PARKWAY CENTER Development of Regional Impact.

B. The legal description set forth in Composite Exhibit A is hereby incorporated into and by reference made a part of this Development Order.

C. 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.

D. The definitions contained in Chapter 380, Florida Statutes, as amended, 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 include 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 PARKWAY CENTER, 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 as defined by the criteria of Ch. 380.06(19)(b), Florida Statutes, as amended, 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, Florida Statutes, 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, as amended, and appropriate rules and regulations. The report shall be submitted on Florida Department of Community Affairs Form BLWM-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 Commissioners' 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(es) 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 unless stated otherwise in this Development Order.

M. 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, as amended.

IV. SPECIFIC CONDITIONS

A. Phasing Schedule and Deadlines

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

Land Use	Phase I (1991)**	Phase II (1995)	Phase III (1999)	Total
Light Industrial	3,320,400*	2,328,300	1,516,650	7,165,350
Service Center	154,700	712,600	163,600	1,030,900
High Tech	235,100	192,100	430,900	858,100
Office	150,300	--	346,700	497,000
Business Service	89,500	76,000	60,000	225,500
Subtotal	3,950,000	3,309,000	2,517,850	9,776,850
Hotel	80 rooms	100 rooms	80 rooms	260 rooms

* All square footage refers to gross square footage.
** Completion Date.

2. 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 as required by law, which approval shall not be withheld for mere acceleration or deceleration of the development phasing if the terms of this Order are otherwise fully 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, as amended.

3. The physical development of PARKWAY CENTER shall begin within three years of the effective date of this Development Order.

4. This Development Order shall remain in effect for a period up to and including October 13, 2004. No development shall be approved 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 of this Order.

5. The development shall not be subject to downzoning, or intensity reduction until October 13, 2004, 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.

6. Specific approval is hereby accorded for Phase I development subject to the conditions contained in this Order. Conceptual approval of Phases II and III is also accorded hereby. Specific approval of Phases II and III is conditioned on the developer submitting a new transportation and associated transportation air quality analysis pursuant to Section 380.06, Florida Statutes, as amended, and Section 4.202, Future of the Region, and compliance with all requirements of this Development Order. The new analysis shall be consistent with the results of the monitoring program and agreements reached at another transportation methodology meeting(s) to be held prior to the preparation of each new analysis.

B. Transportation

1. A transportation improvements plan and schedule for the Faulkenburg Road/I-75 area shall be developed in cooperation with the Florida Department of Transportation (FDOT), Tampa Bay Regional Planning Council (TBRPC), the Tampa Metropolitan Planning Organization (MPO) and developers in the study area. The plan shall consider all approved developments in the area including previously approved DRIs, and projected development. The plan shall be commenced within one year of issuance of construction permits. In lieu thereof, issuance of a Development Order approving an areawide DRI including the project site shall satisfy this requirement. The parameters for this interim transportation plan or areawide DRI traffic analysis shall include, but not be limited to:

   a. The regionally significant roadways which shall be included in the focus of the transportation plan, as well as identification of additional roadways to be constructed within the study area.

   b. The existing, approved and projected development to be included within the plan.

   c. The manner by which the traffic impact of existing development will be documented and assessed.

d. The manner by which the traffic impact of approved and projected development will be documented and assessed.

e. The procedure by which mass transit shall be studied as a viable alternative to alleviate overburdening of the roadways.

f. Identification of specific construction implementation goals, such as right-of-way acquisition and implementation of additional north/south and east/west corridors designed to coincide with transportation improvement needs generated by each phase completion for projects approved within the study area.

g. Identification of sources of funding commitments for the improvements identified.

The I-75 Corridor and South Brandon studies recently completed by the Hillsborough County City-County Planning Commission and the Brandon area Transportation Study fulfill these requirements.

2. An annual monitoring program for the total PARKWAY CENTER project which will record driveway volumes in the evening peak hour, shall be started when Certificates of Occupancy have been issued for 500,000 square feet of office space, or other allowed uses which will likewise generate a total of 12,500 p.m. peak hour trips and shall continue until build-out. This information shall be supplied in the required annual report. If an annual report is not submitted within 30 days of its due date, or if the driveway volumes exceed those projected for peak hour in the Application for each phase by more than 15 percent, a substantial deviation determination shall be required, pursuant to 380.06(19), Florida Statutes, as amended, during which the Development Order may be amended to change or require additional roadway improvements. The results of the study may also serve as a basis for the developer or reviewing agencies to request Development Order amendments. 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. Hillsborough County and the Developer hereby agree to continue to work together toward the extension of Faulkenburg Road from its existing terminus at Causeway Boulevard to U.S. 41 to the South along the general alignment identified in the MPO's 2010 plan. Toward this end the County will expediously proceed to complete the Right-of-Way Reservation procedures for the entire alignment referenced herein. The Developer shall provide technical assistance in the Right-of-Way reservation process. In addition, the County shall make every effort to require the dedication of Right-of-Way along said alignment. In the event the Developer elects Pipeline Option 3 as identified herein, or any partial pipeline of Faulkenburg Road, the County shall, if appropriate, and in a timely manner, institute eminent domain proceedings for the needed Right-of-Way so that the Right-of-Way will be available

for construction within the required time frames as set forth in this Development Order or as hereafter amended. The County's assistance in Right-of-Way acquisition shall include use of its eminent domain powers, but shall not include funding of the purchases except as provided in paragraph IV. B. 4. c.(4), below.

4. The developer at its option, shall select one or combinations of the following alternatives to mitigate the project's transportation impacts, provided that the combinations selected achieve the required degree of mitigation.

a. Option 1

(1) Approval of Phase I of the development shall require funding commitments from the responsible entities for the roadway improvements listed in Transportation Tables 1 and 2. Without funding commitments for these improvements, construction permits shall not be issued.

(2) Alternatively, if funding commitments have been made for specific regional roadway improvements, the Developer may sub-phase the project. Specific amounts of project development will then be approved if the following conditions exist:

(a) TBRPC and Hillsborough County shall concur with the defined amount of development to be specifically approved.

(b) Funding commitments for roadway improvements shall be required when the regional roadway operates below an average daily LOS D at peak hour and the development contributes 5 percent or more of the average daily LOS C, D at peak hour capacity of the existing facility or such higher percentage as may be applicable upon designation of the project area as an Activity Center pursuant to the Regional Planning Council's adopted growth policy, Future of the Region.

(c) A stop order shall be issued before development takes place which triggers the need for roadway improvements pursuant to TBRPC policy, but for which funding commitments have not been assured. A new analysis and/or monitoring may also be required in this instance.

(3) The Developer shall submit for approval by TBRPC, Hillsborough County, the Tampa Urban Area MPO, Florida Department of Transportation (FDOT), and the Hillsborough Area Transit Authority (HART), a plan of transportation systems management (TSM) measures to be instituted and implemented for each project phase. The plan shall provide for sufficient TSM measures to divert a

significant percentage of total peak hour trips away from the peak traffic hours projected in the ADA. The plan shall be submitted to the reviewing agencies within one year of issuance of the Development Order and shall address the following at minimum:

(1) Worker flex time.

(2) Worker ridesharing strategies.

