

#115



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May 2, 2012

Mr. Clayton Bricklemyer
Bricklemyer Smolker & Bolves, P.A.
500 E. Kennedy Blvd. Suite 200
Tampa, FL 33602

RE: Woodland Corporate Center Development of Regional Impact – DRI #115
Build Out Date Extension per HB 7207 & Extension of Time Pursuant to Section 252.363, F.S
and Executive Order Numbers 11-128, 11-172 & 11-202

Dear Mr. Bricklemyer:

We have received your letter notifying the County that you intend to utilize the provisions of House Bill (HB) 7207 to extend the Woodland Corporate Center's build out date and Development Order expiration date by four years.

You have also provided notice that, in addition to the above cited four-year extension, you are utilizing the six-month extension provided for by Section 252.363, F.S and the Governor's Executive Order 11-128 (as extended by Executive Orders 11-172 and 11-202).

The Woodland Corporate Center DRI is a single-phase project with a build out date of December 31, 2012. The date by which development shall not be subject to down-zoning or intensity reduction, is December 31, 2017.

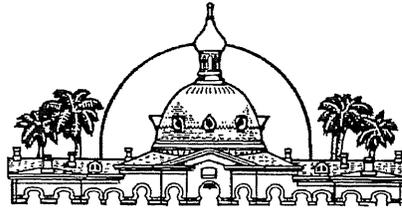
Accordingly, it is acknowledged that the project's build out date is extended to November 6, 2017. The date by which development shall not be subject to down-zoning or intensity reduction, is extended to November 6, 2022.

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

Sincerely,

John E. Healey, AICP

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



Hillsborough County
Florida

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December 23 2009

Mr. K. Clayton Bricklemyer
Bricklemyer Smolker & Bolves
500 East Kennedy Boulevard
Suite 200
Tampa, FL 33602

RE: Woodland Corporate Park, Development of Regional Impact (DRI #115)
Build Out Date Extension

Dear Mr. Bricklemyer:

We have received your request for a two (2) year build out date extension authorized by Senate Bill 360 for development orders with build out dates that expire between September 1, 2008 and January 1, 2012.

The Woodland Corporate Park DRI is a single-phase project with a current build out date of December 31, 2010. Therefore, the Woodland Corporate Park DRI is eligible for the two year extension and the build out date is extended to December 31, 2012. The DO expiration date is also extended by two years to December 31, 2017.

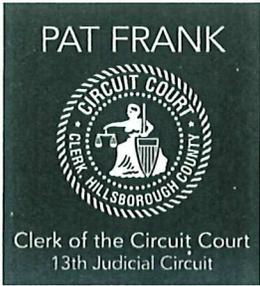
No mitigation has been identified as eligible for extension and only the above-described extensions are approved.

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

Sincerely,

John E. Healey, AICP

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



November 7, 2006

JOHN MEYER DRI COORDINATOR
 TAMPA BAY REGIONAL PLANNING COUNCIL
 4000 GATEWAY CENTER BLVD SUITE 100
 PINELLAS PARK FL 33782

Re: Resolution No. R06-235 - Amended and Restated Development Order for Woodland Corporate Center (DRI #115)

Dear Mr. Meyer:

Attached is a certified original of referenced resolution, which was adopted by the Hillsborough County Board of County Commissioners on October 24, 2006.

We are providing this original for your files.

Sincerely,

Gail M. Letzring
 Gail M. Letzring,
 Manager, BOCC Records

bam
 Attachment
 Certified Mail Receipt # 7002 2410 0001 4265 1720

- cc: Board files (orig.)
- Clayton Brickleymer, Esq., Brickleymer, Smolker, & Bolves, P.A. (orig. ltr.)
- Charles Gauthier, Chief, DCA Bureau of State Planning (orig. ltr.)
- Nancy Y. Takemori, Assistant County Attorney
- John Healy, Senior Planner, Planning & Growth Management
- Deborah Lyons, Community Planner, Planning & Growth Management
- Sandra Davidson, County Attorney's Office
- Christopher Weiss, Property Appraiser's Office
- Mary Mahoney, Management & Budget

AMENDED AND RESTATED DEVELOPMENT ORDER

RESOLUTION NO. R06-235

RESOLUTION OF THE BOARD OF COUNTY COMMISSIONERS OF HILLSBOROUGH COUNTY, FLORIDA, AMENDING RESOLUTION NO. 85-0149, AS AMENDED, TO APPROVE REVISIONS TO THE DEVELOPMENT ORDER FOR THE WOODLAND CORPORATE CENTER DEVELOPMENT OF REGIONAL IMPACT (DRI # 115) AND DETERMINING THAT THE PROPOSED CHANGE DOES NOT CONSTITUTE A SUBSTANTIAL DEVIATION TO THE APPROVED DEVELOPMENT ORDER.

Upon motion, the following Resolution was adopted on this 24th day of October, 2006, by a vote of 6 to 0, Commissioner(s) _____ voting "no".

WHEREAS, on August 27, 1985, the Board of County Commissioners of Hillsborough County (the "Commission") adopted a Development of Regional Impact Development Order pursuant to the provisions of Chapter 380.06, Florida Statutes, approving, with conditions, the Woodland Corporate Center Development of Regional Impact by Resolution No. 85-0149 (as amended, the "Development Order"); and

WHEREAS, the Development Order was amended by the Commission by Resolution No. 90-0028, dated January 30, 1990; by Resolution No. 92-0274, dated November 10, 1992; by Resolution No. 95-0218, dated September 26, 1995; by Resolution No. 97-0195, dated August 12, 1997; by Resolution No. 97-0285, dated November 25, 1997; and by Resolution No. 99-0137, dated July 29, 1999; and

WHEREAS, on March 31, 2006, Liberty Property Limited Partnership ("Developer") filed a Notification Of A Proposed Change To A Previously Approved Development of Regional Impact ("NOPC"), pursuant to Section 380.06(19), Florida Statutes, and incorporated herein by reference; and

WHEREAS, the NOPC proposed to amend the Development Order to extend the build out date of the project by five (5) years to December 31, 2010; to extend the expiration date of the Development Order to December 31, 2015; to reduce certain entitlements and to amend Map H; and

WHEREAS, the Commission, as the governing body of the local government having jurisdiction pursuant to Chapter 380, Florida Statutes, is authorized and empowered to consider amendments to DRIs; and

WHEREAS, the Commission has reviewed the NOPC, as well as all related testimony and evidence submitted by each party and members of the general public, at a duly noticed public hearing held on October 24, 2006.

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

I. FINDINGS OF FACT

A. Developer submitted a Notice of Proposed Change to Hillsborough County requesting an extension of the buildout year of the project for five (5) years to December 31, 2010; an extension of the expiration date of the Development Order to December 31, 2015; a reduction of the phasing schedule entitlements, deleting 8,000 square feet of office, 564,550 square feet of warehouse, 72,500 square feet of retail and 500 hotel rooms, leaving 120,000 square feet of office to be developed by the new buildout date; and an amendment to Map H showing a connection to Manhattan Avenue.

B. The real property that is the subject of the NOPC is legally described as set forth in Composite Exhibit A to the Application for Development Approval ("Application" or "ADA"), attached hereto and made a part hereof by reference.

C. The proposed development is not in an area of critical state concern as designated pursuant to Section 380.05, Florida Statutes.

D. All development will occur in accordance with this Amended and Restated Development Order and Application.

E. A comprehensive review of the impacts generated by the development has been conducted by the Hillsborough County Administration, the Hillsborough County Environmental Protection Commission, the Hillsborough County City-County Planning Commission, and the Tampa Bay Regional Planning Council ("TBRPC").

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

II. CONCLUSIONS OF LAW

A. Based upon the compliance with the terms and conditions of this Amended and Restated Development Order, provisions of the Application as set forth in Composite Exhibit A, the reports, recommendations and testimony heard and considered by the Board of County Commissioners, it is concluded that:

1. The development will not unreasonably interfere with the achievement of the objectives of the adopted State Land Development Plan applicable to the area.

2. The development is consistent with local land development regulations and the adopted local comprehensive plan.

3. The development is consistent with the report and recommendations of the TBRPC.

B. In considering whether the development should be approved subject to conditions, restrictions and limitations, Hillsborough County has considered the criteria stated in subsection 380.06 (13), Florida Statutes, as amended.

C. The review by Hillsborough County, the Hillsborough County City-County Planning Commission, the TBRPC, and other participating agencies and interested citizens indicates that impacts are adequately addressed pursuant to the requirements of Section 380.06, Florida Statutes, within the terms and conditions of this Development Order and the Application.

D. The proposed amendments do not constitute a "substantial deviation" from the Woodland Corporate Center Development Order, pursuant to Chapter 380.06, Florida Statutes.

E. The Developer's Affidavit of Certification, Part I, Item 1 of the Department of Community Affairs Notification of a Proposed Change to a Previously Approved Development of Regional Impact (DRI) Subsection 380.06 (19), F.S., attached hereto as Exhibit 1, affirms that a copy of the NOPC has been delivered to all persons as required by law.

F. The NOPC is approved subject to all terms and conditions of this Amended and Restated Development Order. The revised Map H dated August 30, 2006, is hereby approved and is attached to this Amended and Restated Development Order as Exhibit 2.

III. GENERAL PROVISIONS

A. This Resolution shall constitute the Amended and Restated Development Order of Hillsborough County for the Woodland Corporate Center DRI.

B. The legal description set forth in Composite Exhibit A to the Development Order is hereby incorporated into and by reference made part of this Amended and Restated Development Order.

C. All provisions contained within the Application, marked Composite Exhibit A, shall be considered conditions of this Amended and Restated Development Order unless inconsistent with the terms and conditions of this Amended and Restated Development Order, in which case the terms and conditions of this Amended and Restated Development Order shall control.

D. This Resolution shall constitute the Amended and Restated Development Order of Hillsborough County in response to the application for development approval for the Woodland Corporate Center Development of Regional Impact.

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

F. This Amended and Restated Development Order shall be binding upon the Developer, its assigns, or successors in interest, including any entity that may assume any of the responsibilities imposed on the Developer by this Amended and Restated Development Order. It is

understood that any reference herein to any governmental agency shall be construed to mean any future instrumentality that may be created or designated as successor in interest to, or that otherwise possesses any of the powers and duties of, any branch of government or governmental agency.

G. Any development activity for which plans have been submitted to the County for its review and approval prior to the buildout date of this Amended and Restated Development Order may be completed, if approved. This Amended and Restated Development Order may be extended by the Commission on the finding of excusable delay in any proposed development activity.

H. Whenever this Amended and Restated Development Order provides for or otherwise necessitates reviews or determinations of any kind subsequent to its issuance, the right to review shall include all directly affected government agencies and departments as are or may be designated by the Commission to review development of regional impact applications as well as all governmental agencies and departments set forth under applicable laws and rules governing developments of regional impact.

I. In each instance in this Amended and Restated Development Order where the Developer is responsible for ongoing maintenance of privately owned facilities at Woodland Corporate Center, the Developer may transfer any or all of its responsibilities to improve and maintain those facilities to an appropriate private entity created to perform such responsibilities. Provided, however, that before such transfer may be effective, the body to which responsibility has been or will be transferred must be approved by the County, upon determination that the entity in question can and will be responsible to provide maintenance as required in this Development Order, which approval shall not be unreasonably withheld.

J. Development activity constituting a substantial deviation from the terms or conditions of this Amended and Restated Development Order, or other changes to the approved development plans that create a reasonable likelihood of additional adverse regional impact, or any other regional impact not previously reviewed by the TBRPC shall result in further development of regional impact review pursuant to 380.06, Florida Statutes, as amended, and may result in Hillsborough County ordering a termination of development activity pending such review.

K. The County Administrator of Hillsborough County shall be responsible for monitoring all terms and conditions of this Amended and Restated Development Order. For purposes of this condition, the County Administrator may rely upon or utilize information supplied by any Hillsborough County department or agency having particular responsibility over the area or subject involved. The County Administrator shall report to the Commission any findings of deviation from the terms and conditions of this Amended and Restated Development Order. The County Administrator shall issue a notice of such noncompliance to the Developer, and, if the deviation is not corrected with a reasonable amount of time, shall recommend that the Commission establish a hearing to consider such deviations.

L. The Developer shall file an annual report in accordance with Section 380.06(16), Florida Statutes, as amended, and appropriate rules and regulations. The report shall be submitted on Form BLWM-07-85. Such report shall be due on the anniversary of the effective date of this Amended and Restated Development Order for each following year until, and including such time

as, all terms and conditions of this Amended and Restated Development Order are satisfied. Such report shall be submitted to the County Administrator who shall, after appropriate review, submit it for review by the Board of County Commissioners. The Commission shall review the report for compliance with the terms and conditions of this Amended and Restated Development Order and may issue further orders and conditions to insure compliance with the terms and conditions of this Amended and Restated Development Order. The Developer shall be notified of any Commission hearing wherein such report is to be reviewed. Provided, however, that the receipt and review by the Commission shall not be considered a substitute or a waiver of any terms or conditions of the Amended and Restated Development Order. This report shall contain:

1. Changes in the plan of development, or in the representations contained in the Application or NOPC, or in the phasing for the reporting year and for the next year;
2. A summary comparison of development proposed and actually conducted for the reporting year;
3. Undeveloped tracts of land, other than individual single family lots, that have been sold to a separate entity or developer
4. Identification and intended use of lands purchased, leased or optioned by the Developer adjacent to the original DRI site since the development order was issued;
5. An assessment of the Developer's and local government's compliance with conditions of approval contained in the DRI development order and the commitments which are contained in the Application and NOPC;
6. Any known incremental DRI applications for development approval or requests for a substantial deviation determination that were filed in the reporting year and to be filed during the next year;
7. An indication of a change, if any, in local government jurisdiction for any portion of the development since the development order was issued;
8. A list of significant local, state, and federal permits which have been obtained or which are pending by agency, type of permit, permit number, and purpose of each;
9. A statement that all persons have been sent copies of the annual report in conformance with Subsections 380.06(18), Florida Statutes, as amended;
10. A copy of any notice of the adoption of a development order or the subsequent modification of an adopted development order that was recorded by the developer pursuant to Subsection 380.06(15), Florida Statutes, as amended;
11. The information regarding Transportation Systems Management measures required to be submitted pursuant to Section IV, B.2, below;
12. The field surveys required to be submitted pursuant to Section IV, B.2,

below, which field surveys are only required to be submitted biannually after the completion of Phase IA; and

13. The hurricane evacuation plan required to be submitted pursuant to Section IV. G, below, which plan is only required to be included in the first annual report submitted after occupancy of any portion of the development.

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

N. This Amended and Restated Development Order shall become effective upon adoption by the Board of County Commissioners of Hillsborough County in accordance with Section 380.06, Florida Statutes, as amended.

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

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

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

R. Pursuant to Subsection 380.06 (15) (c)3., F.S., the approved Development shall not be subject to downzoning, unit density reduction or intensity reduction until December 31, 2015, unless the local government can demonstrate that substantial changes in the conditions underlying the approval of the Amended and Restated Development Order have occurred or the Amended and Restated Development Order was based on substantially inaccurate information provided by the Developer or that the change is clearly established by the local government to be essential to the public health, safety or welfare.

(amended: Resolution No. R06- 235)

IV. CONDITIONS

A. Phasing Schedule

The development of the project in accordance with the Phasing Schedule, attached hereto and incorporated herein as Table 1, is an integral part of the Amended and Restated Development Order conditions. Therefore, if the Developer elects to amend the proposed phasing schedule, it shall submit said amendments to the County for review and approval, which approval shall not be withheld for mere acceleration of phases if the terms of this Order are otherwise fully complied with. It is the intent of this provision to insure that all prerequisites for each phase of the project are complied with. For purposes of this Order, a phase shall be considered complete upon issuance

of the final certificate of occupancy for the phase. Any significant departure in project buildout from the phasing schedule set forth in the Application shall be subject to a substantial deviation determination pursuant to Chapter 360.06(19), Florida Statutes, as amended.

(amended: Resolution No. R06- 235)

B. Transportation Conditions.

1. Area Studies. A transportation improvements plan and schedule for the Westshore area in cooperation with Florida Department of Transportation, TBRPC, Hillsborough County MPO and developers in the study area shall be developed. The plan shall consider all approved developments in the area including previously approved DRIs and projected development. The plan shall be commenced prior to the issuance of any construction permits for Phase II. In lieu thereof, issuance of a Development Order approving an areawide DRI including the project site shall satisfy this requirement. Any approval of this development shall define the parameters for this interim transportation plan or area-wide DRI traffic analysis which shall include but not be limited to:

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

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

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

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

(e) The procedures by which mass transit will be studied as a viable alternative to alleviate overburdening of the roadways.

