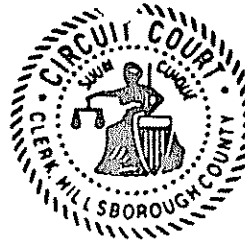


Richard Ake
Clerk of the Circuit Court
Hillsborough County, Florida



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

September 8, 1995

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

Re: Resolution No. R95-185 - Amending the Development Order for
Boca Bahia Park (DRI #168)

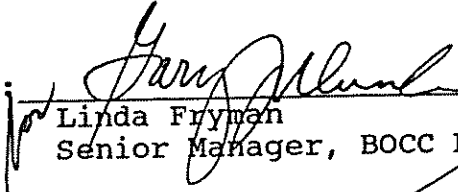
Dear Mr. Butts:

Attached is a certified copy of referenced resolution, which was
adopted by the Hillsborough County Board of County Commissioners on
August 22, 1995.

We are providing this copy for your files.

Sincerely,

RICHARD AKE
CLERK OF CIRCUIT COURT

By: 
Linda Fryman
Senior Manager, BOCC Records

LF:ADF
Attachment
Certified Mail

cc: Board files (orig.)
J. Thomas Beck, Florida Department of Community Affairs
Mark Bentley, Esquire
Vincent Marchetti, Assistant County Attorney
Gene Boles, Director, Planning and Development Management
Joe Egozcue, County Attorney's Office

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

I, RICHARD AKE, Clerk of the Circuit Court and Ex Officio Clerk of the Board of County Commissioners of Hillsborough County, Florida, do hereby certify that the above and foregoing is a true and correct copy of Resolution No. R95-185 Amending the Development Order for Boca Bahia Park (DRI #168) approved by the Board in its regular meeting of August 22, 1995, as the same appears of record in MINUTE BOOK 231 of the Public Records of Hillsborough County, Florida.

WITNESS my hand and official seal this 8th day of September, 1995.

RICHARD AKE, CLERK

By: 
Deputy Clerk

RESOLUTION NO. R 95-185

RESOLUTION OF THE BOARD OF COUNTY COMMISSIONERS
OF HILLSBOROUGH COUNTY, FLORIDA
AMENDING THE DEVELOPMENT ORDER FOR BOCA BAHIA PARK DRI #168

Upon motion by Commissioner Busansky, seconded by
Commissioner Berger, the following Resolution was adopted by
a vote of 5 to 0; with Commissioner _____ voting "No."

WHEREAS, on December 13, 1988, the Board of County Commissioners approved a Development Order, Resolution No. R88-0298 for the BOCA BAHIA PARK Development of Regional Impact ("DRI") No. 168 (the "Development Order") pursuant to the provisions of Section 380.06, Florida Statutes; and

WHEREAS, on May 23, 1989, the Board of County Commissioners approved amendments to the Development Order, Resolution No. R89-0143, pursuant to the provisions of Section 380.06, Florida Statutes (hereinafter the December 13, 1988, Development Order, as amended by the above-referenced amendments, shall be referred to as the "Development Order"); and

WHEREAS, on December 10, 1991, the Board of County Commissioners approved Notification of a Proposed Change to a previously approved Development of Regional Impact ("DRI") authorizing amendments to the Development Order, Resolution No. R91-0280, pursuant to the provisions of Section 380.06, Florida Statutes (the December 10, 1991, Notification and Amendments to the Notification are hereinafter referred to as the "Notice of Change") in accordance with Section 380.06(19), Florida Statutes; and

WHEREAS, on June 14, 1995, BOCA BAHIA DEVELOPMENT CORPORATION and ESPLANADE DEVELOPMENT CORPORATION, filed a "Notification of a Proposed Change to a Previously Approved Development of Regional Impact ("DRI") Subsection 380.06, Florida Statutes," for the BOCA BAHIA PARK (hereinafter referred to as the "Second Notice of Change") in accordance with Section 380.06(19), Florida Statutes; and

WHEREAS, the Second Notice of Change proposed an extension of the date of buildout of development of Phases I, II, and III by six years and eleven months, and the Development Order expiration date by six years and eleven months, and the election date of the pipeline option by six years, as more particularly stated in the Second Notice of Change; and

WHEREAS, Subsection 380.06(19)(c), Florida Statutes, provides that a proposed extension of the date of buildout, or any phase thereof, of three years or more but less than seven years shall be presumed not to create a substantial deviation. This presumption may be rebutted by clear and convincing evidence at the public hearing held by local government. The proposed change extends the date of buildout by less than

seven years and does not constitute a substantial deviation, nor do the extensions for the Development Order expiration date and the extension for the election date of the pipeline option.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF COUNTY COMMISSIONERS OF HILLSBOROUGH COUNTY, FLORIDA, IN REGULAR MEETING ASSEMBLED THIS 22ND DAY OF AUGUST, 1995:

1. The following findings of fact are made:

- (a) Boca Bahia Development Corporation and Esplanade Development Corporation (the "Developer") submitted to Hillsborough County the Notice of Change, which requested an extension of the date of commencement by one year, the date of buildout of development for Phases I, II, and III, of the Development Order by six years and eleven months and the expiration date by six years and eleven months, and the election date of the pipeline option by six years (the "Proposed Changes").
- (b) The Proposed Changes result in an extension to the date of buildout of each phase and the expiration date by less than seven years.
- (c) The Proposed Changes further include that the development shall not be subject to down-sizing, or intensity reduction for an additional two years.
- (d) Subsection 380.06(19)(e)2, Florida Statutes, requires that the local government consider the previous and current proposed changes to a development order in deciding whether such changes cumulatively constitute a substantial deviation requiring further Development-of-Regional-Impact review.
- (e) All statutory procedures have been adhered to.
- (f) The findings of fact and conclusions of law made in the original Development Order, and amendments, are incorporated herein by reference, unless in conflict with the provisions of this Amendment to the Development Order or the Notice of Change.
- (g) All recitations and findings set forth herein are hereby incorporated herein.

2. Paragraph A. Phasing Schedule and Deadlines, and Paragraph B.3.(c). Transportation, Section IV. SPECIFIC CONDITIONS, of the BOCA BAHIA PARK Development Order are hereby amended, in part as follows:

IV. SPECIFIC CONDITIONS

A. Phasing Schedule and Deadlines

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

Years	Office/Service Center (Sq. Ft.)	Commercial (Sq. Ft.)	Hotel Rooms
Phase I (1990 95 - 11/1/1993 96)	140,000	250,000	—
Phase II (1993 96 - 11/1/ 1996 99)	240,000	100,000	150
Phase III (1996 99 - 11/1 1999 2002)	160,000	100,000	100
Total Project	540,000	450,000	250

The actual construction sequence and occupancy will be subject to the provisions herein. Approved land uses may be converted to other approved land uses as provided in this Development Order, or the order of development of particular phases or portions thereof may be changed in response to market conditions provided that the total traffic generation projected for the phase or portion thereof being converted or changed is not exceeded by that projected to occur as a result of such land use conversion or change in the order of development, and further provided that the amount of commercial land uses approved herein for a particular phase is not increased.

This Development Order shall remain in effect for a period up to and including November 4, 2003 November 1, 2005. No new construction shall be commenced after expiration of the Development Order except as authorized pursuant to an amendment of this 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. The development shall not be subject to down-sizing, or intensity reduction until November 4, 2003 November 1, 2005, unless the local government can demonstrate the 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.

The physical development of BOCA BAHIA PARK shall begin within six seven years of the effective date of this Development Order. The effective date of the Development Order is June 21, 1989.

2. Prior to the issuance of building permits for a particular subphase, the developer, at its option, shall select one of the following options to mitigate the project's transportation impacts for that particular phase or subphase. The developer may elect another option thereafter for subsequent phases or subphases, provided however, that the current pipelining option shall only be electable for a period of six nine years after the Development Order becomes non-appealable (June 1995) (June 1998).
3. The Developer's Certification, Exhibit "A," confirming that copies of the Notice of Change have been delivered to all persons as required by law, is incorporated herein.
4. Except as otherwise provided herein, the previously approved Development Order and amendments thereto shall remain unchanged and in full force and effect.
5. 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 Boca Bahia Corporation and Esplanade Development Corporation.

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 8th day of Sept., 1995, by Richard A. 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 the Resolution adopted by the Board at its Regular Meeting of August 22, 1995, 1995, as same appears of record in Minute Book 231 of the Public Records of Hillsborough County, Florida.

WITNESS my hand and official seal this 8th day of September, 1995.

Richard A. Ake
Clerk of Circuit Court

BY: Gary Munk
Deputy Clerk

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

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

FORM RPM-BSP-
PROCHANGE-1
EFFECTIVE DATE
11/20/90

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

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

1. I, Mark Bentley, Esquire, the undersigned owner/authorized representative of Boca Bahia Development Corporation and Esplanade Development Corporation, hereby gives notice of a proposed change to a previously approved Development of Regional Impact in accordance with Subsection 380.06(19), Florida Statutes. In support thereof, I submit the following information concerning the Boca Bahia Park development, which information is true and correct to the best of my knowledge. I have submitted today, under separate cover, copies of this completed notification to Hillsborough County, to the Tampa Bay Regional Planning Council, and to the Bureau of State Planning, Department of Community Affairs.

9/7/95
(Date)

Mark Bentley
(Signature)

AFFIDAVIT

I hereby certify that the following persons/agencies have been sent copies of the Annual Report in conformance with Subsection 380.05(18), F.S.