(3) Provision of transit and service facilities and programs to increase transit ridership.

(4) High Occupancy Vehicle Options.

If the Developer desires the opportunity to seek credit against transportation impact fees for any lowering of traffic impacts resulting from TSM measures, each annual report for this development after the issuance of Certificates of Occupancy for Phase I shall include a yearly assessment of the actual achievement of vehicle trips diverted from the peak hour as a result of the TSM measures. This assessment shall also include sufficient and appropriate documentation for all diversions claimed as a result of implementation of each TSM measure. The results of the TSM study may serve as a basis for the Developer to request Development Order amendments.

TRANSPORTATION TABLE 1

INTERSECTIONS

Intersection		Req'd Improvements	Devel. % of LOS "D" peak hr. Capacity
Faulkenburg @ Madison	ADD:	Signalization, NB LT lane, NB thru land, NB thru/RT lane, SB LT lane, Two SB thru lanes, SB RT Lane, WB dual LT lanes, WB thru/RT lane, EB LT lane, EB thru/RT lane.	85%
78th @ Riverview Drive		Signalize	74.4%
78th @ Causeway	Add:	NB thru lane, SB thru lane, EB thru lane, EB LT lane, WB thru lane, WB LT lane.	7.7%

78th @ Madison	Add:	NB RT lane, SB LT lane (for dual LT) EB RT lane, WB LT lane (for dual LT).	28.3%
U.S. 301 @ Lumsden		Channelize RT lane, EB RT Lane	5.3%
U.S. 301 @ Faulkenburg	Add:	Two NB LT lanes, NB thru lane, SB RT lane, SB thru lane, Dual EB LT lane, Dual EB RT lanes.	17.5%
U.S. 301 @ Bloomingdale		Channelize EB and WB RT lane	27.8%
	Add:	EB thru lane, WB thru lane, NB LT lane (for dual LT), SB LT lane (for dual LT).	
U.S. 301 @ Riverview	Add:	NB thru lane, SB thru lane, EB RT lane (channelized).	33.9%
U.S. 301 @ Boyette	Add:	NB RT lane, NB thru lane, SB dual LT lanes, SB thru lane.	16.5%
Bloomingdale @ Providence	Add:	NB RT lane, SB RT lane, SB LT lane (for dual LT), Two EB thru lanes, Two WB thru lanes.	30.3%
U.S. 301 @ Brooker	Add:	Dual NB LT lanes, NB thru lane, SB RT lane, SB thru lane. Dual EB LT lanes, EB RT lane (channelized).	17.5%
U.S. 41 @ Symmes		Signalization	4.3%
U.S. 301 @ Symmes		Signalization	3.9%
Boyette @ Balm/Riverview		Signalization	5.2%
Bloomingdale @ Kings	Add:	NB LT lane (for dual LT) SB RT lane, EB RT lane, EB thru lane, WB thru lane.	28.2%
Bloomingdale @ Parsons	Add:	SB RT lane, EB RT lane, EB thru lane, WB thru lane.	11.5%

Bloomingdale @ Bell Shoals	Add:	NB dual LT lanes, SB RT lane, SB LT lane, EB LT lane, EB thru lane, EB RT lane (Channelized), WB LT lane, WB thru lane.	5.5%
78th Street @ Project Driveway (A)	Add:	SB LT lane, WB LT lane, WB RT lane.	N/A
78th Street @ Project Driveway (B)	Add:	WB LT lane, WB RT lane, SB LT lane.	N/A
78th Street @ Project Driveway (C)	Add:	Signalize, WB LT lane, WB RT lane.	N/A
78th Street @ Project Driveway (D)	Add:	Signalize, WB RT lane, WB LT lane, SB LT lane.	N/A
78th Street @ Project Driveway (E) (Faulkenburg Road Extension)	Add:	Signalize, WB RT lane, WB LT lane, SB LT lane.	N/A

TRANSPORTATION TABLE 2

ROADWAY LINKS

LINK	FROM	TO	EXIST. GEOM.	REQ. GEOM	DEVEL. % LOS "C" DAILY EXIST. CAPACITY
Faulkenburg Road	U.S. 301	Brooker	N/A	4LD	N/A
	Brooker	Madison	N/A	4LD	N/A
	Madison	Site	N/A	4LD	N/A
Madison/ Bloomingdale	Faulkenburg	U.S. 301	2LU	4LD	44.1%
	U.S. 301	Providence	2LU	6LD	27.3%
	Providence	Kings	2LU	6LD	24.0%
	Kings	John Moore	2LU	4LD	12.3%
	John Moore	Bell Shoals	2LU	4LD	7.5%
U.S. 41	Faulkenburg	Riverview	4LD	4LEXP	7.0%
	Riverview	Gibsonton	4LD	4LEXP	8.3%
78th Street	Causeway	Madison	2LU	4LD	11.2%

U.S. 301	Lumsden	Faulkenburg	4LD	6LD	7.5%
	Faulkenburg	I-75	4LD	6LD	20.9%
	Riverview	Boyette	2LU	4LD	23.3%
	Boyette	Gibsonton	2LU	4LD	10.4%
	Gibsonton	Symmes	2LU	4LD	6.2%
Brooker	U.S. 301	Faulkenburg	N/A	2LD	N/A

b. Option 2

(1) In the event that commitments for transportation improvements are only adequate to permit partial approval of the PARKWAY CENTER development, the capacity and loading of transportation facilities in the south 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), Metropolitan Planning Organization (MPO), the FDOT and the TBRPC, pursuant to the provisions of Section 380.06, Florida Statutes, as amended, 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 serve to verify the findings of the DRI traffic analysis (referenced in this report in Option 1) or 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 a peak hour Level of Service D. 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 or a peak hour level of service D, 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 or D at peak hour.

(2) Under this Option the Developer may construct up to 600,000 square feet of light industrial space or the equivalent thereof, before triggering any roadway improvements beyond those indicated in Transportation Table 3. Thereafter, Developer shall provide the County with either (i) an election of any other Option hereunder, or (ii) an analysis determining what additional roadway improvements are necessary to proceed under any Option so selected.

TRANSPORTATION TABLE 3

IMPROVEMENTS NEEDED TO SUPPORT 600,000 SQUARE FEET OF LIGHT INDUSTRIAL AND MAINTAIN LOS "D" IN P.M. PEAK HOUR

INTERSECTION	APPROACH	IMPROVEMENT NEEDED
78th St. @ Madison	S	Add Right Turn Lane
78th St. @ Site A	N	Add Left Turn Storage Lane

c. Option 3

In lieu of or subsequent to election of Option 1 or 2 above, the Developer may elect Option 3 as set out below. The requirements of Option 3 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 TBRPC and DCA policies regarding pipelining transportation impacts.

(1) The Developer shall design the ultimate six-lane divided urban section of Faulkenburg Road from the north project boundary to U.S. 301. Said design shall include appropriate geometric improvements to future intersections at Madison, Brooker and U.S. 301 as identified in Table 1.

The Developer shall acquire needed rights-of-way for and construct the four-lane divided section of Faulkenburg Road from the north project boundary to U.S. 301 including geometric intersection improvements at Madison, Brooker and U.S. 301 as identified in Table 1 and required for the four-lane improvements, so that the ultimate six lanes can be added in the median.