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

(g) Florida Department of Transportation Dale Mabry/Himes Avenue Corridor Plan.

(h) Northwest Hillsborough Expressway.

(i) A program for funding the improvements identified.

There are two studies currently being conducted that satisfy this condition: 1) Traffic and Revenue Study for the Proposed Northwest Hillsborough Expressway; Project Development and

Environmental Study of the Northwest Hillsborough Expressway; and 2) Project Development and Environmental Study of S.R. 600 (Dale Mabry Highway) from Euclid Avenue in Hillsborough County to S.R. 45 (U.S. 41) in Pasco County.

2. Transportation Systems Management. The Developer shall assess the suitability of Transportation Systems Management (“TSM”) measures that may be instituted and implemented for each project phase. Each TSM measure shall be assessed to determine the potential for diverting a substantial percentage of total peak hour trips away from the peak traffic hours. The plan shall be submitted to the reviewing agencies within one year of the effective date of the Development Order and shall address the following at minimum:

- (a) Worker flex time.
- (b) Worker ridesharing strategies.
- (c) Provision of transit and service facilities and programs to increase transit ridership.

The Developer may request amendments to this Amended and Restated Development Order to incorporate findings of the assessment as conditions of approval in lieu of structural transportation improvements identified in this Amended and Restated Development Order. The Developer’s annual reports shall include a yearly assessment of the actual achievement of vehicle trips diverted from the peak hour as a result of the TSM measures. This assessment shall also include sufficient and appropriate documentation for all diversions claimed as a result of implementation of each TSM measure

If an annual report is not submitted, or if the report indicates that the total projected trip diversions are not being met, Hillsborough County shall conduct a substantial deviation determination pursuant to 380.06(19), F.S. and, if necessary, amend this Amended and Restated Development Order to change TSM objectives and/or require roadway improvements that were deleted from this Amended and Restated Development Order in contemplation of the TSP measures being successful. The results of the TSM study may serve as a basis for the Developer or reviewing agencies to request Development Order amendments.

3. Methodology. Existing traffic volumes on roadways in the impact area were determined by counting traffic on those roadways. Growth factors were then applied to determine the “existing background” traffic for each phase of the development. In addition to existing background traffic, allowances were made for traffic projected to be generated by approved developments which have not been built (“proposed background” traffic). The sum of existing background traffic and the proposed background traffic was used as the basis against which traffic generated by each phase of the project were evaluated. The results of such evaluation were set forth in Exhibit B, attached to the Development Order, and are incorporated into this Amended and Restated Development Order by reference..

The conditions precedent to consideration of a roadway segment as an element of the total impact of the project are:

- (a) The development’s traffic on the roadway segment must equal or

exceed 10% of the daily level of service (LOS-C, or peak hour LOS-D) capacity of the existing roadway; and

(b) Development traffic, plus the total background traffic on the roadway segment, must result in a reduction of the level of service on the existing road segment to worse than LOS-C on a daily basis or worse than LOS-D at peak hours.

The commitments by the Developer or other responsible entities for those transportation system improvements necessary to accommodate each phase of the development are identified below.

4. The Developer, at its option, shall select one of the following alternatives to mitigate the project's transportation impacts:

Alternative I (NOT SELECTED)

The Developer may elect to delay development until funding commitments are secured from responsible entities for the following roadway improvements or sufficient measures are undertaken to mitigate the adverse impacts to be generated by the development cited herein.

Phase IA

(a) Improve the Manhattan Avenue/Waters Avenue intersection as follows: Provide for signalization; construct two additional eastbound and two additional westbound through lanes; construct one eastbound-to-northbound left turn lane; construct one westbound-to-southbound left turn lane. Woodland Corporate Center will contribute the equivalent of 30.4 percent of the summation of critical movements of LOS D of the existing facility during the PM peak hour based on the existing geometry.

(b) Construct the Waters Avenue/West Access intersection as follows: Provide signalization when warranted with an interconnection with signals at the East Access and Manhattan Avenue intersections; construct a northbound-to-westbound left turn lane; construct a northbound-to-eastbound right turn lane; construct two additional eastbound and two additional westbound through lanes for a total of three in each direction; construct an exclusive eastbound-to-southbound right turn lane; construct a westbound-to-southbound left turn lane. This is an access to the project, therefore Woodland Corporate Center will contribute virtually all the summation of critical movements of LOS D.

(c) Construct the Waters Avenue/East Access intersection as follows: Provide signalization when warranted with an interconnection at the West Access and Manhattan Avenue intersections; construct a northbound-to-westbound left turn lane; construct a northbound-to-eastbound right turn lane; construct two additional eastbound and two additional westbound through lanes for a total of three in each direction, construct an exclusive eastbound-to-southbound right turn lane; construct a westbound-to-southbound left turn lane. This is an access to the

project, therefore Woodland Corporate Center will contribute virtually all the summation of critical movements of LOS D.

(d) Increase the capacity of Waters Avenue from Anderson Road to the West Access Driveway by constructing one additional eastbound and one additional westbound through lane to create a four-lane divided arterial section. Woodland Corporate Center will contribute the equivalent of 10.0 percent of the LOS D at peak hour service volume of the existing facility.

(e) Increase the capacity of Waters Avenue from Anderson Road to the West Access Driveway by constructing one additional eastbound and one additional westbound through lane to create a four-lane divided arterial section. Woodland Corporate Center will contribute the equivalent of 18.1 percent of the LOS D peak hour service volume of the existing facility.

(f) Increase the capacity of Waters Avenue from the West Access Driveway to Manhattan Avenue by constructing one additional eastbound and one additional westbound through lane to create a four-lane divided arterial section. Woodland Corporate Center will contribute the equivalent of 57.1 percent of the LOS D peak hour service volume of the existing facility.

(g) Increase the capacity of Waters Avenue from Manhattan Avenue to Dale Mabry Highway by constructing one additional eastbound and one additional westbound through lane to create a four-lane divided arterial section. Woodland Corporate Center will contribute the equivalent of 54.8 percent of the LOS D peak hour service volume of the existing facility.

Phase IB

(a) Improve the Dale Mabry Highway/Waters Avenue intersection as follows: Construct two additional northbound and two additional southbound through lanes for a total of four in each direction; construct one additional northbound-to-westbound and one additional southbound-to-eastbound left turn lane to create dual lefts in each direction; construct an exclusive eastbound-to-southbound right turn lane; construct an additional eastbound-to-northbound left turn lane to create dual lefts; construct two additional westbound through lanes to create three. Woodland Corporate Center will contribute the equivalent of 19.3 percent of the summation of critical movements of LOS D during the PM peak hour of the existing facility.

(b) Improve the Dale Mabry Highway (northbound)/Busch Boulevard intersection as follows: Provide signalization when warranted. Woodland Corporate Center will contribute the equivalent of 9.9 percent of the summation of critical movements of LOS D of the existing facility during the PM peak hour.

(c) Increase the capacity of Waters Avenue from Wilsky Road to Hanley Road by constructing one additional eastbound and one additional westbound lane to create a four-lane divided arterial section. Woodland Corporate

Center will contribute the equivalent of 10.1 percent of the service volume of LOS D of the existing facility during the PM peak hour.

(d) Increase the capacity of Dale Mabry Highway from Busch Boulevard to Waters Avenue by constructing two additional northbound and two additional southbound through lanes to create an eight-lane divided arterial section. Woodland Corporate Center will contribute the equivalent of 18.8 percent of the service volume of LOS D of the existing facility during the PM peak hour.

(e) Improve the Dale Mabry Highway/Lambright Street intersection as follows: Construct an eastbound approach to create a four-legged intersection by constructing an eastbound-to-southbound right turn lane, an eastbound through lane and an eastbound-to-northbound left turn lane. Woodland Corporate Center will contribute the equivalent of 6.1 percent of the summation of critical movements of LOS D of the existing facility but without this extension grade separation will be necessary at Dale Mabry/Waters in Phase I-B.

(f) Extend Lambright Street from its present terminus at Dale Mabry Highway westward to Manhattan Avenue. Construction should include a two-lane undivided arterial section and intersection improvements at Manhattan Avenue which will maintain LOS D during the AM and PM peak hours. Woodland Corporate Center will contribute the equivalent of 36.9 percent of the service volume of LOS D of the facility when constructed. Without this facility grade separation of the Dale Mabry/Waters intersection will be necessary in Phase I-B

Phase II

(a) Improve the Hanley Road/Waters Avenue intersection as follows: Construct an exclusive eastbound-to-southbound right turn lane; construct one additional eastbound and one additional westbound through lane creating two through lanes in each direction; construct one additional westbound-to-southbound left turn lane to create dual lefts. Woodland Corporate Center will contribute the equivalent of 62.1 percent of the summation of critical movements of LOS D of the existing facility during the PM peak hour.

(b) Improve the Anderson Road/Waters Avenue intersection as follows: Construct two additional eastbound and two additional westbound through lanes for a total of three through lanes in each direction. Woodland Corporate Center will contribute 31.2 percent of the summation of critical movements of LOS D of the existing facility during the PM peak hour

(c) Improve the Dale Mabry Highway/Waters Avenue intersection as follows: Construct a grade-separated interchange. Woodland Corporate Center will contribute the equivalent of 23.9 percent of the summation of critical movements of LOS D of the existing facility (based on the Phase I-B improvement) during the PM peak hour.

(d) Improve the Himes Avenue/Waters Avenue intersection as follows:

Construct an exclusive northbound-to-eastbound right turn lane; construct one additional northbound-to-westbound left turn lane to create dual lefts. Woodland Corporate Center will contribute the equivalent of 13.9 percent of the summation of critical movements of LOS D of the existing facility during the PM peak hour.

(e) Improve the Armenia Avenue/Waters Avenue intersection as follows: Construct one additional northbound and one additional southbound through lane for a total of two in each direction; construct an exclusive eastbound-to-southbound right turn lane; construct an exclusive westbound-to-northbound right turn lane; construct one additional westbound-to-southbound left turn lane to create dual lefts. Woodland Corporate Center will contribute the equivalent of 11.0 percent of the summation of critical movements of LOS D of the existing facility during the PM peak hour.

(f) Improve the Dale Mabry Highway (northbound)/Busch Boulevard intersection as follows: Construct one additional westbound through lane to create three through lanes in that direction. Woodland Corporate Center will contribute the equivalent of 11.1 percent of the summation of critical movements of LOS D of the existing facility (improved for phase I-B) during the PM peak hour.

(g) Improve the Dale Mabry Highway/Lambright Street intersection as follows: Construct two additional northbound and two additional southbound through lanes to create four through lanes in each direction; construct a northbound-to-westbound left turn lane; construct an exclusive southbound-to-westbound right turn lane; construct one additional eastbound through lane to create two through lanes in that direction. Woodland Corporate Center will contribute the equivalent of 16.9 and 10.9 percent to the summation of critical movements of LOS D of the existing facility (improved in Phase I-B) during the AM and PM peak hours, respectively.

(h) Increase the capacity of Gunn Highway from Ehrlich Road to Sheldon Road by constructing one additional eastbound and one additional westbound through lane. Woodland Corporate Center will contribute the equivalent of 11.2 percent of the service volume of LOS D of the existing facility during the PM peak hour.

(i) Increase the capacity of Dale Mabry Highway from Lake Carroll Way to Linebaugh Avenue by constructing two additional northbound and two additional southbound through lanes to create an eight-lane divided arterial section. Woodland Corporate Center will contribute the equivalent of 13.2 percent of the service volume of LOS D of the existing facility during the PM peak hour.

(j) Increase the capacity of Dale Mabry Highway from Linebaugh Avenue to Busch Boulevard by constructing two additional northbound and two additional southbound through lanes to create an eight-lane arterial section. Woodland Corporate Center will contribute the equivalent of 13.3 percent of the service volume of LOS D of the existing facility during the PM peak hour.

(k) Increase the capability of Manhattan Avenue from Sligh Avenue to site access by constructing one additional northbound and one additional southbound through lane to create a four-lane section. Woodland Corporate Center will contribute the equivalent of 63.9 percent of the service volume of LOS D of the existing facility during the PM peak hour.

(1) Increase the capacity of Anderson Road by constructing one additional northbound and one additional southbound through lane to create four-lane section. Woodland Corporate Center will contribute the equivalent of 14.6 percent of the service volume of LOS D of the existing facility during the PM peak hour.

Alternative II (SELECTED)

In lieu of Alternative I, the Developer may elect to proceed with development in accordance with the provisions of the Hillsborough County Road Network Improvement Program Ordinance, Hillsborough County Ordinance #85-24E (1985) (the "Ordinance"). The Ordinance provides that a developer pay a transportation impact assessment based upon the travel characteristics of the development. The assessment provides a mechanism by which development is assessed a pro-rata share of its economic impact on the Hillsborough County road network. As set forth in Section XIV.C of the Ordinance, the assessment is based upon a formula designed to calculate costs inherent in the construction of at grade facilities for arterial and collector roads. The formula does not make provision for the acquisition of necessary road rights-of-way. For this reason, the assessment under this Alternative II shall address:

(i) the development's transportation impact assessment under the Ordinance

(ii) right-of-way requirements as a result of traffic impacts of the development as set forth in Exhibit B to the Development Order, and incorporated herein by reference.

5. If the Developer elects to proceed under Alternative II to discharge its responsibility to mitigate its proportionate share of the negative transportation impacts of the development, the development's assessment is as follows:

(a) IMPACT FEE ORDINANCE. The Developer shall pay the required transportation impact assessment under the Ordinance which amount shall be derived from the following table:

Land Use	Size	Impact Cost	Unit Impact Cost Per 1,000 Sq. Ft./Bed
Office	833,500 sq. ft.	\$429,088.00	\$514.80
Light Industrial	819,000 sq. ft.	\$210,014.00	\$256.43
Support Commercial	72,500 sq. ft.	\$ 29,038.00	\$400.52
Motel	500 beds	\$120,099.00	\$240.20

(b) RIGHT-OF-WAY. The Developer shall provide its fair share of necessary right-of-way in the amount of Eighty-Six Thousand Five Hundred Ninety Two Dollars (\$86,592.00), which amount is calculated based on the methodology set forth in Section IV.B.3, above, and is set forth by land use as follows:

Land Use	Size	Impact Cost	Unit Impact Cost per 1,000 Sq. Ft./Bed
Office	833,500 sq. ft.	\$50,223.00	\$60.26
Light Industrial	819,000 sq. ft.	\$25,112.00	\$30.66
Support Commercial	72,500 sq. ft.	\$ 3,464.00	\$47.78
Motel	500 beds	\$ 7,793.00	\$15.59

(c) Based on the foregoing, the development's total assessment under this Alternative II shall be Eight Hundred Seventy-Four Thousand Eight Hundred Thirty-One Dollars (\$874,831.00), which amount is subject to adjustment as provided in Section IV.B.14, below (the "Total Developer Fair Share Amount").

6. Method and Timing of Payment. The Total Developer Fair Share Amount shall be allocated to the development based upon the following table, which reflects the combined amounts set forth in paragraphs (a) and (b) above.

Land Use	Size	Impact Cost	Unit Impact Cost Per 1,000 Sq. Ft./Bed
Office	833,500 sq. ft.	\$479,311.00	\$575.06
Light Industrial	819,000 sq. ft.	\$235,126.00	\$287.09
Support Commercial	72,500 sq. ft.	\$ 32,502.00	\$448.30
Motel	500 beds	\$127,892.00	\$255.78

In accordance with Section XV of the Ordinance, payment of that portion of the Total Developer Fair Share Amount attributable to a particular land use pursuant to the foregoing table shall be due upon issuance of certificates of occupancy for such land use, except as is provided for in paragraph 9, below.

The County agrees to hold all such transportation fair share contributions received from the Developer pursuant to the Ordinance and D.R.I. assessment in escrow and to pay the applicable governmental entity (including itself, where appropriate) having jurisdiction over one or more of the enumerated roadway segments an amount equal to the amount of the Total Developer Fair Share Amount the Developer has paid for said roadway segment(s) upon being furnished with evidence, satisfactory to the County that such governmental entity has committed to construct said transportation improvement. The County shall award contracts for construction of sufficient improvements to attain and maintain LOS D at peak hour for link segments and corresponding intersections identified above and referenced in Exhibit B to the Development Order (and incorporated into this Amended and Restated Development Order by reference), upon receipt of contributions or impact fees from the Developer and from other development projects in the area which equal, in the aggregate, when coupled with funds received from other sources and funds

allocated in the County transportation improvements programs, the cost of those improvements. On the joint stipulation of Hillsborough County, the Developer, and TBRPC, Hillsborough County may modify the above-referenced list of improvements, based on subsequent TSM measures and transportation studies referred to above.

