

CHARLES H. CARVER  
SAMUEL B. DOLCIMASCOLO\*  
BRET HAMLIN  
MELANIE J. HANCOCK  
R. REID HANEY  
LAURIE L. PUCKETT  
ROGER J. ROVELL  
R. DENNIS TWEED  
KIRSTEN L. VIGNEC  
ALTON C. WARD

**WARD ROVELL**  
PROFESSIONAL ASSOCIATION  
ATTORNEYS AT LAW

4100 BANK OF AMERICA PLAZA  
101 EAST KENNEDY BOULEVARD  
TAMPA, FLORIDA 33602-5152

TELEPHONE: (813) 222-8700  
FACSIMILE: (813) 222-8701

PLEASE REPLY TO:  
P.O. BOX 71  
TAMPA, FLORIDA 33601-0071

\*BOARD CERTIFIED WILLS,  
TRUSTS & ESTATES

September 8, 2004

Mr. John Meyer  
Tampa Bay Regional Planning Council  
4000 Gateway Center Boulevard, Suite 100  
Pinellas Park, FL 33782

Re: Forest Lakes Shopping Plaza - Essentially Built-Out Agreement

Dear John:

I hope all is well. We have enclosed both a fully executed original of the Essentially Built-Out Agreement and a copy of the agreement that has been recorded in Official Records Book 13812, Page 998, of the Public Records of Pinellas County.

Thank you for all of your assistance in helping us achieve the Essentially Built-Out Agreement. If you have any questions, please do not hesitate to give me a call.

Very truly yours,



Charles H. Carver *18sep*

CHC:gep 187996  
12129.012626

Enclosures

cc: Ms. Wanda De Boer

ESSENTIALLY BUILT-OUT AGREEMENT  
PURSUANT TO §380.032(3) AND §380.06(15)(g)3., FLORIDA STATUTES

This Agreement ("Agreement") is entered into by and between Clara Boldog ("Boldog"), DMJ Family Limited Partnership, a Colorado limited partnership ("DMJ"), Capital Investment, Inc., a Florida corporation ("CII"), the City of Oldsmar, a Florida municipal corporation (the "City"), and the State of Florida Department of Community Affairs ("Department") subject to all other governmental approvals.

WHEREAS, Boldog is the owner of Forest Lakes Plaza located within the City and more particularly described on Exhibit "A" attached hereto (the "Shopping Plaza Main Parcel"); and

WHEREAS, DMJ is the owner of an unimproved outparcel within Forest Lakes Plaza located within the City and more particularly described on Exhibit "B" attached hereto (the "Shopping Plaza Outparcel") (the Shopping Plaza Main Parcel and the Shopping Plaza Outparcel are referred to collectively as the "Shopping Plaza"); and

WHEREAS, the current site plan of the Shopping Plaza (which may be changed by agreement of Boldog and DMJ, as applicable, and City without amending this Agreement) is attached hereto as Exhibit "C;" and

WHEREAS, CII is the owner of the unimproved residential parcel located within the City and more particularly described on Exhibit "D" attached hereto (the "Residential Parcel"); and

WHEREAS, the Shopping Plaza and the Residential Parcel are located within a development of regional impact ("DRI") for which Pioneer Florida Development Corporation was the developer; and

WHEREAS, the City is a municipal corporation organized and existing under the laws of the State of Florida; and

WHEREAS, the Department is the State of Florida's land planning agency having the power and duty to exercise general supervision of the administration and enforcement of Chapter 380 of the *Florida Statutes*, which includes provisions relating to DRIs; and

WHEREAS, pursuant to Subsections 380.032(3) and 380.06(15)(g)3, F.S., the Department is authorized to enter into agreements as may be necessary to effectuate the provisions and purposes of Chapter 380, F.S.; and

WHEREAS, Boldog, DMJ, CII, the City and the Department desire to enter into this Agreement pursuant to Subsection 380.032(3), F.S.; and

WHEREAS, on January 16, 1979, Pinellas County issued the original Development Order for the 1,341-acre Forest Lakes development, which was subsequently amended by Pinellas County on February 27, 1979, May 19, 1981 and June 9, 1981; and

WHEREAS, the City Council of the City annexed the Forest Lakes development and enacted by Resolution No. 81-10 a Development Order for Forest Lakes, a Development of Regional Impact (DRI Nos. 56 and 111); and

WHEREAS, the City Council of the City amended the Development Order by Resolutions Nos. 81-11, 84-16, 88-11 and 88-36; and

WHEREAS, a map of the Forest Lakes DRI is attached hereto as Exhibit "E:" and

WHEREAS, the land comprising that part of the Forest Lakes DRI located north of the Florida Power easement was deeded to Pinellas County and the Southwest Florida Water Management District by the developer for the sole purpose of water management/conservation and recreation (as part of the Brooker Creek Preserve) and is no longer available for residential or commercial development; and

WHEREAS, the Development Order expired on October 18, 1995, and, as such, no development permits may be issued by the City absent this Agreement; and

WHEREAS, the Residential Parcel and a portion of the Shopping Plaza are the only portions of the Forest Lakes development that remain undeveloped; and

WHEREAS, the DRI was approved for 116,000 square feet of commercial uses on the Shopping Plaza and up to 5.0 single family residential units per developable acre on the Residential Parcel; and

WHEREAS, a total of 98,124 square feet of commercial uses have been constructed on the Shopping Plaza and no residential units have been constructed on the Residential Parcel; and

WHEREAS, a total of 17,876 square feet of commercial uses remain undeveloped on the Shopping Plaza and up to 5.0 single family residential units per developable acre for 9.88 acres remain undeveloped on the Residential Parcel; and

WHEREAS, Boldog and DMJ desire to develop up to 17,876 square feet of additional commercial uses on the Shopping Plaza and the City wishes to confirm that the Residential Parcel is approved under the Development Order for up to 5.0 single family residential units per developable acre (collectively referred to as the "Future Development"); and

WHEREAS, all of the DRI's Development Order requirements for the contribution of funds, land and public facilities expressly designated and used to mitigate impacts attributable to the approved development have been satisfied,

NOW, THEREFORE, for and in consideration of the mutual covenants contained herein, it is hereby understood and agreed as follows:

1. The foregoing whereas clauses are incorporated into this Agreement by reference and are considered an integral part of this Agreement.

2. The parties agree that pursuant to Section 380.06(15)(g)3., F.S., the DRI is "essentially built-out" because: (a) the development is in compliance with all applicable terms and conditions of the Development Order except the build-out date, and (b) the Future Development will not create the likelihood of any additional impacts not previously reviewed.

3. Notwithstanding the build-out date contained within the Development Order and due to the essentially built out status of the DRI, the Future Development may proceed in accordance with the applicable terms and conditions of the Development Order without further DRI review, including review under Section 380.06(19), F.S. The Future Development shall not be required to undergo a concurrency or transportation analysis. Except as provided herein, the Future Development and any additional changes to the DRI shall be subject to the City of Oldsmar Code of Ordinances, City of Oldsmar Land Development Regulations and the City of Oldsmar Comprehensive Plan.

4. The parties agree that the DRI shall be bound by the development table attached hereto as Exhibit "F" and that a request for development in excess of the Future Development is unlikely to occur. Nevertheless, in the event that development in excess of the Future Development is requested, such development shall be subject to Section 380.06(19), F.S.

5. Boldog, DMJ and CII assert and warrant that all of the representations and statements made in this Agreement are true, accurate and complete to the best of their knowledge. Based upon such representations and statements, the Department concludes that this Agreement is in the best interest of the State, is necessary to and beneficial to the Department in its role as the state agency with responsibility for the administration and enforcement of Chapter 380, F.S. and reasonably applies and effectuates the provisions and purposes of Chapter 380, F.S.

6. In the event of a breach of this Agreement or failure to comply with any condition of this Agreement, or if this Agreement is based upon materially inaccurate information, the Department or the City may terminate this Agreement or file suit to enforce this Agreement as provided in Sections 380.06 and 380.11, F.S.

7. Nothing in this Agreement shall constitute a waiver by any party of the right to appeal any development order pursuant to Section 380.07, F.S., except as acknowledged herein.

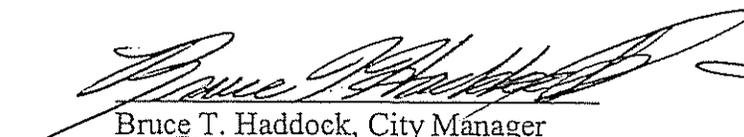
8. This Agreement affects the rights and obligations of the parties under Chapter 380, F.S. It is not intended to determine or influence the authority or decisions of any other state or local government or agency in the issuance of any other permits or approvals which might be required by state law or local ordinance for any development authorized by this Agreement. This Agreement shall not prohibit the regional planning agency from commenting on any regional issue. Any amendment to or modification of this Agreement shall not be effective unless contained in a written document signed by the parties.

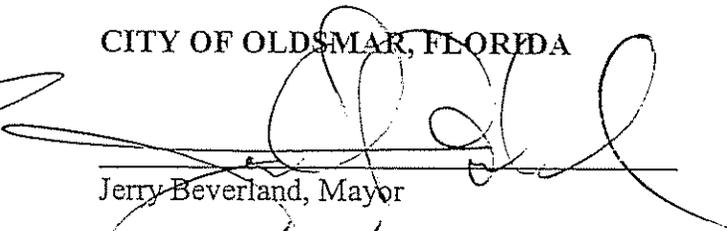
9. The terms and conditions of this Agreement shall inure to the benefit of and be binding upon the heirs, personal representatives, successors and assigns of the parties hereto. Boldog, DMJ and CII shall ensure and provide that any successor in interest in and to the Shopping Plaza Main Parcel, the Shopping Plaza Outparcel and the Residential Parcel, respectively, shall be bound by the terms of this Agreement. Boldog, DMJ and CII shall record this Agreement in the Official Records of Pinellas County, Florida, and shall provide the Department with a copy of the recorded Agreement, including Book and Page number within two (2) weeks of the date of execution of this Agreement.

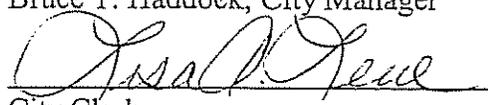
10. The "Effective Date" of this Agreement shall be date that the last party signs and acknowledges the terms of this Agreement.

Attest:

CITY OF OLDSMAR, FLORIDA

  
Bruce T. Haddock, City Manager

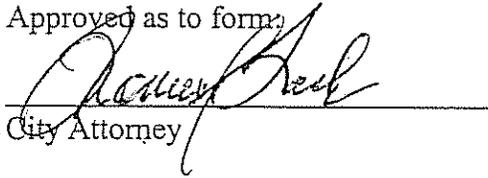
  
Jerry Beverland, Mayor

  
City Clerk

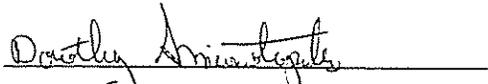
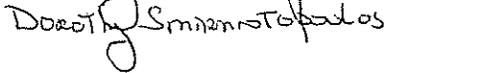
Date: 7/27/, 2004

"CITY"

Approved as to form:

  
City Attorney

Attest:

  
  
Dorothy Amistegui

  
CLARA BOLDOG

Date: 07/22/04, 2004

"BOLDOG"

Attest:

*Dorothy Smith-Stratton*  
Dorothy Smith-Stratton

**DMJ FAMILY LIMITED PARTNERSHIP**, a Colorado limited partnership

By: Americana East Investments, Inc.,  
its General Partner

By: *Clara Salgado*  
Its: *President*

Date: *07/22/04*, 2004

"DMJ"

Attest:

*Walter L. Edwards*  
WALTER L. EDWARDS

**CAPITAL INVESTMENT, INC.**, a Florida corporation

By: *John H. Dutton*  
Its: *President*

Date: *6-28-*, 2004

"CI"

Attest:

*Valerie J. Hubbard*

**DEPARTMENT OF COMMUNITY AFFAIRS**

*Valerie J. Hubbard*  
Valerie J. Hubbard, AICP, Director,  
Division of Comprehensive Planning

Date: *August 12*, 2004

"DCA"

Approved as to form:

*S. P. L.*  
Counsel  
Department of Community Affairs

EXHIBIT "A"

LEGAL DESCRIPTION - PARCEL 1

A PARCEL OF LAND SITUATED IN SECTION 14, TOWNSHIP 28 SOUTH, RANGE 16 EAST, PINELLAS COUNTY, FLORIDA, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCING AT THE SOUTHWEST CORNER OF SAID SECTION 14; THENCE N.00°05'58"W, ALONG THE WEST LINE OF SAID SECTION 14, A DISTANCE OF 1,077.43 FEET TO THE INTERSECTION OF THE NORTHERLY RIGHT-OF-WAY OF STATE ROAD No. 584; THENCE S.68°55'53"E, ALONG SAID NORTHERLY RIGHT-OF-WAY, A DISTANCE OF 278.78 FEET; THENCE N.00°05'58"W, A DISTANCE OF 193.02 FEET TO THE POINT OF BEGINNING; THENCE CONTINUE N.00°05'58"W, A DISTANCE OF 718.48 FEET; THENCE S.68°55'53"E, A DISTANCE OF 901.37 FEET TO THE WESTERLY RIGHT-OF-WAY OF FOREST LAKES BOULEVARD; THENCE S.22°32'54"W, ALONG SAID WESTERLY RIGHT-OF-WAY OF FOREST LAKES BOULEVARD, A DISTANCE OF 559.78 FEET; THENCE N.68°55'53"W, A DISTANCE OF 150.00 FEET; THENCE S.22°32'54"W, A DISTANCE OF 290.50 FEET TO AFORESAID NORTHERLY RIGHT-OF-WAY OF STATE ROAD No. 584; THENCE N.68°55'53"W, ALONG SAID NORTHERLY RIGHT-OF-WAY OF STATE ROAD No. 584, A DISTANCE OF 241.28 FEET; THENCE N.21°04'07"E, A DISTANCE OF 180.00 FEET; THENCE N.68°55'53"W, A DISTANCE OF 228.69 FEET TO THE POINT OF BEGINNING.

LESS AND EXCEPT ROAD RIGHT-OF-WAY AND THAT PARCEL No. 141 TAKING BY FLORIDA D.O.T. FOR SECTION 15080-2510.

Containing 11.44 acres, more or less.

EXHIBIT "B"

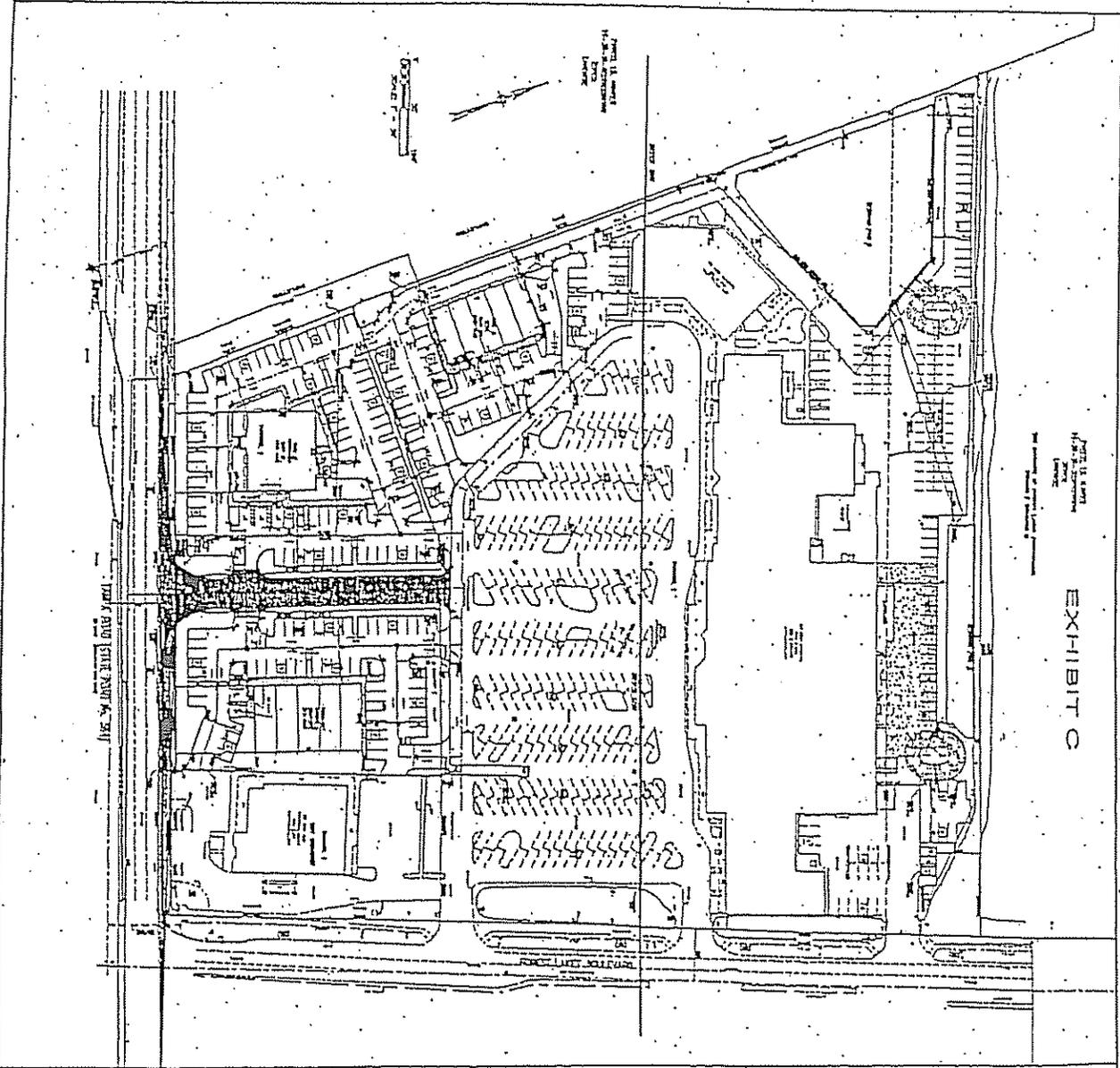
LEGAL DESCRIPTION - PARCEL 3

A PARCEL OF LAND SITUATED IN SECTION 14, TOWNSHIP 28 SOUTH, RANGE 16 EAST, PINELLAS COUNTY, FLORIDA, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCING AT THE SOUTHWEST CORNER OF SAID SECTION 14; THENCE N.00°05'58"W. ALONG THE WESTERLY LINE OF SAID SECTION 14; A DISTANCE OF 1,077.43 FEET TO A POINT ON THE NORTHERLY RIGHT-OF-WAY OF STATE ROAD No. 584; THENCE S.88°55'53"E. ALONG SAID NORTHERLY RIGHT-OF-WAY, A DISTANCE OF 278.78 FEET TO THE POINT OF BEGINNING; THENCE N.00°05'58"W., A DISTANCE OF 193.02 FEET; THENCE S.68°55'53"E., A DISTANCE OF 228.69 FEET; THENCE S.21°04'07"W., A DISTANCE OF 180.00 FEET TO A POINT ON AFORESAID NORTHERLY RIGHT-OF-WAY OF STATE ROAD No. 584; THENCE N.68°55'53"W. ALONG SAID NORTHERLY RIGHT-OF-WAY, A DISTANCE OF 158.99 FEET TO THE POINT OF BEGINNING.

LESS AND EXCEPT ROAD RIGHT-OF-WAY AND THAT PARCEL No. 141 TAKING BY FLORIDA D.O.T. FOR SECTION 15080-2510.

Containing 0.82 acres, more or less.



APRIL 14, 1957  
 EXHIBIT C

Scale 1" = 20' - 0"

APRIL 14, 1957

**GENERAL NOTES**

1. ALL DIMENSIONS SHOWN ON THIS PLAN ARE TO FACE UNLESS OTHERWISE SPECIFIED.

2. ALL DIMENSIONS ARE TO FACE UNLESS OTHERWISE SPECIFIED.

3. ALL DIMENSIONS ARE TO FACE UNLESS OTHERWISE SPECIFIED.

4. ALL DIMENSIONS ARE TO FACE UNLESS OTHERWISE SPECIFIED.

5. ALL DIMENSIONS ARE TO FACE UNLESS OTHERWISE SPECIFIED.

6. ALL DIMENSIONS ARE TO FACE UNLESS OTHERWISE SPECIFIED.

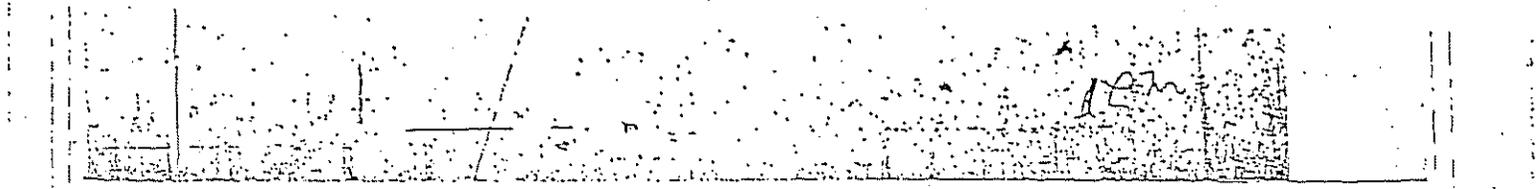
7. ALL DIMENSIONS ARE TO FACE UNLESS OTHERWISE SPECIFIED.