(2) The Developer shall design, acquire needed rights-of-way and construct the two-lane section of Brooker Road from Faulkenburg to U.S. 301 including appropriate geometric intersection improvements as identified in Table 1. The road shall be designed and constructed so as to accommodate the ultimate four lane design plan to add two lanes with minimum cost and disruption.

(3) The design work required under paragraph B.3.c.(1) and (2) above shall be referred to herein as the "Required Design," and the improvements required under paragraph B.3.c.(1) and (2) above shall be referred to herein as the "Required Improvements." Unless extended pursuant to an agreement with Hillsborough County Engineering Department, the Required Design shall be completed on or before 18 months after the final adoption of this

Development Order and the resolution of any appeal thereof or the expiration of the time period for such appeals without such an appeal having been filed. Right-of-way acquisition shall be completed within eighteen (18) months of completion of the Required Design.

(4) As soon as feasible in the preparation of the "Required Design," the Developer shall submit to Hillsborough County the appraised value of any off-site Right-of-Way not under public control which is needed for the Required Improvement. In the event that the information submitted by the Developer and verified by Hillsborough County indicates that the Required Improvement Costs, specified in paragraph 9(a), are substantially insufficient to provide for the Required Improvements, Hillsborough County shall determine whether it shall assist the Developer in funding the Required Improvements. If Hillsborough County elects not to provide the funds, the Developer shall proceed as stated in paragraph (7).

(5) The Required Design shall be prepared in a manner acceptable to the Hillsborough County Engineering Department. All roadway plans shall be submitted for review and approval by the Hillsborough County Engineering Department and the Florida Department of Transportation for improvements on State Roads. Reviews shall be at the conceptual phase and at the 50% complete and 100% complete stage. Reviews for the Required Design on the State Highway System shall be at the 30%, 60%, 90%, and 100% complete stage. Within 10 days of the final adoption of this Development Order and this resolution of any appeal thereof or the expiration of the time period for such appeals without such an appeal having been filed, the Developer shall provide in writing to the FDOT's District Program Development manager, the following information on Required Improvements to the State Highway System:

(A) The fiscal year in which the Required Design will occur,

(B) The fiscal year in which the Required Improvement will occur,

(C) The limits of design and construction by milepost on the State Highway System, and

(D) A general description of the Required Design and Required Improvement.

The Developer shall inform in writing the FDOT's District Project Development and Environmental Engineer of the Developer's intent to submit 30% plans on the Required Design on the State Highway System at least two months prior to the submission of said plans. Every effort will be made to complete each required review and approval within fourteen (14) days. Unless otherwise approved by the County, roads and/or driveways intersecting the Faulkenburg Extension (Required Improvement) shall have approximately one-fourth (1/4) mile spacing

with median cuts at approximately 660 feet intervals.

(6) Subject to acts of God or other occurrences beyond the Developer's control, the Developer shall expeditiously commence the construction of the Required Improvements upon acquisition of required rights-of-way and approval of the Required Design by FDOT for the U.S. 301 intersection and by the Hillsborough County Engineering Department for the entire Required Design and shall complete such construction on or before 30 months after both the approvals and final Right-of-Way Acquisition. To ensure that the Required Improvements are completed at the earliest possible time, Hillsborough County shall provide non-financial assistance to the Developer, when required, in obtaining all necessary permits, approvals and utility relocations, off-site construction easements and rights-of-way necessary to complete said improvements. The County's assistance in right-of-way acquisition shall include use of its eminent domain powers, but shall not include funding of the purchases except as provided for in Paragraph 4.C.(4), above. The Developer and County shall utilize their best efforts to work with off-site right-of-way property owners to obtain right-of-way dedications. Upon completion of the Required Improvements substantially in accordance with the Required Design, Hillsborough County shall accept the Required Improvements and shall assume full responsibility for their maintenance except for those under the jurisdiction of the FDOT.

(7) (a) Subject to the provisions of paragraph 4.C.(4), above, if the Developer determines that it will not be able to substantially complete the Required Design and the Required Improvements for the Required Improvements Costs, the following improvement may be an acceptable alternative to the Required Design and the Required Improvements:

The Developer may, subject to the other applicable provisions of this Option 3 and in accordance with the Design and Construction Schedule set forth herein, design and construct improvements to 78th Street abutting the Site and extending north thereof in an improvement to be more specifically identified through an amendment to this Development Order. Any such improvements shall be offset against Required Improvements Costs as identified herein.

(b) Should the Developer elect to proceed with the Required Design and Required Improvements, at a cost greater than the Required Improvements Costs, the County shall, subject to applicable agency review and approval, amend this Development Order to provide specific approval for a portion of the Phase II development in an amount commensurate with the additional expenditures. Any such Amendment shall be deemed not to be a substantial deviation of the terms hereof.

(8) If, as provided for herein, alternate improvements are substituted for those defined as the Required Improvements 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.

(9) (a) In lieu of the requirements under paragraphs B.3.c.(1) - (8) above, the Developer may elect to pay to Hillsborough County, subject to the County's approval, the total costs for the aforesaid Required Design and the Required Improvements, which, for purposes of this Development Order shall be deemed to be $4,129,994.00 in 1987 dollars, (the "Required Improvements Costs" or "the Developer's Fair Share Contribution."). If the Developer has completed any of the Required Improvements prior to payment of costs in accordance with this paragraph, the Required Improvements Costs shall be reduced by the reasonable cost of the design and/or improvements completed. The intent of this paragraph is to enable the Developer to meet its obligations to fully mitigate the traffic impacts of the project in terms of Section 380.06, Florida Statutes, as amended, by paying the stated sums, which exceed the Developer's fair share of the costs of the improvements identified in Transportation Tables 1 and 2 of this Development Order, in lieu of constructing the identified improvements if, for reasons beyond the Developer's control, it becomes impractical or impossible for the Developer to complete said improvements within the parameters defined herein.

(9) (b) If the County accepts payments under this section, it shall use such monies to design and construct the Requirement Improvements. If the County determines that it is not practical to complete the Required Improvements, the County shall use such monies to construct an alternate improvement identified herein, which meets the requirements of TBRPC and Department of Community Affairs pipelining rules to mitigate the traffic impacts of the project's traffic and which shall be identified in an amendment to this Development Order.

(10) If the actual cost of the Required Improvements exceeds the Developer's Fair Share Contribution for Phase I of the project, the County shall credit the excess monies toward the Developer's Fair Share Contribution for subsequent phases. Before any credit over approved engineering costs estimate(s) is given, all costs substantially above the engineering cost estimates shall be submitted to and approved by Hillsborough County.

(11) Should the Developer fail to substantially comply with the time frames listed herein, the County shall have the right to complete the Required Design or construction of the Required Improvements.

(12) Development activities and issuance of permits shall immediately cease if the Required Design and Required Improvements or the payment of the Requirement Improvements Costs as described herein are not provided in accordance with the requirements of paragraphs B.3.c.(1) - (11), above.