7. Pursuant to the adopted Hillsborough County Road Network Improvement Program Ordinance (85-24E), Hillsborough County government is committed to maintain an acceptable level of service on all collector and arterial roadways under Hillsborough County's jurisdiction. As such, the specific improvements identified as being attributable to this development and set forth in Exhibit "5" to the Development Order (and incorporated into this Amended and Restated Development Order by reference) will be constructed. Hillsborough County is committed to begin design/construction drawings for improving each listed intersection and roadway link at such time as the level of service of that roadway drops to level "C." At such time as the roadway drops to Level of Service "D," Hillsborough County is committed to begin constructing the necessary improvements on that roadway facility. Thus, the Road Network Improvement Program Ordinance is a positive commitment by Hillsborough County to fund and construct transportation improvements needed to maintain an acceptable level of service on facilities within Hillsborough County

8. In order to assure that this development is actually generating the vehicular trips and distribution used in the ADA traffic analysis, field surveys and a report of findings shall be conducted to assess the actual number of vehicle trips and transit trips generated by Woodland Corporate Center. This survey and report shall be conducted by the applicant and shall be approved by Hillsborough County, Hillsborough County Metropolitan Planning organization and the Tampa Bay Regional Planning Council. These surveys and report of findings shall be conducted every two years, with the first survey and report to be conducted upon completion of Phase IA.

9. Within sixty (60) days after the effective date of this Order, the Developer shall dedicate to Hillsborough County land from within the development's boundaries for road rights-of-way as follows:

(a) Manhattan Avenue - nine (9) feet along the west side of Manhattan Avenue from Waters Avenue to Channel H, excluding therefrom lands not owned by Developer.

(b) Waters Avenue - twenty (20) feet along the south side of Waters Avenue from S.C.L. Railroad tracks to Manhattan Avenue, excluding therefrom lands not owned by the Developer.

The value, as set forth in this paragraph 9, of any rights-of-way acreage dedicated by the Developer pursuant to this paragraph shall be credited against the Total Developer Fair Share Amount. The credit to the Developer for the subject additional dedicated road rights-of-way shall be calculated at One Hundred Thirty Thousand Six Hundred Eighty Dollars (\$130,680.00) per acre for the Manhattan Avenue right-of-way and at One Hundred Seventy- Four Thousand Two Hundred Forty Dollars (\$174,240.00) per acre for the Waters Avenue right-of-way, which amounts shall be applied against the Total Developer Fair Share Amount payable as certificates or occupancy are issued. The amount of such credit shall be applied to the amount payable under each certificate of occupancy pursuant to the table set forth in Section IV.B.6, above, until the

value of such rights-of-way is exhausted by such credit.

10. In addition to the Total Developer Fair Share Amount, the following site access improvements (to be constructed at the Developer's expense) will be required throughout buildout of the project, if determined to be necessary by the Hillsborough County Engineering Department at that time:

(a) Two access points are to be located on Waters Avenue. One such access point shall be located approximately 1450 feet west of the centerline of the Manhattan Avenue right-of-way. The other access point shall be located approximately 2160 feet west of the centerline of the Manhattan Avenue right-of-way. Provision shall be made for signalization when warranted.

(b) One access point shall be located on Manhattan Avenue. This access point shall be constructed at such time that total outbound external p.m. peak hour project traffic volume of 1,211 vph, as projected (in terms of land use, this equates to 1,250,000 square feet of Light Industrial land use plus 43,532 square feet of Office land use, or the equivalency thereof based upon Equivalency Matrix conversion factors) will be exceeded. Provision shall be made for signalization of this access point when warranted.

If the Developer elects to make the above access improvements in stages, then a plan for each improvement shall be submitted and approved by the Hillsborough County Engineering Department prior to the issuance of the first building permit for any portion of the development site being developed. The plan shall address those access points necessary to serve the portion of the site being developed. With the plan, a transportation analysis shall be provided that calculates the Level of Service of the intersection after the proposed improvements are made taking into account existing background traffic and projected project traffic. The proposed improvement shall be projected to operate at Level of Service C Daily/Level of Service D peak hour, upon completion and full occupancy of the portion of the site being developed. The proposed improvement shall be constructed prior to issuance of the first Certificate of Occupancy for the portion of the site being developed.

11. To promote immediate increases in transit use by project employees, customers, etc., those transit amenities indicated in the ADA shall be incorporated on all site development plans for Woodland Corporate Center, and shall include:

- (a) Bus information, schedule
- (b) Bus shelters
- (c) Pull-out bays
- (d) Bus priority treatment

12. No certificates of occupancy for this development shall be issued prior to either (a) August 15, 1987 or (b) the completion of the multi-laning of Waters Avenue from Dale Mabry Highway to Anderson Road, whichever occurs first. Upon such occurrence, certificates of occupancy may be issued in accordance with the provisions of this development order and subject

to Hillsborough County building regulations.

13. Prior to commencement of Phase II, the Developer shall submit a revised and updated traffic analysis pursuant to Chapter 380.06, Florida Statutes. Both the traffic counts and projections of traffic volume shall be prepared consistent with generally accepted traffic engineering practices and the Application. The analysis shall serve to verify the findings of the Application traffic analysis or shall indicate alternate transportation improvements/measures which, if implemented, would maintain the regional roadways at a satisfactory Level of Service, (Level of Service C daily, D peak hour). Funding commitments for the identified needed improvements/measures shall be obtained prior to commencement of Phase II. The analysis results shall be the only criteria used to determine whether Phase II may be commenced, provided all other conditions of this Order are met. The Developer may elect to fund all or a portion of the improvements identified in the updated analyses, in which event the amounts expended by the Developer shall be credited against the Total Developer Fair Share Amount. In no event shall the Developer be required to expend or pay to Hillsborough County an amount in excess of the Total Developer Fair Share Amount.

14. Notwithstanding the amounts set forth in Section IV.8.5.(a), above, and any provisions of this Amended and Restated Development Order to the contrary, the “impact fee ordinance” portion of the Total Developer Fair Share Amount shall be calculated pursuant to the provisions and methodology of the Hillsborough County Road Network Improvement Program Ordinance as in effect at the time of issuance of each building permit for the Development. Nothing herein shall be construed to effect the timing of payments set forth in Section IV.B.6 above.

15. In the event future amendments to Hillsborough County Road Network Improvement Program Ordinance 85-24E (the “Ordinance”) should include, in the assessment of transportation impacts, fees for impacts not currently addressed by the Ordinance, e.g., right-of-way, then in making payment under such amended Ordinance, the Developer shall receive a credit for contributions or payments for those items for which an assessment is made under this Amended and Restated Development Order but that are not currently addressed in the Ordinance.

16. To the extent that this Amended and Restated Development Order provides that the development is subject to future amendments to the Ordinance, such provision shall not be construed as a waiver of, or limitation on, the Developer’s right to contest the validity of such amendments or the application thereof to this Development.

17. In the event that Hillsborough County is precluded for any reason from collecting the impact fees provided in the Ordinance, or any amendments thereto, the Developer shall pay to Hillsborough County the amounts set forth in Section IV. B.5, above, and in such event, the Developer shall not be precluded from proceeding with development in accordance with the terms and conditions of this Amended and Restated Development Order.

18. Within 30 days after the occurrence of the later of: i) approval of NOPC 06-1034 and ii) Developer's receipt from the County of the relevant signal timings, the Developer shall provide an analysis comparing the two options below, one of which will be selected by the County Engineer based on such analysis. The County shall have the right to review and approve the methodology employed in the analysis, as well as the right to approve the analysis. The design

and permitting of the selected option shall commence within thirty (30) days of Developer's receipt of written notification from the County Engineer specifying the selected option and shall be completed within nine (9) months following the receipt of the notification, except that delay in the completion of design and permitting caused by delays in the governmental review process and which do not result from the fault of the Developer shall automatically extend the nine (9) month period by the length of the delay. Construction of the specified improvement shall commence within ninety (90) days after the final approval of all applicable permits and shall be completed within six (6) months of the commencement.

Option 1. Extend the westbound left turn lane at the existing signalized intersection of Waters Avenue and Woodland Corporate Boulevard to a maximum 525 feet by narrowing or removing the existing median. When warranted, signalize the intersection of Waters Avenue and Woodland Center Boulevard.

Option 2. Provide a westbound dual left turn lane at the existing signalized intersection of Waters Avenue and Woodland Corporate Boulevard. Also provide a northbound dual left turn lane at the existing signalized intersection of Waters Avenue and Woodland Corporate Boulevard.

Either Option shall meet the minimum standards within the Hillsborough County Transportation Technical Manual.

(amended: Resolution No. R06- 235 , to acknowledge which Alternative was selected and to add Paragraph 18, regarding additional intersection improvements)

C. Hazardous Waste

1. Separate hazardous waste storage containers/areas shall be provided within the development. These areas shall be accessible to all development businesses and shall be clearly marked and/or colored so as to clearly distinguish the areas intended for hazardous wastes and materials. Hazardous wastes are substances and materials defined in subsection 403.703(21), Florida Statutes (1983), as amended, and listed in Title 40, C.F.R. , Part 261 (as amended).

2. The Developer shall provide to all Woodland Corporate Center businesses information that:

(a) Indicates types of wastes and materials that are considered to be hazardous and are to be stored or disposed of only in the specially- designated containers/areas, and

(b) Indicates the location of the specially- designated hazardous waste and materials containers/areas, and

(c) Advises of applicable statutes and regulations regarding hazardous wastes and materials

3. The Developer shall require that any hazardous waste will be transported and disposed of in a manner consistent with applicable regulations through restrictive covenants.

4. Underground storage of hazardous, toxic, or flammable materials, liquids, or

chemicals shall not be permitted, except that combustible and flammable liquids and liquefied gas, as defined in NFPA 30, 54 and 58 to include gasoline, kerosene, petroleum, distillates, diesel fuel and liquefied gas, may be stored only in underground tanks which shall be designed, installed, constructed and located to prevent seepage of contained products into surrounding sub-surface areas and which shall comply with NFPA codes, FDER Chapter 17-6 and all prevailing statutory and regulatory requirements and standards. In addition, the Developer shall require installation and maintenance of leak detectors for such underground tanks, if any, in accordance with County standards and criteria

D. Energy

The energy conservation measures described in the Application shall be instituted by the Developer.

E. Archaeological Resources

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

F. Air Quality

The measures to reduce erosion, fugitive dust and air emissions described in the Application shall be instituted by the Developer.

G. Hurricane Evacuation

The Developer shall promote awareness of, and shall cooperate with, local and regional authorities having jurisdiction to issue a hurricane evacuation order. The Developer shall prepare a plan to ensure the safe and orderly evacuation of motel guests and those employees who, for security or administrative reasons, are in the building after an evacuation order is issued by (1) ordering all buildings closed for the duration of a hurricane evacuation order; (2) informing all employees of evacuation routes out of the flood prone area and measures to be followed in the event of same; and (3) making all efforts to coordinate with and inform appropriate public authorities of building closings, security and safety measures, and evacuation plans. This plan shall be included in the first annual report submitted after occupancy of any portion or phase of the development.

H. Drainage

1. Measures shall be instituted to design, construct and maintain those parts of the project dealing in stormwater detention/retention/treatment in compliance with TBRPC's Stormwater and Lake System Maintenance and Design Guidelines. This maintenance program shall include all wetland areas on-site. The design criteria of this system should include:

(a) The planting of desirable native wetland vegetation along the littoral shelves in order to provide greater assimilation of stormwater pollutant loads, as well as viable fish and wildlife habitat.

(b) Wetland preservation shall be committed to in the Application.

I. Elevation

The elevation for all habitable structures shall be at or above the base flood elevation as required by the Federal Flood Insurance Program.

J. Wildlife

1. In the event that any endangered or threatened species are observed on-site, proper mitigation measures shall be employed in cooperation with the Florida Game and Fresh Water Fish Commission.

2. The pine flatwoods area identified in the original Application (page 30 of the sufficiency response), as further updated and evaluated in the Notification of Proposed Change for the Fourth Amendment, shall be relocated in accordance with the environmental assessment contained in Composite Exhibit "1," attached to the Development Order and incorporated herein by reference.

K. Public Facilities

1. Fire Protection, Police, Emergency Medical Services.

(a) Prior to issuance of detailed site plan approvals, the Developer shall provide to the Hillsborough County Department of Development Coordination verification that adequate police, fire service and emergency medical service facilities are available to serve the building or buildings that are the subject of such site plan, and that water flow pressures are adequate to meet Hillsborough County firefighting requirements

2. Solid Waste

The collection, transportation and disposal of solid waste is controlled by County ordinance and shall take place in accordance with the terms of said ordinance.

3. Wastewater Treatment.

No building permits shall be issued without a commitment from Hillsborough County or other responsible entity to provide wastewater disposal capacity for the building(s) that are the subject of such building permit application. No detailed site plan approval shall be granted without an approved, permitted wastewater collection system. Documentation of approvals from all appropriate local and State agencies shall be provided to the DDC prior to detailed site plan approval.

4. Potable Water.

The City will provide potable water service to Woodland Corporate Center on the following terms and conditions:

(a) The Developer shall design, construct and install, in accordance with prevailing City design criteria and subject to prior City inspection and approval, all on-site improvements required by the City to connect the development to the City's potable water system. (On-site improvements shall be defined as all potable water facilities, including but not limited to all lines, mains, equipment, improvements, easements, rights-of-way or utilities, located within the development including all water mains, up to and including water meters).

(b) After City inspection and approval, the Developer shall convey to the City, by instruments acceptable to the City, said on-site improvements for potable water. In addition, the Developer, at its own expense, shall acquire and convey to the City necessary and reasonable permits, rights-of-way, easements, property interests, or things specified by the City to provide the development with a working potable water system. Upon inspection and acceptance of said facilities, permits, easements, rights-of-way, property, interests or things, the City shall operate and maintain said facilities and improvements as part of the City's utility system and subject to the City's ordinances.

5. Non-potable Water.

(a) The Developer or its assigns shall be responsible for the operation and maintenance of all on-site wells and landscape irrigation systems. The Developer shall be required to utilize either pumping from retention areas, or acceptance of non-potable water for open space and landscape irrigation when such non-potable water sources are available.

(b) The Developer or its assigns shall participate to the maximum extent possible in any County program whereby recovered water is utilized for irrigation and other appropriate recovered water uses, provided, however, that the Developer shall not be required to bear any expense for the conveyance system required to transport such recovered water to the development site. This provision shall not be construed as a waiver of any wastewater capacity fees applicable to the development.

6. Water Conservation.

The Developer shall utilize water-conserving fixtures in all development structures.

7. Service Adequacy.

In the event any public facility or service is made inadequate to serve one or more buildings within such phase, then detailed site plan approval and/or building permit approval shall not be withheld solely on the basis of such inadequacy if there are no other bases for disapproval and it is verified that such service is available for such building or buildings that are the subject of such detailed site plan or building permit, as the case may be.

8. Open Space

The Developer or its assigns shall be responsible for the maintenance of all open space recreational areas and landscaped areas within each phase of the development.

M. Debris Removal

The developer shall be required to remove and properly dispose of all debris. The burning of debris and construction-related wastes shall be prohibited due to the project's proximity to Tampa International Airport (TIA) without approval by the Hillsborough County Aviation Authority and Hillsborough County Environmental Protection Commission.

N. Sound Attenuation

Sound-attenuating construction in a manner consistent with the Hillsborough County Aviation Authority Noise study for TIA shall be required for all construction proposed within the 65 or greater LDN contour.

O. Aviation Authority Approval

Hillsborough County Aviation Authority approval shall be required as part of any approval for each building, when applicable.

P. Developer Commitments

All of the commitments set forth in the Application shall be honored, except as they may be superseded by specific terms of this Amended and Restated Development Order.

STATE OF FLORIDA)
COUNTY OF HILLSBOROUGH)

I, PAT FRANK, Clerk of the Circuit Court and Ex-Officio Clerk of the Board of County Commissioners of Hillsborough County, Florida, do hereby certify that the above and foregoing is a true and correct copy of a Resolution adopted by the Board at its regular meeting of October 24, 2006 as same appears of record in Minute Book 365 of the Public Records of Hillsborough County, Florida.

Witness my hand and official seal this 7th day of November, 2006.