8. ALL DIMENSIONS ARE TO FACE UNLESS OTHERWISE SPECIFIED.

9. ALL DIMENSIONS ARE TO FACE UNLESS OTHERWISE SPECIFIED.

10. ALL DIMENSIONS ARE TO FACE UNLESS OTHERWISE SPECIFIED.





LEGAL DESCRIPTION

QR 67-22 PG 1606

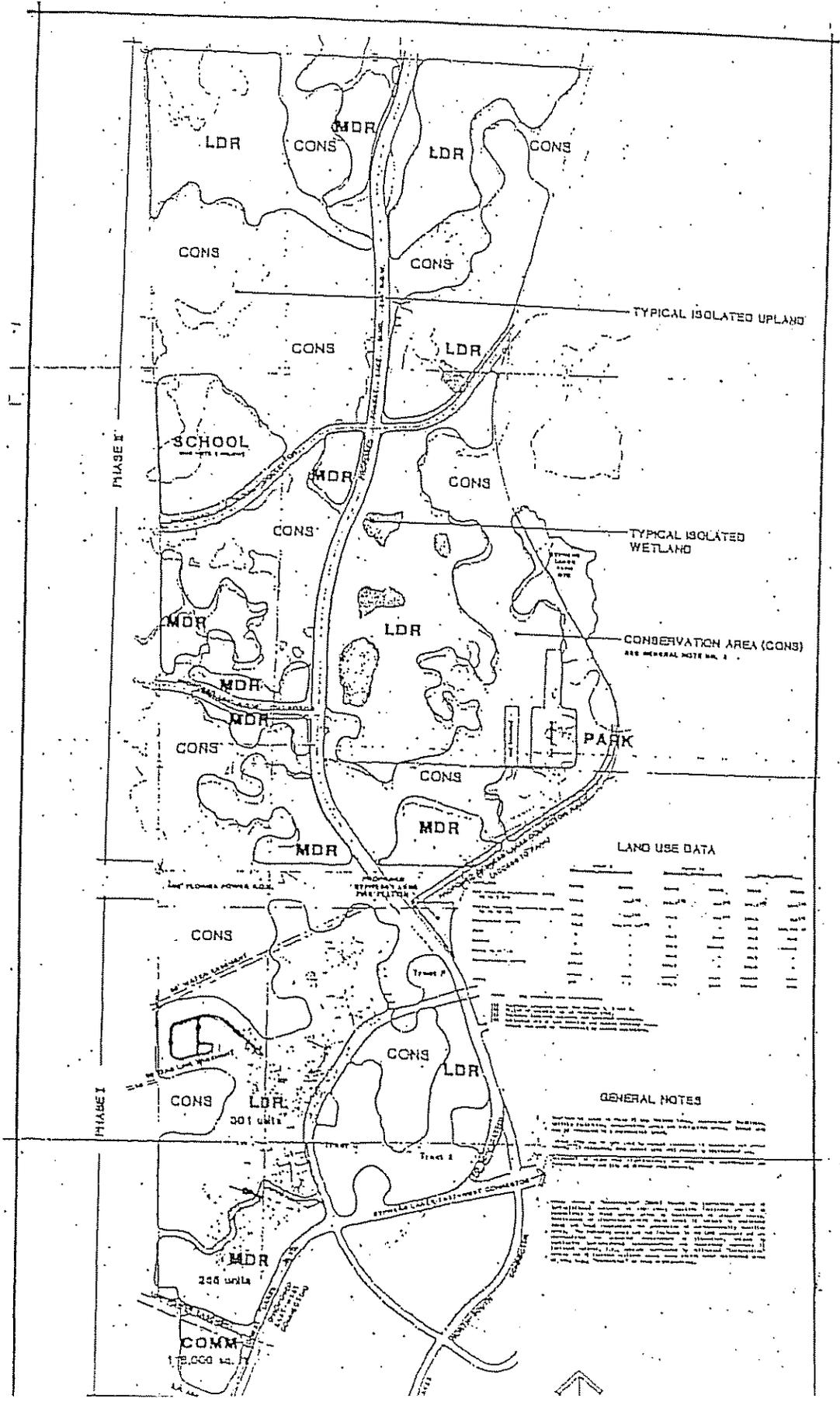
EXHIBIT D

A PARCEL OF LAND LOCATED IN SECTION 11, AND IN SECTION 14, TOWNSHIP 28 SOUTH, RANGE 16 EAST, PINELLAS COUNTY, FLORIDA, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCE AT THE SOUTHWEST CORNER OF SAID SECTION 11; THENCE NORTH 00° 47' 38" WEST, ALONG THE WEST LINE OF THE SOUTHWEST 1/4 OF SAID SECTION 11, FOR 1090.85 FEET; THENCE SOUTH 89° 53' 28" EAST FOR 2722.83 FEET TO THE POINT OF BEGINNING; THENCE FROM THE POINT OF BEGINNING CONTINUE SOUTH 89° 53' 28" EAST FOR 49.25 FEET TO A POINT ON THE WEST RIGHT-OF-WAY LINE OF FOREST LAKES BOULEVARD (RIGHT-OF-WAY WIDTH VARIES), AND ALONG SAID WEST RIGHT-OF-WAY LINE FOR THE FOLLOWING 3 COURSES; THENCE 1) SOUTH 39° 09' 02" EAST FOR 672.32 FEET TO THE POINT OF CURVATURE OF A CURVE CONCAVE TO THE WEST; THENCE 2) SOUTHERLY 128.16 FEET ALONG THE ARC OF SAID CURVE, HAVING A RADIUS OF 966.74 FEET, A CENTRAL ANGLE OF 19° 26' 56", A CHORD LENGTH OF 326.59 FEET AND A CHORD BEARING OF SOUTH 29° 25' 34" EAST TO THE POINT OF TANGENCY; THENCE 3) SOUTH 19° 42' 06" EAST FOR 219.83 FEET TO A POINT OF INTERSECTION WITH THE NORTH RIGHT-OF-WAY LINE OF FOREST ROAD (AN 80.00 FOOT WIDE RIGHT-OF-WAY); THENCE SOUTH 74° 00' 14" WEST, ALONG SAID NORTH RIGHT-OF-WAY LINE, FOR 701.23 FEET; THENCE NORTH 05° 00' 00" EAST FOR 816.07 FEET; THENCE NORTH 15° 00' 00" WEST FOR 407.03 FEET TO THE POINT OF BEGINNING.

Containing 9.88 acres, more or less.





TYPICAL ISOLATED UPLAND

TYPICAL ISOLATED WETLAND

CONSERVATION AREA (CONS)  
SEE GENERAL NOTE NO. 2

LAND USE DATA

Zone	Area (Acres)	Area (Sq. Ft.)	Population	Notes
LDR	150	1,000,000	1,000	
MDR	100	700,000	700	
CONS	200	1,400,000	0	
CCNS	50	350,000	50	
COMM	10	70,000	10	

GENERAL NOTES

1. The purpose of this map is to show the proposed land use zones and the location of the various features and facilities to be provided in the development. The map is intended to provide a general guide to the layout of the development and is not intended to be used as a legal document. The actual layout of the development shall be determined by the final site plan and shall be subject to the approval of the appropriate authorities.

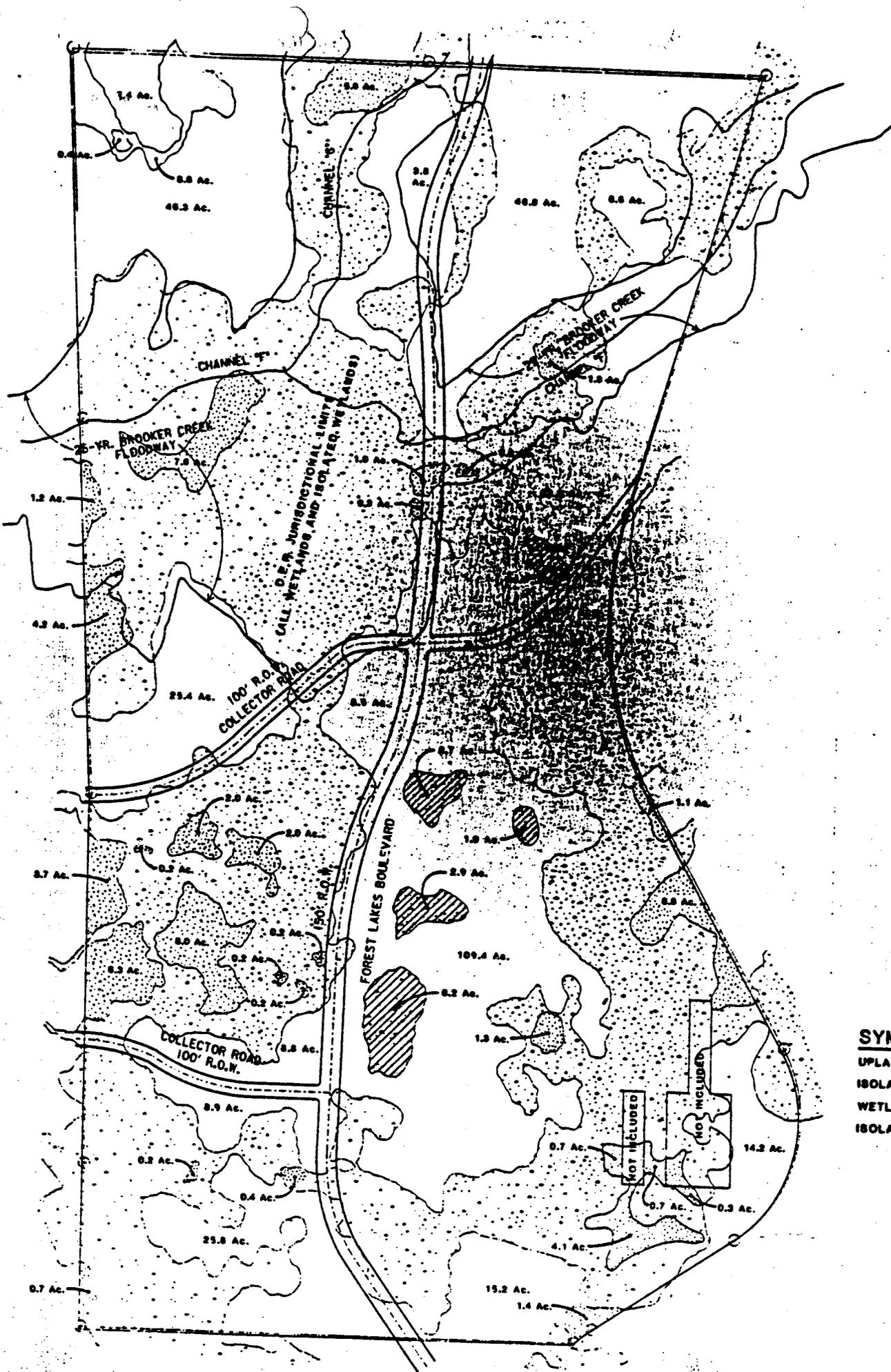
2. The map is based on the information provided by the applicant and is not intended to be used as a legal document. The actual layout of the development shall be determined by the final site plan and shall be subject to the approval of the appropriate authorities.



EXHIBIT "F"

Future Development Table

Parcel	Permitted Future Development	Deadline for Completing Future Development
Shopping Plaza	17,876 square feet of commercial uses	15 years after Effective Date of Agreement
Residential Parcel	Up to 5.0 single family residential units per developable acre	15 years after Effective Date of Agreement



**SYMBOLS**

UPLANDS	
ISOLATED UPLANDS	
WETLANDS	
ISOLATED WETLANDS	

**UPLAND/WETLAND ACREAGE MAP  
OF NORTH PORTION OF  
FOREST LAKES**

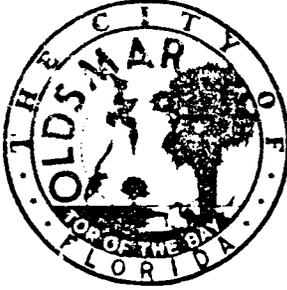
ACREAGES ARE APPROXIMATE

THIS MAP IS BASED ON FDER 1981 FIELD INVESTIGATIONS AND REVIEW OF AERIAL PHOTOGRAPHY

EXHIBIT H

HALL OPEN  
9:00 A.M. - 5:00 P.M.  
THRU FRIDAY

PHONES:  
855-4693  
855-4694  
855-4695



*City Of Oldsmar*

P. O. Box 100  
OLDSMAR, FLORIDA 33557

POLLUTION CONTROL 855-4612  
BUILDING 855-5049  
MAINTENANCE 855-4211  
LIBRARY 855-5940

Sent: Federal Exp:

1947980156

October 19, 1988

Ms. Julia Greene, Executive Director  
Tampa Bay Regional Planning Council  
9455 Koger Boulevard  
St. Petersburg, Florida 33702

Dear Executive Director Greene:

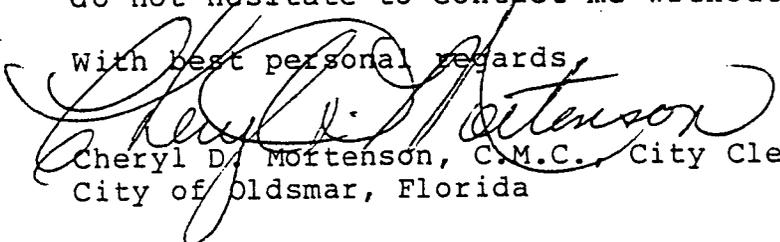
Pursuant to Chapter 380 of the Florida Statutes, I am herewith rendering to you a certified copy of Resolution 88-34, constituting the amended development order for Forest Lakes which was adopted by the Oldsmar City Council at their regular council meeting on Tuesday, October 18, 1988.

I have also, enclosed a certified copy of Resolution 88-36, authorizing the City Manager to execute the Settlement Agreement relative to the DCA appeal, on behalf of the City of Oldsmar. I have enclosed with a certified copy of the Settlement Agreement with this letter.

Based on our previous conversations and correspondence with Suzanne Cooper, we understand that the amended development order will be considered by the Regional Planning Council at its meeting on November 14, 1988.

Should I be of any further assistance to you concerning this matter or should you require additional information, please do not hesitate to contact me without delay.

With best personal regards,

  
Cheryl D. Mortenson, C.M.C., City Clerk  
City of Oldsmar, Florida

CDM/mlb

Enclosures



## City of Oldsmar

April 11, 1990

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

Dear Ms. Cooper:

Enclosed please find a duplicate copy of Re.  
October 19, 1988 per your request.

Should I be of further assistance to you in  
hesitate to call me.

Sincerely,

*Mary Lee Brown*  
Mary Lee Brown, Occupational License Clerk  
City of Oldsmar, Florida

MLB/aak

Enclosures

**PARTNERS/Physicians**  
Health Plans of Florida, Inc.

4-30-90

Please file this  
in the D-O-  
originals (Master)  
and make a copy for  
the D-O-copies  
binder, too.  
Thanks! JL



# City of Oldsmar

April 11, 1990

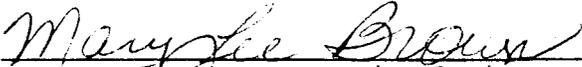
Ms. Suzanne Cooper  
Tampa Bay Regional Planning Council  
9455 Koger Boulevard  
St. Petersburg, Florida 33702

Dear Ms. Cooper:

Enclosed please find a duplicate copy of Re. October 19, 1988 per your request.

Should I be of further assistance to you in hesitate to call me.

Sincerely,

  
Mary Lee Brown, Occupational License Clerk  
City of Oldsmar, Florida

MLB/aak

Enclosures

**PARTNERS/Physicians**  
Health Plans of Florida, Inc.

4-30-90

Please file this  
in the D-O-  
originals (Master)  
make a copy for  
the D-O-copies  
binder, too.  
Thanks! JL

FOREST LAKES DRI DEVELOPMENT ORDER

OCTOBER 18, 1988

RESOLUTION 88- 34

A RESOLUTION PROVIDING FOR THE AMENDMENT OF RESOLUTION 81-10, AS AMENDED BY RESOLUTIONS 81-11 AND 88-11, THE DEVELOPMENT ORDER FOR FOREST LAKES DEVELOPMENT OF REGIONAL IMPACT RENDERED PURSUANT TO CHAPTER 380, FLORIDA STATUTES; PROVIDING TERMS AND CONDITIONS FOR FINAL APPROVAL OF PHASE II OF FOREST LAKES DEVELOPMENT PURSUANT TO CHAPTER 380, FLORIDA STATUTES; PROVIDING FOR ADMINISTRATION OF THE DEVELOPMENT ORDER; AND PROVIDING FOR AN EFFECTIVE DATE HEREOF.

WHEREAS, pursuant to Section 380.06, Florida Statutes, CFS Service Corporation (now Pioneer Florida Development Corp.) filed with Pinellas County an Application for Development Approval for a Development of Regional Impact (DRI). The Board of County Commissioners held a public hearing on January 16, 1979, and adopted a resolution constituting a Development Order, said resolution being dated January 16, 1979; and

WHEREAS, the City of Oldsmar annexed the land which constitutes the DRI project (hereinafter referred to as Forest Lakes) by Ordinance 80-24 adopted by the City Council of the City of Oldsmar on December 16, 1980; and

WHEREAS, on May 19, 1981, the City Council of the City of Oldsmar adopted Resolution 81-10, said Resolution being a Development Order for Forest Lakes and amended the same by Resolution 81-11 adopted by the City Council on June 9, 1981; and

WHEREAS, the City Council of the City of Oldsmar has administered such Development Order, as amended, to date and such Development Order approved development of the southerly most one-third of the lands comprising Forest Lakes and required further review prior to development of Phase II of Forest Lakes as the same is hereinafter defined; and

WHEREAS, on July 30, 1984, the property owner (now being Pioneer Florida Development Corporation) filed an Application for Development Approval ("ADA") for a Development of Regional Impact with the City of Oldsmar, the Tampa Bay Regional Planning Council (TBRPC), the Department of Community Affairs (DCA) and other

State, regional and local agencies pursuant to the provisions of Section 380.06 Florida Statutes; and

WHEREAS, the ADA proposes the development of what was previously referred to as Phases II and III of Forest Lakes (which phases are herein combined and referred to as Phase II), and additionally those portions of Phase I for which Resolution 81-10 and Resolution 81-11 had granted final approval pursuant to Section 380.06, Florida Statutes, but for which site plan approval had not been granted by the City; and

WHEREAS, a total maximum number of <sup>1,449</sup>~~1,499~~ residential units are proposed to be distributed on the balance of the project north of the Florida Power right-of-way; and

WHEREAS, the City adopted Resolution 88-11 on July 14, 1988, which resolution constituted an amended development order for Forest Lakes; and

WHEREAS, the City wishes to amend Resolution 88-11 in its entirety; and

WHEREAS, an amendment to the adopted Development Order for Forest Lakes is the appropriate means of providing final approval pursuant to Section 380.06, Florida Statutes, for the remaining development of Forest Lakes; and

WHEREAS, the City Council, as the governing body of the local government having jurisdiction pursuant to Section 380.06 Florida Statutes, is authorized and empowered to consider applications for development approval for developments of regional impact; and

WHEREAS, the public notice requirements of Section 380.06, Florida Statutes, have been complied with and the comments of the public and governmental agencies have been received and considered in the development of the terms of this Development Order; and

WHEREAS, the TBRPC as the Regional Planning Agency has reviewed the ADA and has made certain recommendations to the City Council, which recommendations have been considered in the terms of this Development Order; and

WHEREAS, the City Council has held a duly noticed public hearing on this Development Order and has heard and considered public testimony and documents received thereon; and

WHEREAS, this Development Order, when adopted, will constitute a land development regulation applicable to the property; now, therefore,

BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF OLDSMAR, FLORIDA, IN SESSION DULY AND REGULARLY ASSEMBLED, THAT RESOLUTION 88-11 IS AMENDED IN ITS ENTIRETY TO READ;

Section 1. Introduction. That this Resolution shall constitute a Development Order of the City of Oldsmar issued in response to the ADA of Pioneer Florida Development Corporation (formerly CFS Service Corporation, Pioneer Service Corporation and Pioneer Development Group, Inc.) ("Developer") for the remainder of the Forest Lakes project north of the Florida Power right-of-way ("the project" or "the property" or "Phase II"), a development of regional impact. The scope of the development to be permitted pursuant to this Order shall be as hereinafter set forth.