(13) At the Developer's request, Hillsborough County, based on traffic analyses or studies, and/or long range planning, may authorize alternative pipelining approaches and conditions to those established above, provided that such variations are technically appropriate, and that the basis for, and conditions of such variations are specifically set forth in an amendment to the Development Order.

4. The Developer shall receive credit against impact fees, pursuant to law. The application and payment of Impact Fees in itself will not constitute funding commitments for the required right-of-way dedications and transportation improvements. Any difference between the estimated and actual Required Design and the Required Improvements Costs (the "Difference") shall be paid in cash prior to the issuance of the final Certificate of Occupancy for the project, or the Developer may elect to make other improvements of a value equivalent to the Difference, subject to approval by the Hillsborough County Engineering Department and FDOT if the improvement is to a state facility. The Developer's completion of the Required Design and Required Improvements and payment of the Difference, or completion of the improvements in lieu of the Difference as provided for herein, shall be deemed to fully and completely satisfy any and all of its obligations under the law to mitigate the traffic impacts of the PARKWAY CENTER project.

5. 78th Street shall be widened by the Developer to a 3-lane section from the north project access south to Riverview Drive. This improvement shall be completed as required by the County. Widening shall begin sufficiently north of the north project access to develop a 125 foot left turn storage lane for southbound motorists turning left into this access. The center lane shall be for left turns into all project accesses and at Riverview Drive. All roadway construction shall be completed with proper transitions from the widened section to the existing roadway pavement.

6. The Developer shall remove existing pavement markings in the widened section and restripe the roadway to delineate the left turn lanes. This restriping shall be performed in accordance with Hillsborough County standards.

7. Driveway radii shall be a minimum of 40 feet in size to accommodate single unit vehicles.

8. At such time that traffic signal warrants are met at any of the project accesses, the Developer shall pay for the design, purchase and installation of the traffic signal(s), as well as any interconnection costs to adjacent signals, subject to Hillsborough County requirements and approval(s).

9. At the time of platting or earlier if requested by the County, the Developer shall dedicate an additional ten feet of right-of-way on the east side of 78th Street (1.0 acres M.O.L.). This will provide part of the 100 feet of total right-of-way needed ultimately to accommodate a symmetrical 4-lane divided roadway section. The appropriate share of the right-of-way shall be credited against the developer's fair share contribution under Section B.3.c. above.

10. At the time of platting or earlier if requested by the County the developer shall dedicate an additional 20 feet of right-of-way on the north side of Riverview Drive (.9 ac. M.O.L.). This will provide part of the 100 feet of total right-of-way needed ultimately to accommodate a symmetrical 4-lane divided roadway section. The appropriate share of the right-of-way shall be credited against the Developer's Fair Share Contribution under Section B.3.c. above.

11. The Developer shall dedicate right-of-way for the extension of Faulkenburg Road through the site as identified on the Revised General Development Plan at such time as the roadway improvements are dedicated to the County. The dedication of right-of-way shall be part of the Required Improvements as defined herein. The appropriate share of right-of-way shall be credited against the Developer's fair share contributions under Section B.3.c. above.

12. The developer shall conform to the five stipulations of the Hillsborough Area Regional Transit Authority (HART) (as listed below) concerning proposed phase modal splits and shall monitor them with each annual report.

    (a) Access and internal arterial and appropriate collector road geometrics shall accommodate an eight foot wide by forty (40) foot long advance design coach.

    (b) The Developer shall provide shelters and pullout bays along the on-site transit route on the internal arterial or collector roads as and when deemed appropriate by the 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.

    (c) Transit schedule/information displays will be provided, at a minimum, at each on-site bus stop by the Developer.

    (d) 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.

    (e) 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 said authority.

13. A pedestrian circulation system and a bicycle circulation system shall be provided within the project. The pedestrian system shall include internal sidewalks. The bicycle system shall incorporate elements as needed to complement the County Bicycle Plan. No detailed site plans shall be approved which do not indicate these systems and their exact locations. Additionally, external sidewalks in the right-of-way area along 78th Street and Riverview Drive adjacent to the project shall be provided by the Developer as required by Hillsborough County.

C. Air Quality

1. If any proposed change is determined to be a substantial deviation, Hillsborough County shall determine whether the nature of the proposed change(s) is such that it would require a re-analysis of the air quality impacts of this project or if such proposed change includes uses which are determined to be point sources of air pollution. If a re-analysis is warranted as determined by Hillsborough County, the Developer shall perform point source air quality analyses and the Developer shall take remedial measures as required by Hillsborough County, all in accordance with applicable law.

2. The measures to reduce erosion, fugitive dust and air emission stated on pages 13-8, 13-9, 14-6 and 14-7 of the Application shall be required.

D. Stormwater Management and Water Quality

1. In order to protect water quality in the Alafia River there shall be no degradation of water quality standards by stormwater exiting the site. If any of the regulatory agencies or jurisdictions deems water quality monitoring necessary prior to groundbreaking or subsequent to buildout, the Developer shall provide a water quality monitoring program to the satisfaction of the regulatory agency(ies). Any violation of Chapter 17-3 F.A.C. shall require corrective measures as set forth by FDER. The following shall apply:

(a) Sampling locations and frequencies shall be determined to the satisfaction of the jurisdictional agency(ies).

(b) All water quality analytical methods and procedures shall be thoroughly documented and shall comply with United States Environmental Protection Agency (USEPA) FDER Quality Control Standards and Requirements.

(c) The monitoring results shall be submitted to Hillsborough County Environmental Protection Commission (EPC) and other jurisdictional agency(ies). Should the monitoring indicate that applicable state water quality standards are not being met, the violation shall be reported to Hillsborough County immediately and all construction within the project where the violation is noted shall cease until the violation is corrected; or if specific

construction activities can be identified as causing the violation, all such activity shall cease until the violation is corrected.

2. Hillsborough County shall monitor the Floridan Aquifer pursuant to the Agreement for the Disposal of Treated Waste Water Effluent dated March 18, 1987, between the Board of County Commissioners and the Developer. Such monitoring shall also be done in accordance with subsection 17-6.080(3)(d), F.A.C.

3. Prior to the issuance of any building permits the Master Drainage Plan and drainage calculations shall be submitted to TBRPC and DER for review and must be approved by Hillsborough County and SWFWMD. The drainage system shall be designed to meet all applicable Hillsborough County and SWFWMD regulations. The County drainage criteria in existence at the time of construction of the respective project phases shall be the prevailing criteria to use for design and construction unless other affected agencies' drainage criteria are more restrictive. However, in no event shall drainage criteria be applied which are in conflict with the Approved Master Drainage Plan. If flooding conditions exist downstream of the DRI's outfall, the more restrictive volume sensitive criteria stipulated in Section D.(5) below may apply.

4. Post-developed flows may exceed pre-developed flows provided the downstream is not adversely impacted by the increased flows resulting in exceeding downstream conveyance capacities or creating excessive velocities.

5. Unless a drainage bypass system approved by Hillsborough County's Stormwater Management Engineer is implemented, or a waiver is obtained from said Engineer, the following conditions shall apply:

   (a) Compensating storage must be provided for any encroachment into the 25-year flood plain.

   (b) The peak rate of discharge resulting from the 100-year 24-hour storm under post-development conditions must not exceed the pre-development peak rate of runoff from the 10-year 24-hour storm.