PAT FRANK, Clerk

By: Michele K. Dyer
Deputy Clerk



APPROVED AS TO FORM AND LEGAL SUFFICIENCY

By: [Signature]
Assistant County Attorney

Table 1

REVISED PHASING

Years	<u>Office</u> <u>(Sq. Ft.)</u>	<u>Light Industrial</u> <u>(Sq. Ft.)</u>	<u>Retail</u> <u>(Sq. Ft.)</u>	<u>Motel</u> <u>(Rooms)</u>
Project (1985 to December 31, 2010)	811,000	268,950	0	0

Square footage totals referred to are gross square feet of floor area.

Square footage totals referred to are square feet of gross leasable area (GLA).

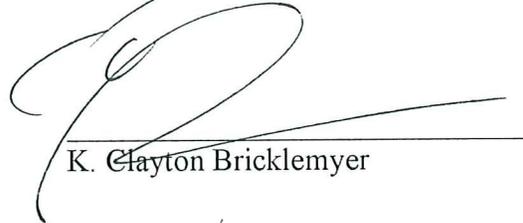
Exhibit 1
Developers Affidavit of Certification

STATE OF FLORIDA

COUNTY OF HILSBOROUGH

Before me, the undersigned authority, personally appeared K. Clayton Bricklemeyer, Bricklemeyer, Smolker and Bolves, P.A., to me well known, who being first duly sworn, says upon oath as follows:

1. He is a consultant for Liberty Property Trust, which has filed a Notice of Proposed Change to a Previously Approved Development of Regional Impact ("Notification").
2. The aforementioned Notification was filed with Hillsborough County, the State Department of Community Affairs and the Tampa Bay Regional Planning Council as required by law.


K. Clayton Bricklemeyer

Sworn to and subscribed before me this 18th day of November, 2006 by K. Clayton Bricklemeyer who is personally known to me.


Notary Public

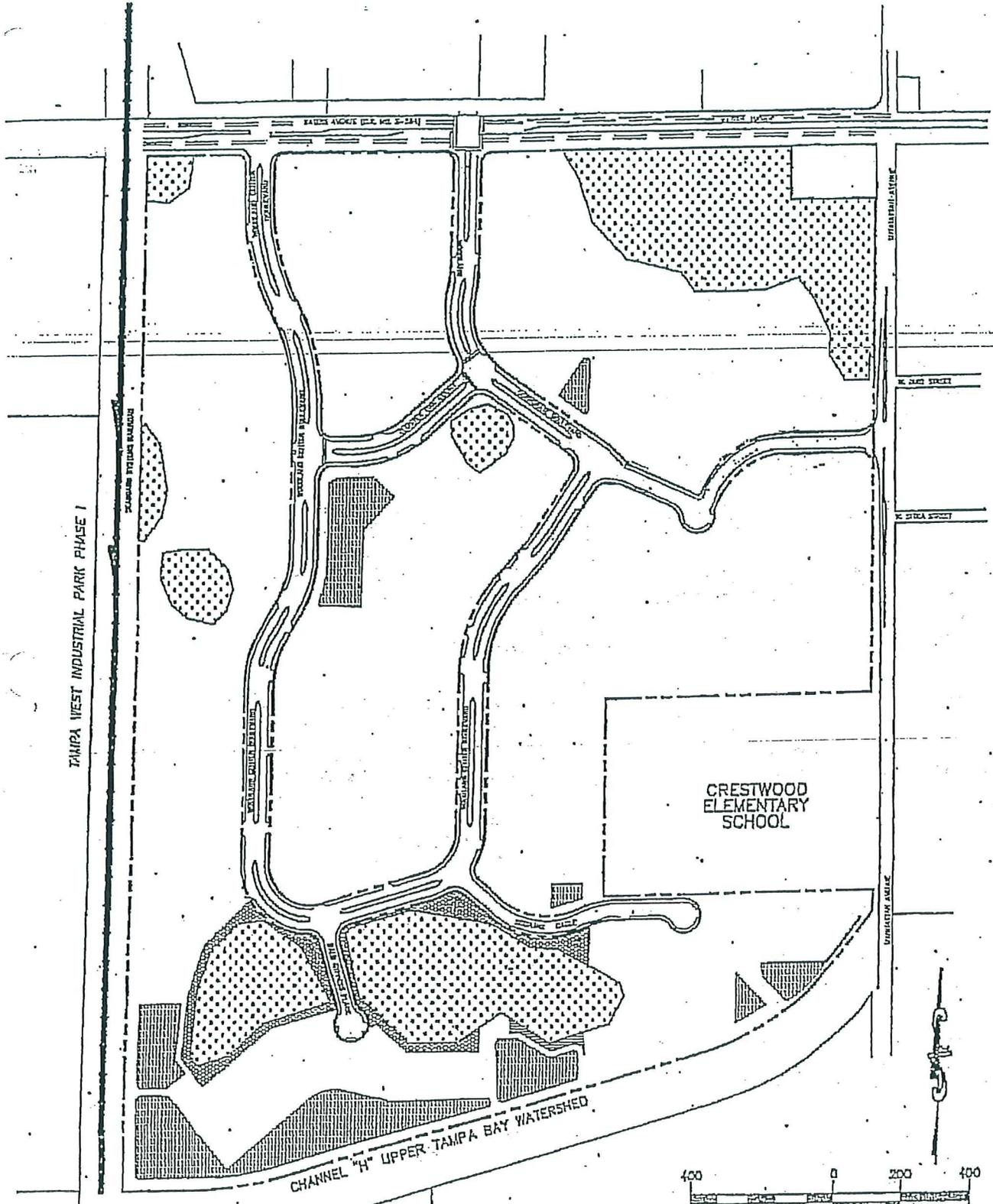
LAURA K. QUIGLEY

(Print, Type or Stamp)

My Commission Expires:



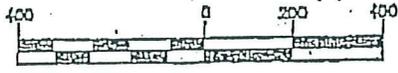
Exhibit 2



TAMPA WEST INDUSTRIAL PARK PHASE I

CRESTWOOD
ELEMENTARY
SCHOOL

CHANNEL "H" UPPER TAMPA BAY WATERSHED



SCALE 1" = 400'

LEGEND

- DETENTION POND
- UPLAND CONSERVATION AREA
- WETLAND CONSERVATION AREA
- PROPERTY BOUNDARY

RECEIVED

AUG 30 2006

PLANNING & GROWTH
MANAGEMENT

Richard Ake
Clerk of the Circuit Court
Hillsborough County, Florida



DRI #115

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

August 24, 1999

John Meyer, DRI Coordinator
Tampa Bay Regional Planning Council
9455 Koger Boulevard, Suite 219
St. Petersburg, Fl 33702

Re: Resolution No. 99-137 - Amending the Development Order for
Woodland Corporate Center Development DRI #115

Dear Mr. Meyer:

Attached is a certified copy of referenced resolution, which was
adopted by the Hillsborough County Board of County Commissioners on
July 29, 1999.

We are providing this copy for your files.

Sincerely,



Judith M. Grose
Senior Manager, BOCC Records

jg
Attachment
Federal Express No. 800148168410
cc: Board files (orig.)
J. Thomas Beck, Florida Department of Community Affairs (orig.
ltr.)
Steve Luce, URS Greiner Woodward Clyde
Susan J. Fernandez, Senior Assistant County Attorney
Kevin Mineer, Principal Planner, Planning & Growth Management
Beth Novak, County Attorney's Office

RESOLUTION NO. 99-137

RESOLUTION OF THE BOARD OF COUNTY
COMMISSIONERS OF HILLSBOROUGH COUNTY, FLORIDA
AMENDING DRI #115 DEVELOPMENT ORDER
FOR WOODLAND CORPORATE CENTER

Upon motion of Commissioner Frank, seconded by Commissioner Wacksman, the following Resolution was adopted on this 29th day of July, 1999, by a vote of 7 to 0 Commissioner(s) voting "No".

WHEREAS, on August 27, 1985, the Board of County Commissioners approved a Development Order for the WOODLAND CORPORATE CENTER Development of Regional Impact ("DRI") #115 (the "Development"), Resolution No. R85-0149 (the "Development Order") pursuant to the provisions of Section 380.06, Florida Statutes; and

WHEREAS, on January 23, 1990, the Board of County Commissioners approved a First Amendment to the Development Order, Resolution No. R90-0028 (the "First Amendment") pursuant to the provisions of Section 380.06, Florida Statutes; and

WHEREAS, on November 10, 1992, the board of County Commissioners approved a Second Amendment to the Development Order, Resolution No. R92-0274 (the "Second Amendment") pursuant to the provisions of Section 380.06, Florida Statutes; and

WHEREAS, on September 26, 1995, the Board of County Commissioners approved a Third Amendment to the Development Order, Resolution No. R95-218 (the "Third Amendment") pursuant to the provisions of Section 380.06, Florida Statutes; and

WHEREAS, on August 12, 1997, the Board of County Commissioners approved a Fourth Amendment to the Development Order, Resolution No. R97-195 (the "Fourth Amendment") pursuant to the provisions of Section 380.06, Florida Statutes; and

WHEREAS, on November 25, 1997, the Board of County Commissioners approved a Fifth Amendment to the Development Order, Resolution No. R97-285 (the "Fifth Amendment") pursuant to the provisions of Section 380.06, Florida Statutes (hereinafter, the Development Order, as amended by the First Amendment, Second Amendment, Third Amendment, Fourth Amendment, and Fifth Amendment, shall collectively be referred to as the "Development Order"), and;

WHEREAS, on May 21, 1999, Liberty Property Limited Partnership (the "Developer") filed a Notification of a Proposed Change to a Previously Approved Development of Regional Impact Subsection 380.06(19), Florida Statutes, for the WOODLAND CORPORATE CENTER DRI, attached hereto and incorporated herein by reference (the "NOPC"); and

WHEREAS, the Notification of Change proposed the relocation of the Manhattan Avenue access point and revised Map H, which depicts the change in the location of the Manhattan Avenue access point, all as more particularly set forth in the Notification of Change (hereinafter all proposed modifications as set forth in the Notification of Change shall be referred to as the "Proposed Changes"); and

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

WHEREAS, the Board of County Commissioners has reviewed and considered the Notification of Change, as well as all related testimony and evidence submitted by the Developer, agencies and interested persons concerning the Proposed Changes; and

WHEREAS, the Board of County Commissioners as the governing body of the local government having jurisdiction pursuant to Chapter 380, Florida Statutes, is authorized and empowered to consider the Proposed Changes and to amend the Development Order; and

WHEREAS, the public notice requirements of Chapter 380, Florida Statutes, have been fulfilled; and

WHEREAS, all interested parties and members of the public have been afforded an opportunity to be heard at the public hearing on the proposed sixth Amendment before the Board of County Commissioners, and

WHEREAS, the Board of County Commissioners has on July 29, 1999, held a duly noticed public hearing on the Notification of Change and the proposed Sixth Amendment to the Development Order in accordance with the requirements of Section 380.06, Florida Statutes, and applicable local ordinances, and has heard, reviewed and considered the Notification of Change as well as all testimony and evidence submitted by certain parties and members of the general public at such hearing; and

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

WHEREAS, the Proposed Changes to the Development Order shall constitute the Sixth Amendment to the Development Order.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF COUNTY COMMISSIONERS OF HILLSBOROUGH COUNTY, FLORIDA, IN REGULAR MEETING ASSEMBLED THIS 29th DAY OF July, 1999, AS FOLLOWS:

1. The following findings of fact and conclusions of law are made:
 - a. Liberty Property Limited Partnership, hereinafter referred to as "Developer", submitted to Hillsborough County, Florida, the Notification of Change, incorporated herein by reference (hereinafter all proposed modifications as set forth in the Notification of Change shall be referred to as the "Proposed Changes").
 - b. The Proposed Changes are consistent with the State comprehensive Plan.
 - c. The Proposed Changes are consistent with all local land development regulations and the adopted local comprehensive plan.
 - d. The Proposed Changes will not unreasonably interfere with the achievement of the objectives of the adopted State and Land Development Plan applicable to the area.
 - e. The Proposed Changes are consistent with the report and recommendations of the Tampa Bay Regional Planning Council.
 - f. All statutory procedures have been adhered to.
 - g. The Proposed Changes are presumed to create a substantial deviation under Subsection 380.06(19), Florida Statutes.
 - h. The review by Hillsborough County and other participating agencies and interested citizens establishes that the impacts of the Proposed Changes are adequately addressed pursuant to the requirements of Chapter 380, Florida Statutes, within the terms and conditions of this Resolution.
 - i. That based upon analyses which are part of the Proposed Changes, the record of the proceeding and the aforementioned reviews, and the conditions contained herein, the Developer has submitted clear and convincing evidence to rebut the presumption created under Subsection 380.06(19), Florida Statutes.
 - j. The Proposed Changes do not create additional impacts to the previously approved Development, nor do they create any type of regional impact not previously reviewed, and therefore do not constitute a substantial deviation pursuant to Subsection 380.06(19), Florida Statutes.

- 6. This Resolution shall become effective upon rendition by the board of County Commissioners of Hillsborough County in accordance with Section 380.06, Florida Statutes.
- 7. Upon adoption, this Resolution shall be transmitted by the Ex Officio Clerk to the Board of county Commissioners by certified mail to the State Land Planning Agency, the Tampa Bay Regional Planning Council, and other recipients specified by statute or rule.

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

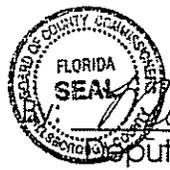
I, RICHARD AKE, Clerk of the Circuit Court and Ex Officio Clerk to the Board of County Commissioners of Hillsborough County, Florida, do hereby certify that the above and foregoing is a true and correct copy of a Resolution adopted by the Board at its regular meeting of July 29, 1999, as the same appears of record in Minute Book 278 of the Public Records of Hillsborough County, Florida.

WITNESS my hand and official this 25th day of August, 1999.

RICHARD AKE, CLERK

APPROVED BY COUNTY ATTORNEY:

By: [Handwritten Signature]



Mildred K. Dixon
Deputy Clerk/Gary J. Klunk
Mildred K. Dixon

EXHIBIT "1"
TO THE AMENDED DEVELOPMENT ORDER

REVISED MAP H

EXHIBIT "2"
TO THE AMENDED DEVELOPMENT ORDER
DEVELOPER'S CERTIFICATION

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

I hereby certify that on this day before me, the undersigned notary public authorized in this State and County named above to administer oaths and take acknowledgments, personally appeared Steven K. Luce, authorized agent for Liberty Property Limited Partnership, the applicant of the Notification of a Proposed Change to a Previously Approved Development of Regional Impact (DRI) Subsection 380.06(19), Florida Statutes, for the Woodland Corporate Center DRI # 115 ("Notification of Change"), to me well known, who being by me first duly sworn, says upon oath as stated below:

1. Liberty Property Limited Partnership filed the Notification of Change on May 21, 1999.
2. The Notification of Change and Supplemental Response were filed with all persons as required by law.

Steven K. Luce

Steven K. Luce
Authorized Agent for
Liberty Property Limited Partnership

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

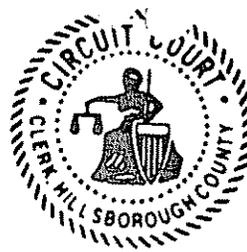
The foregoing instrument was acknowledged before me this 16TH day of AUGUST, 1999, by Steven K. Luce, Authorized Agent for Liberty Property Limited Partnership, on behalf of the corporation, and is personally known to me.

James L. Rubb

Notary Public
Notary Stamp:
Deputy Clerk

My Commission Expires 5-22-03
CC# 837327

Richard Ake
Clerk of the Circuit Court
Hillsborough County, Florida



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

January 6, 1998

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

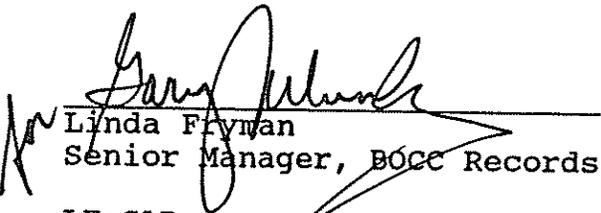
Re: Resolution No. R97-285 - Amending the Development Order for
Woodland Corporate Center (DRI #115)

Dear Mr. Butts:

Attached is a certified copy of referenced resolution, which was
adopted by the Hillsborough County Board of County Commissioners on
November 25, 1997.

We are providing this copy for your files.

Sincerely,


Linda Fryman
Senior Manager, BOCC Records

LF:SAB

Attachment

Federal Express AB #800148168925

cc: Board files (orig.)