The terms of Resolution 81-10, as amended by the terms of Resolution 81-11 and 88-11, by this Resolution are amended as to Phase II and a Development Order for Phase II (as defined above) is issued, as follows:

Section 2. Findings of Fact. That the City Council, having received the above-referenced documents and having received all related comments, testimony and evidence submitted by each party and members of the general public, finds there is substantial competent evidence to support the following findings of fact:

A. The Developer proposes the development of Phase II, a 960 acre residential project in the City of Oldsmar located north of State Road 584 and north of the Florida Power right-of-way. The real property which is the subject matter of this Development Order is legally described as set forth in Exhibit "A" attached hereto and by reference made a part hereof. Resolution 81-10, as amended by Resolution 81-11, granted final DRI approval pursuant to Section 380.06, Florida Statutes, for development of the

portion of the project lying south of the Florida Power right-of-way.

B. The Developer submitted to the City the materials referred to herein as composite Exhibit "B", consisting of the Development of Regional Impact Application for Development Approval and the response to ADA Sufficiency Review for Forest Lakes Phases II & III (referred to herein as Phase II). Exhibit "B" requests final approval pursuant to Sec. 380.06, for development of a total of <sup>1,449</sup>~~1,499~~ dwelling units *OK J/P 8/21/88* in the remaining portion of the Forest Lakes project (Phase II).

C. Exhibit "C", the Revised Master Plan dated October 1988 is attached hereto and is made a part of this Development Order.

D. The project is compatible with existing Comprehensive Land Use Plans of Pinellas County, TBRPC, the State of Florida and the City of Oldsmar.

E. The project will yield positive economic impacts to the City, Pinellas County, and Hillsborough County in the form of construction expenditures, employment opportunity and ad valorem taxes.

F. One of the major development concerns relative to the project is the large amount of wetlands, which must be protected from encroachment by future development.

G. The project will impact the presently existing sewer system. The City has prepared and is presently implementing a comprehensive wastewater treatment plan to provide for increased capacity of the City sewer plant, effluent disposal and sludge disposal, all in accordance with a Florida Department of Environmental Regulation (DER) consent order. The project will take back an amount of wastewater effluent equal to the wastewater effluent generated by the project and will dispose of such wastewater effluent by spray irrigation, wetlands discharge or other suitable methods as approved by the City and other appropriate governmental agencies for the discharge of such wastewater effluent. The property owner will comply with all City ordinances regarding the take back and disposal of wastewater effluent and the construction of wastewater return

lines within the residential areas of the project, provided, however, that the Developer shall be entitled at a minimum to any and all credits granted by City ordinance or policy incident to the providing of effluent disposal sites and/or the construction of wastewater return lines. Such credits shall be earned for construction of wastewater return lines and/or provision of effluent disposal sites, irrespective of whether the City has or makes such wastewater available for reuse. A credit of Four Hundred Sixty Dollars (\$460.00) per connection is currently authorized by {24-70 of the City Code of Ordinances. If the credit for each connection is reduced by City action below Four Hundred Sixty Dollars (\$460.00) or is eliminated then the Developer shall remain entitled to a credit but the maximum aggregate credit recoverable by the Developer utilizing the minimum credit established herein shall be Five Hundred Thousand dollars (\$500,000.00). For purposes of this calculation, the minimum credit shall be Three Hundred Thirty Dollars (\$330.00) per unit. Until the City's comprehensive wastewater treatment plan is fully implemented in accordance with the terms of the existing consent order, and any modifications thereto, the amount of sewer capacity available to the project may be limited or otherwise restricted. Additionally the City has made available wastewater system capacity to certain property owners pursuant to Resolution 86-14 and system capacity allocated in accordance, therewith may impose a limiting factor on capacity available for this project. Notwithstanding these facts, the City guarantees the Developer and Phase II sewer treatment capacity sufficient to serve a minimum of 150 dwelling units per year, cumulative, commencing on the effective date hereof. In no event shall the cumulative and unused capacity exceed that required to service 450 dwelling units, provided that the calculation of this cumulative limitation shall not include the prepaid but unused sewer and water impact fees hereinafter described.

The parties presently have in existence an agreement regarding sewer service between them dated August 4, 1981, as amended by an addendum dated August 3, 1982. This water and

sewer agreement shall terminate on the effective date hereof. The Developer shall make no further payments thereunder. The City acknowledges that the Developer has a credit for 185 prepaid and unused sewer and water impact fees which may be utilized by it at any time, regardless of whether the impact fees may be subsequently increased. Passage of this Development Order resolves all matters between the City and the Developer relating to the aforescribed agreement including, without limitation, any matters that were to be the subject of arbitration proceedings.

H. The project development is not located in an area of critical State concern as described pursuant to Section 380.05 Florida Statutes.

I. The project will not unreasonably interfere with the achievement of objectives of any adopted State land development plan applicable to the area.

J. Fire service needs for the project result in an impact to the City greater than that of certain other properties because of the imposition of SR 584 between the existing fire suppression facilities of the City of Oldsmar and the lands comprising the project. This geographical situation has the effect of increasing response times for fire service vehicles, and if the City ultimately re-establishes police service within the City it would have the same effect on the provision of police services. The existence of the project will increase the fire suppression demands on the presently existing fire department. Because of this impact on the City Fire Department, this project will be required to offset the negative impacts of the project relative to fire suppression services as is set forth in the terms of this Development Order.

K. Comprehensive review of the impacts generated by the project has been conducted by the City and the TBRPC.

L. This Development Order is consistent with the report and recommendations of the TBRPC, and satisfies the provisions of Section 380.06(14), Florida Statutes, as amended.

M. The City has established land development regulations, including zoning, site plan review and subdivision regulations and, pursuant to these land development regulations, has the necessary and adequate authority to monitor, administer and enforce the provisions of this Development Order. A Master Drainage Plan for original Phases I and II of the project dated September 1980 has been previously submitted to the City and formed a portion of the previous Development Order. The balance of the project site requires an expansion of the Master Drainage Plan to show drainage for the entire site. Since the submission of the Master Drainage Plan in September 1980 conditions relative to the project have changed and physical conditions relative to the site have changed, physical conditions relative to abutting properties have changed, and the Southwest Florida Water Management District (SWFWMD) and DER rules, procedures, and regulations relative to the retention and discharge of stormwater have changed. For these reasons the submittal of a new and updated Master Drainage Plan to the City, to Pinellas County and to the TBRPC is necessary.

N. The Development will have a negative impact on the roads serving the project, particularly SR 584, and it is necessary to mitigate the negative impacts of this proposed development on transportation facilities within and without the City of Oldsmar.

Section 3. Conclusions of Law. That the City Council, having made the above findings of fact, reaches the following conclusions of law:

A. These proceedings have been duly conducted pursuant to applicable laws and regulations, and based upon the record in this proceeding, the Developer is authorized to conduct development as described herein, subject to the review procedures, requirements, conditions, restrictions and limitations set forth herein.

B. That review by the City Council reveals that impacts are adequately addressed pursuant to the requirements of Section 380.06 Florida Statutes, within the terms and conditions of the Development Order.

C. The development will not unreasonably interfere with the achievement of the objectives of the adopted State land development plan applicable to the area.

D. The development is consistent with local land development regulations.

Section 4. Order. That, having made the above findings of fact and drawn the above conclusions of law, it is ordered that the ADA is hereby approved, subject to the following review procedures, requirements, conditions, restrictions and limitations:

A. The development of the project is approved consistent with the description of development presented in Exhibit "B" and Exhibit "C" as modified by this Development Order; and subject to the site plan review procedures, zoning codes and criteria, as well as all other applicable provisions of the City of Oldsmar Code of Ordinances as they now exist or may hereafter be amended, subject, however, to the limitations of Section 5 J hereof. In particular, a preliminary site plan/subdivision plat shall be submitted for each tract, and individual final site plans for each tract shall be consistent therewith. Exhibit "C", together with the terms of this Development Order, satisfies all requirements relating to the master development plan required under Section 409 of the City's zoning ordinance. All provisions of the City ordinances and regulations, including the preliminary and final site plan/platting process, shall be complied with as to any sub-development area. The development of the lands shall be done in such a manner so as to provide all necessary infrastructure and utility systems, road networks, effluent re-use and disposal system and other required services to the project, on a coordinated basis and in accordance with the ability of the City to provide such services and with the funding capabilities of the City as to any portions of the project for which City services must be extended, and as to any existing consent orders then in effect between the City and the DER relative to sewer capacity.

B. The project consisting of the lands as described in Exhibit "A" (Phase II) may be developed to a total of no more than <sup>1,449 B9H BOK JJP EDM</sup> ~~1,499~~ residential units.

C. The school site as reflected on the Revised Master Plan (Exhibit "C") designates a parcel totalling approximately 30 acres of upland property which is suitable for use by the Pinellas County School Board for a school site along with other contiguous conservation land as may be authorized by the City. If soil testing/engineering on the site determines that it is not suitable for a school, the Developer will then make available another site that with appropriate testing, is found to be suitable for a school. Such designation shall serve no other purpose than to indicate the Developer's agreement (i) to make the site available at a price to be agreed upon with the School Board, which price shall be less than fair market value, and (ii) to construct a road from proposed Forest Lakes Boulevard of at least two 12 foot lanes to provide access and utilities to the boundary thereof, all within five years of the later of (x) the effective date of this Development Order or (y) if an appeal hereof is taken, the finalization of such appeal proceedings.

D. As full discharge of its obligation to comply with the community parkland portion of the parkland dedication ordinance of the City, the Developer shall convey by general warranty deed without encumbrances or restrictions except zoning restrictions and rights-of-way or access easements of record to the City the property designated as "Park" in Exhibit "C" containing approximately 40 acres of which approximately 25 acres are uplands. The deed to such property shall be delivered with a title insurance policy reflecting good and marketable title in an amount not less than the fair market value of such lands. The neighborhood park requirements for Phase II will be determined for each site plan as to credits and choice of land or money. Conveyance to the City shall be executed within 120 days after the latest to occur of: (i) adoption of this Development Order; (ii) expiration of the appeal period if no appeal is taken; and (iii) the conclusion of any appeal which may be taken.

E. All potable water to the subject property shall be furnished by the City in accordance with City ordinances and regulations, subject to any restrictions placed on the City by Pinellas County, the City of St. Petersburg, and any other water supplier or any regional authority.

F. The Developer shall transfer, convey and otherwise dedicate to the City, its successors and assigns, a perpetual right, easement and privilege to operate, maintain, repair or replace all water and sewer lines, effluent return lines, pipes, connections and pumps within, over, upon and through the Developer's property in connection with supplying water and sewer services to the inhabitants, occupants and customers of the project and to secure from each mortgagee or other lienor, a release of the mortgagee's or lienor's interest in the easement and the personal property thereon. All personal property in public rights-of-way will be conveyed by a bill of sale with warranties of title to the City. All grants of easement, right-of-way dedication and the like shall be free from liens and encumbrances. All water and sewer improvements in City easements and rights-of-way shall be conveyed to the City by bill of sale with warranties. All future water lines will be constructed in accordance with sound engineering practice and in accordance with City standards uniformly applied and located within dedicated or deeded rights-of-way or easements. Utility line locations will be approved by the City prior to installation and as built plans of said utility line locations accurately reflecting the location of such lines will be delivered to the City not later than 90 days from the date of such an installation is completed.

G. The City shall supply sewer service to the subject property. The City is presently preparing a Comprehensive Wastewater Treatment Program for the entire City in accordance with the DER Consent Order. The Developer shall cooperate in accomplishment of goals established by that plan by designing sewer service and effluent return lines in accordance with the terms of that plan and City ordinances and regulations.

The Developer has agreed to cooperate with the City to provide for both short term and long term wastewater effluent disposal on the project. The Developer will work with the City to achieve the goal set forth in the Consent Order entered into between the DER and the City.

H. The Developer shall be responsible for the identification, design and construction of all necessary outfalls outside the property's boundaries to ensure the adequate and appropriate drainage of the subject lands without negative impact on abutting or downstream properties. The Developer will contribute the sum of Forty Thousand Five Hundred Dollars (\$40,500.00) for the purpose of providing its proportionate share of a drainage study. These funds will be paid and delivered to the City not later than 30 days from the effective date of this Development Order.

Within 120 days after the effective date of this Development Order, the Developer shall furnish to the City an approximate legal description of all DER jurisdictional wetlands by "digitizing" the boundary lines shown on Exhibit "H" attached hereto. Upon submittal of each individual site plan, the Developer shall submit to the City a certified survey of all DER jurisdictional wetlands and wetlands defined by the SWFWMD as required to be protected. These shall be designated as preservation or conservation areas in the master plan.

The Developer shall provide a natural buffer zone around all preservation/conservation areas to provide an upland transition into the wetland areas and to protect the natural systems from developmental impacts. The buffer areas shall consist of appropriate vegetation to protect the water quality of the wetlands and shall be delineated by staking and flagging prior to construction. Unless approved by the City of Oldsmar, DER or SWFWMD no dredging, filling or development activities shall be allowed within the preservation areas, and activities within the conservation areas and the buffer areas shall be limited to treated wastewater disposal facilities, stormwater management outfall structures, and roadways. Wetlands shall remain in their

natural state and may be used for stormwater retention/detention or wastewater effluent disposal, where appropriate and permitted. During construction, buffer areas shall be protected to insure that they are not disturbed or accidentally altered.

Master Drainage Plans shall be submitted to the City no later than 180 days from the effective date of the Development Order and shall be prepared using the design guidelines and criteria for drainage facilities and lake management as set forth in the ADA and shall be submitted to TBRPC for review. Master Drainage Plans will be subject to City approval consistent with City, SWFWMD, and DER requirements, as applicable at the time of final site plan approval. The City shall accept no site plan for any development on the project until such time as the Master Drainage Plan has received approval by the City, which approval shall not be unreasonably withheld. In addition to the requirements for compliance with the regulations of DER, SWFWMD, and the City, provisions for lake design and management shall include at least the following:

1. Final lake staging shall be designed to be compatible with adjacent wetland systems.

2. Lakes shall discharge into adjacent wetlands for the transmission of stormwater flow but not for the water quality treatment of stormwater after the first one-half inch of stormwater runoff at a rate not to exceed the predevelopment rate.

3. Discharge must pass through filtration or littoral shelves or isolated wetland systems meeting DER treatment specifications prior to release into DER contiguous wetland systems.

4. Littoral shelves shall provide a seven to one (7:1) slope along lake shoreline abutting wetlands and a four to one (4:1) slope on other lake shoreline adjacent to development areas.

5. The Developer shall assume responsibility for maintaining the lakes as functioning parts of the drainage systems or provide for a suitable mechanism for homeowner

association maintenance with appropriate enforcement mechanisms and a mechanism acceptable to the City enabling the City to require the homeowners association to act if the homeowners association fails to act appropriately.

6. The lake levels in the project shall be regulated by control structures in a manner to simulate as far as practicable, established natural hydroperiod water level fluctuations.

I. The City will provide all normal and customary City services to the subject property for police, fire, EMS and utilities as are generally provided within the City. At the time of submittal of preliminary site plans, the City shall review the adequacy of the roads, water system, sewer system, fire protection, police and other municipal services to serve the portion of the project sought to be developed.

With respect to the City's burn ordinance, the City Council finds that the terms and conditions of this Development Order justify relief from the burn permit fees required therein; however, compliance will be required with all other provisions of that ordinance. Accordingly, the City Council finds that as long as development takes place in accordance with the terms and conditions of the Development Order, this development shall be deemed to be in full compliance and to have satisfied the City's burn ordinance. Because of the geographical location of the project relative to existing fire suppression facilities as is hereinabove referred to and in recognition of the Council's grant of relief from the City's burn ordinance, the Developer shall pay to the City the sum of Seventy-Five Thousand Dollars (\$75,000.00) as its contribution toward construction of a second City fire station for the purposes of adequately serving the project with fire and, when appropriate, EMS service. Said fund shall be paid within 120 days of written notice from the City, said notice to be given only after the City Council has directed the City Manager to advertise for bids for construction of the fire station. If no contract for construction of a fire station has been awarded by the City within 90 days after the payment by the Developer, then the payment shall be refunded to the Developer by

the City upon written request of the Developer therefor but if such a refund is made the Developer shall be obligated again to make such payment at such time as a contract for construction of the fire station is awarded.

J. Mitigation of Traffic Impacts. Forest Lakes will have adverse impacts upon the regional road system identified on Exhibit "D". As mitigation for these adverse impacts to the regional road system, the Developer shall utilize a combination of pipelining and staging conditions as follows:

1. The Developer's monetary mitigation of transportation impacts shall be pipelined into the actual construction of a regionally significant roadway, as described in Paragraph A of Exhibit "E", pursuant to the provisions of Subsection 9J-2.0255(7), F.A.C.

a. Developer's commitment to complete the construction of a four lane section of Forest Lakes Boulevard as described in Paragraph A on Exhibit "E" includes a commitment to build irrespective of the cost of the construction and to commence construction at such a time as to complete construction no later than the developer of Cypress Lakes DRI completes construction of the second two lanes of the East-West Road, all as described in the development order for Cypress Lakes. In all events, however, the Developer shall have commenced its construction of the described section of Forest Lakes Boulevard within two and one-half years after the effective date hereof and such construction shall be completed within four years after the effective date hereof. The Developer's construction commitment shall be secured by an irrevocable letter of credit issued to the City by Pioneer Savings Bank (or its successor or other financial institution reasonably acceptable to the City) in the amount of \$662,750 and in a form reasonably acceptable to the City. The letter of credit shall be delivered to the City no later than thirty (30) days following the effective date hereof.

2. In addition to the pipelining of \$662,750 for the construction of a four lane section of Forest Lakes Boulevard,

certain staging conditions shall be met. Prior to the issuance for Phase II of more than 800 certificates of occupancy for single family residential units or their equivalent ("SFEU") (1.00 single family residential units equals 1.52 multi-family residential units), or the occupancy of more than 800 SFEUs, the City shall find that all roadway improvements shown on Exhibit "I" have been completed, are under construction, or are under contract for construction. If such a finding is made, additional certificates of occupancy for the units authorized hereby may be issued. If such a finding cannot be made, further certificates of occupancy shall not be issued and additional building permits shall not be issued until the Developer successfully demonstrates to the City, the TBRPC and the DCA that further vertical construction in conjunction with the previous 800 SFEUs would not result in adverse impacts to the regional transportation network pursuant to Section 9J-2.0255, F.A.C., and, as a result mitigation of transportation impacts would not be necessary.

3. If at any time the Developer, pursuant to the provisions of Chapter 380, Florida Statutes, can demonstrate to the City, the TBRPC and the DCA that its transportation impacts on regionally significant roadways are less than projected in this Development Order, then appropriate amendments shall be made to this Development Order to reduce the proportionate share assessment and/or to allow the construction and occupancy of additional SFEUs, as warranted, provided that no more than 1449 units may be authorized.

4. During Phase II, the Developer shall dedicate, at no cost to the City of Oldsmar or Pinellas County, Florida, as appropriate, the following rights-of-way:

a. A 150 foot wide right-of-way for Forest Lakes Boulevard as described in Paragraph B of Exhibit "E". Prior to completion of Phase II, Developer shall have designed this link as a four lane divided rural road section and shall have constructed at its sole cost the westerly two lanes thereof.

b. A 100 foot wide right-of-way for the "southerly" east-west road connecting Forest Lakes Boulevard and East Lake Woodlands, described in Paragraph C of Exhibit "E".

c. A 100 foot wide right-of-way for the "northerly" east-west road connecting the eastern and western boundaries of the project, described in Paragraph D of Exhibit "E".

Each dedication shall be made as and when the alignment for each such roadway is determined by the Pinellas County MPO. Developer will conduct its development activities in such a manner as to preserve the potential rights-of-way from development.

5. The Developer's estimated proportionate share amount for transportation improvements for Phase II is \$2,063,853 as shown on Exhibit "F". In order to satisfy its proportionate share requirement of needed road improvements and its transportation impact fees the Developer shall fulfill its commitments as described herein.

6. The Developer shall receive full credit as allowed by Pinellas County or the City, as appropriate, for the cost of any right-of-way, engineering and design, or construction of or contribution toward any transportation improvements required to mitigate the impacts of this project, over and above those expenditures which would have been necessary for this project's sole benefit, including but not limited to those improvements listed in Exhibit "E" and any other transportation improvement needed to satisfy the requirements of Rule 9J-2.026, F.A.C., if such credits are in accordance with the Pinellas County Impact Fee Ordinance or Subsection 380.06(16), Florida Statutes.

7. The Developer estimates that no more than 864 single family residential units and 585 multi-family residential units will be constructed during Phase II. Any change in this residential mix which results in an increase in the number of external traffic trips shall be required to undergo a substantial deviation determination. Changes in the mix based on the 1.52

conversion factor shall be presumed not to increase the number of external vehicle trips.

K. The Developer has previously prepared an interior lake management plan, said plan prepared by Post, Buckley, Schuh & Jernigan, Inc., dated September 1980 titled "Forest Lakes, Lake Management Plan, Phases I and II," to provide for future proposed lakes to become functional biological units recognizing their primary purpose of providing retention for drainage waters and effluent return waters. This plan is incorporated into this Development Order by reference. The plan shall be followed as a minimum requirement for the project and shall be updated and/or expanded to include the wetlands effluent disposal areas as determined by the City. Such update and/or expansion shall be accomplished not later than 180 days following written notice by the City requiring such modifications to the plan. The interior lake management plan for the project shall be administered by the review and application of DER and SWFWMD as their authority applies to the lands within the project and shall comply with all City ordinances and regulations appropriate to the subject.