   (c) The volume of runoff discharged from the 100-year 24-hour storm under post-development conditions must not exceed that amount of runoff produced from the pre-development 100-year 24-hour storm.

6. The Developer shall give all necessary drainage easements or rights-of-way as required by the County's Stormwater Management Department, prior to Master Drainage Plan approval.

7. In order to protect water quality, the Developer shall implement a vacuum street cleaning program for the parking and roadway areas within the development.

8. All major drainage outfalls are to be designated to convey the 50-year conveyance with a foot of freeboard without increasing high waters.

9. All internal and external drainage facilities necessary for the proper functioning of the project are to be improved where necessary as required by the County Stormwater Management Department.

10. The Developer shall be responsible for the operation and maintenance of the on-site drainage facilities, excluding easements maintained by Hillsborough County.

11. Diversion of flow to the Alafia River shall be done so as not to adversely affect the flow characteristics of the Alafia River downstream of the site.

E. Wetlands

1. In order to protect the natural values of preserved/conserved wetland areas, the following shall be required:

   (a) Except as otherwise permitted by agencies having jurisdiction:

      (1) No hydroperiod alteration shall be permitted in conservation or preservation areas identified on the Revised General Development Plan.

      (2) No dredging, filling or development activities will be allowed within preservation areas. Activities within the conservation areas shall be limited to approved stormwater management outfall structures and boardwalks.

      (3) All on-site conservation area(s) shall be conserved unless a mitigation plan is approved by the Environmental Protection Commission and submitted to the Department of Development Coordination. The plan shall be implemented prior to or concurrent with the wetlands being disturbed. All mitigation areas and littoral shelves shall be monitored in accordance with the requirements of the agency or agencies issuing the permit for such mitigation.

      (4) All wetland losses shall require a minimum of 1:1 in-kind wetland replacement.

2. The land use designations for those portions of the PARKWAY CENTER site which meet the definition of preservation and conservation areas, as defined in the Regional Planning Councils adopted growth policy, Future of the Region, Section 10.1.2 and 10.1.3 shall be so designated in the Revised General Development Plan submitted to Hillsborough County.

F. Vegetation and Wildlife

1. The pine flatwoods, mixed hardwood conifer, and other hardwood communities within a twenty-one (21) acre upland preservation tract and representative tracts of mixed wetland hardwood communities shall

be preserved onsite in a manner which will ensure their continued natural function and value.

2. In the event that any species listed in Sections 39-27.003-.005, F.A.C., are observed frequenting the site for nesting, feeding, or breeding, proper protection/mitigation measures shall be employed immediately in cooperation with the Florida Game and Fresh Water Fish Commission (FGFWFC).

3. The Developer shall comply with the eagle preserve site design and protective measures plan for the active eagle nest as indicated on the Revised General Development Plan and in attached Composite Exhibit B, which includes Management Guidelines for the Bald Eagle in the Southeast Region (U.S. Fish and Wildlife Service, Region 4). Elements of this plan include:

   (a) the designation of the 51.47-acre eagle preserve area on the Revised General Development Plan;

   (b) the prohibition of any vertical construction south of the nest;

   (c) the prohibition of any construction activity from November 1 to April 30 every year, within the primary or secondary buffer zone;

   (d) natural buffering of the preserve in a manner which will eliminate human accessibility to the area to the maximum extent possible with the exception of the planned, approved viewing stations;

   (e) a minimum primary buffer area radius of 750 feet from the eagle nest;

   (f) retention of as many mature pines on the entire site as possible.

4. No development activity except a boardwalk and/or observation deck within the secondary zone, and any required maintenance of the preserve area shall be permitted therein unless the nest is declared to be abandoned pursuant to applicable FGFWFC procedures. In the event that the nest is declared to be abandoned, development of the preserve area shall be subject to substantial deviation review. The above-mentioned maintenance activity is to be accomplished by appropriate parties in a manner consistent with the eagle protective measures plan.

5. An acceptable plan detailing how the gopher tortoise population of PARKWAY CENTER will be accommodated, protected, monitored or relocated shall be submitted to Hillsborough County, the Florida Game and Fresh Water Fish Commission and TBRPC. The plan shall include a maintenance program and schedule for any gopher tortoise preserve on-site. The plan shall be submitted within 18 months of issuance of the Development Order for Phase I and prior to any clearing activities or building permits for those areas identified on FGFWFC-1, Sufficiency Response, Second Submission, as Gopher Tortoise colonies and for a 100-foot buffer zone around those areas. Any newly discovered colony areas shall be treated in the same manner. Copies

of any required permits relative to the on-site gopher tortoise population shall be provided to Hillsborough County and TBRPC.

G. Public Facilities

1. Prior to commercial site plan approvals 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 lines and facilities to service the project. No building permits shall be issued without an approved, permitted potable water distribution system and assurance of available capacity for that portion of the building construction.

2. Installation of automatic sprinkler systems shall be required for all buildings on the PARKWAY CENTER site.

3. Prior to commercial site plan approvals for the development, the Developer shall provide documentation to the Department of Development Coordination of a master plan for waste water collection facilities approved and permitted by the Utilities Department or other applicable entity. No building permits shall be issued without a commitment from Hillsborough County or other responsible entity to provide waste water disposal capacity for the building(s) that are the subjects of such application.

4. Prior to commercial site plan approval for the development, the Developer shall verify to the satisfaction of Hillsborough County that adequate Emergency Management Services (EMS) capabilities and facilities are available to service the development.

5. The Developer shall be required to 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 detailed site plan approval.

6. The Developer shall use non-potable water for landscape and open space irrigation except as otherwise approved by Hillsborough County.

7. The collection, transportation and disposal of solid waste is controlled by Hillsborough County ordinance and shall take place in accordance with the terms of said ordinance.

8. Septic tanks may be permitted on a temporary basis for construction purposes only, subject to local regulations.

H. Hazardous Waste

1. The Developer shall provide to all PARKWAY CENTER businesses, information that hazardous wastes are to be stored or disposed of in accordance with applicable statutes and regulations regarding hazardous wastes and materials.

2. Each annual report shall include a list of all on-site hazardous waste generators and handlers which have obtained EPA numbers, the types and quantities of wastes produced and stored and where such wastes are to be disposed of.

3. Large quantity generators of hazardous substances, as defined by applicable Federal and State regulations, shall implement a site-specific surficial aquifer monitoring program as required by Hillsborough County, EPC and DER. An emergency response and hazardous waste management operation plan shall be required for those facilities which generate/handle hazardous wastes, to minimize hazards to human health and the environment. The plans shall describe the procedures and actions required of facility personnel as well as the duties of local EMS/fire and police departments and hospitals. The Plan shall be included in the first annual report following occupancy within the park.

4. Small quantity generators as defined by applicable Federal and State regulations, should obtain USEPA identification numbers.

5. All temporary hazardous waste storage facilities shall meet applicable federal, state and local laws, rules and regulations, and where appropriate the criteria set forth in Sections 3.913(a), (d) and (e), TBRPC's, Future of the Region.