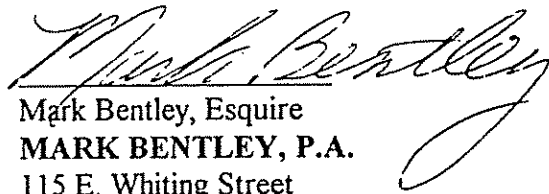
Mr. Tim Butts
Tampa Bay Regional Planning Council
9455 Kroger Blvd., Suite 219
St. Petersburg, Florida 33702

Mr. Steven Luce, DRI Coordinator
Hillsborough County Department of Planning
and Development Management
P.O. Box 1110
Tampa, Florida 33601

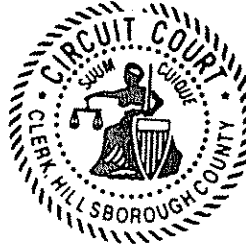
Mr. Kent Fast
Florida Department of Transportation
11201 N. McKinley Drive
Tampa, Florida 33612

Mr. Tony Dominski
Department of Community Affairs
Division of Local Resource Management
2740 Centerview Drive
Tallahassee, Florida 32399-2100

Division of Resource Planning and Management
Bureau of State Planning
2740 Centerview Drive
Tallahassee, Florida 32399


Mark Bentley, Esquire
MARK BENTLEY, P.A.
115 E. Whiting Street
Tampa, Florida 33602
(813) 223-2869
Fl. Bar No. 0724076
Representing: Boca Bahia Development
Corp. and Esplanade Development
Corp.

Richard Ake
Clerk of the Circuit Court
Hillsborough County, Florida



RECEIVED

JAN 13 1992

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

January 9, 1992

Tampa Bay Regional
Planning Council

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

Re: Resolution No. R91-0280 - Amending the Development Order
for Boca Bahia Park (DRI #168)

Dear Ms. Cooper:

Attached is a certified executed copy of referenced resolution,
which was adopted by the Hillsborough County Board of County
Commissioners on December 10, 1991.

We are providing this copy for your files.

Sincerely,

RICHARD AKE
CLERK OF CIRCUIT COURT

mailed 1/10/92
received 1/13/92

By: *Linda Fryman*
Linda Fryman
Manager, BOCC Records

LF:ADF

Attachment

cc: Board files (1 orig.)

J. Thomas Beck, Florida Department of Community Affairs
Sue Murphy, Esquire, Rudnick and Wolfe
John Dixon Wall, Chief Assistant County Attorney
Gene Boles, Director, Planning and Development Management

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

I, RICHARD AKE, Clerk of the Circuit Court and
Ex Officio Clerk of the Board of County Commissioners of
Hillsborough County, Florida, do hereby certify that the
above and foregoing is a true and correct copy of _____
Resolution No. R91-0280 Amending the Development Order
for Boca Bahia Park (DRI #168)

adopted by the Board in its regular meeting of
December 10, 1991, as the same appears of
record in MINUTE BOOK 187 of the Public Records of
Hillsborough County, Florida.

WITNESS my hand and official seal this 9th day
of January, 1992.

RICHARD AKE, CLERK

BY: *Linda Lynn*
Deputy Clerk

RESOLUTION OF THE BOARD OF COUNTY COMMISSIONERS
OF HILLSBOROUGH COUNTY, FLORIDA
AMENDING THE DEVELOPMENT ORDER FOR BOCA BAHIA PARK DRI #168

Upon motion by Commissioner Ed Turanchik, seconded by Commissioner Phyllis Busansky, the following Resolution was adopted by a vote of 6 to 0; with Commissioner _____ voting "No".

WHEREAS, on December 13, 1988, the Board of County Commissioners approved a Development Order, Resolution No. R88-0298 for the BOCA BAHIA PARK Development of Regional Impact ("DRI") No. 168 (the "Development Order") pursuant to the provisions of Section 380.06, Florida Statutes; and

WHEREAS, on May 23, 1989, the Board of County Commissioners approved amendments to the Development Order, Resolution No. R89-0143, pursuant to the provisions of Section 380.06, Florida Statutes (hereinafter the December 13, 1988, Development Order, as amended by the above-referenced amendments, shall be referred to as the "Development Order"); and

WHEREAS, on August 16, 1991, BOCA BAHIA DEVELOPMENT CORPORATION and ESPLANADE DEVELOPMENT CORPORATION, filed a "Notification of a Proposed Change to a Previously Approved Development of Regional Impact ("DRI") Subsection 380.06, Florida Statutes", for the BOCA BAHIA PARK (which was amended on October 9, 1991) (the Notification and the Amendment to the Notification are hereinafter referred to as the "Notice of Change") in accordance with Section 380.06(19), Florida Statutes; and

WHEREAS, the Notice of Change proposed an extension of the dates of buildout of development of Phases I, II, and III by four years, and the expiration date by four years, eleven months, and the election date of the pipeline option by three years, as more particularly stated in the Notice of Change; and

WHEREAS, Subsection 380.06(19)(c), Florida Statutes, provides that a proposed extension of the date of buildout, or any phase thereof, of three years or more but less than five years shall be presumed not to create a substantial deviation. This presumption may be rebutted by clear and convincing evidence at the public hearing held by the local government. The proposed change extends the date of buildout by less than five years and does not constitute a substantial deviation.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF COUNTY COMMISSIONERS OF HILLSBOROUGH COUNTY, FLORIDA, IN REGULAR MEETING ASSEMBLED THIS 10TH DAY OF DECEMBER, 1991:

1. The following findings of fact are made:

- (a) Boca Bahia Development Corporation and Esplanade Development Corporation submitted to Hillsborough County the Notice of Change, which requested an extension of the date of buildout of development for Phases I, II, and III, of the Development Order by four years, the expiration date by four years, eleven months, and the election date of the pipeline option by three years (the "Proposed Change").
- (b) The proposed Change results in an extension to the date of buildout of each phase and the expiration date by less than five years.
- (c) Subsection 380.06(19)(e)4, Florida Statutes, requires that the local government consider the previous and current proposed changes to a development order in deciding whether such changes cumulatively constitute a substantial deviation requiring further Development-of-Regional-Impact review.

(d) All statutory procedures have been adhered to.

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

(f) All recitations and findings set forth herein are hereby incorporated herein.

2. Paragraph A. Phasing Schedule and Deadlines, and Paragraph B.3.(c). Transportation, Section IV. SPECIFIC CONDITIONS, of the BOCA BAHIA PARK Development Order are hereby amended, in part as follows:

IV. SPECIFIC CONDITIONS

A. Phasing Schedule and Deadlines

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

Years	Office/ Service Center (Sq. Ft.)	Commercial (Sq. Ft.)	Hotel Rooms
Phase I (198890-11/1/198993)	140,000	250,000	-
Phase II (198993-11/1/199296)	240,000	100,000	150
Phase III (199296-11/1/199599)	160,000	100,000	100
Total Project	540,000	450,000	250

The actual construction sequence and occupancy will be subject to the provisions herein. Approved land uses may be converted to other approved land uses as provided in this Development Order, or the order of development of particular phases or portions thereof may be changed in response to market conditions provided that the total traffic generation projected for the phase or portion thereof being converted or changed is not exceeded by that projected to occur as a result of such land use conversion or change in the order of development, and further provided that the amount of commercial land uses approved herein for a particular phase is not increased.

This Development Order shall remain in effect for a period up to and including ~~November 29, 1998~~ November 1, 2003. No new construction shall be commenced after expiration of the Development Order except as authorized pursuant to an amendment of this 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.

The development shall not be subject to down-zoning, or intensity reduction until ~~November 29, 1995~~ November 1, 2003, unless the local government can demonstrate the 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.

The physical development of BOCA BAHIA PARK shall begin within three years of the effective date of this Development Order. The effective date of the Development Order is June 21, 1989.

3. Prior to the issuance of building permits for a particular phase or subphase, the developer, at its option, shall select one of the following options to mitigate the project's transportation impacts for that particular phase or subphase. The developer may elect another option thereafter for subsequent phases or subphases, provided however, that the current pipelining option shall only be electable for a period of ~~three~~ six years after the Development Order becomes non-appealable (June 1995).

Option 3: Pipelining

In lieu of Option 1 or 2 above, the Developer may elect Option 3 as set out in Section IV(B)(3). 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 project's 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 expeditious and accelerated design, right-of-way acquisition, construction and use of a major public transportation facility, and its consistency with the TBRPC, FDOT, Hillsborough County, and DCA policies regarding mitigation of transportation impacts. The pipeline fair share calculation, in accordance with current adopted methods, procedures and policies of Hillsborough County, TBRPC, DCA and FDOT, has been determined as set forth in Attachment C attached hereto.

1. The developer shall widen Big Bend Road to a four (4) lane divided roadway from U.S. 41 to the major commercial access and improve the U.S. 41/Big Bend Road intersection to provide two eastbound through lanes, two eastbound left-turn lanes, and two westbound through lanes. The improvements to the U.S. 41 and Big Bend Road intersection shall include any necessary alignment changes on the east approach of this intersection. The improvements shall be completed within two years of the selection of this option except as provided in 5 below. The design of the intersection improvement shall be coordinated with and approved by FDOT prior to undertaking the improvement. The developer and the County shall enter into a Design/Build Agreement prior to the commencement of project design.
2. The County shall cease issuing permits for this development if the prescribed improvement is not provided in accordance with paragraph 3(c)(1) above.
3. Buildings within Boca Bahia Park shall be subject to the Transportation Impact Fee Ordinances, as they may be amended from time to time, provided however, that the developer shall be entitled to credit against such impact fees in accordance with law. Nothing herein shall be construed as a waiver of the Developer's right to contest the validity or amount of the impact fees assessed thereunder.
4. The cost of the required improvement is approximately two hundred and fifty thousand, six hundred and forty dollars (\$250,640.00).

5. Subject to acts of God, necessary governmental permits and approvals, or occurrences beyond the Developer's control. The Developer agrees to construct the required improvement and shall complete same no later than 24 months from the date of election of Option 3. The developer shall complete the required improvement regardless of cost. Should the Developer fail to meet the above schedule, with regard to design, acquisition of right-of-way and construction, issuance of Certificates of Occupancy may be withheld.
6. If the required improvement has not been constructed within the 24 month period following election of Option 3 as a result of circumstances beyond the reasonable control of the Developer, and after concurrence from TBRPC, the County shall require the Developer to provide the County, a bond or irrevocable Letter of Credit in the full amount of the cost of the incomplete portion of the required improvement. The County shall determine the reasonable amount of the Letter of Credit required from the Developer. The County shall draw down on the Bond or on the Letter of Credit for completion of the required improvement and shall complete the required improvement as expeditiously as possible.
3. The Developer's Certification, Exhibit "A", confirming that copies of the Notice of Change have been delivered to all persons as required by law, is incorporated herein.
4. Except as otherwise provided herein, the previously approved Development Order and amendments thereto shall remain unchanged and in full force and effect.
5. 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 Boca Bahia Corporation and Esplanade Development Corporation.