L. Any historical or archaeological resources discovered during construction or other development of the property shall be reported to the City of Oldsmar and the Florida Division of Archives, History and Records Management, and the disposition of such resources shall be determined by the Division of Archives, the City of Oldsmar or Pinellas County, as appropriate.

M. At the time of submittal to the City of each site plan for development of a portion of the site, the Developer shall advise in writing the Pinellas County Department of Environmental Management of the Developer's intent to secure site plan approval. The Department may elect to conduct site investigations to determine the presence of endangered wildlife species, if any, on the proposed development site. Such investigations shall be completed within sixty (60) days of notification of each site plan submittal. Prior to granting site plan approval for the site, the Developer shall provide evidence to the City that the Developer has notified the Department and

made adequate provision to protect or mitigate impacts on any endangered wildlife species observed by the Department in its investigations.

N. All matters committed to in the ADA will be fully complied with during the development of the project, except as to the matters clearly superseded by this Development Order. In the event of any conflict between the terms of the ADA and this Development Order, the terms of this Development Order shall control.

O. Air Quality

1. After the issuance of Certificates of Occupancy for 1,349 residential units for Forest Lakes (including Phase I), the Developer shall provide to the DER for review an indirect source analysis based on future year traffic forecasts.

2. If the indirect source analysis demonstrates that air quality monitoring is necessary, the Developer shall institute an air monitoring program acceptable to DER. If the monitoring demonstrates that air quality does not meet State standards, a plan which provides for mitigation/abatement shall be prepared and submitted to the City of Oldsmar, the Pinellas County Division of Air Quality, and TBRPC for review and to the DER for approval. Provided, however, those mitigation measures imposed upon Developer shall be consistent with those mitigation measures imposed on all other developers in the area, by DER, Pinellas County and the City of Oldsmar.

Implementation and effectiveness of the mitigation measures shall be verified in the subsequent annual report.

3. All mitigation measures identified in the approved abatement plan shall be in place prior to the issuance of any Certificates of Occupancy for development beyond the 1,863rd dwelling unit (including Phase I). The Developer, its heirs and assigns shall be required, at minimum, to employ the fugitive dust emission abatement procedures referenced in the ADA.

P. The Developer will design and construct bicycle/pedestrian pathways along all collector and arterial roadways within or abutting the project, including regional roadways. No

bicycle paths will be required on roads ending in a cul-de-sac from the point of intersection with another road unless such road provides access to a public area.

Q. All residential, areas whether single family or multi-family, shall contain appropriate provision for the parking of recreational vehicles, boats, trailers and other such vehicles, in a suitably enclosed and protected area, to be operated by a homeowners association or other appropriate mechanism to be approved by the City. All residential areas shall be controlled by the covenants, which covenants shall provide that there shall be no parking of recreational vehicles or boats or trailers anywhere within such residential areas except in an area set aside for such purpose or within an entirely enclosed building.

R. All irrigation in the project shall be accomplished by nonpotable water, if made available by the City, with the use of wastewater effluent return lines as the primary choice of water for irrigation. Within 180 days of availability of wastewater effluent, all potable water irrigation for any portion of the project served by on-site effluent return lines shall terminate and thereafter, all irrigation shall be with wastewater effluent.

S. The Developer shall construct sidewalks along the west side of Forest Lakes Boulevard simultaneously with the construction of the road improvements described in Paragraph B of Exhibit "E". At the time that it constructs any roads required to be constructed to service its project or under the terms of this Development Order, Developer will relocate any utilities as required by sound engineering practice and in accordance with City standards uniformly applied when the construction of such roads is in progress. All such utility relocation will be at the sole cost of the Developer. In no event shall the Developer be required to relocate the major water transmission main now serving Forest Lakes.

T. In order to better serve the project, the City has acquired a site for a maintenance facility on Dunbar Avenue within the City. As its fair share contribution to the acquisition and construction of such facility, the Developer

agrees to pay to the City the sum of Thirty-Seven Thousand Five Hundred Dollars (\$37,500.00) within 90 days from the date that the City Council has authorized the City Manager to advertise for bids for the construction of such facility. If no contract for construction of the maintenance facility has been awarded by the City within 90 days after the payment by the Developer, then the payment shall be refunded to the Developer by the City upon written request of the Developer therefor but if such a refund is made the Developer shall be obligated again to make such payment at such time as a contract for construction of the maintenance facility is awarded.

U. New City Hall

The Developer shall contribute a total of \$125,000 to the City to be used for acquisition and/or construction of a new City Hall. The payments shall be made as follows:

a. Within 18 months from the effective date of this Development Order, the sum of \$37,500 shall be paid.

b. Within 36 months from the effective date of this Development Order, the sum of \$37,500 shall be paid.

c. Following the second payment of \$37,500, the Developer shall pay the sum of \$200/unit for the next 250 units.

d. Notwithstanding "c" above, any amount still due the City shall be paid within 60 months from the effective date of this Development Order.

V. Within 180 days of the later of (i) expiration of the appeal period of the Development Order, or (ii) if an appeal is taken, conclusion thereof, the Developer shall lease to the City for consideration in the amount of \$1.00 per year, 115 acres m.o.l. shown on Exhibit "G" as Treatment Wetlands to be utilized by the City for effluent disposal until August 15, 2002. At the expiration of the lease, the Developer shall convey to the City substantially the same lands covered by this lease. Title shall be conveyed in fee simple for consideration in the amount of \$1.00.

W. Prior to the submission of any site plans for the project, the Developer will provide to the City a master water

and sewer plan for the expansion of proposed facilities to serve Phase II.

X. With respect to "aquatic lands" as they are defined under the appropriate City ordinances, the City hereby allows mitigation and permits the disturbance, modification and elimination of all such "aquatic lands", except such lands as are or may be jurisdictional and thereby non-disturbable by appropriate state or county administrative actions. This Development Order constitutes a specific finding by the City Council that said aquatic lands, except to the extent protected by such other administrative action are not of a nature deserving continued protection and the elimination of these aquatic lands will not adversely affect other aquatic lands within the City and that if such lands are not eliminated a significant hardship will inure to the property owner. As to those lands that are jurisdictional and thereby undisturbable, the City will, as specific legal descriptions therefore are generated by Developer, either rezone such lands as "open space/preservation" or similarly restrict the use thereof by way of site plan condition.

Y. In each instance in this Development Order where the Developer is responsible for ongoing maintenance of facilities in Forest Lakes, the Developer may transfer any or all of its 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 City Council, or if required by any other affected governmental agency, upon determination that the entity in question can and will be responsible to provide maintenance as required in this Development Order, which approval shall not be unreasonably withheld.

Z. The terms and provisions of Section 2, paragraphs G and M are incorporated herein by reference.

Section 5. Administration. The following procedures and requirements will apply to the on-going administration of this Development Order.

A. The Developer shall submit an annual report on the DRI to the City, the TBRPC and the DCA not later than sixty (60) days following the anniversary of the effective date of this Development Order for each year up to and including such time as all terms and conditions of this Development Order are satisfied or the same has expired by its terms, whichever is earlier. Such report shall be submitted for review by the City Council to ensure compliance with the terms and conditions of this Development Order. The Developer shall be notified of any City Council hearing wherein such report is to be reviewed, provided, however, that receipt and review by the City Council shall not be considered a substitute or a waiver of any terms or conditions of the Development Order. Each report shall contain:

1. A description of all development activity conducted pursuant to the Development Order during the year immediately preceding the submission of the annual report;

2. A description of all development activities proposed to be conducted under the terms of this Development Order for the year immediately subsequent to the submission of the annual report.

3. A statement listing anticipated applications for development approvals or permits required pursuant to applicable regulations which the developer proposes to submit in the year immediately following the submittal of the annual report.

4. A statement setting forth the name and address of any assignee or successor in interest to the Developer in its capacity as a developer of the project or any portion thereof; and

5. A statement that all persons have received copies as required by Florida Statutes.

It is the intent of this requirement that the submittal of the annual report shall be in addition to and not in lieu of any submittal requirements for an annual report as promulgated by the DCA.

B. Further review pursuant to Chapter 380, Florida Statutes, will be required if a substantial deviation, as defined

by Chapter 380, Florida Statutes, occurs. The Developer shall be given due notice of, and an opportunity to be heard at, any hearing to determine whether a proposed change to the development is a substantial deviation. Substantial deviation may occur by failure to comply with the conditions of this Development Order (other than the failure by the City), failure to follow the plans and specifications submitted in the ADA and supplementary information, or by activities which are not commenced (other than by the City) until after the expiration of the period for commencement established by this Development Order.

C. The City Manager of the City of Oldsmar shall be responsible for monitoring all the terms and conditions of this Development Order. The City Manager may rely upon or utilize information supplied by any City of Oldsmar department or agency having particular responsibility over the area or subject involved. The City Manager shall report to the City Council any findings of deviation from the terms and conditions of this Order. The City Manager shall issue a notice of such noncompliance to the Developer and if the deviation is not corrected within a reasonable amount of time, the City Manager shall recommend that the City Council conduct a hearing to consider such deviations and to make a determination whether the deviation is substantial pursuant to Florida Statutes. The Developer shall be given reasonable notice of any such hearing and shall be given an opportunity to respond.

D. The Development Order shall remain in effect for a period of seven (7) years from the effective date hereof at which time it will terminate. This seven (7) year period reasonably reflects the time required for buildout of the development. Any development activity, for which a building permit was approved prior to the expiration date of this Development Order, may be completed. Nothing in this Resolution shall deny the Developer, its successors or assigns, the right to petition for an amendment to this Resolution if any of the factual situations which form the basis for the conclusions reached in this Development Order by the City or form the basis for the recommendation of the TBRPC

or other reviewing governmental agencies have changed significantly.

E. This Development Order shall be binding upon the Developer, assigns or successors in interest.

F. Any reference herein to any governmental agencies shall be construed to mean any future instrumentality which may be created or designated as successor in interest to, or which may otherwise possess any of the powers and duties of any referenced governmental agency in existence on the effective date of this Development Order.

G. The City Clerk is directed to send copies of this Development Order, within five (5) days of the effective date of this Resolution, to the Developer, the DCA and the TBRPC.

H. The Developer shall record with the Clerk of the Circuit Court for Pinellas County, Florida, a notice of adoption of this Development Order as required pursuant to Section 380.06(15) (f), Florida Statutes, and shall furnish the City Clerk a copy of the recorded notice.

I. This Development Order shall be deemed rendered upon transmittal of copies of this Development Order to the recipients specified in Chapter 380, Florida Statutes.

J. Conflict with other statutes, Ordinances and Regulations.

1. Nothing contained in this Development Order shall be deemed to limit in any manner whatsoever the right of the City Council of the City of Oldsmar, now or in the future, to amend its development regulations, building codes, zoning codes, land use plans, or in any way preclude the City Council from enacting laws and ordinances for the protection of the public health, safety and welfare in any manner that it could otherwise do if this agreement was not in existence.

2. Notwithstanding the above, for a period of seven (7) years from the effective date of this Development Order, the project shall not be subject to down zoning, unit density reduction, or intensity reduction or would result in or effectuate a change in the low density and medium density mix or

allocation, or both, shown on Exhibit "C," unless consented to by Developer, or unless the City can demonstrate that substantial changes and the conditions underlying the approval of the Development Order have occurred or that this Development Order was based on substantially inaccurate information provided by the Developer or that the change is clearly established by the City to be essential to the public health, safety or welfare..

K. This resolution and Development Order shall not be construed as an agreement on the part of the City to exempt the Developer, its successors and assignees, from the operation of any ordinance or regulation now in effect or hereinafter adopted by the City for the purpose of the protection of the public health, welfare, and safety, which said ordinance or regulation shall be applied generally and equally throughout the City of Oldsmar and which said ordinance or regulation is not calculated to impair or otherwise frustrate the project herein approved.

L. Developer and the City acknowledge that market conditions will control in determining the single family/multi-family mix of the project. The project is now zoned Residential Planned Development, RPD, which zoning may or may not be appropriate to certain portions of the project as its format ultimately is determined. Accordingly, the Developer may petition the City for any zoning changes and such changes shall be granted, so long as the following conditions are met:

1. The use remains residential or such other use as is permitted in the applicable residential zone.

2. The maximum density per upland acre for any individual tract of land shall not exceed five (5) units per acre on those areas identified as low density residential or fifteen (15) units per acre on those areas identified as medium density residential on Exhibit "C" attached.

3. The maximum number of dwelling units shall not exceed 2,263 units for the entire Forest Lakes project or 1,449 units in Phase II of the project.

4. The overall density of the project shall not exceed 3.5 units per gross acre.

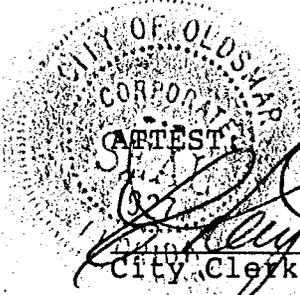
The Developer and the City agree that no development above 1,449 units will be allowed in Phase II of the project.

Section 6. Plan Conformancy. The City does hereby certify that the measures contained in this resolution are consistent with and in conformance with the City's Comprehensive Plan and individual elements thereof adopted pursuant to the LGCPA.

Section 7. Severability. Should any part or provision of this Resolution be declared by a court or administrative agency of competent jurisdiction to be invalid, the same shall not affect the validity of the Resolution as a whole, or any part thereof, other than the part declared to be invalid; provided, however, that any such finding of invalidity shall automatically authorize the City, the TBRPC, the DCA or the Developer to request a determination under the provisions of Chapter 380, Florida Statutes, relative to substantial deviation.

Section 8. Effective Date. This Resolution shall become effective immediately upon the rendering hereof to the DCA and the TBRPC by the City, following execution by the Developer, provided, however, when the term "effective date" or words of similar import are used elsewhere in this Development Order, such term or words shall in all instances mean the later of expiration of the statutory appeal period applicable hereto or, if an appeal is filed, the conclusion thereof.

PASSED AND ADOPTED BY THE CITY COUNCIL OF THE CITY OF  
OLDSMAR, FLORIDA, THIS 18th DAY OF OCTOBER, 1988.



J. Thomas J. Rente  
Mayor

Paul H. Peterson  
City Clerk

APPROVED AND AGREED TO BY THE DEVELOPER THIS 18th DAY  
OF October, 1988.

PIONEER FLORIDA  
DEVELOPMENT CORPORATION

By: Paul H. Grace

President

101288

Approved as to form:

Bryan A. Kutchins  
Bryan A. Kutchins, Esquire, City Attorney

EXHIBIT A

Forest Lakes Phase II

LEGAL DESCRIPTION:

A tract of land lying within Sections 2, 11 and 12, Township 28 South, Range 16 East, Pinellas County, Florida, and being more particularly described as follows:

Begin at the Southwest corner of said Section 2; thence  $N03^{\circ}24'53''W$ , along the West line of said Section 2, for 2722.56 feet, to the West 1/4 corner of said Section 2; thence  $N03^{\circ}25'13''W$ , for 2722.67 feet, to the Northwest corner of said Section 2; thence  $S89^{\circ}17'03''E$  along the North line of said Section 2, for 2662.39 feet to the North 1/4 corner of said Section 2; thence  $S89^{\circ}12'24''E$  along said North line of Section 2, for 2520.82 feet; thence  $S15^{\circ}54'35''W$ , for 3364.07 feet, to the point of curvature of a curve concave to the East; thence southerly along the arc of said curve, having a radius of 2634.45 feet, a central angle of  $46^{\circ}16'41''$ , an arc length of 2127.86 feet, and a chord, bearing  $S07^{\circ}13'46''E$ , for 2070.49 feet; thence  $S30^{\circ}22'06''E$ , for 2058.90 feet, to the point of curvature of a curve concave to the West; thence southerly along the arc of said curve, having a radius of 1041.74 feet, a central angle of  $86^{\circ}50'39''$ , an arc length of 1578.98 feet, and a chord, bearing  $S13^{\circ}03'14''W$ , for 1432.12 feet; thence  $S56^{\circ}28'33''W$ , for 1250.03 feet, to the point of curvature of a curve concave to the Southeast; thence southwesterly along the arc of said curve, having a radius of 1041.74 feet, a central angle of  $08^{\circ}56'26''$ , an arc length of 162.56 feet and a chord, bearing  $S52^{\circ}00'20''W$ , for 162.39 feet, to a point on the northerly right-of-way line of a FLORIDA POWER CORPORATION right-of-way as recorded in O.R. Book 5267, Page 1993 of the Public Records of Pinellas County, Florida; thence  $N89^{\circ}53'28''W$ , along the North line of said right-of-way for 3687.73 feet, to a point on the West line of said Section 11; thence  $N00^{\circ}49'44''W$ , along said West line for 1190.55 feet to the West 1/4 corner of said Section 11; thence continue along said West line of said Section 11,  $N00^{\circ}49'52''W$ , for 2686.55 feet to the POINT OF BEGINNING.

LESS AND EXCEPT: All rights-of-way of record.

Also less and except the following described parcels:

- The West 1/2 of West 1/2 of Northeast 1/4 of Southeast 1/4 of Northeast 1/4;
- The East 1/2 of West 1/2 of Southwest 1/4 of Southeast 1/4 of Northeast 1/4;
- The East 1/2 of East 1/2 of Southwest 1/4 of Southeast 1/4 of Northeast 1/4;
- The West 1/2 of Southeast 1/4 of Southeast 1/4 of Northeast 1/4;

All lying in said Section 11.

Containing 959.8946 acres more or less.

EXHIBIT "A"

EXHIBIT B

A correct copy of the application for development approval and sufficiency is on file at the office of the City Clerk for the City of Oldsmar, Florida.

Office of City Clerk  
P. O. Box 100  
S.R. 584 E., Suite 1101  
Oldsmar, Florida 34677

Commitment from responsible entities for improvement/implementation of the following roadways shall be stipulated in any approval of this development. Without commitments for these roadway improvements, construction permits shall not be issued.

- a. Improve the CR 233/SR 580 intersection as follows: Signalization; add one southbound left turn lane; add one exclusive eastbound-to-northbound left turn lane; add one westbound right turn lane. Forest Lakes will contribute 65.8 percent of the summation of critical movements of LOS D during the peak hour.
- b. Improve the SR 580/McMullen-Booth Road (CR 593) intersection as follows: Add one northbound and one southbound through lane; add one eastbound right turn lane and one westbound through lane. Forest Lakes will contribute 16.8 percent of the summation of critical movements of LOS D during the peak hour.
- c. Improve the SR 580/Countryside Boulevard intersection as follows: Add one northbound right turn lane. Forest Lakes will contribute 5.9 percent of the summation of critical movements of LOS D during the peak hour.
- d. Improve the SR 586/McMullen-Booth Road (CR 593) intersection as follows: Add one northbound through lane and one southbound right turn lane; add one eastbound-to-northbound left turn lane. Forest Lakes will contribute 11.2 percent of the summation of critical movements of LOS D during the peak hour.
- e. Improve the SR 586/SR 584 intersection as follows: Add one eastbound and one westbound through lane. Forest Lakes will contribute 24.9 percent of the summation of critical movements of LOS D during the peak hour.
- f. Improve the SR 584/CR 233 intersection as follows: Signalize; add one northbound through lane; add one eastbound-to-northbound left turn lane; add one eastbound and one westbound through lane. Forest Lakes will contribute 53.2 percent of the summation of critical movements of LOS D during the peak hour.
- g. Improve the SR 584/SR 580 intersection as follows: Add one eastbound and one westbound through lane. Forest Lakes will contribute 21.3 percent of the summation of critical movements of LOS D during the peak hour.
- h. Improve the SR 580/Race Track Road intersection as follows: Add one eastbound and one westbound through lane. Forest Lakes will contribute 21.5 percent of the summation of critical movements of LOS D during the peak hour.
- i. Improve the SR 588/McMullen-Booth Road intersection as follows: Add one northbound right turn lane; add one eastbound and one westbound right turn lane. Forest Lakes will contribute 6.9 percent to the summation of critical movements of LOS D during the peak hour.