6. The Developer, through restrictive lease agreements or covenants, shall advise tenants and purchasers that any hazardous waste must be transported and disposed of in a manner consistent with applicable regulations.

7. Any PARKWAY CENTER tenants that generate hazardous waste shall re-evaluate their waste streams to determine whether the quantity of waste can be reduced, or if other raw materials can be substituted in the process that may render the waste non-hazardous. Such re-evaluations shall be reported in each annual report for the development on a schedule outlined in the Development Order.

I. <u>Hurricane Evacuation</u>

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 hotel guests and those employees who, for security or administrative reasons, are in the development after an evacuation order is issued by: (1) ordering all buildings closed for the duration of a hurricane evacuation order; (2) informing all employees of evacuation routes out of the flood prone area and measures to be followed 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 submitted after occupancy of any portion of the project.

2. The Developer shall coordinate with the Hillsborough County Bureau of Emergency Management

and the Greater Tampa Chapter of the American Red Cross, as to the feasibility of designating the hotel(s) within the PARKWAY CENTER development as a public hurricane evacuation center to shelter the residents of the more vulnerable areas. A report on the outcome of these discussions shall be submitted in the first annual report prior to issuances of Certificates of Occupancy for the project.

J. Energy Conservation

1. The energy conservation measures referenced on pages 25-2, 25-5 and 25-6 of the ADA shall be required. The following energy conservation measures shall also be encouraged by the Developer or his assigns: for the office, service center, research and development and commercial components of PARKWAY CENTER.

   (a) The institution of programs to promote energy conservation by employees, buyers and suppliers.

   (b) Reduction of 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 the project's facilities.

2. A report on implementation of any participation in these and any other energy programs shall be included in each annual report.

K. Equal Opportunity

1. The Developer shall seek, 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.

L. General

1. The discovery of any historical or archaeological resources shall be reported to Hillsborough County and the disposition of such resources shall be determined in cooperation with the Division of Historical Resources and Hillsborough County.

2. Any approval of the PARKWAY CENTER development shall at minimum, satisfy the provisions of Chapter 380.06(15), F.S.

3. All of the final Developer's commitments set forth in the Application, and as summarized in Exhibit A shall be honored, except as they may be superseded by specific terms of the Development Order.

4. The Developer shall maintain all open space and landscaped areas within the project site except for any drainage easements maintained by Hillsborough County.

5. PARKWAY CENTER shall encourage project tenants to provide or participate in the provision of child care facilities for their employees. A report on any such provision shall be provided in the annual reports following the first Certificate of Occupancy.

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 this Land Use meeting of October 13, 1987, as same appears of record in Minute Book 137 of the Public Records of Hillsborough County, Florida.

WITNESS my hand and official seal this 18th day of November, 1987.

RICHARD AKE, CLERK

By: Edna L. Fitzpatrick
Deputy Clerk

CJK1/o

APPROVED BY COUNTY ATTORNEY
BY Anita L. Blair
Approved as to Form and
Legal Sufficiency.

Composite Exhibit A

See Application and Revised General Site Plan

Composite Exhibit B

FLORIDA LAND DESIGN
& ENGINEERING, INC.
planning / engineering / landscape architecture

November 20, 1985

RECEIVED
OCT - 8 1986

Mr. Greg Holder
State of Florida Game and
Fresh Water Fish Commission
Bureau of Wildlife Resources
3900 Drane Field Road
Lakeland, Florida 33803

RE: Parkway Center of Commerce and Industry,
Bald Eagle Nest Protection

Dear Greg:

Enclosed please find a copy of our preliminary conceptual site plan and an aerial photograph for the above referenced project. Subsequent to our meeting held at your office on Thursday, October 24, 1985, we have made several adjustments to the site plan. In regards to the bald eagle nest location, the main north-south roadway has been realigned and the lake area reconfigured and expanded. Both of these changes we feel are positive design changes and should provide additional protection to the bald eagle nest.

Detailed in our meeting were your observations and management guideline requests as set forth in the Management Guidelines for the Bald Eagle in the Southeast Region (U.S. Fish and Wildlife Service, Region 4). The following items are presented to inform your office of the design features being considered.

a) Lake design now encircles the nest location to further buffer and protect the area; all potential nest trees in the vicinity will remain.

b) The Faulkenberg Road design has been modified and the right-of-way line is now no closer than 1,200' from the bald eagle nest.

c) The edges of two development parcels extend only 100' within the secondary buffer zone.

d) Buildings and roadways in the vicinity of the bald eagle nest will be well buffered through landscape design.

2007 pan am circle suite 200 tampa, florida 33607 (813) 875-1115
equal opportunity employer

e) Efforts will be made to coordinate long term construction activities in the nest vicinity so that as much work as possible is completed from March through October, a less critical portion of the year for bald eagle activities.

f) A long term habitat maintenance/monitoring program may be discussed with the Florida Game and Fresh Water Fish Commisssion relative to proper burning and nest observation schedules.

It is our understanding that the eagle preservation area as shown on our site plan meets Federal and State standards. We are requesting your review of the design and that the FGFWFC provide us with a letter detailing your evaluation of the site by December 6, 1985, if possible. If you have any questions or comments, please do not hesitate to contact me.

Sincerely,

FLORIDA LAND DESIGN & ENGINEERING, INC.

Barry H. Lenz
Biologist

BHL/kj
6101

cc: Dale Laughner, Robert E. Wooley and Assoc.
Brian Barnett, FGFWFC

FLORIDA GAME AND FRESH WATER FISH COMMISSION

THOMAS L. HIRES, SR. Chairman, Lake Wales
WILLIAM G. BOSTICK, JR. Vice-Chairman, Winter Haven
C. TOM RAINEY, D.V.M. Miami
J.H. BAROCO Pensacola
MRS. GILBERT W HUMPHREY Micanopy

ROBERT M. BRANTLY, Executive Director
F.G. BANKS, Assistant Executive Director

FARRIS BRYANT BUILDING
620 South Meridian Street
Tallahassee, Florida 32301
(904) 488-1960

RECEIVED
JAN 30 1986

January 20, 1986

Mr. Barry H. Lenz
Florida Land Design &
Engineering, Inc.
2007 PanAm Circle, Suite 200
Tampa, FL 33607

Dear Mr. Lenz:

Pursuant to your recent request, we have assessed what impacts the planned development of the Parkway Center of Commerce and Industry in Hillsborough County might have on an active bald eagle nest (designated Nest HL-06a in our files) situated on the development site. The accommodations already made in deference to the nest, as outlined in your November 20, 1984 letter to Greg Holder of my staff, are sufficient in terms of effective protection, with minor refinements, namely (a) the protection zone surrounding the nest should be roller-drum chopped every three years (between May and October), and (b) as many mature pines as possible should be retained throughout the entire development site.

We appreciate your consulting us in this matter and your cooperation in conserving Florida's threatened wildlife resources.

Sincerely,

Robert M. Brantly

Colonel Robert M. Brantly
Executive Director

W666/dr
ESC 6-1
cc: Mr. David Wesley
Lt. Colonel J. O. Brown
Mr. Brad Hartman

MANAGEMENT GUIDELINES FOR THE BALD EAGLE IN THE SOUTHEAST REGION

(U.S. Fish and Wildlife Service, Region 4)

BALD EAGLE MANAGEMENT GUIDELINES

GENERAL: The purpose of these guidelines is to maintain and improve environmental conditions that are required for the survival and well-being of bald eagles. The emphasis is to minimize human disturbance to bald eagles, particularly during the nesting season, and to preserve and enhance present populations.