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 9th day of January, 1992, by Richard A. Ake, Clerk of Circuit Court, and Ex Officio Clerk of the Board of County Commissioners of Hillsborough County, Florida, do hereby certify that the above and foregoing is a true and correct copy of the Resolution adopted by the Board at its Regular Meeting of December 10, 1991, as same appears of record in Minute Book 187 of the Public Records of Hillsborough County, Florida.

WITNESS my hand and official seal this 9th day of January, 1992.

APPROVED BY COUNTY ATTORNEY

[Signature]
Approved As To Form And
Legal Sufficiency.

Richard A. Ake
Clerk of Circuit Court

BY: *[Signature]*
Deputy Clerk

AMENDMENT TO BOCA BAHIA PARK, DRI #168

Application for Development Approval and Notice of Change.

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 Sue Murphy as representative for Boca Bahia Development Corporation and Esplanade Development Corporation, the Applicant/Owner of Boca Bahia Park DRI, to me well known, who being by me first duly sworn, says upon oath as stated below:

1. According to the public records of Hillsborough County, Florida, Boca Bahia Development Corporation and Esplanade Development Corporation filed with Hillsborough County an Application for Development Approval in June of 1987 for Boca Bahia Park.

2. On behalf of Boca Bahia Development Corporation and Esplanade Development Corporation, I filed a Notice of Change to the previously approved Development of Regional Impact for Boca Bahia Park (DRI #168) on August 15, 1991.

3. The aforementioned Notice of Change was filed with Hillsborough County, the State of Florida Department of Community Affairs ("DCA"), the Tampa Bay Regional Planning Council ("TBRPC"), and all persons and agencies required by law.

Sue Murphy
Sue Murphy
Representative for
Boca Bahia Park

SWORN TO AND SUBSCRIBED before me this 9th day of January, 1992.

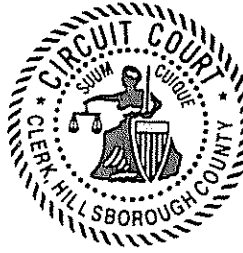
Brenda M. Bourdeau
Printed Name: BRENDA M. BOURDEAU
NOTARY PUBLIC
State of Florida

My Commission Expires:



BRENDA M. BOURDEAU
MY COMMISSION & CO. EXPIRES
July 1, 1994
BONDED THROUGH TRULY FARM INSURANCE, INC.

Richard Ake
Clerk of the Circuit Court
Hillsborough County, Florida



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

June 21, 1989

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

Attn: Julia Greene
Executive Director

Re: Boca Bahia Park Development of Regional Impact - DRI #168

Dear Ms. Greene:

Enclosed please find an executed copy (with Exhibits) of the following:

Resolution - DRI #168 Development Order - Boca Bahia Park -
Resolution No. R88-0298

Resolution Amending DRI #168 - Boca Bahia Park -
Resolution No. R89-0143

They were adopted by the Hillsborough County Board of County Commissioners on December 13, 1988, and May 23, 1989 respectively.

We are providing these copies for your files.

Sincerely,

RICHARD AKE
CLERK OF CIRCUIT COURT

Rendered 6/21/89

By: *Edna L. Fitzpatrick*
Edna L. Fitzpatrick
Director, BOCC Records

cc: Board files (origs.)
Mark Hepperin, State of Florida Department of Community
Affairs
Esplanade Development Corporation via Attorney David
Smolker
Silvina Kade, Sr. Planner, Planning & Zoning Department
Vince Marchetti, Assistant County Attorney

Enclosures

ELF/lt

BOARD OF COUNTY COMMISSIONERS
HILLSBOROUGH COUNTY, FLORIDA

Office of the County Administrator

Larry I. Brown
County Administrator



P.O. Box 1110
Tampa, Florida 33601

M E M O R A N D U M

TO: Reviewing Agencies

FROM: *SK* Silvina Kade, AICP, Senior Planner
Planning and Zoning Department

DATE: June 19, 1989

SUBJECT: DRI #168, BOCA BAHIA PARK

The Boca Bahia Park Development of Regional Impact was approved by the Hillsborough County Board of County Commissioners on December 13, 1988. The development order was never rendered in response to a request by the applicant for an extension of time for rendition in order to amend an exhibit providing the fair share calculation.

The revised fair share calculation as well as a modification of the cost of the pipeline improvement were approved by the Board of County Commissioners on May 23, 1989 following the procedure of "Notification of a Proposed Change to a Previously Approved Development of Regional Impact".

The development order approved December 13, 1988, is attached as Exhibit A to the Resolution Amending An Approved Development Order. Please be sure to review both resolutions.

sk

RESOLUTION NO. R89-0143

A RESOLUTION OF THE BOARD OF COUNTY COMMISSIONERS
HILLSBOROUGH COUNTY, FLORIDA, AMENDING
DRI #168 - BOCA BAHIA PARK

Upon motion by Commissioner Platt, seconded by
Commissioner Padgett, the following Resolution was
adopted by a vote of 6 to 0, Commissioner(s) none
none voting "No".

WHEREAS, on December 13, 1988, the Board of County Commissioners approved Development Order #168 for the Boca Bahia Park Development of Regional Impact through Resolution # , hereinafter referred to as BOCA BAHIA PARK, a copy of said Development Order is attached hereto as Exhibit "A" and incorporated herein by reference; and

WHEREAS, Boca Bahia Development Corporation and Esplanade Development Corporation on March 10, 1989, filed a Notification of Proposed Change to a previously approved Development of Regional Impact (DRI), a copy of which is attached hereto as Exhibit "B" and incorporated herein by reference; and

WHEREAS, the Notification of Proposed Change provides for an amendment to Attachment B of the Development Order for Boca Bahia Park, outlining the fair share calculation and additional amendments described herein; 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 May 23, 1989 held a duly noticed public hearing on said Notification of Proposed Change and has heard and considered testimony and other documents and evidence; and

WHEREAS, the staff of the Tampa Bay Regional Planning Council, Hillsborough County, and the Department of Community Affairs has 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 and that the proposed changes do not constitute a substantial deviation requiring further development of regional impact review.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF COUNTY COMMISSIONERS OF HILLSBOROUGH COUNTY, FLORIDA, IN REGULAR MEETING ASSEMBLED THIS 23rd DAY OF May, 1989, AS FOLLOWS:

Section 1. That the foregoing recitation and findings of fact are hereby incorporated into and made a part of this Resolution.

Section 2. That the construction of BOCA BAHIA PARK shall be subject to all the conditions in the Development Order for Boca Bahia Park, (DRI #168, approved pursuant to Resolution #R88-0298), all applicable zoning conditions and/or restrictions, and all conditions described herein.

Section 3. That the Boca Bahia Park Development Order #168, approved pursuant to Resolution #R88-0298, is hereby amended to provide the following:

- A. Section IV. SPECIFIC CONDITIONS, B. Transportation, 3.(c).4 is amended to read as follows:

"The cost of the required improvement is approximately two hundred and forty-five thousand six hundred and forty dollars (\$245,640.00)."

- B. Attachment B (Pipeline Fairshare Calculation) of the approved development order shall be replaced by Exhibit "C", providing for a revised fair share calculation, which Exhibit is attached hereto and incorporated herein by reference.

Section 4. That the changes described herein do not constitute a substantial deviation from the Boca Bahia Park Development of Regional Impact pursuant to the terms of Florida Statute 380.06(19).

Section 5. That nothing contained herein shall be construed to constitute a waiver of applicable land development regulations. Except as otherwise provided herein, the previously approved Development Order (Exhibit "2") shall remain unchanged and in full force and effect.

Section 6. That upon adoption, this Resolution shall be transmitted by the Ex Officio Clerk of the Board of County Commissioners by certified mail to the State Land Planning Agency, the Tampa Bay Regional Planning Council, Boca Bahia Development Corporation and Esplanade Development Corporation, and their designated representative.

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 May 23, 1989 as the same appears of record in Minute Book 156 of the Public Records of Hillsborough County, Florida.

WITNESS my hand and official seal this 21st day of June, 1989.

RICHARD AKE, CLERK

APPROVED BY COUNTY ATTORNEY

BY Doris A. Mault
Approved As To Form And
Legal Sufficiency.

By: Judith M. Nichols
(Deputy Clerk)

EXHIBIT A
APPROVED DEVELOPMENT ORDER

RESOLUTION OF THE BOARD OF COUNTY
COMMISSIONERS OF HILLSBOROUGH COUNTY, FLORIDA
DRI #168 DEVELOPMENT ORDER
BOCA BAHIA PARK

Upon motion by Commissioner Selvey, seconded by Commissioner Colson, the following Resolution was adopted by a vote of six to one Commissioner Platt voting "No".

WHEREAS, in June, 1987, Boca Bahia Development Corporation and Esplanade Development Corporation, 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 COMMERCIAL, HOTEL AND OFFICE/SERVICE CENTER USES on approximately SIXTY-NINE ACRES, located in SOUTH Hillsborough County; 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 (1988 Supp.), is authorized and empowered to consider Application for Development Approval for Developments of Regional Impact; and

WHEREAS, the public notice requirements of Section 380.06, Florida Statutes (1988 Supp.), have been satisfied; and

WHEREAS, the Zoning Hearing Master appointed pursuant to the 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 December 13, 1988 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 agencies as well as the review and report of Hillsborough County Administration.