- j. Improve the SR 584/East Lake Road (CR 77) intersection as follows: Add one northbound through lane; add one eastbound and one westbound through lane; add right turn lanes in each direction. Forest Lakes will contribute 23.9 percent of the summation of critical movements of LOS D in the peak hour.
- k. Increase the capacity of SR 584 from US 19 to East Lake Road (CR 77) by constructing one additional eastbound and one additional westbound lane. Forest Lakes will contribute 23.1 percent of the LOS C daily service volume.
- l. Increase the capacity of SR 584 from CR 77 to SR 586 by constructing two eastbound and two westbound lanes. Forest Lakes will contribute 44.8 percent of the LOS C daily service volume.
- m. Increase the capacity of SR 584 from SR 586 to CR 233 by constructing two eastbound and two westbound lanes. Forest Lakes will contribute 78.9 percent of the LOS C daily service volume.
- n. Increase the capacity of SR 584 from CR 233 to SR 580 by constructing one eastbound and one westbound lane. Forest Lakes will contribute 37.9 percent of the LOS C daily service volume.
- o. Increase the capacity of SR 580 from SR 584 to Memorial Highway by constructing one eastbound and one westbound lane. Forest Lakes will contribute 39.4 percent of the LOS C daily service volume.
- p. Increase the capacity of CR 233 (Forest Lakes Boulevard) from SR 584 to the northern edge of the property by constructing one additional northbound and one additional southbound lane, creating a four-lane, divided, section. Forest Lakes will contribute 156 percent of the LOS C daily service volume.
- q. Increase the capacity of the SR 580 (Oldsmar-Safety Harbor Bridge) by replacing the existing low trestle with a four-lane divided structure. Forest Lakes will contribute 39.3 percent of the LOS C daily service volume.
- r. Increase the capacity of SR 580 from CR 233 to the east approach of the SR580 bridge by constructing one additional eastbound and one additional westbound lane. Forest Lakes will contribute 15.9 percent of the LOS D service volume.
- s. Increase the capacity of SR 580 from SR 590 to CR 593 by constructing one additional eastbound and one additional westbound lane. Forest Lakes will contribute 27.8 percent of the LOS C daily service volume.
- t. Increase the capacity of SR 580 from CR 593 to Countryside Boulevard by constructing one additional eastbound and one additional westbound lane. Forest Lakes will contribute 12.8 percent of the LOS C daily service volume.
- u. Increase the capacity of SR 586 from SR 584 to CR 593 by constructing one additional eastbound and one additional westbound lane.

Forest Lakes will contribute 23.8 percent of the LOS C daily service volume.

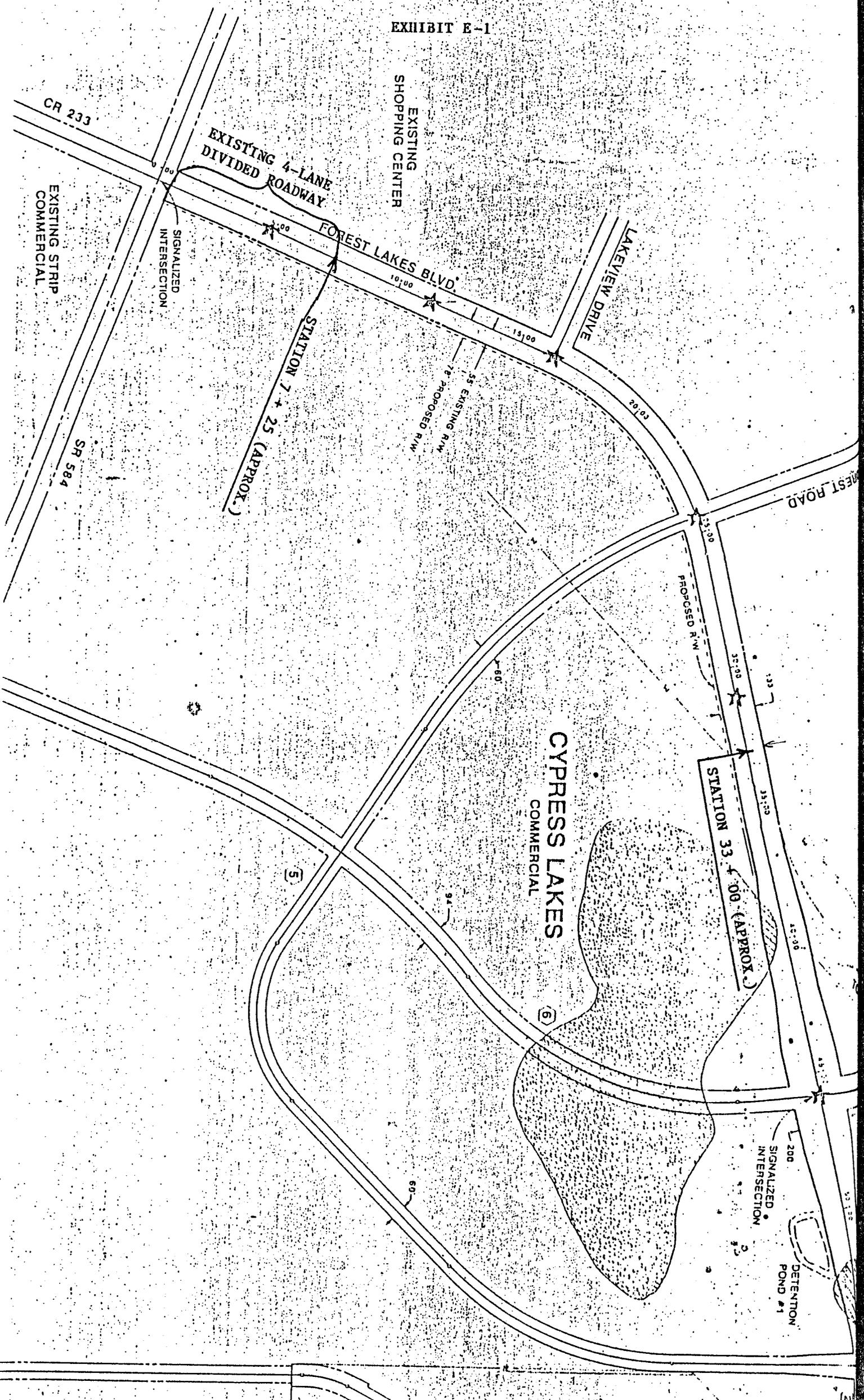
- v. Increase the capacity of SR 586 from CR 593 to US 19 by constructing one additional eastbound and one additional westbound lane. Forest Lakes will contribute 16.2 percent of the LOS C daily service volume.
- w. Increase the capacity of McMullen Booth Road (CR 593) from SR 60 to SR 588 by constructing one additional northbound and one additional southbound lane. Forest Lakes will contribute 10.6 percent of the LOS C daily service volume.
- x. Increase the capacity of McMullen Booth Road (CR 593) from SR 588 to CR 102 by constructing one additional northbound and one additional southbound lane. Forest Lakes will contribute 15.8 percent of the LOS C daily service volume.
- y. Increase the capacity of McMullen-Booth Road from CR 102 to SR 580 by constructing one additional northbound and one additional southbound lane. Forest Lakes will contribute 17.0 percent of LOS C daily service volume.
- z. Increase the capacity of East Lake Road (CR 77) from SR 584 to SR 582 by constructing one additional northbound and one additional southbound lane. Forest Lakes will contribute 14.6 percent of LOS C daily service volume.

EXHIBIT "E"

A.	Forest Lakes Boulevard from S.R. #584 to East-West Connector Road	\$ 602,500.00
	(1) Construction to complete 4 lanes, divided-rural*	
	(2) Construction Engineering Inspection	\$ 60,250.00
	Sub-Total	<u>\$ 662,750.00</u>
B.	Forest Lakes Boulevard from North Power Line ROW to North Project Boundary	
	(1) Right-Of-Way Cost (150 feet)	\$5,880,000.00
	(2) Design (PE) (4 lane divided rural)	\$ 382,736.00
	(3) Construction Western 2 lanes - rural)	\$1,913,678.00
	(4) Construction Engineer Inspection (Western 2 lanes lanes-rural)	\$ 191,368.00
C.	Northern East-West Road from Cypress Lakes to East Lakes Woodlands	
	(1) Dedication of Right-Of-Way (100 feet)	\$1,840,000.00
D.	Southern East-West Road from Forest Lakes Boulevard to East Lake Woodlands	
	(1) Dedication of Right-Of-Way (100 feet)	<u>\$ 739,200.00</u>
	TOTAL	\$11,609,732.00

\* Construct eastern 2 lanes plus median of previously designed 4 lane roadway for approximately 2575 LF from station 7+25 to station 33+00 as shown on attached Exhibit E-1.

EXHIBIT E-1





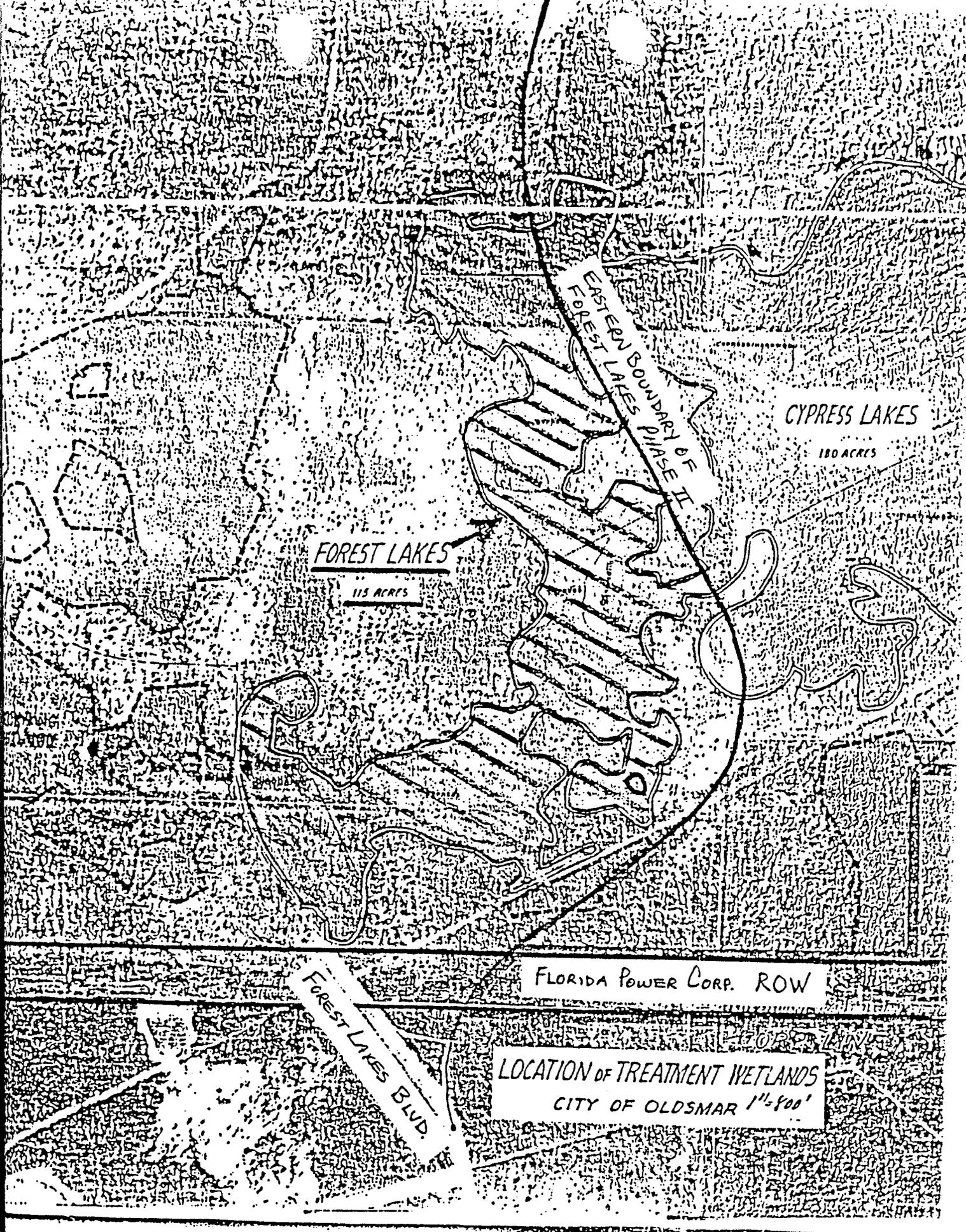
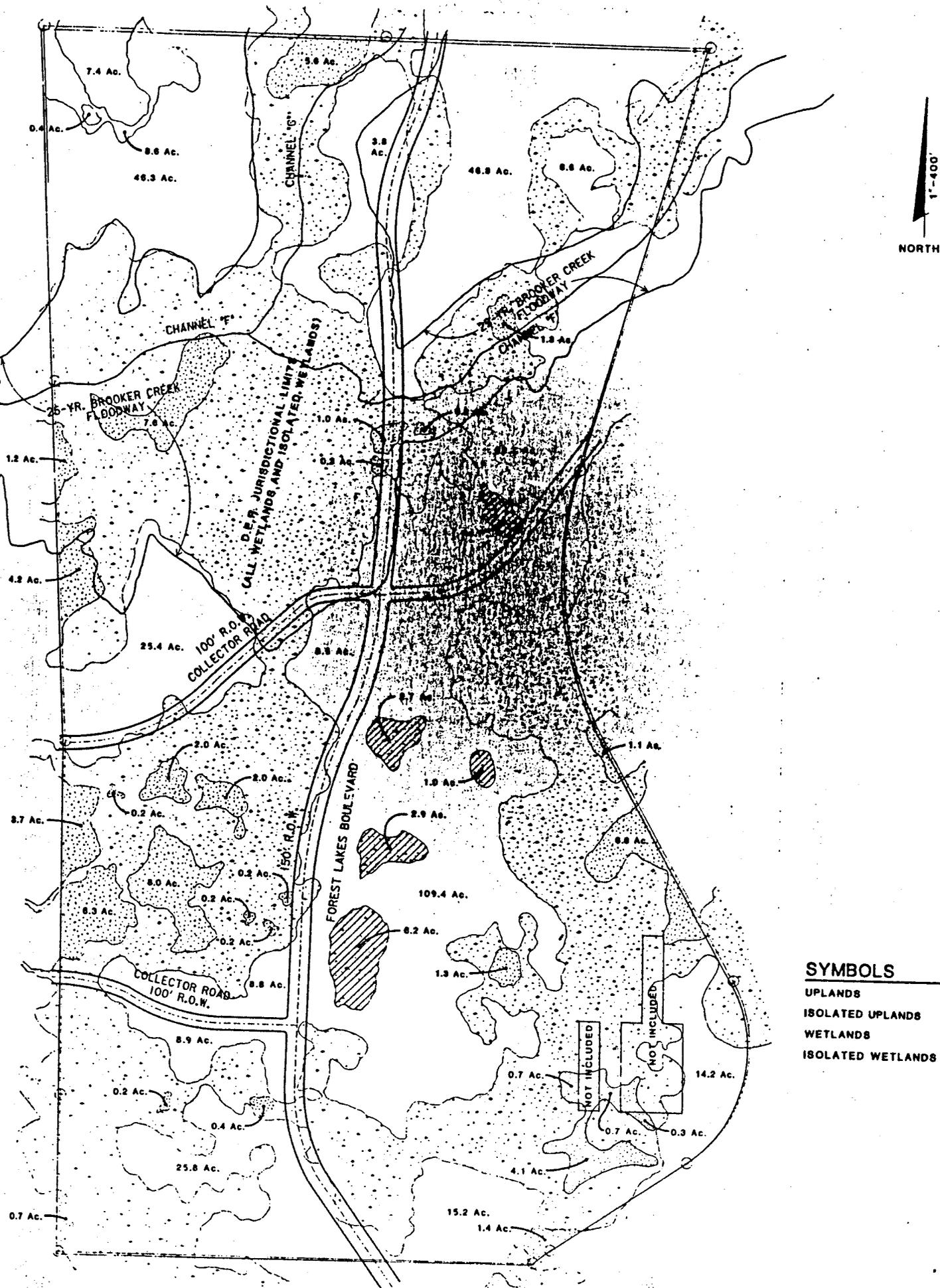


EXHIBIT "G"



**SYMBOLS**

UPLANDS	[White box]
ISOLATED UPLANDS	[Dotted box]
WETLANDS	[Stippled box]
ISOLATED WETLANDS	[Hatched box]

UPLAND/WETLAND ACREAGE MAP  
OF NORTH PORTION OF  
**FOREST LAKES**

ACREAGES ARE APPROXIMATE

THIS MAP IS BASED ON FDER 1981 FIELD  
INVESTIGATIONS AND REVIEW OF AERIAL PHOTOGRAPHY

EXHIBIT "I"

DEVELOPMENT STAGING

IMPROV. NO.	SECTION (Description on Exhibit "F")	CONSTRUCTION YEAR (TIP Fiscal Year)	PROPORTIONATE SHARE
1	SR 584 (CR 233 to SR 580)	1993/94	\$ 967,917
2	SR 580 (SR 584 to Race Track Rd.)	1992/93	\$ 183,966
3	SR 580 (McMullen Booth to SR 590)	1990/91	\$ 254,067
			\$1,405,950

Acceptance of the staging provisions permits reduction of the calculated proportionate share as follows:

Total Share (from Exhibit "F")	\$2,063,853
Less Shares for Stated Locations	<u>1,405,950</u>
Revised Proportionate Share	\$ 657,903*

\*This will be met by Developer's construction of a 4 lane segment of Forest Lakes Boulevard as described in Paragraph A of Exhibit "E".

10.50

NOTICE OF MODIFICATION OF AN ADOPTED DEVELOPMENT ORDER

10.50

Pioneer Florida Development Corporation, a Florida corporation, the developer, hereby files its notice of modification of an adopted development order pursuant to the provisions of Fla.Stat. §380.06(15)(f) as follows:

1. The legal description of the property covered by the modified development order is attached hereto as Exhibit "A" and incorporated herein.
2. The original development order was adopted on May 19, 1981, and amended on June 9, 1981, June 14, 1988, and October 18, 1988.
3. The adopted order with any modifications may be examined at the office of the City Clerk for the City of Oldsmar, Florida.
4. The development order, as modified, constitutes a land development regulation applicable to the property.
5. The recording of this notice shall not constitute a lien, cloud, or encumbrance on real property, or actual or constructive notice of any such lien, cloud, or encumbrance.
6. The modification to development order which was passed on June 14, 1988, was erroneously recorded, in its entirety, at O. R. Book 6775, page 1585, et seq, in the Public Records of Pinellas County, Florida. The modification to development order adopted on October 18, 1988, repealed all prior development orders and modifications as the same affect the property described on Exhibit "A" attached.

WITNESSES:

PIONEER FLORIDA DEVELOPMENT CORPORATION

By: Paul H. Corace  
PAUL H. CORACE  
PRESIDENT

Hope Mirosh  
Eric Frank

STATE OF FLORIDA )  
COUNTY OF PINELLAS )

The foregoing instrument was acknowledged before me this 14 day of November, 1988, by PAUL H. CORACE, as President of Pioneer Florida Development Corporation, a Florida corporation, on behalf of said corporation.

Eric Frank  
NOTARY PUBLIC  
STATE OF FLORIDA  
NOTARY PUBLIC  
KRYLYN

My Commission Expires: AUG 15, 1990

KARLEER F. DE BLAKE  
CLERK OF CIRCUIT COURT  
PINELLAS COUNTY, FL.  
NOV 16 PM 5:11

RETURN TO:

INSTRUMENT PREPARED BY  
MILY A. JOHNSON, JR. ESQUIRE  
JOHNSON, BLAKELY, POPE, BOKOR  
AND RUPPEL, P.A.  
911 CHESTNUT STREET  
POST OFFICE BOX 1368  
CLEARWATER, FLORIDA 33517

24054284	SPB	11-16-88	16:47:00
01	-		
RECORDING		1	\$10.50
TOTAL:			\$10.50
CHECK AMT. TENDERED:			\$10.50
CHANGE:			\$0.00

**LEGAL DESCRIPTION: Forest Lakes Phase II**

A tract of land lying within Sections 2, 11 and 12, Township 28 South, Range 10 East, Pinellas County, Florida, and being more particularly described as follows:

Begin at the Southwest corner of said Section 2; thence  $N03^{\circ}24'53''W$ , along the West line of said Section 2, for 2722.56 feet, to the West 1/4 corner of said Section 2; thence  $N03^{\circ}25'13''W$ , for 2722.67 feet, to the Northwest corner of said Section 2; thence  $S89^{\circ}17'03''E$  along the North line of said Section 2, for 2082.39 feet to the North 1/4 corner of said Section 2; thence  $S89^{\circ}12'24''E$  along said North line of Section 2, for 2520.82 feet; thence  $S15^{\circ}54'35''W$ , for 3364.07 feet, to the point of curvature of a curve concave to the East; thence southerly along the arc of said curve, having a radius of 2634.45 feet, a central angle of  $40^{\circ}16'41''$ , an arc length of 2127.86 feet, and a chord, bearing  $S07^{\circ}13'46''E$ , for 2070.49 feet; thence  $S30^{\circ}22'06''E$ , for 2058.00 feet, to the point of curvature of a curve concave to the West; thence southerly along the arc of said curve, having a radius of 1041.74 feet, a central angle of  $80^{\circ}50'39''$ , an arc length of 1578.08 feet, and a chord, bearing  $S13^{\circ}03'14''W$ , for 1432.12 feet; thence  $S56^{\circ}28'33''W$ , for 1250.03 feet, to the point of curvature of a curve concave to the Southeast; thence southwesterly along the arc of said curve, having a radius of 1041.74 feet, a central angle of  $08^{\circ}56'20''$ , an arc length of 162.56 feet and a chord, bearing  $S52^{\circ}00'20''W$ , for 162.39 feet, to a point on the northerly right-of-way line of a FLORIDA POWER CORPORATION right-of-way as recorded in O.R. Book 5267, Page 1993 of the Public Records of Pinellas County, Florida; thence  $N89^{\circ}53'28''W$ , along the North line of said right-of-way for 3087.73 feet, to a point on the West line of said Section 11; thence  $N00^{\circ}49'44''W$ , along said West line for 1190.55 feet to the West 1/4 corner of said Section 11; thence continue along said West line of said Section 11,  $N00^{\circ}49'52''W$ , for 2086.55 feet to the POINT OF BEGINNING.