Some bald eagles will tolerate human presence or disturbance until it reaches a critical point or threshold level. The effects of human presence and activity on bald eagles is not fully known. These birds exhibit considerable variation in response to human activity depending upon the type, frequency, and duration of activity, extent of modification of the physical environment, time in the bird's reproductive cycle, and an individual bird's accommodation to disturbance.

Certain human activities are most likely to disturb bald eagles and are specified in the following sections as recommended restrictions. Although these guidelines are based on available biological information, one cannot predict with certainty the effects of a given amount of disturbance on a particular pair of bald eagles. We recognize the unclear relationship between human activities and their impacts on a particular pair of bald eagles. However, we do not know what the long-term effects of human activities will have on the population. Generally, it is thought that what is good for a pair of bald eagles is also good for the population. This can be determined only over a long period of time. Therefore, even strict adherence to these guidelines will not guarantee continued bald eagle use of an area. Whoever makes land use decisions will need to take into consideration variations in topography and the behavior of individual bald eagles so that these general management guidelines can be tailored to suit local conditions.

For management purposes, the following guidelines are divided into sections on Nesting, Feeding, Roosting, Legal Considerations, and Compliance.

I. NESTING: Human activities, both short-term and long-term, and alteration of habitat may affect the reproductive success of nesting bald eagles. The impact of short-term disturbance is largely dependent upon the nature of the activity, its time of occurrence in the nesting cycle and the past exposure of the nesting pair to similar activities. In the Southeast, the nesting period of most bald eagle pairs will fall between October 1 and May 15. Eagles are most vulnerable to disturbance during courtship, nest building, egg laying, incubation and brooding (roughly the first 12 weeks of the nesting cycle). Disturbance during this critical period may lead to nest abandonment, cracked and chilled eggs, and exposure of small young to the elements. Human activity (including aircraft operation) near a nest late in the nesting cycle may cause premature fledging, lessening the chance of survival.

Bald eagles often use alternate nests in different years. These nests are located in the same general vicinity. The following guidelines apply equally to all nests used by any particular pair of bald eagles even though a nest may not have been used for raising young for 1 or more years. Bald eagle nesting territories are divided here into primary and secondary management zones, within each of which certain human activities have been found to disturb the nesting process. Such disturbance is defined by the restrictions recommended for each zone.

A. Primary Zone: This is the most critical area immediately around the nest, and must be maintained to promote optimum conditions for eagles.

1. Size: Except under unusual circumstances (e.g., where a particular pair of bald eagles is known to be tolerant of closer human activity), the boundary of the primary zone should not be less than a 1,500-foot radius (457 meters) from the nest tree, except in Florida where it should be 750 feet (229 meters). The smaller zone in the State of Florida is not necessarily because bald eagles are more tolerant than elsewhere, but rather because the other Southeastern States have comparatively few active nests. The loss of only one nest would have a significant and possibly devastating effect on an individual State's total bald eagle population. A reduction in the primary zone radius may be advisable:

a. When a particular pair of bald eagles is determined to be tolerant of closer human activity.

b. When the configuration of the elements within a particular nesting area (i.e., the nest tree, feeding area, roost trees, alternate nest tree, etc.) facilitates an extension and/or a reduction of the primary zone.

The appropriate State wildlife agency and the U.S. Fish and Wildlife Service should be consulted in determining whether either circumstance exists.

2. Recommended Restrictions:

a. We recommend that there be no activity in the primary zone. The following human activities are likely to cause disturbance to bald eagles and, therefore, should not occur within the primary nesting zone at any time:

(1) Land use changes - logging, commercial and industrial development, construction, and mining.

(2) Use of toxic chemicals - i.e., persistent organochlorine pesticides, PCB, mercury, lead, etc.

(3) Human entry during the nesting period (except authorized bald eagle research and management activities with appropriate permits). Human entry during the non-nesting period should be restricted to camping, hiking, picnicking, bird watching, hunting, fishing, and use of firearms (except for use in the killing of bald eagles).

(4) Low level aircraft operation - Operation of aircraft within 500 feet vertical distance or 1,000 feet horizontal distance from a bald eagle nest.

b. Other activities that should be restricted in the primary zone during the nesting period.

(1) Essential research and management activities. Only those activities that are necessary for the protection or continued survival of the bald eagle and its habitat should be allowed and they should be closely supervised and coordinated.

(2) No expanded human activity should occur in an area already receiving human use where a pair of bald eagles chooses to establish a new nest. The human activities occurring at that time may continue except for the use of toxic chemicals.

B. Secondary (Buffer) Zone: The purpose of this zone is to minimize disturbance that might weaken the integrity of the primary zone, protect important areas outside of the primary protection zone, and encompass lands that may provide suitable habitat in the future.

1. Size: The size of the secondary zone should be determined by local topography and the resulting visibility from the nest. This secondary zone should be arranged to be contiguous with feeding areas and provide a protected access between nests and the food source. It should lie outside the primary zone and be approximately circular, with a minimum boundary of 1 mile (1,609 meters) from the nest tree, except in Florida where it should have a minimum boundary of 1,500 feet (457 meters).

2. Recommended Restrictions:

   a. Certain human activities of a permanent nature are likely to disturb bald eagles and should be limited within the secondary zone. Their impacts increase with the proximity to an eagle nest. The activities include but are not limited to:

      (1) The development of new commercial and industrial sites.