J. Thomas Beck, Florida Department of Community Affairs
Gordon Schiff, Esq. Macfarlane, Ferguson & McMullen
Susan Fernandez, Assistant County Attorney
Gene Boles, Director, Planning & Growth Management
Joe Egozcue, County Attorney's Office

RESOLUTION NO. R97-285

RESOLUTION OF THE BOARD OF COUNTY
COMMISSIONERS OF HILLSBOROUGH COUNTY, FLORIDA
AMENDING DRI #115 DEVELOPMENT ORDER
FOR WOODLAND CORPORATE CENTER

Upon motion of Commissioner Turanchik, seconded by Commissioner Hart, the following Resolution was adopted on this 25th day of Nov, 1997, by a vote of 7 to 0 Commissioner(s) _____ voting "No".

WHEREAS, on August 27, 1985, the Board of County Commissioners approved a Development Order for the WOODLAND CORPORATE CENTER Development of Regional Impact ("DRI") #115 (the "Development"), Resolution No. R85-0149 (the "Development Order") pursuant to the provisions of Section 380.06, Florida Statutes; and

WHEREAS, on January 23, 1990, the Board of County Commissioners approved a First Amendment to the Development Order, Resolution No. R90-0028 (the "First Amendment") pursuant to the provisions of Section 380.06, Florida Statutes; and

WHEREAS, on November 10, 1992, the Board of County Commissioners approved a Second Amendment to the Development Order, Resolution No. R92-0274 (the "Second Amendment") pursuant to the provisions of Section 380.06, Florida Statutes; and

WHEREAS, on September 26, 1995, the Board of County Commissioners approved a Third Amendment to the Development Order, Resolution No. R95-218 (the "Third Amendment") pursuant to the provisions of Section 380.06, Florida Statutes; and

WHEREAS, on August 12, 1997, the Board of County Commissioners approved a Fourth Amendment to the Development Order, Resolution No. R97-195 (the "Fourth Amendment") pursuant to the provisions of Section 380.06, Florida Statutes (hereinafter, the Development Order, as amended by the First Amendment, Second Amendment, Third Amendment, and Fourth Amendment, shall collectively be referred to as the "Development Order"); and

WHEREAS, on August 29, 1997, Liberty Life Insurance Company (the "Developer") filed a Notification of a Proposed Change to a Previously Approved Development of Regional Impact Subsection 380.06(19), Florida Statutes, for the WOODLAND CORPORATE CENTER DRI, attached hereto and incorporated herein as Composite Exhibit "1" (the "NOPC"); and

WHEREAS, on September 16, 1997, the Developer filed an amendment to the NOPC, attached hereto as Composite Exhibit "1" (the NOPC and the September 16, 1997, amendment shall, collectively, be referred to as the "Notice of Proposed Change"); and

WHEREAS, on November 7, 1997, the Developer filed a supplemental response to the Notice of Proposed Change, attached hereto as Composite Exhibit "1" (hereinafter the Notice of Proposed Change and the November 7, 1997, supplemental response shall, collectively, be referred to as the "Notification of Change"); and

WHEREAS, the Notification of Change proposed modification of the previously approved Equivalency Matrix to increase the maximum number of Motel rooms to 850 and to provide for alternative types of lodging to be developed in lieu of Motel land use; and to incorporate Revised Map H (plot date 9/11/97), which includes the relocated upland habitat area approved in the Fourth Amendment, all as more particularly set forth in the Notification of Change (hereinafter all proposed modifications as set forth in the Notification of Change shall be referred to as the "Proposed Changes"); and

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

WHEREAS, the Board of County Commissioners has reviewed and considered the Notification of Change, as well as all related testimony and evidence submitted by the Developer, agencies and interested persons concerning the Proposed Changes; and

WHEREAS, the Board of County Commissioners as the governing body of the local government having jurisdiction pursuant to Chapter 380, Florida Statutes, is authorized and empowered to consider the Proposed Changes and to amend the Development Order; and

WHEREAS, the public notice requirements of Chapter 380, Florida Statutes, have been fulfilled; and

WHEREAS, all interested parties and members of the public have been afforded an opportunity to be heard at the public hearing on the proposed Fifth Amendment before the Board of County Commissioners; and

WHEREAS, the Board of County Commissioners has on November 25, 1997, held a duly noticed public hearing on the Notification of Change and the proposed Fifth Amendment to the Development Order in accordance with the requirements of Section 380.06, Florida Statutes, and applicable local ordinances, and has heard, reviewed and considered the Notification of Change as well as all testimony and evidence submitted by certain parties and members of the general public at such hearing; and

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

WHEREAS, the Proposed Changes to the Development Order shall constitute the Fifth Amendment to the Development Order.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF COUNTY COMMISSIONERS OF HILLSBOROUGH COUNTY, FLORIDA, IN REGULAR MEETING ASSEMBLED THIS 25th DAY OF November 1997, AS FOLLOWS:

1. The following findings of fact and conclusions of law are made:
 - a. Liberty Life Insurance Company, hereinafter referred to as "Developer", submitted to Hillsborough County, Florida, the Notification of Change, a copy of which is attached hereto as Composite Exhibit "1" and incorporated herein by reference (hereinafter all proposed modifications as set forth in the Notification of Change shall be referred to as the "Proposed Changes").
 - b. The Proposed Changes are consistent with the State Comprehensive Plan.
 - c. The Proposed Changes are consistent with all local land development regulations and the adopted local comprehensive plan.
 - d. The Proposed Changes will not unreasonably interfere with the achievement of the objectives of the adopted State Land Development Plan applicable to the area.
 - e. All statutory procedures have been adhered to.
 - f. The Proposed Changes are presumed to create a substantial deviation under Subsection 380.06(19), Florida Statutes.
 - g. Hillsborough County and the Department of Community Affairs entered into a Sustainable Communities Designation Agreement on July 8, 1997, and pursuant to said agreement, this Development is located within the Sustainable Communities Designation Area.
 - h. The review by Hillsborough County and other participating agencies and interested citizens establishes that the impacts of the Proposed Changes are adequately addressed pursuant to the requirements of Chapter 380, Florida Statutes, within the terms and conditions of this Resolution.
 - i. That based upon analyses which are part of Composite Exhibit "1", the record of the proceeding and the aforementioned reviews, and the conditions contained herein, the Developer has submitted clear and convincing evidence to rebut the presumption created under Subsection 380.06(19), Florida Statutes.
 - j. The Proposed Changes do not create additional impacts to the previously approved Development, nor do they create any type of regional impact not

previously reviewed, and therefore do not constitute a substantial deviation pursuant to Subsection 380.06(19), Florida Statutes.

- k. That based on the foregoing and pursuant to Subsection 380.06(19), Florida Statutes, the Proposed Changes are found not to be a substantial deviation to the previously approved Development Order.
 - l. The findings of fact and conclusions of law made in the Development Order are hereby reaffirmed and are incorporated herein by reference, provided, however, that to the extent that a finding of fact or conclusion of law in the original Development Order, or any amendments thereto, conflicts with another finding or conclusion in a different amendment, the more recent in time shall control.
2. The Development Order is hereby amended to incorporate the Notification of Change, and accordingly, the Notification of Change is hereby approved, subject to the terms and conditions contained herein and as follows:
- a. The Development Order is hereby amended to refer to and incorporate the Equivalency Matrix (Revised August 1997), attached hereto and incorporated herein, as Exhibit "2", in lieu of the Equivalency Matrix previously approved in the Development Order, in order to increase the maximum number of Motel rooms to 850 and to provide for alternative types of lodging to be developed in lieu of Motel land use, as more particularly set forth in the Notification of Change. The Equivalency Matrix establishes minimum and maximum levels of development of each of the approved land uses and allows for the Developer to simultaneously exchange approved land uses in accordance with the Equivalency Matrix. At the time of selection of a land use exchange under the Equivalency Matrix, the Developer shall notify the Department of Community Affairs (DCA), the Tampa Bay Regional Planning Council (TBRPC) and Hillsborough County of said selection and shall also provide DCA, TBRPC and Hillsborough County with cumulative land use totals and remaining allowable quantities in the subsequent annual report for the Development. This condition shall not be construed as a requirement for an approval of a particular land use so long as the desired exchange is consistent with the formula set forth in the Equivalency Matrix, attached hereto and incorporated herein as Exhibit "2".
 - b. The Development Order is hereby amended to incorporate Revised Map H (plot date 9/11/97), which includes the relocated upland habitat area approved in the Fourth Amendment, in lieu of Revised Map H approved as part of the Fourth Amendment. Revised Map H is attached hereto and incorporated herein as Exhibit "3".

3. The Development Order is hereby reaffirmed in its entirety except as amended by this Resolution.
4. The Developer's Certification, attached hereto as Exhibit "4", affirms that a copy of the Notification of Change has been delivered to all persons as required by law.
5. The Developer shall record a Notice of Adoption of this Resolution in accordance with Subsection 380.06(15)(f), Florida Statutes.
6. This Resolution shall become effective upon rendition by the Board of County Commissioners of Hillsborough County in accordance with Section 380.06, Florida Statutes.
7. Upon adoption, this Resolution shall be transmitted by the Ex Officio Clerk to the Board of County Commissioners by certified mail to the State Land Planning Agency, the Tampa Bay Regional Planning Council, and other recipients specified by statute or rule.

STATE OF FLORIDA)
 COUNTY OF HILLSBOROUGH)

I, RICHARD AKE, Clerk of the Circuit Court and Ex Officio Clerk to the Board of County Commissioners of Hillsborough County, Florida, do hereby certify that the above and foregoing is a true and correct copy of a Resolution adopted by the Board at its regular meeting of November 25, 1997, as the same appears of record in Minute Book 258 of the Public Records of Hillsborough County, Florida.

WITNESS my hand and official seal this 15th day of December, 1997.

APPROVED BY COUNTY ATTORNEY:

By

[Handwritten signature]



RICHARD AKE, CLERK

[Handwritten signature]
 Deputy Clerk

**COMPOSITE EXHIBIT "1"
TO THE AMENDED DEVELOPMENT ORDER**

Composite Exhibit "1" consists of the following:

1. Notification of Proposed Change to a Previously Approved Development of Regional Impact Subsection 380.06(19), Florida Statutes, for Woodland Corporate Center, filed August 29, 1997.
2. Amendment to Notification of Proposed Change to a Previously Approved Development of Regional Impact Subsection 380.06(19), Florida Statutes, for Woodland Corporate Center, filed September 16, 1997.
3. Supplemental Response to Notification of Proposed Change to a Previously Approved Development of Regional Impact Subsection 380.06(19), Florida Statutes, for Woodland Corporate Center, filed November 7, 1997.

The materials referenced above are on file with Hillsborough County, the State of Florida Department of Community Affairs, and the Tampa Bay Regional Planning Council.

TABLE 1

EQUIVALENCY MATRIX¹
Woodland Corporate Center

Change From: Change To:	Light Industrial	Office	Retail ²	Motel
Light Industrial	N/A	854 Sq. Ft./ksf (0.8544) ⁴	654 Sq. Ft./ksf (0.6536) ⁴	157 Sq. Ft./room (0.1573) ⁴
Office	1,170 Sq. Ft./ksf (1.1704) ⁴	N/A	765 Sq. Ft./ksf ² (0.7649) ⁴	184 Sq. Ft./room (0.1841) ⁴
Retail ²	1,530 Sq. Ft./ksf (1.5301) ⁴	1,307 Sq. Ft./ksf (1.3073) ⁴	N/A	241 Sq. Ft./room (0.2407) ⁴
Motel	6.358 rooms/ksf (6.3581) ⁴	5.432 rooms/ksf (5.4324) ⁴	4.155 rooms/ksf (4.1554) ⁴	N/A
Hotel	N/A	N/A	N/A	0.751 rooms/room (0.7513) ⁴
Suites Hotel	N/A	N/A	N/A	0.447 rooms/room (0.4471) ⁴

¹ Land use exchanges are based on net external p.m. peak hour peak direction project traffic. Use of this matrix shall be limited to the following minimums and maximums to ensure that impacts for transportation, water, wastewater, solid waste, and affordable housing are not exceeded.

<u>Land Use</u>	<u>Minimum</u>	<u>Maximum</u>
Light Industrial	250,000 s.f.	1,250,000 s.f.
Office	250,000 s.f.	1,250,000 s.f.
Retail ²	0 s.f.	100,000 s.f.
Motel ³	0 rooms	850 rooms
Hotel ³	0 rooms	600 rooms
Suites Hotel ³	0 rooms	360 rooms

² All Retail is expressed in terms of square feet of gross leasable area. Retail herein limited to Free standing land use.

³ Example exchanges:

Add 20,000 Sq. Ft. Office by reducing Retail
 $20 \text{ ksf} \div .7649 = 26.147$; reduce Retail by 26.147 s f.

⁴ Actual equivalency factor for use in calculations

⁵ Regardless of the lodging land use type(s) constructed, the cumulative lodging land use totals shall not exceed the equivalent of 850 Motel rooms.

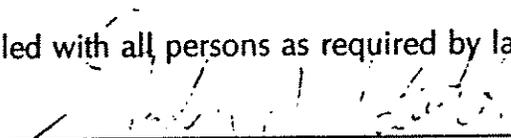
EXHIBIT "4"
TO THE AMENDED DEVELOPMENT ORDER

DEVELOPER'S CERTIFICATION

STATE OF FLORIDA)
COUNTY OF HILLSBOROUGH)

I hereby certify that on this day before me, the undersigned notary public authorized in this State and County named above to administer oaths and take acknowledgements, personally appeared Gordon J. Schiff, authorized agent for Liberty Life Insurance Company, the applicant of the Notification of a Proposed Change to a Previously Approved Development of Regional Impact (DRI) Subsection 380.06(19), Florida Statutes, for the Woodland Corporate Center DRI #115 ("Notification of Change"), to me well known, who being by me first duly sworn, says upon oath as stated below:

1. Liberty Life Insurance Company filed the Notification of Change on August 29, 1997, an amendment to the Notification of Change on September 16, 1997 and a supplemental response to the Notification of Change on November 7, 1997 (collectively, the "Notification of Change").
2. The Notification of Change was filed with all persons as required by law.



Gordon J. Schiff
Authorized Agent for
Liberty Life Insurance Company

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 21 day of November, 1997, by Gordon J. Schiff, Authorized Agent for Liberty Life Insurance Company, on behalf of the corporation, and is personally known to me.



Notary Public
Notary Stamp:
Deputy Clerk



LAURA SICKLES
My Comm. Exp. 10-30-00
Bonded By Service Ins.
No. CC322606
 Personally Known () Other I.D.

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

I, RICHARD AKE, Clerk of the Circuit Court and Ex Officio Clerk of the Board of County Commissioners of Hillsborough County, Florida, do hereby certify that the above and foregoing is a true and correct copy of Resolution No. R97-285 Amending the Development Order for Woodland Corporate Center (DRI #115), approved by the Board in its regular meeting of November 25, 1997, as the same appears of record in MINUTE BOOK 258 of the Public Records of Hillsborough County, Florida.

WITNESS my hand and official seal this 15th day of December, 1997.

RICHARD AKE, CLERK



BY: *Gary J. [Signature]*
Deputy Clerk

Tampa Bay Regional
Planning Council

JAN 08 1998

RECEIVED

Richard Ake
Clerk of the Circuit Court
Hillsborough County, Florida



Clerk's Board of
County Commissioners
County Center, 12th Floor
601 E. Kennedy Blvd.
P.O. Box 1110
Tampa, Florida 33601
Telephone 278-3100, ext. 6730

September 10, 1997

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

Re: Resolution No. R97-195 - Amending the Development Order for
Woodland Corporate Center (DRI #115)

Dear Mr. Butts:

Attached is a certified copy of referenced resolution, which was
adopted by the Hillsborough County Board of County Commissioners on
August 12, 1997.

We are providing this copy for your files.

Sincerely,

Linda Fryman
Senior Manager, BOCC Records

LF:SAB

Attachment

Federal Express AB#9370017985

cc: Board files (orig.)

Gordon Schiff, Esq., Macfarlane, Ferguson & McMullen (orig.
Ltr.)

J. Thomas Beck, Florida Department of Community Affairs (orig.
Ltr.)

Susan Fernandez, Assistant County Attorney
Gene Boles, Director, Planning & Growth Management
Joe Egozcue, County Attorney's Office

RESOLUTION NO. R97-195

RESOLUTION OF THE BOARD OF COUNTY
COMMISSIONERS OF HILLSBOROUGH COUNTY, FLORIDA
AMENDING DRI #115 DEVELOPMENT ORDER
FOR WOODLAND CORPORATE CENTER

Upon motion of Commissioner Norman, seconded by Commissioner Hart, the following Resolution was adopted on this 12th day of Aug., 1997, by a vote of 5 to 1 Commissioner(s) Platt voting "No".