LESS AND EXCEPT: All rights-of-way of record.

Also less and except the following described parcels:

- The West 1/2 of West 1/2 of Northeast 1/4 of Southeast 1/4 of Northeast 1/4;
- The East 1/2 of West 1/2 of Southwest 1/4 of Southeast 1/4 of Northeast 1/4;
- The East 1/2 of East 1/2 of Southwest 1/4 of Southeast 1/4 of Northeast 1/4;
- The West 1/2 of Southeast 1/4 of Southeast 1/4 of Northeast 1/4;

All lying in said Section 11.

Containing 959.8946 acres more or less.

FOREST LAKES DRI DEVELOPMENT ORDER

JUNE 14<sup>th</sup>, 1988

RESOLUTION 88-11

A RESOLUTION PROVIDING FOR THE AMENDMENT OF RESOLUTION 81-10, AS AMENDED BY RESOLUTION 81-11, THE DEVELOPMENT ORDER FOR FOREST LAKES DEVELOPMENT OF REGIONAL IMPACT RENDERED PURSUANT TO CHAPTER 380, FLORIDA STATUTES; PROVIDING TERMS AND CONDITIONS FOR FINAL APPROVAL OF PHASE II OF FOREST LAKES DEVELOPMENT PURSUANT TO CHAPTER 380, FLORIDA STATUTES; PROVIDING FOR ADMINISTRATION OF THE DEVELOPMENT ORDER; AND PROVIDING FOR AN EFFECTIVE DATE HEREOF.

WHEREAS, pursuant to Section 380.06, Florida Statutes, CFS Service Corporation (now Pioneer Florida Development Corp.) filed with Pinellas County an Application for Development Approval for a Development of Regional Impact (DRI). The Board of County Commissioners held a public hearing on January 16, 1979, and adopted a resolution constituting a Development Order, said resolution being dated January 16, 1979; and

WHEREAS, the City of Oldsmar annexed the land which constitutes the DRI project (hereinafter referred to as Forest Lakes) by Ordinance 80-24 adopted by the City Council of the City of Oldsmar on December 16, 1980; and

WHEREAS, on May 19, 1981, the City Council of the City of Oldsmar adopted Resolution 81-10, said Resolution being a Development Order for Forest Lakes and amended the same by Resolution 81-11 adopted by the City Council on June 9, 1981; and

WHEREAS, the City Council of the City of Oldsmar has administered such Development Order, as amended, to date and such Development Order approved development of the southerly most one-third of the lands comprising Forest Lakes and required further review prior to development of Phase II of Forest Lakes as the same is hereinafter defined; and

WHEREAS, on July 30, 1984, the property owner (now being Pioneer Florida Development Corporation) filed an Application for Development Approval ("ADA") for a Development of Regional Impact with the City of Oldsmar, the Tampa Bay Regional Planning Council

(TBRPC), the Department of Community Affairs (DCA) and other State, regional and local agencies pursuant to the provisions of Section 380.06 Florida Statutes; and

WHEREAS, the ADA proposes the development of what was previously referred to as Phases II and III of Forest Lakes (which phases are herein combined and referred to as Phase II), and additionally those portions of Phase I for which Resolution 81-10 and Resolution 81-11 had granted final approval pursuant to Section 380.06, Florida Statutes, but for which site plan approval had not been granted by the City; and

WHEREAS, a total maximum number of 1,522 residential units are proposed to be distributed on the balance of the project north of the Florida Power right-of-way; and

WHEREAS, an amendment to the adopted Development Order for Forest Lakes is the appropriate means of providing final approval pursuant to Section 380.06, Florida Statutes, for the remaining development of Forest Lakes; and

WHEREAS, the City Council, as the governing body of the local government having jurisdiction pursuant to Section 380.06 Florida Statutes, is authorized and empowered to consider applications for development approval for developments of regional impact; and

WHEREAS, the public notice requirements of Section 380.06, Florida Statutes, have been complied with and the comments of the public and governmental agencies have been received and considered in the development of the terms of this Development Order; and

WHEREAS, the TBRPC as the Regional Planning Agency has reviewed the ADA and has made certain recommendations to the City Council, which recommendations have been considered in the terms of this Development Order; and

WHEREAS, the City Council has held a duly noticed public hearing on this Development Order and has heard and considered public testimony and documents received thereon; and

WHEREAS, this Development Order, when adopted, will constitute a land development regulation applicable to the property; now, therefore,

BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF OLDSMAR, FLORIDA, IN SESSION DULY AND REGULARLY ASSEMBLED:

Section 1. Introduction. That this Resolution shall constitute a Development Order of the City of Oldsmar issued in response to the ADA of Pioneer Florida Development Corporation (formerly CFS Service Corporation, Pioneer Service Corporation and Pioneer Development Group, Inc.) ("Developer") for the remainder of the Forest Lakes project north of the Florida Power right-of-way ("the project" or "the property" or "Phase II"), a development of regional impact. The scope of the development to be permitted pursuant to this Order shall be as hereinafter set forth.

The terms of Resolution 81-10, as amended by the terms of Resolution 81-11, by this Resolution are amended as to Phase II and a Development Order for Phase II (as defined above) is issued, as follows:

Section 2. Findings of Fact. That the City Council, having received the above-referenced documents and having received all related comments, testimony and evidence submitted by each party and members of the general public, finds there is substantial competent evidence to support the following findings of fact:

A. The Developer proposes the development of Phase II, a 960 acre residential project in the City of Oldsmar located north of State Road 584 and north of the Florida Power right-of-way. The real property which is the subject matter of this Development Order is legally described as set forth in Exhibit "A" attached hereto and by reference made a part hereof. Resolution 81-10, as amended by Resolution 81-11, granted final DRI approval pursuant to Section 380.06, Florida Statutes, for development of the portion of the project lying south of the Florida Power right-of-way.

B. The Developer submitted to the City the materials referred to herein as composite Exhibit "B", consisting of the Development of Regional Impact Application for Development Approval and the response to ADA Sufficiency Review for Forest Lakes Phases II & III (referred to herein as Phase II). Exhibit "B" requests final approval pursuant to Sec. 380.06, for development of a total of 1,522 dwelling units in the remaining portion of the Forest Lakes project (Phase II).

C. Exhibit "C", the Revised Master Plan is attached hereto and is made a part of this Development Order.

D. The project is compatible with existing Comprehensive Land Use Plans of Pinellas County, TBRPC, the State of Florida and the City of Oldsmar.

E. The project will yield positive economic impacts to the City, Pinellas County, and Hillsborough County in the form of construction expenditures, employment opportunity and ad valorem taxes.

F. One of the major development concerns relative to the project is the large amount of wetlands, which must be protected from encroachment by future development.

G. The project will impact the presently existing sewer system. The City has prepared and is presently implementing a comprehensive wastewater treatment plan to provide for increased capacity of the City sewer plant, effluent disposal and sludge disposal, all in accordance with a Florida Department of Environmental Regulation (DER) consent order. The project will take back an amount of wastewater effluent equal to the wastewater effluent generated by the project and will dispose of such wastewater effluent by spray irrigation, wetlands discharge or other suitable methods as approved by the City and other appropriate governmental agencies for the discharge of such wastewater effluent. The property owner will comply with all City ordinances regarding the take back and disposal of wastewater effluent and the construction of wastewater return

lines within the residential areas of the project, provided, however, that the Developer shall be entitled at a minimum to any and all credits granted by City ordinance or policy incident to the providing of effluent disposal sites and/or the construction of wastewater return lines. Such credits shall be earned for construction of wastewater return lines and/or provision of effluent disposal sites, irrespective of whether the City has or makes such wastewater available for reuse. A credit of Four Hundred Sixty Dollars (\$460.00) per connection is currently authorized by §24-70 of the City Code of Ordinances. If the credit for each connection is reduced by City action below Four Hundred Sixty Dollars (\$460.00) or is eliminated then the Developer shall remain entitled to a credit but the maximum aggregate credit recoverable by the Developer utilizing the minimum credit established herein shall be Five Hundred Thousand dollars (\$500,000.00). For purposes of this calculation, the minimum credit shall be Three Hundred Thirty Dollars (\$330.00) per unit. Until the City's comprehensive wastewater treatment plan is fully implemented in accordance with the terms of the existing consent order, and any modifications thereto, the amount of sewer capacity available to the project may be limited or otherwise restricted. Additionally the City has made available wastewater system capacity to certain property owners pursuant to Resolution 86-14 and system capacity allocated in accordance, therewith may impose a limiting factor on capacity available for this project. Notwithstanding these facts, the City guarantees the Developer and Phase II sewer treatment capacity sufficient to serve a minimum of 150 dwelling units per year, cumulative, commencing on the effective date hereof. In no event shall the cumulative and unused capacity exceed that required to service 450 dwelling units, provided that the calculation of this cumulative limitation shall not include the prepaid but unused sewer and water impact fees hereinafter described.

The parties presently have in existence an agreement regarding sewer service between them dated August 4, 1981, as amended by an addendum dated August 3, 1982. This water and sewer agreement shall terminate on the effective date hereof. The Developer shall make no further payments thereunder. The City acknowledges that the Developer has a credit for 185 prepaid and unused sewer and water impact fees which may be utilized by it at any time, regardless of whether the impact fees may be subsequently increased. Passage of this Development Order resolves all matters between the City and the Developer relating to the aforescribed agreement including, without limitation, any matters that were to be the subject of arbitration proceedings.

H. The project development is not located in an area of critical State concern as described pursuant to Section 380.05 Florida Statutes.

I. The project will not unreasonably interfere with the achievement of objectives of any adopted State land development plan applicable to the area.

J. Fire service needs for the project result in an impact to the City greater than that of certain other properties because of the imposition of SR 584 between the existing fire suppression facilities of the City of Oldsmar and the lands comprising the project. This geographical situation has the effect of increasing response times for fire service vehicles, and if the City ultimately re-establishes police service within the City it would have the same effect on the provision of police services. The existence of the project will increase the fire suppression demands on the presently existing fire department. Because of this impact on the City Fire Department, this project will be required to offset the negative impacts of the project relative to fire suppression services as is set forth in the terms of this Development Order.

K. Comprehensive review of the impacts generated by the project has been conducted by the City and the TBRPC.

L. This Development Order is consistent with the report and recommendations of the TBRPC, and satisfies the provisions of Section 380.06(14), Florida Statutes, as amended.

M. The City has established land development regulations, including zoning, site plan review and subdivision regulations and, pursuant to these land development regulations, has the necessary and adequate authority to monitor, administer and enforce the provisions of this Development Order. A Master Drainage Plan for original Phases I and II of the project dated September 1980 has been previously submitted to the City and formed a portion of the previous Development Order. The balance of the project site requires an expansion of the Master Drainage Plan to show drainage for the entire site. Since the submission of the Master Drainage Plan in September 1980 conditions relative to the project have changed and physical conditions relative to the site have changed, physical conditions relative to abutting properties have changed, and the Southwest Florida Water Management District (SWFWMD) and DER rules, procedures, and regulations relative to the retention and discharge of stormwater have changed. For these reasons the submittal of a new and updated Master Drainage Plan to the City, to Pinellas County and to the TBRPC is necessary.

N. The Development will have a negative impact on the roads serving the project, particularly SR 584, and it is necessary to mitigate the negative impacts of this proposed development on transportation facilities within and without the City of Oldsmar.

Section 3. Conclusions of Law. That the City Council, having made the above findings of fact, reaches the following conclusions of law:

A. These proceedings have been duly conducted pursuant to applicable laws and regulations, and based upon the record in

this proceeding, the Developer is authorized to conduct development as described herein, subject to the review procedures, requirements, conditions, restrictions and limitations set forth herein.

B. That review by the City Council reveals that impacts are adequately addressed pursuant to the requirements of Section 380.06 Florida Statutes, within the terms and conditions of the Development Order.

C. The development will not unreasonably interfere with the achievement of the objectives of the adopted State land development plan applicable to the area.

D. The development is consistent with local land development regulations.

Section 4. Order. That, having made the above findings of fact and drawn the above conclusions of law, it is ordered that the ADA is hereby approved, subject to the following review procedures, requirements, conditions, restrictions and limitations:

A. The development of the project is approved consistent with the description of development presented in Exhibit "B" and Exhibit "C" as modified by this Development Order; and subject to the site plan review procedures, zoning codes and criteria, as well as all other applicable provisions of the City of Oldsmar Code of Ordinances as they now exist or may hereafter be amended, subject, however, to the limitations of Section 5 J hereof. In particular, a preliminary site plan/subdivision plat shall be submitted for each tract, and individual final site plans for each tract shall be consistent therewith. Exhibit "C", together with the terms of this Development Order, satisfies all requirements relating to the master development plan required under Section 409 of the City's zoning ordinance. All provisions of the City ordinances and regulations, including the preliminary and final site plan/platting process, shall be complied with as to any sub-development area. The development of the lands shall

be done in such a manner so as to provide all necessary infrastructure and utility systems, road networks, effluent re-use and disposal system and other required services to the project, on a coordinated basis and in accordance with the ability of the City to provide such services and with the funding capabilities of the City as to any portions of the project for which City services must be extended, and as to any existing consent orders then in effect between the City and the DER relative to sewer capacity.

B. The project consisting of the lands as described in Exhibit "A" (Phase II) may be developed to a total of no more than 1,522 residential units.

C. The school site as reflected on the Revised Master Plan (Exhibit "C") designates a parcel totalling approximately 30 acres of upland property which is suitable for use by the Pinellas County School Board for a school site along with other contiguous conservation land as may be authorized by the City. If soil testing/engineering on the site determines that it is not suitable for a school, the Developer will then make available another site that with appropriate testing, is found to be suitable for a school. Such designation shall serve no other purpose than to indicate the Developer's agreement (i) to make the site available at a price to be agreed upon with the School Board, which price shall be less than fair market value, and (ii) to construct a road from proposed Forest Lakes Boulevard of at least two 12 foot lanes to provide access and utilities to the boundary thereof, all within five years of the later of (x) the effective date of this Development Order or (y) if an appeal hereof is taken, the finalization of such appeal proceedings.

D. As full discharge of its obligation to comply with the community parkland portion of the parkland dedication ordinance of the City, the Developer shall convey by general warranty deed without encumbrances or restrictions except zoning restrictions and rights-of-way or access easements of record to the City the

property designated as "Park" in Exhibit "C" containing approximately 40 acres of which approximately 25 acres are uplands. The deed to such property shall be delivered with a title insurance policy reflecting good and marketable title in an amount not less than the fair market value of such lands. The neighborhood park requirements for Phase II will be determined for each site plan as to credits and choice of land or money. Conveyance to the City shall be executed within 120 days after the latest to occur of: (i) adoption of this Development Order; (ii) expiration of the appeal period if no appeal is taken; and (iii) the conclusion of any appeal which may be taken.

E. All potable water to the subject property shall be furnished by the City in accordance with City ordinances and regulations, subject to any restrictions placed on the City by Pinellas County, the City of St. Petersburg, and any other water supplier or any regional authority.

F. The Developer shall transfer, convey and otherwise dedicate to the City, its successors and assigns, a perpetual right, easement and privilege to operate, maintain, repair or replace all water and sewer lines, effluent return lines, pipes, connections and pumps within, over, upon and through the Developer's property in connection with supplying water and sewer services to the inhabitants, occupants and customers of the project and to secure from each mortgagee or other lienor, a release of the mortgagee's or lienor's interest in the easement and the personal property thereon. All personal property in public rights-of-way will be conveyed by a bill of sale with warranties of title to the City. All grants of easement, right-of-way dedication and the like shall be free from liens and encumbrances. All water and sewer improvements in City easements and rights-of-way shall be conveyed to the City by bill of sale with warranties. All future water lines will be constructed in accordance with sound engineering practice and in accordance with City standards uniformly applied and located within dedicated or

deeded rights-of-way or easements. Utility line locations will be approved by the City prior to installation and as built plans of said utility line locations accurately reflecting the location of such lines will be delivered to the City not later than 90 days from the date of such an installation is completed.

G. The City shall supply sewer service to the subject property. The City is presently preparing a Comprehensive Wastewater Treatment Program for the entire City in accordance with the DER Consent Order. The Developer shall cooperate in accomplishment of goals established by that plan by designing sewer service and effluent return lines in accordance with the terms of that plan and City ordinances and regulations.

The Developer has agreed to cooperate with the City to provide for both short term and long term wastewater effluent disposal on the project. The Developer will work with the City to achieve the goal set forth in the Consent Order entered into between the DER and the City.

H. The Developer shall be responsible for the identification, design and construction of all necessary outfalls outside the property's boundaries to ensure the adequate and appropriate drainage of the subject lands without negative impact on abutting or downstream properties. The Developer will contribute the sum of Forty Thousand Five Hundred Dollars (\$40,500.00) for the purpose of providing its proportionate share of a drainage study. These funds will be paid and delivered to the City not later than 30 days from the effective date of this Development Order.

Within 120 days after the effective date of this Development Order, the Developer shall furnish to the City an approximate legal description of all DER jurisdictional wetlands by "digitizing" the boundary lines shown on Exhibit "H" attached hereto. Upon submittal of each individual site plan, the Developer shall submit to the City a certified survey of all DER jurisdictional wetlands and wetlands defined by the SWFWMD as

required to be protected. These shall be designated as preservation or conservation areas in the master plan.

The Developer shall provide a natural buffer zone around all preservation/conservation areas to provide an upland transition into the wetland areas and to protect the natural systems from developmental impacts. The buffer areas shall consist of appropriate vegetation to protect the water quality of the wetlands and shall be delineated by staking and flagging prior to construction. Unless approved by the City of Oldsmar, DER or SWFWMD no dredging, filling or development activities shall be allowed within the preservation areas, and activities within the conservation areas and the buffer areas shall be limited to treated wastewater disposal facilities, stormwater management outfall structures, and roadways. Wetlands shall remain in their natural state and may be used for stormwater retention/detention or wastewater effluent disposal, where appropriate and permitted. During construction, buffer areas shall be protected to insure that they are not disturbed or accidentally altered.

Master Drainage Plans shall be submitted to the City no later than 180 days from the effective date of the Development Order and shall be prepared using the design guidelines and criteria for drainage facilities and lake management as set forth in the ADA and shall be submitted to TBRPC for review. Master Drainage Plans will be subject to City approval consistent with City, SWFWMD, and DER requirements, as applicable at the time of final site plan approval. The City shall accept no site plan for any development on the project until such time as the Master Drainage Plan has received approval by the City, which approval shall not be unreasonably withheld. In addition to the requirements for compliance with the regulations of DER, SWFWMD, and the City, provisions for lake design and management shall include at least the following:

1. Final lake staging shall be designed to be compatible with adjacent wetland systems.

2. Lakes shall discharge into adjacent wetlands for the transmission of stormwater flow but not for the water quality treatment of stormwater after the first one-half inch of stormwater runoff at a rate not to exceed the predevelopment rate.

3. Discharge must pass through filtration or littoral shelves or isolated wetland systems meeting DER treatment specifications prior to release into DER contiguous wetland systems.

4. Littoral shelves shall provide a seven to one (7:1) slope along lake shoreline abutting wetlands and a four to one (4:1) slope on other lake shoreline adjacent to development areas.

5. The Developer shall assume responsibility for maintaining the lakes as functioning parts of the drainage systems or provide for a suitable mechanism for homeowner association maintenance with appropriate enforcement mechanisms and a mechanism acceptable to the City enabling the City to require the homeowners association to act if the homeowners association fails to act appropriately.

6. The lake levels in the project shall be regulated by control structures in a manner to simulate as far as practicable, established natural hydroperiod water level fluctuations.

I. The City will provide all normal and customary City services to the subject property for police, fire, EMS and utilities as are generally provided within the City. At the time of submittal of preliminary site plans, the City shall review the adequacy of the roads, water system, sewer system, fire protection, police and other municipal services to serve the portion of the project sought to be developed.