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

I. FINDINGS OF FACT

- A. Boca Bahia Development Corporation and Esplanade Development Corporation, hereinafter referred to as "Developer", submitted to Hillsborough County, Florida, an Application for Development Approval and Sufficiency Responses which are attached hereto and marked "Composite Exhibit A" and incorporated herein by reference. Hereinafter, the word "Application" shall refer to the Application for Development Approval, Sufficiency Responses and other exhibits duly submitted and recorded.
- B. The real property which is the subject of the Application is legally described as set forth in Attachment A attached hereto and made a part hereof by reference.
- C. The proposed development is not an Area of Critical State Concern as designated pursuant to Section 380.05, Florida Statutes (1988 Supp.).
- D. All development shall occur in accordance with this Development Order and Application.

- E. A comprehensive review of the impact generated by the development has been conducted by 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 and the Horizon 2000 Land Use Plan.
 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 (1988 Supp.).
- C. The review by Hillsborough County Administration, 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 (1988 Supp.), within the terms and conditions of this Development Order and the Application.
- D. The Application for Development Approval is approved subject to all terms and conditions of this Development Order.
- E. The Horizon 2000 Land Use Plan Map for Hillsborough County designates the area within which this land lies as LIGHT INDUSTRIAL AND COMMUNITY COMMERCIAL.

III. GENERAL PROVISIONS

- A. This resolution shall constitute the Development Order of Hillsborough County in response to the Application for Development Approval for the BOCA BAHIA PARK Development of Regional Impact.
- B. The legal description set forth in Attachment 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 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 BOCA BAHIA PARK, 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, which approval may not be unreasonably withheld, 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.
- I. Development activity constituting a substantial deviation from the terms or conditions of this Development Order as defined by the criteria of Chapter 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.
- J. The County Administrator of Hillsborough County shall be responsible for monitoring all terms and conditions of this Development Order. For purposes of this condition, the County Administrator 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 Administrator 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 Administrator 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 Forms BLWM-07-85, as amended. Such report shall be due on the anniversary of the date of adoption by the Board of County Commissioners 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 Planning and Zoning Department 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 as amended; 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; and
 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.

- 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 laws, rules, regulations and ordinances in effect at the time of the review unless otherwise stated in this Development Order.
- M. This Development Order shall become effective upon the date of transmittal to the parties specified in subsection 380.07(2), 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:

Years	Office/ Service Center (Sq. Ft.)	Commercial (Sq. Ft.)	Hotel Rooms
Phase I (1988-1989)	140,000	250,000	—
Phase II (1989-1992)	240,000	100,000	150
Phase III (1992-1995)	160,000	100,000	100
Total Project	540,000	450,000	250

The actual construction sequence and occupancy will be subject to the provisions herein. Approved land uses may be converted to other approved land uses as provided in this Development Order, or the order of development of particular phases or portions thereof may be changed in response to market conditions, provided that the total traffic generation projected for the phase or portion thereof being converted or changed is not exceeded by that projected to occur as a result of such land use conversion or change in the order of development, and further provided that the amount of commercial land uses approved herein for a particular phase is not increased.

2. For purposes of this Order, a phase shall be considered complete upon issuance of the final Certificate of Occupancy for the phase.
3. If the Developer elects to amend the proposed phasing schedule, he shall submit said amendments to the County for review and approval as required by law, which approval shall not be withheld for mere acceleration or deceleration of phasing of the development 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 review to determine if such departure constitutes a substantial deviation pursuant to Chapter 380.06(19), Florida Statutes, as amended.
4. This Development Order shall remain in effect for a period up to and including November 29, 1998. No new construction shall be commenced after expiration of the Development Order except as authorized pursuant to an amendment of this 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 down-zoning, or intensity reduction until November 29, 1998, 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. The physical development of BOCA BAHIA PARK shall begin within three years of the effective date of this Development Order.

B. Transportation

1. When Certificates of Occupancy have been issued for 250,000 square feet of commercial development (or the equivalent thereof in terms of trip generation), an annual monitoring program to provide peak-hour counts at the project entrances shall be instituted to verify that the projected number of external trips for the development are not being exceeded. Counts will continue on an annual basis through 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 annual report indicates that the total trips will exceed projected counts by more than 15 percent, Hillsborough County shall conduct a substantial deviation determination pursuant to Subsection 380.06(19), F.S., and may amend the Development Order 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, the revised transportation analysis required pursuant to Subsection 380.06(19), F.S. will be 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.

2. Prior to initiation of development in Phases II and III, a survey and appropriate analysis of actual project traffic distribution shall be provided by the developer to Hillsborough County, the Tampa Urban Area MPO, FDOT and TADFC with the information submitted as part of the monitoring program. This information shall serve to verify the trip distribution assumptions of the ADA or identify the actual distribution of trips generated by the project on the regional roadways. If the actual trip distribution for the previously constructed and occupied phase or phases differs from that assumed in the ADA to such a degree as determined by Hillsborough County as to demonstrate significant project related adverse regional roadway impacts not previously identified in the original development of regional impact review, the Development Order shall be amended to mitigate such additional impacts, provided that such amendment shall not constitute a substantial deviation subject to further development of regional impact review.
3. Prior to the issuance of building permits for a particular phase or subphase, the developer, at its option, shall select one of the following options to mitigate the project's transportation impacts for that particular phase or subphase. The developer may elect another option thereafter for subsequent phases or subphases, provided however that the current pipelining option shall only be electable for a period of three years after the Development Order becomes non-appealable.

(a) Option 1

1. Approval of any detailed site plans for Phase I of this development shall require funding commitments from responsible entities for the following roadway improvements listed in Table 1. Without funding commitments for these improvements, construction permits shall not be issued for Phase I.
2. Approval of any detailed site plans for Phase II of this development shall require funding commitments from the responsible entities for the roadway improvements listed in Table 2. Without funding commitments for these improvements, construction permits shall not be issued for Phase II.

3. Approval of any detailed site plans for Phase III of this development shall require funding commitments from the responsible entities for the following roadway improvements listed in Table 3. Without funding commitments for these improvements, construction permits shall not be issued for Phase III.
4. Subphasing, the concept of identifying and tying specific amounts of project development within a phase to specific regional improvements shall be permitted provided the following conditions are met.
 - (i) TBRPC and Hillsborough County shall concur with the defined amount of development to be specifically allowed;
 - (ii) Funding commitments for roadway improvements will be required when the regional roadway operates below LOS D at peak hour (C peak in rural areas) and the subphase contributes five percent or more of the existing LOS D at peak hour (C peak rural), existing capacity of the facility; and
 - (iii) A stop order which will be triggered at that point in the development which will require roadway improvements (pursuant to TBRPC policy) for which no funding commitments can be assured. The stop order shall require a new traffic analysis or monitoring as appropriate.
5. In the event future roadways, to which traffic from this project has been assigned, are not built as assumed in the methodology used for this analysis, a new analysis and traffic reassignment shall be required, as appropriate.

(b) Option 2

In the event that commitments for transportation improvements are only adequate to permit construction of a portion of the development, the capacity and loading of transportation facilities in the BOCA BAHIA PARK transportation area, including but not limited to the regional roadways and intersections referenced in Option 1, shall limit further project construction. The Developer shall generate and provide Hillsborough County, the Metropolitan Planning Organization (MPO), the FDOT and TBRPC, pursuant to the provisions of Section 380.06, Florida Statutes, as amended, with updated current traffic counts and projections of traffic volumes that will result from completion of the currently approved project construction plus that to be generated by the next portion which the Developer seeks to construct. Each updated traffic analysis shall serve to verify the findings of the DRI analysis (referenced as Option 1) or shall indicate alternate transportation improvements or mechanisms which, when implemented, will maintain the roadways and intersections at Level of Service D at peak hour (C in rural areas). The traffic counts and the projections of traffic volumes shall be prepared consistent with generally accepted traffic engineering practices and the methodology determined at a traffic methodology meeting of all appropriate agencies.

Prior to commencement of specific project construction for which adequate transportation commitments have been made, the County or its designee shall ensure in written findings of fact that the roadways and intersections (referenced in Option 1) are operating at or above Level of Service D at peak hour (C in rural areas) and that the expected trips to be generated by such construction would not cause the roadways to operate below an average daily Level of Service D at peak hour (C peak in rural areas).

(c) Option 3: Pipelining

In lieu of Option 1 or 2 above, the Developer may elect Option 3 as set out in Section IV (B) (3). 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 project's 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 expeditious and accelerated design, right-of-way acquisition, construction and use of a major public transportation facility, and its consistency with the TBRPC, FDOT, Hillsborough County, and DCA policies regarding mitigation of

transportation impacts. The pipeline fair share calculation, in accordance with current adopted methods, procedures and policies of Hillsborough County, TBRPC, DCA and FDOT, has been determined as set forth in Attachment B attached hereto.

1. The developer shall widen Big Bend Road to a four (4) lane divided roadway from U.S. 41 to the major commercial access and improve the U.S. 41/Big Bend Road intersection to provide two eastbound through lanes, two eastbound left-turn lanes, and two westbound through lanes. The improvements to the U.S. 41 and Big Bend Road intersection shall include any necessary alignment changes on the east approach of this intersection. The improvements shall be completed within two years of the selection of this option except as provided in 5 below. The design of the intersection improvement shall be coordinated with and approved by FDOT prior to undertaking the improvement.
2. The County shall cease issuing permits for this development if the prescribed improvement is not provided in accordance with paragraph 3 (c)(1.) above.
3. Buildings within Boca Bahia Park shall be subject to the Transportation Impact Fee Ordinances, as they may be amended from time to time, provided however that the developer shall be entitled to credit against such impact fees in accordance with law. Nothing herein shall be construed as a waiver of the Developer's right to contest the validity or amount of the impact fees assessed thereunder.
4. The cost of the required improvement is approximately two hundred and thirty seven thousand six hundred dollars (\$237,600.00).
5. Subject to acts of God, necessary governmental permits and approvals, or occurrences beyond the Developer's control, the Developer agrees to construct the required improvement and shall complete same no later than 24 months from the date of election of Option 3. Should the Developer fail to meet the above schedule, with regard to design, acquisition of right-of-way and construction, issuance of Certificates of Occupancy may be withheld.
6. If the required improvement has not been constructed within the 24 month period following election of option 3 as a result of circumstances beyond the reasonable control of the Developer, and after concurrence from TBRPC, the County shall require the Developer to provide the County, a bond or irrevocable Letter of Credit in the full amount of the cost of the incompleted portion of the required improvement. The County shall determine the reasonable amount of the Letter of Credit required from the Developer. The County shall draw down on the Bond or on the Letter of Credit for completion of the required improvement and shall complete the required improvement as expeditiously as possible.