WHEREAS, on August 27, 1985, the Board of County Commissioners approved a Development Order for the WOODLAND CORPORATE CENTER Development of Regional Impact ("DRI") #115 (the "Development"), Resolution No. R85-0149 (the "Development Order") pursuant to the provisions of Section 380.06, Florida Statutes; and

WHEREAS, on January 23, 1990, the Board of County Commissioners approved a First Amendment to the Development Order, Resolution No. R90-0028 (the "First Amendment") pursuant to the provisions of Section 380.06, Florida Statutes; and

WHEREAS, on November 10, 1992, the Board of County Commissioners approved a Second Amendment to the Development Order, Resolution No. R92-0274 (the "Second Amendment") pursuant to the provisions of Section 380.06, Florida Statutes

WHEREAS, on September 26, 1995, the Board of County Commissioners approved a Third Amendment to the Development Order, Resolution No. R95-218 (the "Third Amendment") pursuant to the provisions of Section 380.06, Florida Statutes (hereinafter, the Development Order, as amended by the First Amendment, Second Amendment and Third Amendment, shall collectively be referred to as the "Development Order"); and

WHEREAS, on February 24, 1997, Liberty Life Insurance Company (the "Developer") filed a Notification of a Proposed Change to a Previously Approved Development of Regional Impact Subsection 380.06(19), Florida Statutes, for the WOODLAND CORPORATE CENTER DRI, attached hereto and incorporated herein as Composite Exhibit "1" (hereinafter the "Notice of Change"); and

WHEREAS, on July 15, 1997, the Developer filed a Supplemental Response to comments provided by reviewing agencies, which is attached hereto and incorporated herein as Composite Exhibit "1" (the "Supplemental Response") (hereinafter the Notice of Change and the Supplemental Response shall collectively be referred to as the "Notification of Change"); and

WHEREAS, the Notification of Change proposed an extension of the buildout date of the Project to December 31, 2005; identification of the trigger for the construction of the Manhattan Avenue access point; extension of the termination date of the Development

Order to December 31, 2010; relocation of the pine flatwoods area currently approved under the Development Order to a more suitable location; incorporate the revised master plan, Revised Map H, which depicts changes contained in this Notification of Change and other minor refinements; modification of the previously approved Equivalency Matrix to incorporate the remainder of the development entitlements specifically approved as a part of the Third Amendment; and to extend the date until which the local government agrees that the approved development will not be subject to downzoning, unit density reduction or intensity reduction, all as more particularly set forth in the Notification of Change (hereinafter all proposed modifications as set forth in the Notification of Change shall be referred to as the "Proposed Changes"); and

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

WHEREAS, the Board of County Commissioners has reviewed and considered the Notification of Change, as well as all related testimony and evidence submitted by the Developer, agencies and interested persons concerning the Proposed Changes; and

WHEREAS, the Board of County Commissioners as the governing body of the local government having jurisdiction pursuant to Chapter 380, Florida Statutes, is authorized and empowered to consider the Proposed Changes and to amend the Development Order; and

WHEREAS, the public notice requirements of Chapter 380, Florida Statutes, have been fulfilled; and

WHEREAS, all interested parties and members of the public have been afforded an opportunity to be heard at the public hearing on the proposed Fourth Amendment before the Board of County Commissioners; and

WHEREAS, the Board of County Commissioners has on Aug. 12, 1997, held a duly noticed public hearing on the Notification of Change and the proposed Fourth Amendment to the Development Order in accordance with the requirements of Section 380.06, Florida Statutes, and applicable local ordinances, and has heard, reviewed and considered the Notification of Change as well as all testimony and evidence submitted by certain parties and members of the general public at such hearing; and

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

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

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF COUNTY COMMISSIONERS OF HILLSBOROUGH COUNTY, FLORIDA, IN REGULAR MEETING ASSEMBLED THIS 12 DAY OF AUG. 1997, AS FOLLOWS:

1. The following findings of fact and conclusions of law are made:
 - a. Liberty Life Insurance Company, hereinafter referred to as "Developer", submitted to Hillsborough County, Florida, the Notification of Change, a copy of which is attached hereto as Composite Exhibit "1" and incorporated herein by reference (hereinafter all proposed modifications as set forth in the Notification of Change shall be referred to as the "Proposed Changes").
 - b. The Proposed Changes are consistent with the State Comprehensive Plan.
 - c. The Proposed Changes are consistent with all local land development regulations and the adopted local comprehensive plan.
 - d. The Proposed Changes will not unreasonably interfere with the achievement of the objectives of the adopted State Land Development Plan applicable to the area.
 - e. The Proposed Changes are consistent with the report and recommendations of the Tampa Bay Regional Planning Council
 - f. All statutory procedures have been adhered to.
 - g. The Proposed Changes are presumed to create a substantial deviation under Subsection 380.06(19), Florida Statutes.
 - h. The review by Hillsborough County and other participating agencies and interested citizens establishes that the impacts of the Proposed Changes are adequately addressed pursuant to the requirements of Chapter 380, Florida Statutes, within the terms and conditions of this Resolution.
 - i. That based upon analyses which are part of Composite Exhibit "1", the record of the proceeding and the aforementioned reviews, and the conditions contained herein, the Developer has submitted clear and convincing evidence to rebut the presumption created under Subsection 380.06(19), Florida Statutes.
 - j. The Proposed Changes do not create additional impacts to the previously approved Development, nor do they create any type of regional impact not previously reviewed, and therefore do not constitute a substantial deviation pursuant to Subsection 380.06(19), Florida Statutes.

- k. That based on the foregoing and pursuant to Subsection 380.06(19), Florida Statutes, the Proposed Changes are found not to be a substantial deviation to the previously approved Development Order.
 - l. The findings of fact and conclusions of law made in the Development Order are hereby reaffirmed and are incorporated herein by reference, provided, however, that to the extent that a finding of fact or conclusion of law in the original Development Order, or any amendments thereto, conflicts with another finding or conclusion in a different amendment, the more recent in time shall control.
2. The Development Order is hereby amended to incorporate the Notification of Change, and accordingly, the Notification of Change is hereby approved, subject to the terms and conditions contained herein and as follows:
- a. The Development Order is hereby amended to extend the date of buildout of development of the project to December 31, 2005; accordingly, the Revised Development Schedule set forth in Exhibit "2", attached hereto and incorporated herein, is approved in lieu of the Development Schedule (Revised Phasing Schedule) set forth in the Third Amendment.
 - b. The Development Order is hereby amended to extend the termination date of the Development Order to December 31, 2010; accordingly, Subsection III.F of the original Development Order, as amended by the Second Amendment, is hereby restated and amended to read:

This Development Order shall remain in effect until December 31, 2010. Any development activity for which plans have been submitted to the County for its review and approval prior to the expiration date of this Development Order may be completed, if approved. This Development Order may be extended by the Board of County Commissioners of Hillsborough County on the finding of excusable delay in any proposed development activity.
 - c. The Development Order is hereby amended to provide that the Manhattan Avenue access point shall be constructed at such time that total outbound external p.m. peak hour project traffic volume as projected will be exceeded. Accordingly, Subsection IV.B.10.(b) of the original Development Order, as amended by the First, Second and Third Amendments, is hereby restated and amended to read:
 - (b) One access point shall be located on Manhattan Avenue approximately 125 feet south of the centerline of the Sitka Avenue Right of Way. This access point shall be constructed at such time that total outbound external p.m. peak hour project traffic volume of 1,211 vph, as projected, [in terms of land use, this equates to 1,250,000 square feet of Light Industrial land use plus 43,532

square feet of Office land use, or the equivalency thereof based upon Equivalency Matrix conversion factors] will be exceeded. Provision shall be made for signalization of this access point when warranted.

d. The Development Order is hereby amended to provide for relocation of the pine flatwoods area currently approved under the Development Order in accordance with the environmental analysis contained in Composite Exhibit "1", attached hereto and incorporated herein; accordingly, Section IV.J.2. of the original Development Order is restated and amended to read:

The pine flatwoods area identified in the original Application (page 30 of the sufficiency response), as further updated and evaluated in the Notification of Proposed Change for the Fourth Amendment, shall be relocated in accordance with the environmental assessment contained in Composite Exhibit "1", attached hereto and incorporated herein.

e. The Development Order is amended to refer to and incorporate the revised master plan, Revised Map H dated February 1997, attached hereto and incorporated herein as Exhibit "3", in lieu of the master plan (Map H) previously approved in the Development Order.

f. The Development Order is hereby amended to incorporate and refer to the Equivalency Matrix (Revised February 1997), attached hereto and incorporated herein, as Exhibit "4", in lieu of the Equivalency Matrix previously approved in the Development Order, in order to incorporate the remainder of the development entitlements specifically approved as a part of the Third Amendment. The Equivalency Matrix establishes minimum and maximum levels of development of each of the approved land uses and allows for the Developer to simultaneously exchange approved land uses in accordance with the Equivalency Matrix. At the time of selection of a land use exchange under the Equivalency Matrix, the Developer shall notify the Department of Community Affairs (DCA), the Tampa Bay Regional Planning Council (TBRPC) and Hillsborough County of said selection and shall also provide DCA, TBRPC and Hillsborough County with cumulative land use totals and remaining allowable quantities in the subsequent annual report for the Development. This condition shall not be construed as a requirement for an approval of a particular land use so long as the desired exchange is consistent with the formula set forth in the Equivalency Matrix, attached hereto and incorporated herein as Exhibit "4".

g. The Development Order is amended to extend the date until which the local government agrees that the approved development will not be subject to downzoning, unit density reduction or intensity reduction to December 31, 2010. Accordingly Section III.P of the Development Order is approved to read as follows:

Pursuant to Subsection 380.06(15)(c)3., F.S., the approved Development shall not be subject to downzoning, unit density reduction or intensity reduction until December 31, 2010, unless the local government can demonstrate that substantial changes in the conditions underlying the approval of the Development Order have occurred or the Development Order was based on substantially inaccurate information provided by the developer or that the change is clearly established by the local government to be essential to the public health, safety or welfare.

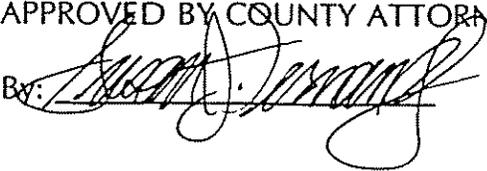
3. The Development Order is hereby reaffirmed in its entirety except as amended by this Resolution.
4. The Developer's Certification, attached hereto as Exhibit "5", affirms that a copy of the Notification of Change has been delivered to all persons as required by law.
5. The Developer shall record a Notice of Adoption of this Resolution in accordance with Subsection 380.06(15)(f), Florida Statutes.
6. This Resolution shall become effective upon rendition by the Board of County Commissioners of Hillsborough County in accordance with Section 380.06, Florida Statutes.
7. Upon adoption, this Resolution shall be transmitted by the Ex Officio Clerk to the Board of County Commissioners by certified mail to the State Land Planning Agency, the Tampa Bay Regional Planning Council, and other recipients specified by statute or rule.

STATE OF FLORIDA)
COUNTY OF HILLSBOROUGH)

I, RICHARD AKE, Clerk of the Circuit Court and Ex Officio Clerk to the Board of County Commissioners of Hillsborough County, Florida, do hereby certify that the above and foregoing is a true and correct copy of a Resolution adopted by the Board at its regular meeting of August 12, 1997, as the same appears of record in Minute Book 255 of the Public Records of Hillsborough County, Florida.

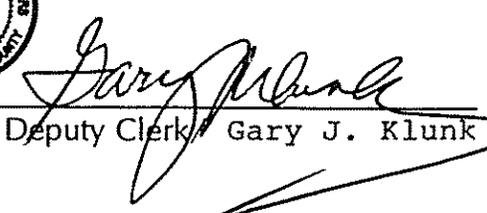
WITNESS my hand and official seal this 10th day of September, 1997.

APPROVED BY COUNTY ATTORNEY:

By: 



RICHARD AKE, CLERK

By: 
Deputy Clerk, Gary J. Klunk

COMPOSITE EXHIBIT "1"
TO THE AMENDED DEVELOPMENT ORDER

[NOPC and Supplemental Response]

NOPC Application
attachement in NOPC file
(Exhibit 1)

EXHIBIT "2"
TO THE AMENDED DEVELOPMENT ORDER

REVISED DEVELOPMENT SCHEDULE³
Woodland Corporate Center

<u>Years</u>	<u>Office (Sq. Ft.)¹</u>	<u>Light Industrial (Sq. Ft.)¹</u>	<u>Retail (Sq. Ft.)²</u>	<u>Motel (Rooms)</u>
Project (1985 - December 31, 2005)	833,500	700,000	72,500	250

1 Square footage totals referred to are gross square feet of floor area.

2 Square footage totals referred to are square feet of gross leasable area (GLA).

3 Approved land uses are subject to exchange in accordance with the Equivalency Matrix contained in the Development Order, as amended

EXHIBIT "3"
TO THE AMENDED DEVELOPMENT ORDER

[REVISED MAP H]

USA

Waters

avenue

Avenue

Manhattan

Seaboard Coast Line Railroad

CONSERVATION AREA

LAKE

Channel H

School



0 400' 800'



WOODLAND CORPORATE CENTER

DIAZ SECKINGER & ASSOCIATES, INC.

Revised Map H MASTER SITE PLAN

EXHIBIT "3" TO THE AMENDED DEVELOPMENT ORDER

EXHIBIT "4"
TO THE AMENDED DEVELOPMENT ORDER

[REVISED EQUIVALENCY MATRIX]

TABLE 1 (Revised 7/97)

EQUIVALENCY MATRIX¹
Woodland Corporate Center

Change From: Change To:	Light Industrial	Office	Retail ²	Motel
Light Industrial	N/A	854 Sq. Ft./ksf (0.8544) ⁴	654 Sq. Ft./ksf (0.6536) ⁴	157 Sq. Ft./room (0.1573) ⁴
Office	1,170 Sq. Ft./ksf (1.1704) ⁴	N/A	765 Sq. Ft./ksf ² (0.7649) ⁴	184 Sq. Ft./room (0.1841) ⁴
Retail ²	1,530 Sq. Ft./ksf (1.5301) ⁴	1,307 Sq. Ft./ksf (1.3073) ⁴	N/A	241 Sq. Ft./room (0.2407) ⁴
Motel	6,358 rooms/ksf (6.3581) ⁴	5,432 rooms/ksf (5.4324) ⁴	4,155 rooms/ksf (4.1554) ⁴	N/A

¹ Land use exchanges are based on net external p.m. peak hour peak direction project traffic. Use of this matrix shall be limited to the following minimums and maximums to ensure that impacts for transportation, water, wastewater, solid waste, and affordable housing are not exceeded.

Land Use	Minimum	Maximum
Light Industrial	250,000 s.f.	1,250,000 s.f.
Office	250,000 s.f.	1,250,000 s.f.
Retail ²	0 s.f.	100,000 s.f.
Motel	0 rooms	500 rooms

² All Retail is expressed in terms of square feet of gross leasible area. Retail herein limited to Free standing land use.

³ Example exchanges:

Add 20,000 Sq. Ft. Office by reducing Retail
 $20 \text{ ksf} \div .7649 = 26.147$; reduce Retail by 26.147 s f.

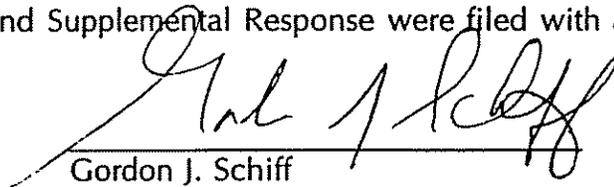
⁴ Actual equivalency factor for use in calculations

EXHIBIT "5"
TO THE AMENDED DEVELOPMENT ORDER
DEVELOPER'S CERTIFICATION

STATE OF FLORIDA)
COUNTY OF HILLSBOROUGH)

I hereby certify that on this day before me, the undersigned notary public authorized in this State and County named above to administer oaths and take acknowledgements, personally appeared Gordon J. Schiff, authorized agent for Liberty Life Insurance Company, the applicant of the Notification of a Proposed Change to a Previously Approved Development of Regional Impact (DRI) Subsection 380.06(19), Florida Statutes, for the Woodland Corporate Center DRI #115 ("Notification of Change"), to me well known, who being by me first duly sworn, says upon oath as stated below:

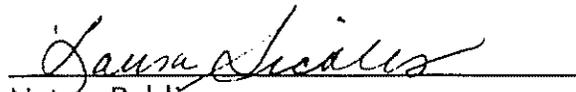
1. Liberty Life Insurance Company filed the Notification of Change on February 24, 1997 and the Supplemental Response on July 15, 1997.
2. The Notification of Change and Supplemental Response were filed with all persons as required by law.