With respect to the City's burn ordinance, the City Council finds that the terms and conditions of this Development Order justify relief from the burn permit fees required therein;

however, compliance will be required with all other provisions of that ordinance. Accordingly, the City Council finds that as long as development takes place in accordance with the terms and conditions of the Development Order, this development shall be deemed to be in full compliance and to have satisfied the City's burn ordinance. Because of the geographical location of the project relative to existing fire suppression facilities as is hereinabove referred to and in recognition of the Council's grant of relief from the City's burn ordinance, the Developer shall pay to the City the sum of Seventy-Five Thousand Dollars (\$75,000.00) as its contribution toward construction of a second City fire station for the purposes of adequately serving the project with fire and, when appropriate, EMS service. Said fund shall be paid within 120 days of written notice from the City, said notice to be given only after the City Council has directed the City Manager to advertise for bids for construction of the fire station. If no contract for construction of a fire station has been awarded by the City within 90 days after the payment by the Developer, then the payment shall be refunded to the Developer by the City upon written request of the Developer therefor but if such a refund is made the Developer shall be obligated again to make such payment at such time as a contract for construction of the fire station is awarded.

J. Mitigation of Traffic Impacts on Regional Roadways.

Prior to granting approval for the final site plans for land north of the Florida Power right-of-way, the City shall determine that adequate provision has been made for mitigation of project impacts on the locations of the regional thoroughfare system identified in Exhibit "D". As one option, adequate provision for mitigation of project impacts shall be satisfied by obtaining acceptable assurances that improvements identified in Exhibit "D" have been completed, are under construction or are included in the adopted Transportation Improvement Program of the responsible public entity and are scheduled for construction.

A determination that a private entity has constructed, or is constructing, or is committed to fund improvements that are not included in an adopted Transportation Improvement Program in the manner described in the preceding paragraph above shall also constitute adequate provision for mitigation of project impacts, provided, however, that the commitment shall be secured by a letter of credit or similar security and shall require construction to commence within two (2) years. Without funding commitments for these improvements, construction permits shall not be issued for land north of the Florida Power right-of-way.

As a second, and separate, option, adequate provision for mitigation shall also be satisfied by the pipelining of the Developer's monetary mitigation of transportation impacts into actual construction of regionally significant roadways and dedication of rights-of-way therefor as is set forth hereinbelow. Under this option, Phase II approval is hereby granted based upon the Developer's commitment to fund or construct or dedicate the right-of-way for specific regional facilities as mitigation for the project's impact on the transportation network. These commitments are listed on Exhibit "E" attached hereto. Developer's commitment to complete the construction of a four lane section of Forest Lakes Boulevard as described in paragraph A.1 on Exhibit "E" includes a commitment to build irrespective of the cost of the construction and to commence construction at such a time as to complete construction no later than the developer of Cypress Lakes DRI completes construction of the second two lanes of the East-West Road, all as described in the development order for Cypress Lakes. In all events, however, the Developer shall have commenced its construction of the described section of Forest Lakes Boulevard within two and one-half years after the effective date hereof and such construction shall be completed within four years after the effective date hereof. The Developer's construction commitment shall be secured by an irrevocable letter of credit issued to the City by Pioneer

Savings Bank (or other financial institution reasonably acceptable to the City) in the amount of \$662,750 and in a form reasonably acceptable to the City. The letter of credit shall be delivered to the City no later than thirty (30) days following the effective date hereof.

As part of this "pipelining" option, during Phase II, the Developer shall dedicate, at no cost to the City of Oldsmar or Pinellas County, Florida, as appropriate, the following rights-of-way:

1. A 150 foot wide right-of-way for Forest Lakes Boulevard as described in Paragraph B of Exhibit "E". Prior to completion of Phase II, Developer shall have designed this link as a four lane divided rural road section and shall have constructed at its sole cost the westerly two lanes thereof.

2. A 100 foot wide right-of-way for the "southerly" east-west road connecting Forest Lakes Boulevard and East Lake Woodlands.

3. A 100 foot wide right-of-way for the "northerly" east-west road connecting the eastern and western boundaries of the project.

Each dedication shall be made as and when the alignment for each such roadway is determined by the Pinellas County MPO. Developer will conduct its development activities in such a manner as to preserve the potential rights-of-way from development.

The Developer's estimated proportionate share amount for transportation improvements for Phase II is \$2,723,890 as shown on Exhibit "F". In order to satisfy its proportionate share requirement of needed road improvements and its transportation impact fees the Developer shall fulfill its commitments as described in the "pipelining" option.

The Developer shall receive full credit as allowed by Pinellas County or the City, as appropriate, for the cost of any right-of-way, engineering and design, or construction of or

contribution toward any transportation improvements required to mitigate the impacts of this project, over and above those expenditures which would have been necessary for this project's sole benefit, including but not limited to those improvements listed in Exhibit "E" and any other transportation improvement needed to satisfy the requirements of Rule 9J-2.026, F.A.C., if such credits are in accordance with the Pinellas County Impact Fee Ordinance.

K. The Developer has previously prepared an interior lake management plan, said plan prepared by Post, Buckley, Schuh & Jernigan, Inc., dated September 1980 titled "Forest Lakes, Lake Management Plan, Phases I and II," to provide for future proposed lakes to become functional biological units recognizing their primary purpose of providing retention for drainage waters and effluent return waters. This plan is incorporated into this Development Order by reference. The plan shall be followed as a minimum requirement for the project and shall be updated and/or expanded to include the wetlands effluent disposal areas as determined by the City. Such update and/or expansion shall be accomplished not later than 180 days following written notice by the City requiring such modifications to the plan. The interior lake management plan for the project shall be administered by the review and application of DER and SWFWMD as their authority applies to the lands within the project and shall comply with all City ordinances and regulations appropriate to the subject.

L. Any historical or archaeological resources discovered during construction or other development of the property shall be reported to the City of Oldsmar and the Florida Division of Archives, History and Records Management, and the disposition of such resources shall be determined by the Division of Archives, the City of Oldsmar or Pinellas County, as appropriate.

M. At the time of submittal to the City of each site plan for development of a portion of the site, the Developer shall advise in writing the Pinellas County Department of Environmental

Implementation and effectiveness of the mitigation measures shall be verified in the subsequent annual report.

3. All mitigation measures identified in the approved abatement plan shall be in place prior to the issuance of any Certificates of Occupancy for development beyond the 1,863rd dwelling unit (including Phase I). The Developer, its heirs and assigns shall be required, at minimum, to employ the fugitive dust emission abatement procedures referenced in the ADA.

P. The Developer will design and construct bicycle/pedestrian pathways along all collector and arterial roadways within or abutting the project, including regional roadways. No bicycle paths will be required on roads ending in a cul-de-sac from the point of intersection with another road unless such road provides access to a public area.

Q. All residential, areas whether single family or multi-family, shall contain appropriate provision for the parking of recreational vehicles, boats, trailers and other such vehicles, in a suitably enclosed and protected area, to be operated by a homeowners association or other appropriate mechanism to be approved by the City. All residential areas shall be controlled by the covenants, which covenants shall provide that there shall be no parking of recreational vehicles or boats or trailers anywhere within such residential areas except in an area set aside for such purpose or within an entirely enclosed building.

R. All irrigation in the project shall be accomplished by nonpotable water, if made available by the City, with the use of wastewater effluent return lines as the primary choice of water for irrigation. Within 180 days of availability of wastewater effluent, all potable water irrigation for any portion of the project served by on-site effluent return lines shall terminate and thereafter, all irrigation shall be with wastewater effluent.

S. The Developer shall construct sidewalks along the west side of Forest Lakes Boulevard simultaneously with the

construction of the road improvements described in Paragraph B of Exhibit "E". At the time that it constructs any roads required to be constructed to service its project or under the terms of this Development Order, Developer will relocate any utilities as required by sound engineering practice and in accordance with City standards uniformly applied when the construction of such roads is in progress. All such utility relocation will be at the sole cost of the Developer. In no event shall the Developer be required to relocate the major water transmission main now serving Forest Lakes.

T. In order to better serve the project, the City has acquired a site for a maintenance facility on Dunbar Avenue within the City. As its fair share contribution to the acquisition and construction of such facility, the Developer agrees to pay to the City the sum of Thirty-Seven Thousand Five Hundred Dollars (\$37,500.00) within 90 days from the date that the City Council has authorized the City Manager to advertise for bids for the construction of such facility. If no contract for construction of the maintenance facility has been awarded by the City within 90 days after the payment by the Developer, then the payment shall be refunded to the Developer by the City upon written request of the Developer therefor but if such a refund is made the Developer shall be obligated again to make such payment at such time as a contract for construction of the maintenance facility is awarded.

U. New City Hall

The Developer shall contribute a total of \$125,000 to the City to be used for acquisition and/or construction of a new City Hall. The payments shall be made as follows:

a. Within 18 months from the effective date of this Development Order, the sum of \$37,500 shall be paid.

b. Within 36 months from the effective date of this Development Order, the sum of \$37,500 shall be paid.

c. Following the second payment of \$37,500, the Developer shall pay the sum of \$200/unit for the next 250 units.

d. Notwithstanding "c" above, any amount still due the City shall be paid within 60 months from the effective date of this Development Order.

v. Within 180 days of the later of (i) expiration of the appeal period of the Development Order, or (ii) if an appeal is taken, conclusion thereof, the Developer shall lease to the City for consideration in the amount of \$1.00 per year, 115 acres m.o.l. shown on Exhibit "G" as Treatment Wetlands to be utilized by the City for effluent disposal until August 15, 2002. At the expiration of the lease, the Developer shall convey to the City substantially the same lands covered by this lease. Title shall be conveyed in fee simple for consideration in the amount of \$1.00.

w. Prior to the submission of any site plans for the project, the Developer will provide to the City a master water and sewer plan for the expansion of proposed facilities to serve Phase II.

x. With respect to "aquatic lands" as they are defined under the appropriate City ordinances, the City hereby allows mitigation and permits the disturbance, modification and elimination of all such "aquatic lands", except such lands as are or may be jurisdictional and thereby non-disturbable by appropriate state or county administrative actions. This Development Order constitutes a specific finding by the City Council that said aquatic lands, except to the extent protected by such other administrative action are not of a nature deserving continued protection and the elimination of these aquatic lands will not adversely affect other aquatic lands within the City and that if such lands are not eliminated a significant hardship will inure to the property owner. As to those lands that are jurisdictional and thereby undisturbable, the City will, as specific legal descriptions therefore are generated by Developer,

either rezone such lands as "open space/preservation" or similarly restrict the use thereof by way of site plan condition.

Y. In each instance in this Development Order where the Developer is responsible for ongoing maintenance of facilities in Forest Lakes, the Developer may transfer any or all of its 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 City Council, or if required by any other affected governmental agency, upon determination that the entity in question can and will be responsible to provide maintenance as required in this Development Order, which approval shall not be unreasonably withheld.

Z. The terms and provisions of Section 2, paragraphs G and M are incorporated herein by reference.

Section 5. Administration. The following procedures and requirements will apply to the on-going administration of this Development Order.

A. The Developer shall submit an annual report on the DRI to the City, the TBRPC and the DCA not later than sixty (60) days following the anniversary of the effective date of this Development Order for each year up to and including such time as all terms and conditions of this Development Order are satisfied or the same has expired by its terms, whichever is earlier. Such report shall be submitted for review by the City Council to ensure compliance with the terms and conditions of this Development Order. The Developer shall be notified of any City Council hearing wherein such report is to be reviewed, provided, however, that receipt and review by the City Council shall not be considered a substitute or a waiver of any terms or conditions of the Development Order. Each report shall contain:

1. A description of all development activity conducted pursuant to the Development Order during the year immediately preceding the submission of the annual report;

2. A description of all development activities proposed to be conducted under the terms of this Development Order for the year immediately subsequent to the submission of the annual report.

3. A statement listing anticipated applications for development approvals or permits required pursuant to applicable regulations which the developer proposes to submit in the year immediately following the submittal of the annual report.

4. A statement setting forth the name and address of any assignee or successor in interest to the Developer in its capacity as a developer of the project or any portion thereof; and

5. A statement that all persons have received copies as required by Florida Statutes.

It is the intent of this requirement that the submittal of the annual report shall be in addition to and not in lieu of any submittal requirements for an annual report as promulgated by the DCA.

B. Further review pursuant to Chapter 380, Florida Statutes, will be required if a substantial deviation, as defined by Chapter 380, Florida Statutes, occurs. The Developer shall be given due notice of, and an opportunity to be heard at, any hearing to determine whether a proposed change to the development is a substantial deviation. Substantial deviation may occur by failure to comply with the conditions of this Development Order (other than the failure by the City), failure to follow the plans and specifications submitted in the ADA and supplementary information, or by activities which are not commenced (other than by the City) until after the expiration of the period for commencement established by this Development Order.

C. The City Manager of the City of Oldsmar shall be responsible for monitoring all the terms and conditions of this Development Order. The City Manager may rely upon or utilize information supplied by any City of Oldsmar department or agency having particular responsibility over the area or subject involved. The City Manager shall report to the City Council any findings of deviation from the terms and conditions of this Order. The City Manager shall issue a notice of such noncompliance to the Developer and if the deviation is not corrected within a reasonable amount of time, the City Manager shall recommend that the City Council conduct a hearing to consider such deviations and to make a determination whether the deviation is substantial pursuant to Florida Statutes. The Developer shall be given reasonable notice of any such hearing and shall be given an opportunity to respond.

D. The Development Order shall remain in effect for a period of seven (7) years from the effective date hereof. Any development activity, wherein plans have been submitted to the City for its review and approval prior to the expiration date of this Development Order, may be completed, if approved. Nothing in this Resolution shall deny the Developer, its successors or assigns, the right to petition for an amendment to this Resolution if any of the factual situations which form the basis for the conclusions reached in this Development Order by the City or form the basis for the recommendation of the TBRPC or other reviewing governmental agencies have changed significantly.

E. This Development Order shall be binding upon the Developer, assigns or successors in interest.

F. Any reference herein to any governmental agencies shall be construed to mean any future instrumentality which may be created or designated as successor in interest to, or which may otherwise possess any of the powers and duties of any referenced governmental agency in existence on the effective date of this Development Order.

G. The City Clerk is directed to send copies of this Development Order, within five (5) days of the effective date of this Resolution, to the Developer, the DCA and the TBRPC.

H. The Developer shall record with the Clerk of the Circuit Court for Pinellas County, Florida, a notice of adoption of this Development Order as required pursuant to Section 380.06(15) (f), Florida Statutes, and shall furnish the City Clerk a copy of the recorded notice.

I. This Development Order shall be deemed rendered upon transmittal of copies of this Development Order to the recipients specified in Chapter 380, Florida Statutes.

J. Conflict with other statutes, Ordinances and Regulations.

1. Nothing contained in this Development Order shall be deemed to limit in any manner whatsoever the right of the City Council of the City of Oldsmar, now or in the future, to amend its development regulations, building codes, zoning codes, land use plans, or in any way preclude the City Council from enacting laws and ordinances for the protection of the public health, safety and welfare in any manner that it could otherwise do if this agreement was not in existence.

2. Notwithstanding the above, for a period of seven (7) years from the effective date of this Development Order, the project shall not be subject to down zoning, unit density reduction, or intensity reduction or would result in or effectuate a change in the low density and medium density mix or allocation, or both, shown on Exhibit "C," unless consented to by Developer, or unless the City can demonstrate that substantial changes and the conditions underlying the approval of the Development Order have occurred or that this Development Order was based on substantially inaccurate information provided by the Developer or that the change is clearly established by the City to be essential to the public health, safety or welfare..

K. This resolution and Development Order shall not be construed as an agreement on the part of the City to exempt the Developer, its successors and assignees, from the operation of any ordinance or regulation now in effect or hereinafter adopted by the City for the purpose of the protection of the public health, welfare, and safety, which said ordinance or regulation shall be applied generally and equally throughout the City of Oldsmar and which said ordinance or regulation is not calculated to impair or otherwise frustrate the project herein approved.

L. Developer and the City acknowledge that market conditions will control in determining the single family/multi-family mix of the project. The project is now zoned Residential Planned Development, RPD, which zoning may or may not be appropriate to certain portions of the project as its format ultimately is determined. Accordingly, the Developer may petition the City for any zoning changes and such changes shall be granted, so long as the following conditions are met:

1. The use remains residential or such other use as is permitted in the applicable residential zone.

2. The maximum density per upland acre for any individual tract of land shall not exceed five (5) units per acre on those areas identified as low density residential or fifteen (15) units per acre on those areas identified as medium density residential on Exhibit "C" attached.

3. The maximum number of dwelling units shall not exceed 2,263 units for the entire Forest Lakes project or 1,449 units in Phase II of the project.

4. The overall density of the project shall not exceed 3.5 units per gross acre.

The Developer and the City agree that no development above 1,449 units will be allowed in Phase II of the project. Should less than 814 units be constructed in Phase I the remaining units may be transferred to Phase II of the project, in which event

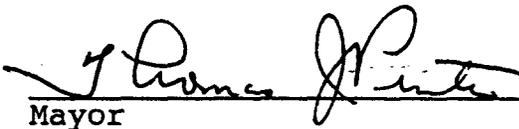
more than 1,449 units may be built in Phase II (but not more than 1,522 units).

Section 6. Plan Conformancy. The City does hereby certify that the measures contained in this resolution are consistent with and in conformance with the City's Comprehensive Plan and individual elements thereof adopted pursuant to the LGCPA.

Section 7. Severability. Should any part or provision of this Resolution be declared by a court or administrative agency of competent jurisdiction to be invalid, the same shall not affect the validity of the Resolution as a whole, or any part thereof, other than the part declared to be invalid; provided, however, that any such finding of invalidity shall automatically authorize the City, the TBRPC, the DCA or the Developer to request a determination under the provisions of Chapter 380, Florida Statutes, relative to substantial deviation.

Section 8. Effective Date. This Resolution shall become effective immediately upon the rendering hereof to the DCA and the TBRPC by the City, following execution by the Developer, provided, however, when the term "effective date" or words of similar import are used elsewhere in this Development Order, such term or words shall in all instances mean the later of expiration of the statutory appeal period applicable hereto or, if an appeal is filed, the conclusion thereof.

PASSED AND ADOPTED BY THE CITY COUNCIL OF THE CITY OF OLDSMAR, FLORIDA, THIS 14<sup>th</sup> DAY OF JUNE, 1988.

  
\_\_\_\_\_  
Mayor

ATTEST:  
  
\_\_\_\_\_  
City Clerk

APPROVED AND AGREED TO BY THE DEVELOPER THIS \_\_\_\_ DAY OF

\_\_\_\_\_, 1988.

PIONEER FLORIDA  
DEVELOPMENT CORPORATION

By: \_\_\_\_\_

President

:1:MK:TAJ44  
06088

**EXHIBIT A**

**Forest Lakes Phase II**

**LEGAL DESCRIPTION:**

A tract of land lying within Sections 2, 11 and 12, Township 28 South, Range 16 East, Pinellas County, Florida, and being more particularly described as follows:

Begin at the Southwest corner of said Section 2; thence  $N03^{\circ}24'53''W$ , along the West line of said Section 2, for 2722.56 feet, to the West 1/4 corner of said Section 2; thence  $N03^{\circ}25'13''W$ , for 2722.67 feet, to the Northwest corner of said Section 2; thence  $S89^{\circ}17'03''E$  along the North line of said Section 2, for 2662.39 feet to the North 1/4 corner of said Section 2; thence  $S89^{\circ}12'24''E$  along said North line of Section 2, for 2520.82 feet; thence  $S15^{\circ}54'35''W$ , for 3364.07 feet, to the point of curvature of a curve concave to the East; thence southerly along the arc of said curve, having a radius of 2634.45 feet, a central angle of  $46^{\circ}16'41''$ , an arc length of 2127.86 feet, and a chord, bearing  $S07^{\circ}13'46''E$ , for 2070.49 feet; thence  $S30^{\circ}22'06''E$ , for 2058.90 feet, to the point of curvature of a curve concave to the West; thence southerly along the arc of said curve, having a radius of 1041.74 feet, a central angle of  $86^{\circ}50'39''$ , an arc length of 1578.98 feet, and a chord, bearing  $S13^{\circ}03'14''W$ , for 1432.12 feet; thence  $S56^{\circ}28'33''W$ , for 1250.03 feet, to the point of curvature of a curve concave to the Southeast; thence southwesterly along the arc of said curve, having a radius of 1041.74 feet, a central angle of  $00^{\circ}56'26''$ , an arc length of 162.56 feet and a chord, bearing  $S52^{\circ}00'20''W$ , for 162.39 feet, to a point on the northerly right-of-way line of a FLORIDA POWER CORPORATION right-of-way as recorded in O.R. Book 5267, Page 1993 of the Public Records of Pinellas County, Florida; thence  $N89^{\circ}53'28''W$ , along the North line of said right-of-way for 3687.73 feet, to a point on the West line of said Section 11; thence  $N00^{\circ}49'44''W$ , along said West line for 1190.55 feet to the West 1/4 corner of said Section 11; thence continue along said West line of said Section 11,  $N00^{\circ}49'52''W$ , for 2686.55 feet to the POINT OF BEGINNING.

**LESS AND EXCEPT:** All rights-of-way of record.

Also less and except the following described parcels:

- The West 1/2 of West 1/2 of Northeast 1/4 of Southeast 1/4 of Northeast 1/4;
- The East 1/2 of West 1/2 of Southwest 1/4 of Southeast 1/4 of Northeast 1/4;
- The East 1/2 of East 1/2 of Southwest 1/4 of Southeast 1/4 of Northeast 1/4;
- The West 1/2 of Southeast 1/4 of Southeast 1/4 of Northeast 1/4;

All lying in said Section 11.