TRAFFIC TABLE 1

Roadway Improvements Needed for Phase I (1988)

Improvements	LOS W/Project Prior to Improvement	Project Traffic as % of LOS "D" (Existing Facility) Peak-Hour Capacity	Required Improvement
Links:			
U.S. 301: Big Bend Road to Summerfield Road Entrance	E	5.2	Construct 4-lane Divided Arterial
Intersections:			
U.S. 41 at Big Bend Road	F	25.6	Construct second left-turn lane EB and second right-turn lane WB.
U.S. 41 at Site Entrance	N/A	14.9	Construct right-turn lane EB and left-turn lanes NB and EB. Signalize when warranted by MUTCD.
Big Bend Road at site entrance	N/A	45.8	Construct right-turn lane NB and left-turn lanes NB and WB. Signalize when warranted by MUTCD.

TRAFFIC TABLE 2

Roadway Improvements Needed for Phase II (1989)

Improvements	LOS W/Project Prior to Improvement	Project Traffic as % of LOS "D" (Existing Facility) Peak-Hour Capacity	Required Improvement
Links:			
Big Bend Road: U.S. 41 to Shopping Center Entrance	E	77.1	Construct 4-lane Divided Arterial
Big Bend Road: U.S. 301 to Summerfield Road	E	11.5	Construct 4-lane Divided Arterial
Riverview Drive: Parkway Center to U.S. 41	F	8.0	Construct Faulkenburg Road Extension (4- lane Divided Arter- ial) as new site entrance.
Intersections:			
U.S. 41 at Big Bend Road	F	49.5	Construct second thru lane EB and WB.
U.S. 301 at Big Bend Road	E	9.8	Construct second thru lane EB and WB.

TRAFFIC TABLE 3

Roadway Improvements Needed for Phase III (1992)

Improvements	LOS W/Project Prior to Improvement	Project Traffic as % of LOS "D" (Existing Facility) Peak-Hour Capacity	Required Improvement
Intersections:			
U.S. 41 at Big Bend Road	F	39.3	Construct right-turn lane EB and second left-turn lane WB.
Big Bend Road at Site Entrance	E	76.4	Construct second right-turn lane NB, second thru lane EB, and second left-turn lane WB.
I-75 West Side at Big Bend Road	E	15.8	Construct second left-turn lanes NB and WB.

4. In the event that FDOT does not allow a full access drive from the project to U.S. 41, the developer shall, within 90 days of such denial becoming non-appealable, provide a revised transportation analysis of all roadways and intersections (including site access points) adjacent to the site.

Such analysis shall use a methodology similar to that employed in the DRI analysis and shall identify roadway and/or intersection improvements necessary to maintain the desired level of service. The results of the analysis shall be used to determine if revisions are warranted to the Zoning Conditions and/or Development Order. No additional building permits shall be issued until the analysis is completed and approved and any necessary revisions to conditions have been made.

5. The applicant or its assigns shall prepare and implement a Transportation System Management (TSM) program upon issuance of Certificates of Occupancy for 300,000 square feet of retail space (or the equivalent thereof in terms of trip generation) which will divert a number of vehicle trips which is consistent with the assumptions used to prepare the ADA. The TSM program shall be developed in cooperation with FDOT, Hillsborough County, the Tampa Urban Area MPO, HART and TBRPC. This program shall seek to implement and will be measured by the TSM objectives and policies set forth in the Florida Transportation Plan and shall include but not be limited to:

"Policy: Promote ridesharing by public and private sector employees.

OBJECTIVES: *Increase urban area peak hour automobile occupancy rates by 10% by 1995 through expanded ridesharing efforts.

*Increase peak hour occupancy rates for transit and other high occupancy vehicles by 20 percent by 1995."

A yearly assessment of the actual achievement of vehicle trips diverted as a result of TSM measures shall be documented in every annual report after issuance of Certificates of Occupancy for 300,000 square feet of retail space or the equivalent thereof. If the annual report indicates that the total trip diversions are not being met, Hillsborough County shall determine whether the departure constitutes a substantial deviation pursuant to Subsection 380.06(19), Florida Statutes (1988 Supp.), and may amend the Development Order to change TSM objectives and/or require additional roadway improvements as appropriate. The results of the TSM study may serve as a basis for the developer or reviewing agencies to request Development Order amendments.

6. Prior to submission of Detailed Site Plan for approval the developer shall agree, in writing, to provide the Hillsborough Area Regional Transit Authority (HART) with free access and a pick-up and drop-off point within the commercial site. The developer shall provide a transit schedule information display at this location. This location and the specifications of the display shall be reviewed by HART prior to submission of Detailed Site Plan for approval.
7. Access and internal road geometrics for the pick-up and drop-off points shall accommodate a 96 inch wide by forty (40) foot long advance design coach unless lesser standards are approved by HART.
8. The developer shall provide a shelter and pull out bay adjacent to the intersection of collector roads shown internal to the office/service center portion of this site on the General Site Plan of July 8, 1988. HART understands that this is a preliminary site plan and that in the course of design, alignments may be changed. In the event that there is no intersection of collector roadways as shown, the developer shall provide said shelter and pullout bay at a main entrance of an office pod adjacent to a collector roadway internal to the site.
9. Shelter locations shall be reasonably accessible via walkways/crosswalks for pedestrian/handicapped movement to and from buildings. Appropriate signage shall be placed at shelter locations. Prior to submission of Detailed Site Plan for approval the location and specification of the shelter and pullout bay shall be reviewed by HART.
10. A pedestrian circulation system and a bicycle circulation system plan shall be provided within the project and reviewed by the MPO. The bicycle system shall incorporate whatever elements are necessary to complement the County Bicycle Plan and extend the County System into Boca Bahia Park. No detailed site plans shall be approved which do not indicate these systems.

G. 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 the Developer shall perform point source air quality analyses and the Developer shall take remedial measures as required by Hillsborough County.
2. The predicted exceedances of National Ambient Air Quality Standards shall be mitigated as set forth below subject to Hillsborough County and FDOT approval. Upon such approval, Hillsborough County and FDOT shall implement such mitigation measures. 1989 improvements shall be implemented prior to any Phase II approvals and the 1992 improvement shall be implemented prior to any Phase III approvals.

Big Bend Road at US 41

- 1989 - change signal cycle length to 120 seconds.
1992 - change signal cycle length to 110 seconds.

US 41 at Boca Bahia Drive

- 1989 - change signal cycle length to 105 seconds.

Big Bend Road at US 301

- 1989 - change signal cycle length to 85 seconds.

3. If the developer selects the pipeline option the developer shall perform an air quality study in accordance with the Florida Department of Environmental Regulation's draft Guidelines for Evaluating the Air Quality Impacts of Indirect Sources (1/88) at time of modeling. The study shall be based upon parameters consistent with the pipeline option. Air Quality modeling shall not be based on the improved roadway network set forth in response to Question 31-Transportation of the ADA, unless funding commitments by a responsible entity(ies) are confirmed. The study shall be submitted to Hillsborough County, TBRPC and FDER for review and approval.
4. Hillsborough County reserves the right to require, as a Development Order amendment, mitigation measures or a revision of the master plan to alleviate any exceedances of EPA ambient air quality standards caused by the project traffic.

D. Soils

1. The soil conservation measures referenced on page 48 of the ADA and the measures to reduce erosion, fugitive dust and air emissions, referenced on page 19 of the Air Quality Impact Analyses, at minimum, shall be implemented.

E. Stormwater Management and Water Quality

1. The developer has elected to be bound by and shall comply with the rules adopted pursuant to Chapters 403 and 373, Florida Statutes (1988 Supp.), in effect at the time of adoption of this Development Order. Accordingly, all applications for permits pursuant to these Chapters and which are necessary for and consistent with the development authorized by this Development Order shall be subject to the rules pursuant to Chapters 403 and 373, Florida Statutes, in effect at the time of issuance of this Development Order.

Prior to the issuance of any building permits, the Master Stormwater Management Plan and supporting calculations for BOCA BAHIA PARK shall be submitted to TBRPC and DER for review and to Hillsborough County and SWFWMD for approval. The Stormwater Management system shall be designed to meet all applicable Hillsborough County regulations which are in effect at the time of submittal and review of construction plans for a particular phase of the project unless the appropriate reviewing agencies determine that the regulations in effect at the time of Master Stormwater Management Plan approval are still adequate to address the Stormwater impacts of the Development, in which event, the regulations in effect at the time of Master Stormwater Management Plan approval shall apply.

2. The proposed stormwater management systems shall be designed, constructed and maintained to meet or exceed Chapters 17-25 and 40-D-4 Florida Administrative Code. Treatment shall be provided by biological filtration wherever feasible.
3. All drainage easements necessary to accommodate any and all of the impacts of the Development shall be donated by the Developer to the County, as required, and in accordance with the appropriate County policy in effect at the time of construction plan submittal and review. All easement documents must be fully executed prior to the issuance of Certificates of Occupancy.
4. The Developer shall operate and maintain all on-site drainage facilities unless otherwise required or approved by the County.
5. Best Management Practices for reducing water quality impacts, as recommended by Hillsborough County and SWFWMD shall be implemented including a street cleaning program for parking and roadway areas within the development.
6. In order to protect water quality in the Jackson Branch Creek watershed, there shall be no degradation of water quality beyond that allowed pursuant to applicable local, state and federal law, from stormwater exiting the site. The developer shall provide a semiannual surface water quality monitoring program, to be instituted before ground-breaking takes place and to continue through project build-out, at minimum. Any violation of Chapter 17-3, F.A.C., shall require corrective measures as set forth by FDER. The following shall apply:
 - a. Sampling locations shall be determined in cooperation with Hillsborough County, FDER, SWFWMD and TBRPC.
 - b. All water quality analytical methods and procedures shall be thoroughly documented and shall comply with EPA/FDER Quality Control Standards and Requirements.
 - c. The monitoring results shall be submitted to Hillsborough County, FDER and SWFWMD. Should the monitoring indicate that applicable state water quality standards are not being met, the violation shall be reported to Hillsborough County immediately. If there is evidence that the developer may be responsible for the violation construction within the subbasin(s) where the violation is noted may be stopped until the violation is corrected if the County determines that such violation poses an imminent threat to the public health, safety and welfare.
7. There shall be no loss of hydrologic storage capacity within the 100-year flood plain. No habitable structures shall be allowed in the designated 100-year flood plain unless provisions are made to compensate for reduction in natural storage area caused by the development. Finished floor elevations for all habitable structures shall be at or above the 100 year flood elevation.