Gordon J. Schiff
Authorized Agent for
Liberty Life Insurance Company

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 9th day of September 1997, by Gordon J. Schiff, Authorized Agent for Liberty Life Insurance Company, on behalf of the corporation, and is personally known to me.



Notary Public
Notary Stamp:
Deputy Clerk



LAURA SICKLES
My Comm Exp. 10-11-97
Bonded By Service Ins
No. CC322606
 Personally Known Offer L

Richard Ake,
Clerk of the Circuit Court
Hillsborough County, Florida



115

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

October 12, 1995

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

Re: Resolution No. R95-218 - Amending the Development Order for
Woodland Corporate Center (DRI #115)

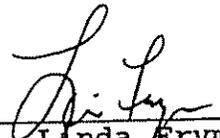
Dear Mr. Butts:

Attached is a certified copy of referenced resolution, which was
adopted by the Hillsborough County Board of County Commissioners on
September 26, 1995.

We are providing this copy for your files.

Sincerely,

RICHARD AKE
CLERK OF CIRCUIT COURT

By: 
Landa Fryman
Senior Manager, BOCC Records

LF:ADF

Attachment

Certified Mail

cc: Board files (orig.)

Thomas Beck, Florida Department of Community Affairs
David Mechanik, Esquire, Macfarlane, Ausley, Ferguson &
McMullen

Vincent Marchetti, Assistant County Attorney

Gene Boles, Director, Planning and Development Management

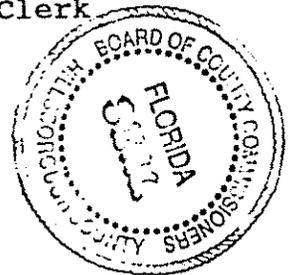
STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

I, RICHARD AKE, Clerk of the Circuit Court and Ex Officio Clerk of the Board of County Commissioners of Hillsborough County, Florida, do hereby certify that the above and foregoing is a true and correct copy of Resolution No. R95-218 Amending the Development Order for Woodland Corporate Center (DRI #115) approved by the Board in its regular meeting of September 26, 1995, as the same appears of record in MINUTE BOOK 232 of the Public Records of Hillsborough County, Florida.

WITNESS my hand and official seal this 12th day of October, 1995.

RICHARD AKE, CLERK

By: *Devin L...*
Deputy Clerk



RESOLUTION NO. R95-218

RESOLUTION OF THE BOARD OF COUNTY
COMMISSIONERS OF HILLSBOROUGH COUNTY, FLORIDA
AMENDING DRI #115 DEVELOPMENT ORDER
FOR WOODLAND CORPORATE CENTER

Upon motion of Commissioner Chillura, seconded by Commissioner Hart, the following Resolution was adopted on this 26th day of Sept., 1995, by a vote of 6 to 0 Commissioner(s) _____ voting "No".

WHEREAS, on August 27, 1985, the Board of County Commissioners approved a Development Order (Resolution No. R85-0149) for the WOODLAND CORPORATE CENTER Development of Regional Impact ("DRI") #115 (the "Development Order") pursuant to the provisions of Section 380.06, Florida Statutes; and

WHEREAS, on January 23, 1990, the Board of County Commissioners approved a First Amendment to the Development Order (Resolution No. R90-0028) for the WOODLAND CORPORATE CENTER DRI #115 (the "First Amendment") pursuant to the provisions of Section 380.06, Florida Statutes; and

WHEREAS, on November 10, 1992, the Board of County Commissioners approved a Second Amendment to the Development Order (Resolution No. R92-0274) for the WOODLAND CORPORATE CENTER DRI #115 (the "Second Amendment") pursuant to the provisions of Section 380.06, Florida Statutes (hereinafter, the Development Order, as amended by the First Amendment, and as amended by the Second Amendment, shall collectively be referred to as the "Development Order"); and

WHEREAS, on July 3, 1995, Liberty Life Insurance Company (the "Developer") filed a Notification of a Proposed Change to a Previously Approved Development of Regional Impact Subsection 380.06(19), Florida Statutes, for the WOODLAND CORPORATE CENTER DRI (hereinafter the "Development") in accordance with Section 380.06(19), Florida Statutes, in accordance with Subsection 380.06(19), Florida Statutes, (hereinafter the "Notification of Change") attached hereto and incorporated herein as Composite Exhibit "1"; and

WHEREAS, on August 15, 1995, and August 28, 1995, the Developer filed supplemental responses to the oral comments of the Florida Department of Community Affairs and the Tampa Bay Regional Planning Council (hereinafter together referred to as the "Supplemental Responses"), which are attached hereto and incorporated herein as Composite Exhibit "1" (hereinafter, the Notification of Change and Supplemental Responses shall collectively be referred to as the "Notice of Change").

WHEREAS, the Notice of Change proposed a change to the Roadway and Intersection Improvement Summary contained in the Development Order (Exhibit "B" to the Development Order) to update the list of needed roadway improvements to include the Veterans Expressway as a Phase II roadway improvement; to revise the Development's current phase designations by changing the Development to a single phase development (the "Project"); and to extend the current Project buildout date by a period of one (1) year, eleven (11) months and fifteen (15) days, with the new Project buildout date being December 15, 1997, all as more particularly set forth in

the Notice of Change (hereinafter all proposed modifications as set forth in the Notice of Change shall be referred to as the "Proposed Changes"); and

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

WHEREAS, the Board of County Commissioners has reviewed and considered the Notice of Change, as well as all related testimony and evidence submitted by the Developer concerning the Proposed Changes; and

WHEREAS, the Board of County Commissioners as the governing body of the local government having jurisdiction pursuant to Chapter 380, Florida Statutes, is authorized and empowered to consider the Proposed Changes and to amend the Development Order; and

WHEREAS, the public notice requirements of Chapter 380, Florida Statutes, have been fulfilled; and

WHEREAS, all interested parties and members of the public have been afforded an opportunity to be heard at the public hearing on the proposed Second Amendment before the Board of County Commissioners; and

WHEREAS, the Board of County Commissioners has on September 26, 1995, held a duly noticed public hearing on the Notice of Change in accordance with the requirements of Section 380.06, Florida Statutes, and applicable local ordinances, and has heard, reviewed and considered testimony and evidence submitted by certain parties and members of the general public at such hearing; and

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

WHEREAS, the Proposed Changes to the Development Order shall constitute the Third Amendment to the Development Order.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF COUNTY COMMISSIONERS, HILLSBOROUGH COUNTY, FLORIDA, IN REGULAR MEETING ASSEMBLED THIS 26 DAY OF September 1995:

1. The following findings of fact and conclusions of law are made:
 - a. Liberty Life Insurance Company, hereinafter referred to as "Developer", submitted to Hillsborough County, Florida, the Notice of Change, which is attached hereto as Composite Exhibit "1" and incorporated herein by reference which proposed a change to the Roadway and Intersection Improvement Summary contained in the Development Order (Exhibit "B" to the Development Order) to update the list of needed roadway improvements to include the Veterans Expressway as a Phase II roadway improvement; to revise the Development's current phase designations by changing the Development to a single phase development (the "Project"); and to extend the current Project buildout date by a period of one (1) year, eleven (11) months and fifteen (15) days, with the new Project buildout date being

December 15, 1997, all as more particularly set forth in the Notice of Change; (hereinafter all proposed modifications as set forth in the Notice of Change shall be referred to as the "Proposed Changes").

- b. The Proposed Changes are consistent with the State Comprehensive Plan.
 - c. The Proposed Changes are consistent with all local land development regulations and the local comprehensive plan.
 - d. The Proposed Changes will not unreasonably interfere with the achievement of the objectives of the adopted State Land Development Plan applicable to the area.
 - e. All statutory procedures have been adhered to.
 - f. The Proposed Changes are presumed to create a substantial deviation under Subsection 380.06(19), Florida Statutes.
 - g. The review by the County and other participating agencies and interested citizens concludes that the impacts of the Proposed Changes are adequately addressed pursuant to the requirements of Chapter 380, Florida Statutes, within the terms and conditions of this Resolution.
 - h. That based upon analyses which are part of Composite Exhibit "1", the record of the proceeding and the aforementioned reviews, and the conditions contained herein, the Developer has submitted clear and convincing evidence to rebut the presumption created under Subsection 380.06(19), Florida Statutes.
 - i. The Proposed Changes do not create additional impacts to the previously approved Development, nor do they create any type of regional impact not previously reviewed, and therefore do not constitute a substantial deviation pursuant to Subsection 380.06(19), Florida Statutes.
 - j. That based on the foregoing and pursuant to Subsection 380.06(19), Florida Statutes, the Proposed Changes are found not to be a substantial deviation to the previously approved Development Order.
 - k. The findings of fact and conclusions of law made in the Development Order are hereby reaffirmed and are incorporated herein by reference, provided, however, that to the extent that a finding of fact or conclusion of law in the original Development Order, or any amendments thereto, conflicts with another finding or conclusion in a different amendment, the more recent in time shall control.
2. The Development Order is hereby amended to incorporate the Notice of Change, and accordingly, the Notice of Change is hereby approved, subject to the terms and conditions contained herein and as follows:

**NOTICE OF PROPOSED CHANGE
TO THE
WOODLAND CORPORATE CENTER
DEVELOPMENT OF REGIONAL IMPACT
DEVELOPMENT ORDER**

WOODLAND CORPORATE CENTER

**Prepared for:
LIBERTY PROPERTIES GROUP, INC.**

**Prepared by:
GREINER, INC.
AND
MacFARLANE, AUSLEY, FERGUSEN & McMULLEN**

JULY 1995

COMPOSITE EXHIBIT "1"

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

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

1. I, David M. Mechanik, the undersigned authorized representatives of J.G. Buehler & Co., Inc., hereby give notice of a proposed change to a previously approved Development of Regional Impact in accordance with Subsection 380.06(19), Florida Statutes. In support thereof, we submit the following information concerning the Woodland Corporate Center development, which information is true and correct to the best of our knowledge. We have submitted today, under separate cover, copies of this completed notification to Hillsborough County, to the Tampa Bay Regional Planning Council, and to the Bureau of State Planning, Department of Community Affairs.

July 3, 1995
(Date)

David M. Mechanik
(Signature)

2. Applicant (name, address, phone).

Mr. J.G. Buehler
J.G. Buehler & Co., Inc.
8010 Woodland Center Blvd.
Suite 100
Tampa Florida 33614

3. Authorized Agent (name, address, phone)

Mr. David M. Mechanik
Macfarlane Ferguson
Post Office Box 1531
Tampa, Florida
Phone: (813)273-4345

and

Mr. Randy Coen
Greiner, Inc.
Post Office Box 31646
Tampa, Florida 33631-3416
Phone: (813)286-1711

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

Section 29, Township 28 South, Range 18 East, in unincorporated Hillsborough County, Florida.

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

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

A brief description of the history and current conditions of the project is provided here to assist in the review of this Notice of Proposed Change.

In October of 1984, Shimberg-Cross Company for Liberty Life Insurance Company filed an Application for Development Approval (ADA) for an approximate 183-acre site in northwest Hillsborough County, Florida, in the southwest quadrant of the intersection of Waters Avenue and Manhattan Avenue. The project, known as Woodland Corporate Center, is a Development of Regional Impact (DRI) pursuant to the provisions of Section 380.06, Florida Statutes.

Following agency review and comments, and a public hearing before the Board of County Commissioners, a Development Order for the Woodland Corporate Center project was approved on August 27, 1985 (Resolution Number R85-0149 "Development Order").

On December 14, 1989, J.G. Buehler & Co., Inc., authorized agent for the Liberty Life Insurance Company, filed a Notification of a Proposed Change to a Previously Approved Development of Regional Impact (NOPC). The NOPC proposed an extension of the dates of buildout of development of Phase IA and Phase IB, each by two (2) years, eleven (11) months and fifteen (15) days.

On January 23, 1990, the Hillsborough County Board of County Commissioners approved the first amendment to the original Development Order, Resolution 90-0028, extending the dates of buildout of development of Phase IA and Phase IB, each by two (2) years, eleven (11) months and fifteen (15) days.

On April 2, 1992 the J.G. Buehler & Co., Inc., authorized agent for Liberty Life Insurance Company filed a second NOPC. The NOPC proposed a consolidation of Phases IA and IB as Revised Phase I, extension of Revised Phase I by two (2) years, specific approval of Phase II, inclusion of an equivalency matrix, and an extension of the termination date of the Development Order.

On November 10, 1992 the Hillsborough County Board of County Commissioners approved the second amendment to the original Development Order Resolution R92-0274,

consolidating Phases IA and IB, extension of a buildout for Revised Phase I by two (2) years, incorporating an equivalency matrix, granting specific approval of Phase II and extending the termination date of the Development Order to December 31, 2002.

On January 14, 1993, the Department of Community Affairs (DCA), upon review of the second amendment, requested that the development order again be amended to show any "alternate" improvements necessary to accommodate Phase II. On May 25, 1994, the Developer, through its legal counsel, responded to the request of the DCA stating that such an amendment was unnecessary since the "alternate" improvement, the Veterans Expressway, was completed and in operation. After further discussion, it was agreed between the developer and the DCA that the developer would submit a traffic analysis which would show what improvements were needed to accommodate Phase II and if "alternate" improvements were shown, that such improvements were "committed." The Developer and DCA further agreed that the list of needed Phase II roadway improvements (attached as an exhibit to the development order) would be amended to be consistent with the traffic analysis. On October 19, 1994, the Developer submitted the requested analysis to DCA (the *October 1994 Traffic Analysis*). In addition to the requested information, the *October 1994 Traffic Analysis* analyzed traffic conditions for a revised total project buildout date of December 15, 1997, which analysis would be the basis of a request for an extension of the project buildout date. On March 1, 1995, after review by DCA, the Florida Department of Transportation (FDOT), and the Tampa Bay Regional Planning Council (TBRPC), DCA advised that it and these agencies approved the conclusions in the *October 1994 Traffic*

Analysis. Accordingly, this NOPC is filed to implement the changes contemplated in the *October 1994 Traffic Analysis.*

This NOPC does not propose a change which involves the master site plan map. The proposed changes to the Development Order are as follows (each requested change is followed by a discussion and rationale for each change):

- A. A change to Exhibit "B" (Roadway and Intersection Improvement Summary) of the Development Order to update the list of needed roadway improvements to include the Veterans Expressway as a Phase II roadway improvement, as well as to revise the project phase as requested in Item 5.B., discussed in the next section.

Discussion/Rationale

The Original Development Order granted specific approval of Revised Phase I and conceptual approval of Phase II and identified a list of transportation improvements for Phase II which were to be verified at the time Phase II was specifically approved. The second amendment to the Development Order (Resolution R92-0274 discussed above) specifically approved Phase II, but did not amend Exhibit "B" to include the Veterans Expressway improvement as a substitute to the Dale Mabry Highway ten-lane improvement originally identified. As a result, the Developer now seeks to include the Veterans Expressway as a Phase II transportation improvement. The Veterans Expressway was completed and open to travel in October 1994, thereby confirming its status as a funded

roadway improvement. It is important to note that the DCA concurred in the transportation analysis prepared in support of the substitute improvement. A copy of the letter from DCA confirming their concurrence, as well as that of the TBRPC and FDOT is provided in the Appendix.

- B. The second change requests a change to the project's current phase designations. This would not change current approved development totals, but would change the project to a single phase development. The proposed change would combine specifically approved Revised Phase I with specifically approved Phase II, for a new single phase project ("the Project"). The October 1994 Traffic Analysis for Phase II cumulatively assessed the impacts of Revised Phase I and both phases have specific Development Order approval. The changes to the project phase designations are indicated in Table I, Revised Phasing Schedule, included with this NOPC.

Discussion/Rationale

The current Development Order granted specific approval of Revised Phase I and Phase II and adopted a Phasing Schedule which provided that the buildout of these phases would occur, respectively, in December 15, 1994 and December 31, 1995. The specific approval of Phase II cumulatively assessed the impacts of Revised Phase I and Phase II, which assessment concluded that no additional impact occurs as a result of consolidating Revised Phase I with Phase II.