Containing 959.8946 acres more or less.

**EXHIBIT "A"**

EXHIBIT B

A correct copy of the application for development approval and sufficiency is on file at the office of the City Clerk for the City of Oldsmar, Florida.

Office of City Clerk  
P. O. Box 100  
S.R. 584 E., Suite 1101  
Oldsmar, Florida 34677



Commitment from responsible entities for improvement/implementation of the following roadways shall be stipulated in any approval of this development. Without commitments for these roadway improvements, construction permits shall not be issued.

- a. Improve the CR 233/SR 580 intersection as follows: Signalization; add one southbound left turn lane; add one exclusive eastbound-to-northbound left turn lane; add one westbound right turn lane. Forest Lakes will contribute 65.8 percent of the summation of critical movements of LOS D during the peak hour.
- b. Improve the SR 580/McMullen-Booth Road (CR 593) intersection as follows: Add one northbound and one southbound through lane; add one eastbound right turn lane and one westbound through lane. Forest Lakes will contribute 16.8 percent of the summation of critical movements of LOS D during the peak hour.
- c. Improve the SR 580/Countryside Boulevard intersection as follows: Add one northbound right turn lane. Forest Lakes will contribute 5.9 percent of the summation of critical movements of LOS D during the peak hour.
- d. Improve the SR 586/McMullen-Booth Road (CR 593) intersection as follows: Add one northbound through lane and one southbound right turn lane; add one eastbound-to-northbound left turn lane. Forest Lakes will contribute 11.2 percent of the summation of critical movements of LOS D during the peak hour.
- e. Improve the SR 586/SR 584 intersection as follows: Add one eastbound and one westbound through lane. Forest Lakes will contribute 24.9 percent of the summation of critical movements of LOS D during the peak hour.
- f. Improve the SR 584/CR 233 intersection as follows: Signalize; add one northbound through lane; add one eastbound-to-northbound left turn lane; add one eastbound and one westbound through lane. Forest Lakes will contribute 53.2 percent of the summation of critical movements of LOS D during the peak hour.
- g. Improve the SR 584/SR 580 intersection as follows: Add one eastbound and one westbound through lane. Forest Lakes will contribute 21.3 percent of the summation of critical movements of LOS D during the peak hour.
- h. Improve the SR 580/Race Track Road intersection as follows: Add one eastbound and one westbound through lane. Forest Lakes will contribute 21.5 percent of the summation of critical movements of LOS D during the peak hour.
- i. Improve the SR 588/McMullen-Booth Road intersection as follows: Add one northbound right turn lane; add one eastbound and one westbound right turn lane. Forest Lakes will contribute 6.9 percent to the summation of critical movements of LOS D during the peak hour.

- j. Improve the SR 584/East Lake Road (CR 77) intersection as follows: Add one northbound through lane; add one eastbound and one westbound through lane; add right turn lanes in each direction. Forest Lakes will contribute 21.9 percent of the summation of critical movements of LOS D in the peak hour.
- k. Increase the capacity of SR 584 from US 19 to East Lake Road (CR 77) by constructing one additional eastbound and one additional westbound lane. Forest Lakes will contribute 23.1 percent of the LOS C daily service volume.
- l. Increase the capacity of SR 584 from CR 77 to SR 586 by constructing two eastbound and two westbound lanes. Forest Lakes will contribute 44.8 percent of the LOS C daily service volume.
- m. Increase the capacity of SR 584 from SR 586 to CR 233 by constructing two eastbound and two westbound lanes. Forest Lakes will contribute 78.9 percent of the LOS C daily service volume.
- n. Increase the capacity of SR 584 from CR 233 to SR 580 by constructing one eastbound and one westbound lane. Forest Lakes will contribute 37.9 percent of the LOS C daily service volume.
- o. Increase the capacity of SR 580 from SR 584 to Memorial Highway by constructing one eastbound and one westbound lane. Forest Lakes will contribute 39.4 percent of the LOS C daily service volume.
- p. Increase the capacity of CR 233 (Forest Lakes Boulevard) from SR 584 to the northern edge of the property by constructing one additional northbound and one additional southbound lane, creating a four-lane, divided, section. Forest Lakes will contribute 156 percent of the LOS C daily service volume.
- q. Increase the capacity of the SR 580 (Oldsmar-Safety Harbor Bridge) by replacing the existing low trestle with a four-lane divided structure. Forest Lakes will contribute 39.3 percent of the LOS C daily service volume.
- r. Increase the capacity of SR 580 from CR 233 to the east approach of the SR 580 bridge by constructing one additional eastbound and one additional westbound lane. Forest Lakes will contribute 15.9 percent of the LOS D service volume.
- s. Increase the capacity of SR 580 from SR 590 to CR 593 by constructing one additional eastbound and one additional westbound lane. Forest Lakes will contribute 27.8 percent of the LOS C daily service volume.
- t. Increase the capacity of SR 580 from CR 593 to Countryside Boulevard by constructing one additional eastbound and one additional westbound lane. Forest Lakes will contribute 12.8 percent of the LOS C daily service volume.
- u. Increase the capacity of SR 586 from SR 584 to CR 593 by constructing one additional eastbound and one additional westbound lane.

- Forest Lakes will contribute 23.8 percent of the LOS C daily service volume.
- v. Increase the capacity of SR 586 from CR 593 to US 19 by constructing one additional eastbound and one additional westbound lane. Forest Lakes will contribute 16.2 percent of the LOS C daily service volume.
  - w. Increase the capacity of McMullen Booth Road (CR 593) from SR 60 to SR 588 by constructing one additional northbound and one additional southbound lane. Forest Lakes will contribute 10.6 percent of the LOS C daily service volume.
  - x. Increase the capacity of McMullen Booth Road (CR 593) from SR 588 to CR 102 by constructing one additional northbound and one additional southbound lane. Forest Lakes will contribute 13.8 percent of the LOS C daily service volume.
  - y. Increase the capacity of McMullen-Booth Road from CR 102 to SR 580 by constructing one additional northbound and one additional southbound lane. Forest Lakes will contribute 17.0 percent of LOS C daily service volume.
  - z. Increase the capacity of East Lake Road (CR 77) from SR 584 to SR 582 by constructing one additional northbound and one additional southbound lane. Forest Lakes will contribute 14.6 percent of LOS C daily service volume.

**EXHIBIT "E"**

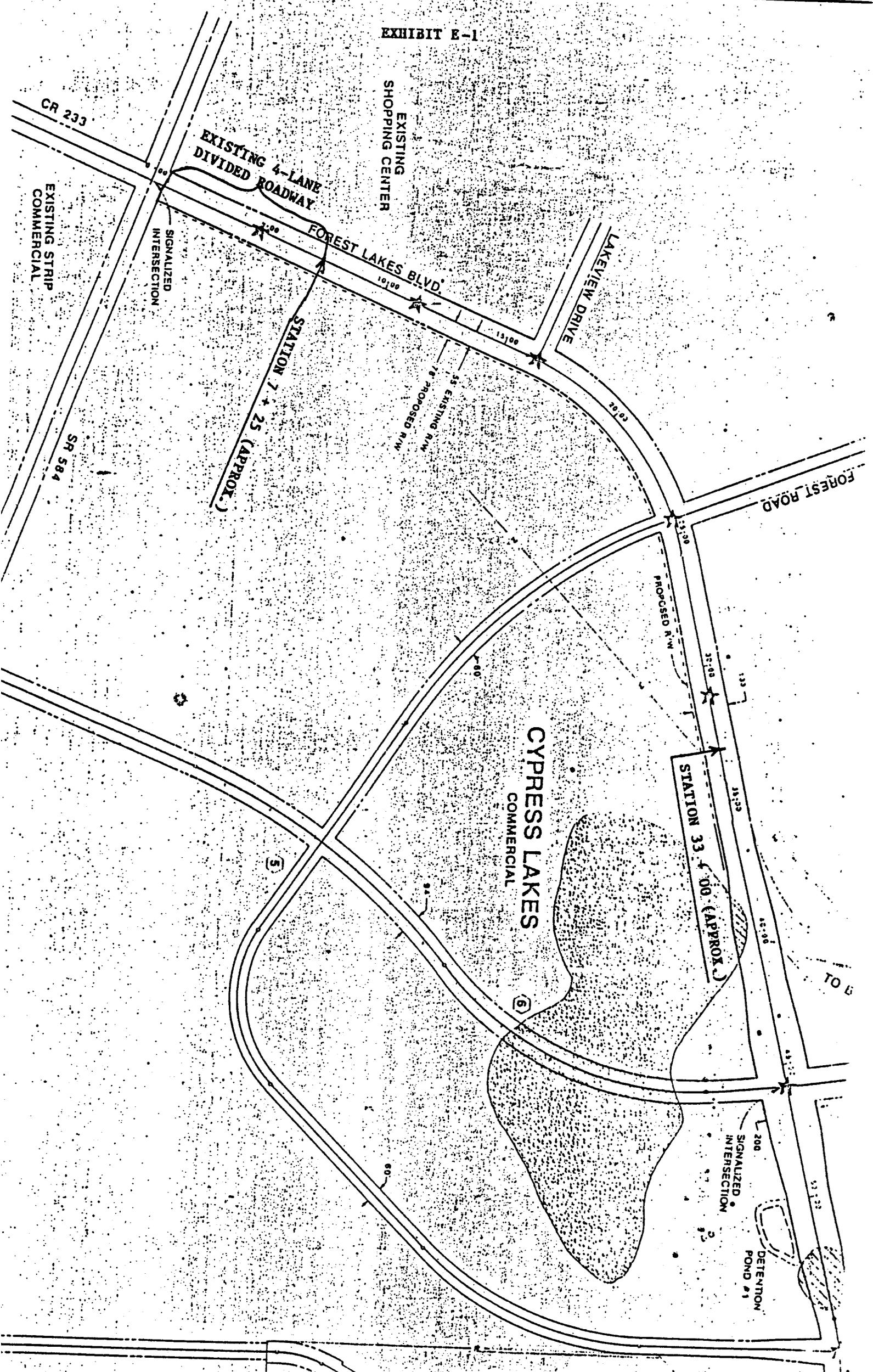
**Transportation Mitigation**

<b>A.</b>	<b>Forest Lakes Boulevard from S.R. #584 to East-West Connector Road</b>	<b>\$ 602,500.00</b>
	(1) Construction to complete 4 lanes, divided-rural*	
	(2) Construction Engineering Inspection	60,250.00
	<b>Sub-Total</b>	<b>\$ <u>662,750.00</u></b>
<b>B.</b>	<b>Forest Lakes Boulevard from North Power Line ROW to North Project Boundary</b>	
	(1) Right-Of-Way Coast (150 feet)	\$5,880,000.00
	(2) Design (PE) (4 lane divided rural)	\$ 382,736.00
	(3) Construction Western 2 lanes - rural)	\$1,913,678.00
	(4) Construction Engineer Inspection (Western 2 lanes-rural)	191,368.00
<b>C.</b>	<b>Northern East-West Road from Cypress Lakes to East Lakes Woodlands</b>	
	(1) Right-Of-Way (100 feet)	1,840,000.00
<b>D.</b>	<b>Southern East-West Road from Forest Lakes Boulevard to East Lake Woodlands</b>	
	(1) Right-Of-Way (100 feet)	<u>739,200.00</u>
	<b>TOTAL</b>	<b>\$11,609,732.00</b>

Costs for items in A and B beyond those required to serve the project exceed \$3,598,000. In addition items C and D are excess to project needs, therefore, the costs of items A through D beyond those required to serve the project exceed \$6,000.00.

\* Construct eastern 2 lanes plus median of previously designed 4 lane roadway for approximately 2575 LF from station 7+25 to station 33+00 as shown on attached Exhibit E-1.

EXHIBIT E-1



EXISTING SHOPPING CENTER

EXISTING 4-LANE DIVIDED ROADWAY

FOREST LAKES BLVD.

LAKEVIEW DRIVE

FOREST ROAD

CYPRESS LAKES COMMERCIAL

STATION 33+00 (APPROX.)

STATION 7+25 (APPROX.)

SIGNALIZED INTERSECTION

SIGNALIZED INTERSECTION

DETENTION POND #1

CR 233

EXISTING STRIP COMMERCIAL

SR 584

TO B

LINK	FROM/TO	IMPROVEMENTS	IMPROVEMENT COST	DISTANCE	TOTAL LINK COST	ENVL 1984	ET DP 1987	ET DP 1987	RESERVE SERVIC	ETIS1 V/C	DVAL 1983	NEW DP 1983	NEW DP 1983	BACK 1983	ROCK + DEV VOL	EX DP 1983	F SHARE	F SHARE
CR 732	US 19 / MC BODTH	1.00 ADD 1 LANE 1.00 ADD 1 LANE	\$200,000 \$500,000	2.00 2.00	\$1,000,000 \$1,000,000	321 615	740 740	820 820	219 125	0.76 0.83	180 58	1800 1600	1710 1710	992 1824	1989 1112	1.33 1.35	0.64 0.65	0.0000 0.0000
SR 504	ENST LANE RD / SR 506	1.20 ADD 1 LANE 1.30	\$200,000 \$500,000	1.20 1.30	\$600,000 \$600,000	538 685	740 740	820 820	212 135	0.71 0.82	253 148	1600 1600	1710 1710	845 1181	1928 1329	1.34 1.62	0.64 0.79	0.0477 0.0151
SR 504	SR 506 / CR 213	1.07 CST 6LD 1.07 CST 6LD	\$2,194,949 \$2,194,949	1.07 1.07	\$2,348,595 \$2,348,595	357 343	740 740	820 820	383 0	0.48 1.27	441 261	2420 2420	2580 2580	1301 1519	1742 1860	2.12 2.29	0.68 0.73	0.0345 0.1483
SR 504	CR 213 / SR 500	1.52 CST 4LD 1.52 CST 4LD	\$1,887,384 \$1,887,384	1.52 1.52	\$2,747,224 \$2,747,224	876 1159	780 780	850 850	0 0	1.12 1.49	132 230	1600 1600	1710 1710	1490 1836	1532 2065	1.80 2.43	0.30 1.21	0.1535 0.2674
SR 506	US 19 / CR 593	1.81 CST 4LD 1.81 CST 4LD	\$1,887,384 \$1,887,384	1.81 1.81	\$3,271,365 \$3,271,365	573 683	740 740	820 820	167 57	0.77 0.92	111 66	1600 1600	1710 1710	856 786	367 82	1.18 1.80	0.57 0.48	0.0000 0.0181
SR 500	PRICE TRACK RO/MEMORIAL HWY	0.54 CST 4LD 0.54 CST 4LD	\$1,887,384 \$1,887,384	0.54 0.54	\$975,987 \$975,987	891 1073	740 740	820 820	0 0	1.20 1.45	121 287	1820 1820	1940 1940	1464 1585	1585 1772	1.93 2.16	0.82 0.91	0.1080 0.1848
SR 500	SR 504 / PRICE TRACK	0.41 CST 4LD 0.41 CST 4LD	\$1,887,384 \$1,887,384	0.41 0.41	\$722,954 \$722,954	1160 917	740 740	820 820	0 0	1.57 1.24	132 289	1820 1820	1940 1940	1447 1647	1579 1856	1.93 2.26	0.81 0.36	0.1179 0.1866
SR 500	MCBODTH / SR 500	1.23 CST 4LD 1.23 CST 4LD	\$1,887,384 \$1,887,384	1.23 1.23	\$2,223,882 \$2,223,882	727 673	740 740	820 820	13 67	0.98 0.91	162 87	1820 1820	1940 1940	754 714	916 881	1.12 0.98	0.47 0.41	0.1330 0.0173
SR 500	MCBODTH / CALMTRYSIDE	1.09 CST 4LD 1.09 CST 4LD	\$1,887,384 \$1,887,384	1.09 1.09	\$1,570,849 \$1,570,849	782 983	740 740	820 820	38 0	0.95 1.33	66 39	1820 1820	1940 1940	1113 922	1179 931	1.44 1.21	0.61 0.51	0.0250 0.0348
CR 213	SR 504 / FOREST LK BLVD	1.00 ADD 2 LANES 1.00 ADD 2 LANES	\$500,000 \$500,000	0.75 0.75	\$375,000 \$375,000	63 62	740 740	820 820	677 678	0.89 0.88	325 544	1600 1600	1710 1710	102 92	1827 636	1.25 0.78	0.60 0.37	0.2894 0.0000

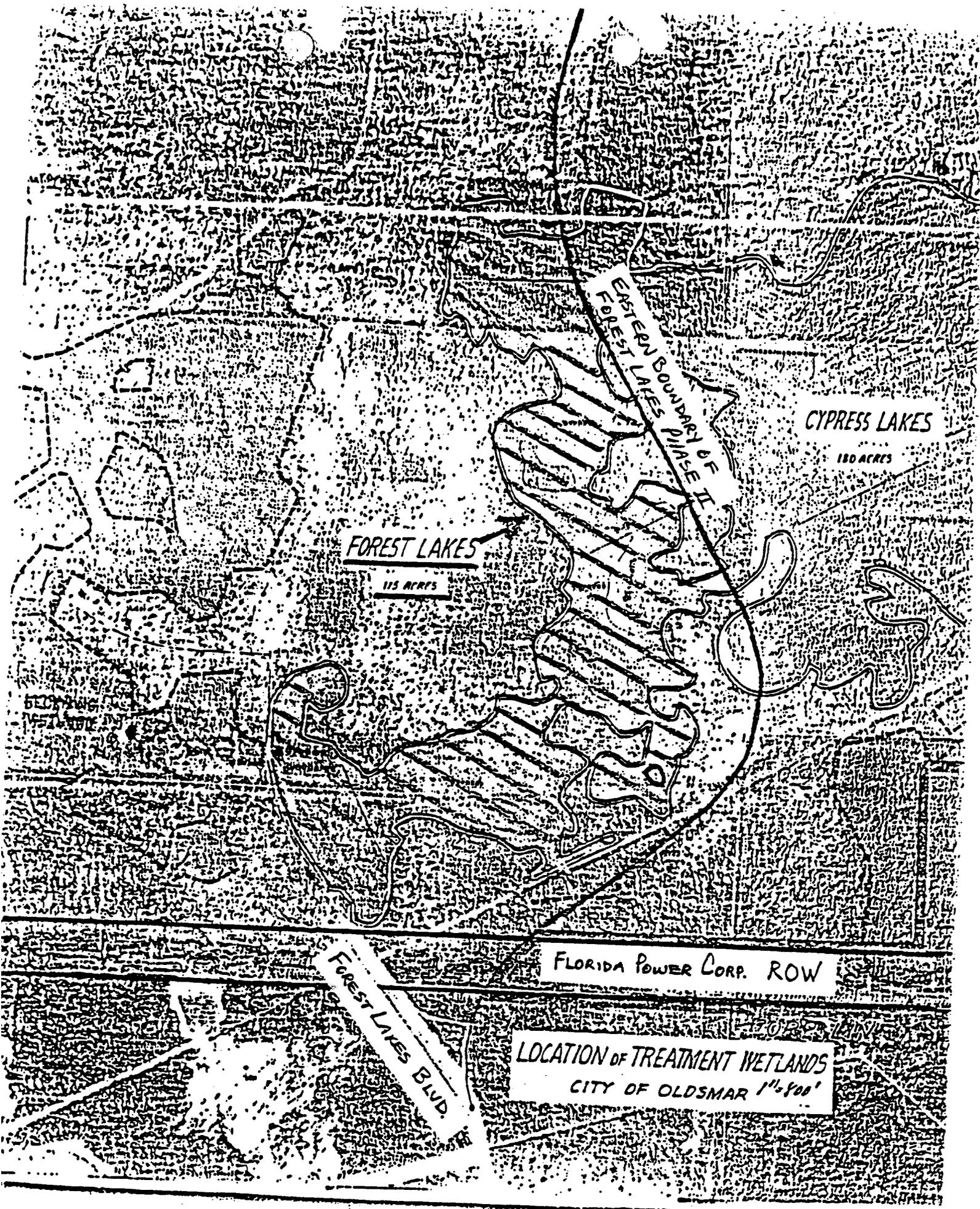


EXHIBIT "G"



## City of Oldsmar

---

April 11, 1990

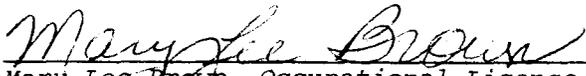
Ms. Suzanne Cooper  
Tampa Bay Regional Planning Council  
9455 Koger Boulevard  
St. Petersburg, Florida 33702

Dear Ms. Cooper:

Enclosed please find a duplicate copy of Resolution 88-34 send to you on October 19, 1988 per your request.

Should I be of further assistance to you in this matter, please do not hesitate to call me.

Sincerely,



Mary Lee Brown, Occupational License Clerk  
City of Oldsmar, Florida

MLB/adk

Enclosures