F. Wetlands

1. In order to protect the natural values of conserved wetland areas (Jackson Branch Creek), the following shall be required:
 - a. Except as otherwise permitted by agencies having jurisdiction:
 - (1) No significant hydroperiod alteration shall be permitted in conservation areas identified on the Master Development Plan.
 - (2) Activities within the conservation areas shall be limited to approved stormwater management outfall structures and boardwalks.
2. 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, provided that monitoring shall occur at a minimum semiannually for a period of four years. Monitoring shall include species diversity and composition and efforts to control nuisance species encroachment. Additional planting may be required to achieve an 80 percent survival of planted species at the end of three years.
3. All wetland losses shall require a minimum of 1:1 in-kind wetland replacement. Mitigation for wetland losses shall be implemented prior to or concurrent with the wetlands being disturbed.

4. The Developer shall be responsible for maintaining all landscaped and open space areas within the project site other than those for which Hillsborough County has assumed maintenance responsibilities.

G. Public Facilities

1. Prior to or simultaneous with construction plan or commercial site plan approval for each Phase of the development, the Developer shall stipulate to the satisfaction of Hillsborough County the manner by which the Developer will participate in the provision or expansion of internal water supply, supply lines, and facilities to service BOCA BAHIA PARK. No building permits shall be issued without an approved, permitted potable water distribution system and available capacity for that portion of the building construction.
2. Prior to or simultaneous with construction plan or commercial site plan approval for each phase of the development, the Developer shall ensure the provision of fire flows acceptable to Hillsborough County. The installation of a sprinkler system, fire hydrants or fire plan shall be options to ensure the provision of acceptable fire flows. No Zoning Compliance Permits shall be approved without verification from the Hillsborough County Fire Department that sufficient fire flow required to serve the project is available.
3. Prior to construction plan approval for the development, the Developer shall provide documentation to the Department of Development Review that a master plan for wastewater collection, treatment and effluent disposal facilities has been approved by the applicable entity. No Zoning Compliance 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 subject of such application.
4. The applicant shall obtain wastewater service in accordance with County procedures from either the South County Regional Wastewater Treatment Plant or the sub-regional Summerfield Plant or other appropriate regional or sub-regional plant as determined by Hillsborough County. However, if wastewater service is not available and an interim wastewater treatment plant is necessary, the developer shall comply with all applicable county regulations and policies regarding installation and subsequent removal of such interim wastewater treatment plant.
5. The Developer shall establish a plan and schedule whereby Boca Bahia Park sewer lines shall be monitored for leaks and ruptures. The plan shall designate the entity(ies) to carry out the monitoring and shall include a time schedule which outlines dates or frequency of the monitoring program. Faulty lines shall be replaced as quickly as possible.
6. There shall be no disposal of non-domestic waste into the sewer system.
7. Prior to issuance of Certificates of Zoning Compliance approval for each Phase of the development, the Developer shall verify to the satisfaction of Hillsborough County that adequate Emergency Management Services, solid waste disposal, electricity, and police/capabilities and facilities are available to service the development.
8. The Developer shall be required to provide for recovered wastewater disposal in accordance with any uniformly applicable Hillsborough County ordinance or Department of Public Utilities take-back policy in effect prior to detailed site plan approval. On-site groundwater monitoring shall be conducted as required by the appropriate agencies.
9. The Developer shall use non-potable water for landscape and open space irrigation unless otherwise approved by Hillsborough County. The developer shall submit a plan to Hillsborough County and TBRPC for using non-potable water for irrigation in the first annual report following issuance for the first Certificate of Occupancy.
10. 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.
11. The Developer shall be responsible for maintenance and operation of any on-site wells. There shall be no utilization or construction of any on-site wells as a source of potable water unless approved by Hillsborough County and appropriate reviewing agencies.

H. Hazardous Waste

1. Prior to the issuance of Zoning Compliance Permits, the developer shall, if not in conflict with Hillsborough County plans and policies, and only as required to accommodate hazardous waste generators in the project (if any) provide separate hazardous waste storage areas within the project. These areas shall be accessible to all businesses and shall be marked and/or colored so as to clearly distinguish the areas intended for hazardous wastes and materials. Hazardous wastes are those substances and materials defined in Florida Statutes 403.703(21) and listed in Title 40 CFR Part 261, as amended.
2. The Developer shall notify in writing, all project businesses of the location of the specially-designated hazardous waste and materials containers.
3. Surface impoundments of hazardous waste, hazardous waste piles, land treatment of hazardous waste, landfills and underground storage of hazardous materials shall be prohibited.
4. 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, Hillsborough County Environmental Protection Commission (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.
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. Small quantity generators as defined by applicable Federal and State regulations, should obtain United States Environmental Protection Agency (USEPA) identification numbers.
7. The Developer shall provide information to all Boca Bahia Park development businesses that:
 - a. Indicates the types of wastes and materials that are considered to be hazardous and are to be stored or disposed of only in the specially-designated containers/areas; and
 - b. Describes construction requirements for hazardous waste holding areas; and
 - c. Advises of applicable statutes and regulations regarding hazardous wastes and materials.
8. All Boca Bahia Park tenants that generate hazardous waste shall be encouraged to utilize waste exchanges. A report of such use shall be included in each annual report.
9. All Boca Bahia Park tenants which produce waste not suitable for recycle, exchange or reuse should develop permittable on-site treatment capabilities.
10. Boca Bahia Park shall develop an ongoing survey which will locate and catalog tenant businesses where hazardous materials and wastes are stored, handled or transported. The ultimate fate or disposal of substances shall also be recorded. The results of this survey shall be reported to Hillsborough County and TBRPC on an annual basis.

I. Energy

1. The following energy conservation measures shall be utilized where economically feasible.
 - a. Establishment of energy policies, energy use monitoring and energy conservation by a qualified energy use analyst.
 - b. Programs to promote energy conservation by employees, buyers, suppliers and the public.

- c. Programs to reduce levels of operation of all air conditioning, heating, and lighting systems during non-business hours.
- d. Establishment of recycling programs.
- e. Elimination of advertising requiring lighting after business hours.
- f. Utilization of innovative energy alternatives such as solar energy, resource recovery, waste heat recovery and cogeneration.
- g. Installation of total energy systems on large facilities when cost effective.

A report on the implementation of and participation in these and any other energy programs shall be included in each annual report.

- 2. The energy conservation measures referenced on pages 127 and 128 of the ADA shall be required.

J. 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 that safe and orderly evacuation of hotel guests and those employees who, for security or administrative reasons, are in the building after an evacuation order is issued by (1) ordering all buildings closed for the duration of the 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. All deeds for sale of land and/or structures for Boca Bahia Park shall be accompanied by a hazard disclosure statement generally describing the property's relative probability of damage from hurricane surge. (Evacuation Zone B).

K. Vegetation and Wildlife

In the event that any species listed in Section 39-27.003-.005, FAC, 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).

L. Economy

The developer is encouraged to promote entrepreneurship and small and minority-owned business start ups and provide for non-discriminatory employment opportunities within the development. A report on equal opportunity employment programs utilized by project business and the program's effect shall be incorporated into the annual reports following issuance of the first Certificates of Occupancy for project businesses.

M. Historical or Archaeological Resources

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.

N. General

- 1. Any change to the project which meets the criteria set forth in Subsection 380.06(19), F.S. shall constitute a substantial deviation.
- 2. Any change to the project which departs significantly from the parameters set forth in the phasing schedule on page 37 of the ADA shall be reviewed to determine whether each departure is a substantial deviation pursuant to Subsection 380.06(19), F.S.

- STATE OF FLORIDA)
)
COUNTY OF HILLSBOROUGH)

WITNESS my hand and official seal this 21st day of June, 1989.

by: Judith M. Nichols
Deputy Clerk

Approved As To Form And
Legal Sufficiency.

ATTACHMENT A
Legal Description

LEGAL DESCRIPTION

LOTS 1 and 2 of RUSKIN TOMATO FARMS, according to the map or plat thereof as recorded in Plat Book 27, page 110 of the public records of Hillsborough County, Florida, less the North 100 feet of said Lot 2, less existing road right-of-way and less triangle beginning 134.75 feet West and 100 feet South of the Northeast corner of the NE 1/4 of Section 15, Township 31 South, Range 19 East for Point Of Beginning, then run South 40 feet, North 44 degrees 59 minutes 08 seconds West 56.47 feet to point 100 feet South of the North line of Section and East 40 feet to Point of Beginning.

LESS AND EXCEPT the following described parcel;

That part of the NE 1/4 of the NE 1/4 of Section 15, Township 31 South, Range 19 East, Hillsborough County, Florida, lying within the following metes and bounds description.