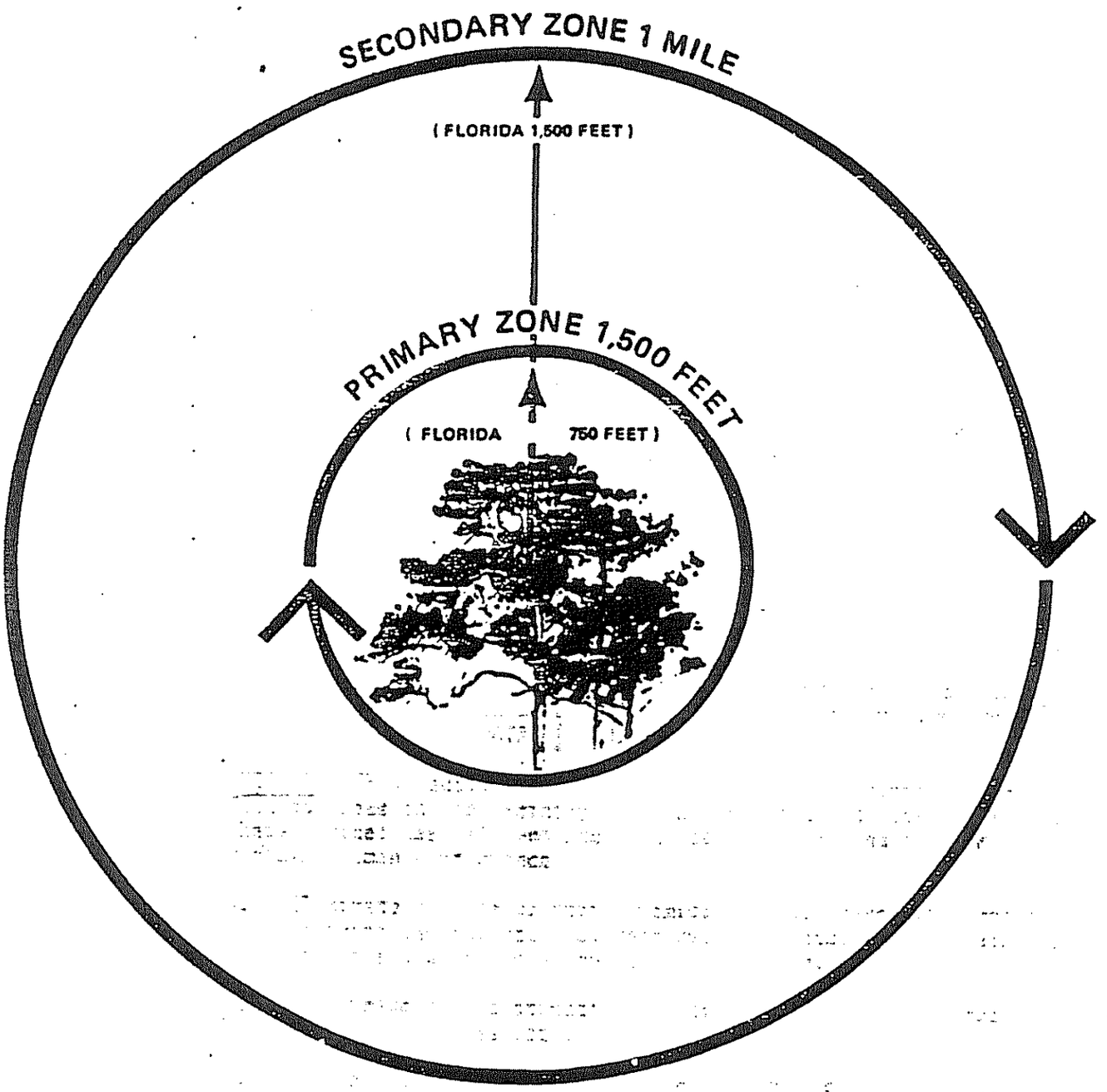
      (2) The building of multi-story buildings and housing developments.

      (3) The building of new roads, trails, and canals facilitating access to the nest.

      (4) The use of toxic chemicals - i.e., persistent organochlorine pesticides, PCB, mercury, lead, etc.

   b. In general, no major activities should occur in this zone during the nesting period. Even intermittent use or activities of short duration are likely to provide such a disturbance. Examples are logging (including selective cutting), seismographic activities employing explosives, mining, oil well drilling, and low level aircraft operations. Acceptable minor activities the birds will tolerate if restricted to the secondary zone include hiking, birdwatching, fishing, camping, picnicking, hunting, use of firearms (except for use in killing of bald eagles), and recreational off-road vehicle use.

These primary and secondary management zone delineations should not vary except under unusual circumstances which will be reviewed on an individual basis and modified to fit specific local conditions and needs. In general, the closer the proposed action would be to a nest, the more restrictive would be the recommendations.


SECONDARY ZONE 1 MILE
(FLORIDA 1,500 FEET)
PRIMARY ZONE 1,500 FEET
(FLORIDA 750 FEET)

E. Prohibit the clear-cut and high-grade logging along the shoreline of feeding waters. This will prevent the removal of large trees preferred by bald eagles for hunting, roosting, and loafing perches.

F. If possible, prevent or reduce shoreline erosion to protect roost or perch trees. These trees also help to prevent siltation.

III. ROOSTING: The following guidelines are provided to help preserve present roosting sites and provide future habitat for bald eagles.

A. Roosts within the nesting territory

Within the primary management zone, no large trees should be removed. Within the secondary management zone, a minimum of three to five large trees should be saved for potential roost and perch trees. Characteristically, these should be the largest trees in the timber stand which provide safety from any threat from the ground. Trees with open crowns and stout lateral limbs are preferable. This provides for maneuverability and aids in easy entry and exit.

B. Communal Roosts

1. There should be no logging within a communal roosting area.

2. There should be no other human activity during the period of bald eagle use until specific management recommendations have been made.

3. If possible, prevent or reduce shoreline erosion to protect roost or perch trees.

4. Any bald eagle roosting concentration should be brought to the attention of the Fish and Wildlife Service or State wildlife agency so that a public or private conservation agency may consider preservation of the roost by purchase, easement, or land exchange [subject to the availability of funds].

IV. Legal Considerations: The following are those Acts that provide legal protection to the bald eagle.

Legal constraints are set forth in the BEPA (16 U.S.C. 668-668d) and the regulations that have been derived there-from (50 CFR 22). The BEPA states in part that no person ... "shall take ... any bald eagle ... or any golden eagle, alive or dead, or any part, nest, or egg thereof ...." (16 U.S.C. 668). The BEPA further states that "take" includes "... pursue, shoot, shoot at, poison, wound, kill, capture, trap, collect, molest or disturb ...." (16 U.S.C. 668c). Whoever violates any part of the BEPA may be fined from $5,000 to $10,000 or imprisoned from 1 to 2 years or both.

Under Section 9 of the Endangered Species Act of 1973 (ESA) (16 U.S.C. 1531), as amended, it is unlawful to take any listed species. The ESA states that "take" means to "... harass, harm, pursue, hunt, shoot, wound, kill, trap, capture or collect, or to attempt to engage in any such conduct ...." For any person who violates any provision of the ESA, the penalties are civil or criminal prosecution with fines from $5,000 to $20,000 or imprisonment from 6 months to 1 year or both.

All Federal agencies must insure that any action they authorize, fund, or carry out is not likely to jeopardize the continued existence of any Threatened or Endangered species or result in the destruction or adverse modification of their Critical Habitat as provided for under Section 7 of the ESA.

Under the MBTA (16 U.S.C. 703-711) it is unlawful "... to pursue, hunt, take, capture, kill, attempt to take, capture, or kill, possess, ... offer for sale, sell, ... , any migratory bird, any part, nest or eggs of any such bird ...." Anyone violating these regulations may be fined from $500 to $2,000 or imprisoned from 6 months to 2 years or both.

V. Compliance: These guidelines, prepared by the Fish and Wildlife Service (FWS), are advisory in nature.

COMPLIANCE WITH OR DISREGARD FOR THESE GUIDELINES DOES NOT, OF ITSELF, SHOW COMPLIANCE WITH OR VIOLATION OF THESE ACTS OR DERIVED REGULATIONS. IT IS ADVISABLE THAT THE APPROPRIATE STATE WILDLIFE AGENCY OR FIELD SUPERVISOR, FWS, BE CONTACTED IF THERE ARE ANY QUESTIONS ABOUT AN ACTIVITY TO BE CONDUCTED IN THE VICINITY OF AN EAGLE NEST OR THE NEST OF ANY OTHER LARGE BIRD.