Commence at the Northeast corner of Section 15, Township 31 South, Range 19 East, said corner being 2692.50 feet North 0 degrees 46 minutes 35 seconds East of the Southeast corner of the NE 1/4 of said Section 15; thence run North 89 degrees 14 minutes 34 seconds West along the North line of said Section 15, a distance of 174.79 feet; thence South 0 degrees 45 minutes 26 seconds West, 100 feet to the South right-of-way line of County Road 672 (Big Bend Road) and the point of beginning. Thence run South 44 degrees 14 minutes 15 seconds East along the existing right-of-way 56.56 feet to the Westerly right-of-way for State Road 45 (U.S. Highway 41), thence South 0 degrees 46 minutes 05 seconds West along said right-of-way line 20.55 feet, thence North 46 degrees 56 minutes 04 seconds West, 62.41 feet, thence North 89 degrees 27 minutes 05 seconds West, 807.54 feet; thence North 0 degrees 32 minutes 55 seconds East, 21.48 feet to the South right-of-way line of County Road 672 (Big Bend Road); thence South 89 degrees 14 minutes 34 seconds East along said right-of-way line, 813.78 feet to the point of beginning.

ATTACHMENT B

Pipeline Fair Share Calculation

LINK	DIR	1995 BEP VOL.	1997 EXIST. VOL.	TOTAL VOL.	EXIST "D" THRESHOLD	OVER LOS "D"	IMPR. LOS "D" THRESH	Z DCA	EST. IMPR COST/RL	LENGTH OF SEGMENT	EST. FAIR SHARE
------	-----	---------------------	------------------------	---------------	------------------------	-----------------	----------------------------	----------	-------------------------	-------------------------	-----------------------

U.S. 41:

Boca Bahia Drive to Big Bend Rd.

NO	435	629	1,064	2,643	NO
SB	395	584	979	2,643	NO

Big Bend Road to Semmes Road

NO	759	642	1,401	2,643	NO
SB	486	682	1,169	2,643	NO

Semmes Road to Riverview Drive

NO	302	903	1,205	2,643	NO
SB	193	1,104	1,297	2,643	NO

U.S. 301:

Big Bend Road to Summerfield Entr.

NO	113	240	353	778	NO
SB	75	305	378	718	NO

Big Bend Road:

Dickson Road to Boca Bahia Drive

EB/AB	98	211	309	1,297	NO
EB	226	85	311	760	NO
WB	94	126	220	537	NO

Boca Bahia Drive to Waterview Dr.

Waterview Dr. to Shop. Ctr. Entr.

EB	462	85	547	881	NO
WB	132	126	238	416	NO

Shopping Ctr. Entr. to U.S. 41

EB	874	85	959	813	*YES*
WB	445	126	571	484	*YES*

U.S. 41 to I-75 W. Side

EB	561	401	962	2,643	NO
WB	338	357	695	2,643	NO

I-75 W. Side to I-75 E. Side

EB	359	467	786	2,643	NO
WB	232	327	559	2,643	NO

I-75 E. Side to U.S. 301

EB	287	284	571	2,643	NO
WB	184	267	431	2,643	NO

U.S. 301 to Summerfield Drive

EB	113	360	473	1,032	NO
WB	73	159	212	463	NO

Dickson Road:

Big Bend Road to Apollo Beach Blvd.

WB/SB	98	211	309	1,297	NO
-------	----	-----	-----	-------	----

RIVERVIEW DRIVE (PARKWAY CENTER ENTR.)

E. of 78th Street

EB	105	180	284	716	NO
WB	150	148	328	827	NO

(C) = Construction Cost
(R) = R.O.W. Cost

TOTAL FAIR SHARE = \$18,960

YES 2,643 *7.98 \$1,405,264(C)
YES 2,643 4.03 \$162,888(R) 800 ft 18,960

ATTACHMENT C
Developer Commitments

BOCA BAHIA PARK

DEVELOPER COMMITMENTS

The following are developer commitments set forth in the Application for Development Approval (ADA) and Sufficiency Responses (SR, SR II) which shall be honored by the developer, except as they may be superseded by specific terms of the Development Order.

General Project Description

1. Service Center uses will be limited to the development categories listed as permitted uses in Chapter 14.14(b) of the Hillsborough County Zoning Code. (SR, pg. 12)
2. The offices and the hotels will be a maximum of 5 stories high. The service centers and commercial buildings will be one story 24 foot clear span structures. The setbacks will be in compliance with the PD zoning regulations governing specific components of the development (PD-C, PD-O, and PD-I(L)). (SR, pg. 16)

ENVIRONMENTAL AND NATURAL RESOURCES

Land

3. Soil erosion associated with construction activity will be controlled with best management practices, including the use of staked hay bale barriers, silt screens, water truck spraying, sedimentation ponds, berm construction and quick sodding or seeding. (ADA, pg. 48 and; SR pg. 8)
4. All structural quality fill will come from on-site detention pond excavations or from properly permitted commercial borrow pits. (SR, pg. 20 & 21)

Water

5. Silt screens and/or hay bales will be used as necessary during construction to avoid erosion runoff into ditches, thereby maintaining the State of Florida's water quality standards. Similarly, inlet structures will be surrounded with silt traps (e.g. hay bales) during roadway construction. (ADA, pg 55 and SR, pg. 8)
6. The salinity of this creek (Jackson Branch Creek) will be determined prior to preparing a plan for revegetating the relocated stream. (SR, pg. 22)
7. Relocation of the existing Jackson Branch Creek will not affect water quality, quantity, nor habitat values on-site. (SR II, pg. 2)

Floodplains

8. Additionally, base flood elevations will be estimated prior to construction and all building pads will be placed above this elevation. (ADA, pg. 58; SR, pg. 28)

Historical and Archaeological Sites

9. If historical or archaeological sites are discovered on the site, the Applicant will work in cooperation with the Florida Archaeological Council, and the Florida Department of Archives, History and Records Management, Bureau of Historic Sites and Properties. (SR, pg. 28)

Economy

10. The developer will coordinate efforts in order to insure that such facilities (child care facilities) will be provided by private enterprises or by individual corporations as a service to employees. (SR, pg. 31)
11. The Developer will participate in such a program (Economic development program to ensure that economically and socially disadvantaged blacks, other minorities and females receive a fair share of the dollars to be spent during the project's development; and amenable to Affirmative Action efforts to invite minority owned businesses to locate and operate as commercial establishments) to the extent practical. (SR, pg. 32)

PUBLIC FACILITIES

Drainage

12. The water outlet control structures will be designed to limit the 25-year peak rate of discharge from the post-development site conditions to the 10-year pre-development rate. They will also be designed with the capability of safely discharging the peak run-off from the 100-year storm event. (ADA, pg. 114)
13. In order to enhance the quality of stormwater discharging from the site, a filtration system will be used in conjunction with the water outlet control structures. The system will function to intercept and retain the first 1/2 inch of run-off in accordance with the requirements of Chapter 17-25 of the Florida Administrative Code. The filtration system will be composed of wetbottom ponds utilizing extended detention with biological assimilation. This will be accomplished by means of littoral plantings within side slope areas of proposed ponds. The Master Drainage Plan will both optimize the removal of potential nutrients and reduce the potential clogging and malfunction of underdrain/sidedrain filtration systems by the proposed method. (ADA, pg. 114)

14. The swale sections will be designed using a storm event with a 3-year recurrence interval. To reduce the potential for mosquito breeding, the swales will be planned to remain dry under normal conditions and will contain standing water only for short periods of time. (ADA, pg. 114)
15. Within parking and roadway areas, storm sewer systems will be employed to collect and convey stormwater run-off. These systems of interconnected pipes and inlets will be designed on the basis of a storm event with a 3-year recurrence interval. (ADA, pg. 114)
16. The controlled water levels of the proposed Master Drainage Plan ponds will be maintained to coincide with the natural hydrology and will not significantly alter the water table levels on adjacent property. The pond system will be hydraulically designed to allow for settlement of particulate matter and to maximize the processes of mixing and aeration. The ponds will be shaped to minimize stagnation and to allow for extended detention times. Mixing, aeration, and longer detention times will provide a greater opportunity for removal of nutrient material by aquatic vegetation, and for the settlement of particulate matter. (ADA, pg. 116)
17. The entire site occurs within the 100 year flood plain, and earthfill will be used to raise the building floor elevations above the 100-year flood elevation. (ADA, pg. 116)
18. The development of the 69.26 acre tract will have negligible impacts on the Tampa Bay tidal fluctuations. The increased discharge from the proposed drainage basins will be controlled by the proposed discharge ponds. Therefore, the discharge into the streams will be maintained at the 10-year, 24 hour storm rate. (ADA, pg. 116)
19. The reconfigured drainage ditch will be designed in accordance with Hillsborough County requirements. Ditch conveyance capacity will be provided such that pre-developed flows will not overflow the channel banks. Consequently, since the post-development flowrates will not exceed pre-development rates, and since the reconfigured drainage ditch will be designed to convey the pre-developed flowrates, the reconfigured ditch will not flood, per Hillsborough County requirements. (SR, pg. 42)

Water Supply

20. The proposed non-potable water supply system will be operated and maintained by individual owners and/or owners association. (SR, pg. 9)

21. The internal distribution system will be designed to provide 1000 gpm fire flows at residual pressure based upon the regulations of the Hillsborough County Fire Marshall's office for the maximum daily flow condition. (ADA, page 123; SR, pg. 9)

Solid Waste

22. Businesses which generate noxious fumes and odors will be excluded (from the Park). (SR, pg. 47)

Energy

23. Tenants and property owners will be provided letters from the property manager identifying the need for energy conservation measures in regard to building techniques, lighting, landscaping, general operation and alternate transportation methods. (ADA, page 128; SR, pg. 10)
24. Alternative energy sources such as solar energy systems will be considered throughout the development process and used when determined cost effective. (ADA, pg. 10)
25. Tenants and property owners will be advised to adopt energy conservation measures with regard to building techniques (natural lighting); lighting (energy saving lamps and fixtures); landscaping (low maintenance landscape design); general operations (energy saving appliances and equipment, conservation measures); and alternate transportation methods (mass transit and car pooling). (SR, pg. 49)
26. Where feasible and practical, the developer will design and locate buildings so as to conserve energy. (SR, pg. 40)
27. The developer will evaluate the feasibility of using solar energy as a conservation measure during the design phase of the project. (SR, pg. 49)

Recreation and Open Space

28. The recreation facilities provided for the employees of the businesses located within the Boca Bahia Park will be maintained by the owners and their agents. (SR, pg. 10)

Police

29. It (the applicant's hurricane plan) will be distributed to tenants with the recommendation to implement it in the event of a hurricane. (SR, pg. 54)

Transportation

30. The access roads and internal road geometrics shall accommodate a 40-foot long, 8-foot wide bus. (SR, pg. 10)
31. Shelters and pull-out bays along the transit routes within the site will also be provided and included in the site plan. HART personnel will be consulted to determine the best locations for these improvements. Accessibility to these shelters will be provided by on-site sidewalks. Appropriate signs and lighting will be provided by the developer at the shelter locations. (SR, pg. 10)
32. As part of the signage displays, the developer will, in consultation with HART representatives, decide upon appropriate locations for transit schedule displays. (SR, pg. 10)
33. The developer, in conjunction with HART and Hillsborough County, will control the upkeep of the transit amenities and shelters to continue to encourage transit usage. (SR, pg. 10)
34. As part of the monitoring process required in all recent DRI development orders, the developer, in coordination with HART, will monitor transit usage on the site in order to establish compliance with the transit rates contained in the ADA. (SR, pg. 10)

EXHIBIT B

**NOTIFICATION OF A PROPOSED CHANGE TO A
PREVIOUSLY APPROVED DEVELOPMENT OF REGIONAL IMPACT**

Shirley Gersholowitz, DRI Coordinator
Hillsborough County Department
of Development Coordination
The Edgecomb Building, Room 207
Tampa, Florida 33602
Telephone: (813) 272-5710


BRM-08-86

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

Subsection 380.06 (19) Florida Statutes (1988 Supp.), requires that submittal of a proposed change to a previously approved DRI be made to the local government, the regional planning council, and the state land planning agency according to this form.

1. I, David Smolker, the undersigned attorney for Boca Bahia Development Corporation and Esplanade Development Corporation, hereby give notice of a proposed change to a previously approved Boca Bahia Park Development of Regional Impact in accordance with Subsection 380.06 (19), Florida Statutes (1988 Supp.). In support thereof, I submit the following information concerning the Boca Bahia Park DRI development, which information is true and correct to the best of my knowledge. I have submitted today, under separate cover, copies of this completed notification to Hillsborough County, to the Tampa Bay Regional Planning Council, and to the Bureau of Resource Management, Department of Community Affairs.

March 10, 1989
Date


DAVID SMOLKER, attorney for
applicants

2. Applicants: Esplanade Development Corporation
Boca Bahia Development Corporation
Post Office Box 5751
Tampa, Florida 33675
Telephone: (813) 247-4731
3. Authorized Agent: David Smolker, attorney for applicants,
Stearns Weaver Miller Weissler Alhadeff
& Sitterson, P.A.
Post Office Box 3299
Tampa, Florida 33601
Telephone: (813) 223-4800
4. Location: Hillsborough County, Florida
5. The currently proposed amendment to the D.O. does not involve a change to the development, but merely a change to previously adopted conditions of development approval relating to mitigation of transportation impacts to modify language of an exhibit setting forth the proportionate share calculation to address concerns raised the Tampa Bay Regional Planning Council regarding the amount of said proportionate share.
6. No change to any land use or other aspects of the originally approved ADA is proposed. (See answer to No. 5, above)
7. No previous amendments have been made to the development which received DRI approval of its ADA on December 13, 1988 by the Hillsborough County Board of County Commissioners. There has been no change in local government jurisdiction for any portion of the development since the ADA was approved on December 13, 1988.
8. No property has been purchased or optioned by the applicant within 1/4 mile of the original DRI site subsequent to the approval of the ADA on December 13, 1988.
9. No changes are proposed which would affect the development site plan or otherwise alter the approved development.
10. The proposed specific changes to the language of the development order are attached as Exhibit "A".

EXHIBIT "A"

ATTACHMENT C

Pipeline Fair Share Calculation

BOCA BAHIA INTERSECTIONS FAIRSHARE CALCULATIONS:

(10)				(11)				FAIR SHARE LINK ANALYSIS			
Exist. Cond.				1985 HCH LOS				BOCA BAHIA PARK			
CHS				W/ Proj.				W/ Exist. Geom.			
LOS "D"				(Exist. Cond.)				+ Total Traffic			
								Improvements Needed			
Big Bend Road at US 41				C				X			
Big Bend Road at I 75 (H)				X				X			
Big Bend Road at I 75 (E)				X				X			
Big Bend Road at US 301				X				491			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			
								M			

FAIR SHARE ANALYSIS - BOCA BHIA PARK:

Location	Dir. Req. 1-5	Req. 1-5 DIR Trips	Total	Ex. SV	Ex. Reserve S	DIR	New SV	New SV Ex Sv	Fair Share	Cost	Length	Improve	Fair Share	
Phase 1 (1989)	Req. 1-5	(1)	Volume	(2)	Volume	(2-3)	Trips	(4)	(1-(2-3))	(4-2)	Mile	Miles	Cost	Amount
US 301 Big Bend Rd. to Suennerfield Ent.	HB SD	ZLU ZLU	4LD 4LD	46 32	848 864	657 837	240 305	419 532	0 0					
Total Fair Share Phase 1 = \$0.00														
Phase 1 (1992)	Dir. Req. 1-5	Req. 1-5 DIR Trips	Total	Ex. SV	Ex. Reserve S	DIR	New SV	New SV Ex Sv	Fair Share	Cost	Length	Improve	Fair Share	
	Req. 1-5	(1)	Volume	(2)	Volume	(2-3)	Trips	(4)	(1-(2-3))	(4-2)	Mile	Miles	Cost	Amount
US 301 Big Bend Rd. to Suennerfield Ent.	HB SB	ZLU ZLU	4LD 4LD	101 71	1,088 1,098	657 837	240 305	419 532	0 0					
Big Bend Rd. (US 41 to Shopping Center Entrance)	ED HB	ZLU ZLU	4LD 4LD	671 375	780 517	85 126	695 391	0 0						
Big Bend Rd. (US 301 to Suennerfield Rd.)	EB HB	ZLU ZLU	4LD 4LD	79 51	1,079 416	360 139	719 277	0 0						
Total Fair Share Phase 1 = \$0.00														

FAIR SHARE ANALYSIS - BOCA BAHA PARK:

Location	Dir.	Req. 1-5	Req. 1-5 DIR	Trips	Total	Ex. SV	Ex. Reserve S	DIR	New SV	New SV	Fair Share	Cost	Length	Improve	Fair Share
		Req. 1-5	Req. 1-5	(1)	Volume	(2)	Volume	(2-3)	Tris-	(4)	Ex SV	(1-2-3)	(4-2)	Per	Cost
Phase III (1975)					(3)		(3)				(4-2)	(4-2)		Mile	Amount
US 301 Big Bend Rd. to Summerfield Ent.	NE SR	2LU 2LU	4LD 4LD	113 73	1,248 1,254	659 837	240 305	419 532	0 0						
Big Bend Rd. (Shop. Center Entrance to Boca Bahia Drive)	EE WE	2LU 2LU	4LD 4LD	462 132		813 484	85 126	728 358	146 0	1950 1420	1137 936	0.128 0.093	1808,028 1808,028	0.152	1122,820 111,422
Big Bend Rd. (US 41 to Shopping Center Entrance)	ER WB	2LU 2LU	4LD 4LD	874 445		813 484	85 126	728 358	146 87	1950 1420	1137 936	0.128 0.093	1808,028 1808,028	0.152	1122,820 111,422
Big Bend Rd. (US 301 to Summerfield Rd.)	EE WB	2LU 2LU	4LD 4LD	113 73		1,079 416	360 139	719 277	0 0						
Total Fair Share, Phase III =															\$27,143
Total Fair Share, Phase I, II and III =															\$27,143
Total Fair Share, Phase I, II and III (Intersection) =															\$147,897
Total Fair Share, Phase I, II and III (Links) =															27,143
Total Fair Share, Phases I, II and III															\$175,040

EXHIBIT C
REVISED FAIR SHARE CALCULATION

3/28/89

BOCA BAHIA PARK DRI
PROPORTIONATE SHARE CALCULATION

	PROJECT SHARE	IMPROVEMENT COST	LENGTH (MILES)	PROP. SHARE AMOUNT
<u>Phase I</u>				
Intersections	0			0
Roadway Links	0			0
<u>Phase II</u>				
Intersection: US 41 & Big Bend Road	.295	\$319,324	NA	\$94,201
Roadway Links	0			0
<u>Phase III</u>				
Intersection: -US 41 & Big Bend Road	.334	\$116,600	NA	\$38,940
-Big Bend Rd & I-75 W	.158	\$206,149	NA	\$32,572
Roadway Links:				
-Big Bend Rd	EB .128	\$1,340,625	.23	\$39,468
(US 41 to Ent)	WB .093	\$1,340,625	.23	\$28,676
Total Proportionate Share				\$233,857

JRZ:ks

5 BOCABAH.327

3/28/89

BOCA BAHIA PARK DRI
PROPORTIONATE SHARE CALCULATION

	PROJECT SHARE	IMPROVEMENT COST	LENGTH (MILES)	PROP. SHARE AMOUNT
<u>Phase I</u>				
Intersections	0			0
Roadway Links	0			0
<u>Phase II</u>				
Intersection: US 41 & Big Bend Road	.295	\$319,324	NA	\$94,201
Roadway Links	0			0
<u>Phase III</u>				
Intersection: -US 41 & Big Bend Road	.334	\$116,600	NA	\$38,940
-Big Bend Rd & I-75 W	.158	\$206,149	NA	\$32,572
Roadway Links:				
-Big Bend Rd	EB .128	\$1,340,625	.23	\$39,408
(US 41 to Ent)	WB .093	\$1,340,625	.23	\$28,676
Total Proportionate Share				\$233,857

JRZ:ks

5 BOCABAH.327