TABLE 1

REVISED PHASE DESIGNATIONS
Woodland Corporate Center

Years ¹	Office (Sq. Ft.) ²	Light Industrial (Sq. Ft.) ²	Retail (Sq. Ft.) ³	Motel (Rooms)
Project (1985 - December 15, 1997)	833,500	819,000	72,500	250

- 1 The original Phasing Schedule of the adopted Development Order provided that the buildout of Revised Phase I and Phase II could occur, respectively, in 1989 and 1992. Phase II was subsequently specifically approved with a buildout date of December 31, 1995. A one (1) year, eleven (11) month, fifteen (15) day extension of the buildout date for the project is requested herein.
- 2 Square footage totals referred to are gross square feet of floor area.
- 3 Square footage totals referred to are square feet of gross leasable area (GLA).

- C. The third change requests an extension of the buildout date of the Project by a period of one (1) years, eleven (11) months and fifteen (15) days, with the new Project buildout date being December 15, 1997.

Discussion/Rationale

At the request of the Florida Department of Community Affairs (DCA), Woodland Corporate Center prepared an alternative traffic study (the *October 1994 Traffic Analysis*) subsequent to the approval of the second Development Order Amendment. As a part of this analysis, the potential impacts of extending the buildout date of the project from 1995 to 1997 were identified. The analysis concluded that extending the buildout date did not result in any additional materially significant adverse regional impacts (see appended Table 7). On March 1, 1995 the DCA confirmed this conclusion and also indicated concurrence in this finding by the FDOT and TBRPC (a copy of the letter is appended). As a result of this finding of no additional materially significant adverse regional impacts, the extension of the buildout date of the project from December 31, 1995 to December 15, 1997 is requested.

6. **Complete the attached Substantial Deviation Determination Chart for all land use types approved in the development. If no change is proposed or has occurred, please indicate no change.**

No change in land use types is proposed.

7. List all the dates and resolution numbers (or other appropriate identification numbers) of all modification or amendments to the originally approved DRI development order that have been adopted by the local government, and provide a brief description of the previous changes (i.e., any information not already addressed in the Substantial Deviation Chart). Has there been a change in local government jurisdiction for any portion of the development since the last approval or development order was issued? If so, has the annexing local government adopted a new DRI development order for the project?

The Development Order for the Woodland Corporate Center DRI, #115, Resolution No. 85-0149, was adopted by the Hillsborough County Board of County Commissioners on August 27, 1985.

The First Amendment, Resolution No. R90-0028, was adopted by the Hillsborough County Board of County Commissioners on January 23, 1990. Please see response to Item 5, above a discussion of this amendment.

The Second Amendment, Resolution R92-0274, was adopted by the Hillsborough County Board of County Commissioners on November 10, 1992. Please see response to Item 5, above for a discussion of this amendment.

8. Describe any lands purchased or optioned within 1/4 mile of the original DRI site subsequent to the original approval or issuance of the DRI development order. Identify such land, its size, intended use, and adjacent non-project land uses within 1/2 mile on a project master site plan or other map.

No additional lands have been purchased or optioned within 1/4 mile of the original DRI site.

9. Indicate if the proposed change is less than 40% (cumulatively with other previous changes) of any of the criteria listed in Paragraph 380.06(19)(b), Florida Statutes.

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

Yes

No

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

Yes, please see response to Item 5.

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

No amendment to the Future of Hillsborough Comprehensive Plan for Unincorporated Hillsborough County will be required.

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

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

There have been no revisions to the master site plan (Map H) or any other maps of the development plan.

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

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

The specific language is included in a proposed Amended Development Order provided in Appendix B of this NOPC.

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

Not applicable.

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

No change. Physical development has commenced.

- d. **A proposed amended development order termination date that reasonably reflects the time period required to complete this development;**

No change.

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

Not applicable.

- f. **Proposed amended development order specifications for the annual report, including the date of submission, contents, and parties to whom the report is submitted as specified in Subsection 9J-2.05(7), F.A.C.**

Not applicable.

APPENDIX



STATE OF FLORIDA
DEPARTMENT OF COMMUNITY AFFAIRS

EMERGENCY MANAGEMENT • HOUSING AND COMMUNITY DEVELOPMENT • RESOURCE PLANNING AND MANAGEMENT

LAWTON CHILES
Governor

LINDA LOOMIS SHELLEY
Secretary

March 1, 1995

Mr. David M. Mechanik
MacFarlane Ausley Ferguson and McMullen
111 Madison Street, Suite 2300
Tampa, Florida 33602

Re: ADA-885-029; Woodland Corporate Center DRI

Dear David:

We have received the traffic study regarding Phase II approval of Woodland Corporate Park development of regional impact (DRI) located in Hillsborough County. The Department concurs with the traffic analysis, which verifies that an alternative transportation improvement, namely the Northwest Expressway, will divert traffic from Dale Mabry Avenue to the extent that the affected segment(s) of Dale Mabry Avenue will no longer need to be widened to 8 or 10 lanes. The traffic analysis also correctly identifies the additional roadway improvements which would be needed if the buildout of Phase II were to be extended to 1997. The Florida Department of Transportation (FDOT) and the Tampa Bay Regional Planning Council (TBRPC) also agree with the conclusions of the traffic study.

We understand that you intend to file a notice of proposed change (NOPC) to update the list of needed roadway improvements based on the updated October 19, 1994 traffic analysis, and to extend the buildout of Phase II to 1997. Funding commitments must be identified for all "alternate" roadway improvements, i.e., improvements which are not included in the original development order.

2740 CENTERVIEW DRIVE • TALLAHASSEE, FLORIDA 32399-2100

FLORIDA KEYS AREA OF CRITICAL STATE CONCERN
FIELD OFFICE
2796 Overseas Highway, Suite 212
Marathon, Florida 33050-2227

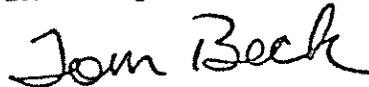
SOUTH FLORIDA RECOVERY OFFICE
P.O. Box 4022
8600 N.W. 36th Street
Miami, Florida 33159-4022

GREEN SWAMP AREA OF CRITICAL STATE CONCERN
FIELD OFFICE
155 East Summerlin
Bartow, Florida 33830-4641

Mr. David M. Mechanik
March 1, 1995
Page 2

If the Department can be of further assistance to you in this matter, please contact Tony Dominski in the Bureau of Local Planning at (904) 487-4545.

Sincerely,



J. Thomas Beck, Chief
Bureau of Local Planning

JTB/td

cc: Tim Butts, TBRPC
Ken Fast, FDOT
Steve Luce, Hillsborough County
David Winkle, Hillsborough County
Randy Coen, Greiner

1997 PM Peak Hour With Buildout Project Traffic Conditions

Roadway Link	Y LOS 'D' Service		1997 Projected Peak Hour Volumes		Project Traffic		Total Traffic		Project Percent of LOS D Service Vol		V/C Ratio			
	Lanes	Volume	NB/EB	SB/WB	NB/EB	SB/WB	Volume		Level of Service		NB/EB	SB/WB		
							NB/EB	SB/WB	NB/EB	SB/WB				
Western Avenue														
Sheldon Rd to Hanley Rd	6LD	2650	943	1043	110	1155	941	1155	B	B	0.7%	4.1%	0.36	0.44
Hanley Rd to NW Expwy	6LD	2650	900	1295	31	187	931	1482	B	B	1.2%	7.1%	0.35	0.36
NW Expwy to Benjamin	6LD	2650	900	1396	53	316	953	1612	B	B	2.0%	11.9%	0.36	0.61
Benjamin to Anderson Rd	6LD	2650	1824	1596	67	402	1891	1999	B	B	2.5%	13.2%	0.71	0.75
Anderson Rd to Site	6LD	2650	1538	1800	110	657	1668	2438	B	C	4.1%	24.8%	0.63	0.93
Site to Manhattan	6LD	2650	1538	1800	110	657	1668	1910	C	B	24.9%	4.2%	0.84	0.72
Manhattan to Dale Mabry	6LD	2650	1517	1288	457	76	1974	1364	B	B	17.3%	2.9%	0.74	0.31
Dale Mabry to Himes Av	4LD	1770	1331	1227	226	38	1557	1265	C	C	8.9%	1.5%	0.83	0.77
Himes Av to Twin Lakes	4LD	1770	1304	1329	138	26	1462	1356	C	C	7.8%	1.3%	0.84	0.91
Twin Lakes to Habana	4LD	1770	1356	1396	137	23	1493	1619	C	C	7.4%	1.2%	0.87	0.80
Habana to Roma	4LU	1682	1337	1368	130	22	1358	1409	C	C	3.6%	0.6%	0.83	0.83
Roma to N Boulevard	4LU	1682	1047	1372	61	10	1398	1398	B	C	3.1%	0.3%	0.65	0.82
N Boulevard to Florida Av	4LU	1682	1170	1331	46	8	1216	1339	C	D	2.7%	0.3%	0.72	0.91
Dale Mabry Hwy														
Lynbaugh to Ruch Bl	6LD	2650	3579	1927	123	20	3702	1947	F	B	4.6%	0.8%	1.40	0.73
Ruch Bl to Western Av	6LD	2650	2933	1589	190	33	3143	1621	F	B	7.2%	1.2%	1.19	0.61
Western Av to Lambright St	6LD	2650	2433	1323	2	10	2437	1333	C	B	0.1%	0.4%	0.93	0.30
Lambright St to Hillsborough A	6LD	2650	3042	1638	31	186	3073	1874	F	B	1.2%	7.0%	1.16	0.69
Benjamin Rd														
Benjamin Rd	2LU	830	235	356	14	86	249	242	A	A	1.7%	10.3%	0.30	0.39
Benjamin Rd to Sligh Av	2LU	830	699	460	14	86	713	546	B	B	1.7%	10.3%	0.66	0.66
Sligh Av to Hillsborough Av	2LU	830	703	468	8	46	710	514	B	B	0.9%	5.6%	0.66	0.63
Sligh Av														
Sligh Av	4LD	1770	603	507	5	30	608	537	B	B	0.3%	1.7%	0.34	0.30
NW Expwy to Benjamin Rd	2LU	830	340	563	0	0	340	563	B	B	0.0%	0.0%	0.63	0.68
Benjamin Rd to Manhattan Av	2LU	830	1076	718	0	0	1076	718	F	B	0.0%	0.0%	1.24	0.86
Manhattan Av to Dale Mabry	4LD	830	1066	732	262	44	1327	773	B	B	31.5%	5.3%	1.60	0.93
Manhattan Av														
Manhattan Av	2LU	830	1042	398	194	32	1236	430	F	A	23.3%	3.9%	1.49	0.32
Waters Av to Sligh Av	2LU	830	1042	398	67	400	1109	798	F	D	8.1%	48.3%	1.34	0.96
Sligh Av to Hillsborough Av	2LU	830	660	458	67	400	727	859	B	B	8.1%	48.3%	0.88	1.03
Anderson Rd	4LD	1770	1134	420	193	33	1329	433	B	B	11.0%	1.8%	0.75	0.26
NW Expwy to Waters	4LD	1770	1387	580	2	11	1389	591	C	B	0.1%	0.6%	0.90	0.33
NW Expressway														
Lynbaugh to Anderson Conn.	4LF	3360	1878	1232	60	10	1938	1262	B	B	1.8%	0.3%	0.28	0.38
Anderson Conn. to Waters Av	4LF	3360	2074	2049	60	10	3134	2039	D	C	1.8%	0.3%	0.93	0.61
Waters Av to Sligh Av	4LF	3360	2626	1751	12	70	2638	1821	C	B	0.3%	2.1%	0.79	0.54
Sligh Av to Hillsborough Av	4LF	3360	2693	1793	17	100	2712	1897	C	B	0.3%	3.0%	0.81	0.56

1 Source: FIDIS Generalized Level of Service Tables
 2 Total Volume/LOS D Service Volume

RESOLUTION NO. _____

RESOLUTION OF THE BOARD OF COUNTY
COMMISSIONERS OF HILLSBOROUGH COUNTY, FLORIDA
AMENDING DRI #115 DEVELOPMENT ORDER
FOR WOODLAND CORPORATE CENTER

Upon motion of Commissioner _____, seconded by Commissioner
_____, the following Resolution was adopted on this _____ day of _____,
1995, by a vote of _____ to _____ Commissioner(s) _____,
_____ voting "No".

WHEREAS, on August 27, 1985, the Board of County Commissioners approved
a Development Order (Resolution No. R85-0149) for the WOODLAND CORPORATE
CENTER Development of Regional Impact ("DRI") #115 (the "Development Order")
pursuant to the provisions of Section 380.06, Florida Statutes; and

WHEREAS, on January 23, 1990, the Board of County Commissioners approved
a First Amendment to the Development Order (Resolution No. R90-0028) for the
WOODLAND CORPORATE CENTER DRI #115 (the "First Amendment") pursuant to
the provisions of Section 380.06, Florida Statutes; and

WHEREAS, on November 10, 1992, the Board of County Commissioners
approved a Second Amendment to the Development Order (Resolution No. R92-0274)
for the WOODLAND CORPORATE CENTER DRI #115 (the "Second Amendment")
pursuant to the provisions of Section 380.06, Florida Statutes (hereinafter, the
Development Order, as amended by the First Amendment, and as amended by the
Second Amendment, shall collectively be referred to as the "Development Order");
and

WHEREAS, on _____, 1995, Liberty Life Insurance Company (the
"Developer") filed a Notification of a Proposed Change to a Previously Approved
Development of Regional Impact Subsection 380.06(19), Florida Statutes, for the
WOODLAND CORPORATE CENTER DRI (hereinafter the "Development") in
accordance with Section 380.06(19), Florida Statutes, in accordance with Subsection
380.06(19), Florida Statutes, (hereinafter the "Notice of Change") attached hereto
and incorporated herein as Composite Exhibit "1"; and

WHEREAS, the Notice of Change proposed a change to the Roadway and
Intersection Improvement Summary contained in the Development Order (Exhibit "B"
to the Development Order) to update the list of needed roadway improvements to
include the Veterans Expressway as a Phase II roadway improvement; to revise the
Development's current phase designations by changing the Development to a single
phase development (the "Project"); and to extend the current Project buildout date
by a period of one (1) year, eleven (11) months and fifteen (15) days, with the new
Project buildout date being December 15, 1997, all as more particularly set forth in
the Notice of Change (hereinafter all proposed modifications as set forth in the
Notice of Change shall be referred to as the "Proposed Changes"); and

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

WHEREAS, the Board of County Commissioners has reviewed and considered the Notice of Change, as well as all related testimony and evidence submitted by the Developer concerning the Proposed Changes; and

WHEREAS, the Board of County Commissioners as the governing body of the local government having jurisdiction pursuant to Chapter 380, Florida Statutes, is authorized and empowered to consider the Proposed Changes and to amend the Development Order; and

WHEREAS, the public notice requirements of Chapter 380, Florida Statutes, have been fulfilled; and

WHEREAS, all interested parties and members of the public have been afforded an opportunity to be heard at the public hearing on the proposed Second Amendment before the Board of County Commissioners; and

WHEREAS, the Board of County Commissioners has on _____, held a duly noticed public hearing on the Notice of Change in accordance with the requirements of Section 380.06, Florida Statutes, and applicable local ordinances, and has heard, reviewed and considered testimony and evidence submitted by certain parties and members of the general public at such hearing; and

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

WHEREAS, the Proposed Changes to the Development Order shall constitute the Third Amendment to the Development Order.

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

1. The following findings of fact and conclusions of law are made:

a. Liberty Life Insurance Company, hereinafter referred to as "Developer", submitted to Hillsborough County, Florida, the Notice of Change, which is attached hereto as Composite Exhibit "1" and incorporated herein by reference which proposed a change to the Roadway and Intersection Improvement Summary contained in the Development Order (Exhibit "B" to the Development Order) to update the list of needed roadway improvements to include the Veterans Expressway as a Phase II roadway improvement; to revise the Development's current phase designations by changing the Development to a single phase development (the "Project"); and to extend the current Project buildout date by a period of one (1) year, eleven (11) months and fifteen (15) days, with the new Project buildout date being December 15, 1997, all as more particularly set forth in the Notice of Change; (hereinafter all proposed modifications as set forth in the Notice of Change shall be referred to as the "Proposed Changes").

b. The Proposed Changes are consistent with the State Comprehensive Plan.

- c. The Proposed Changes are consistent with all local land development regulations and the local comprehensive plan.
 - d. The Proposed Changes will not unreasonably interfere with the achievement of the objectives of the adopted State Land Development Plan applicable to the area.
 - e. All statutory procedures have been adhered to.
 - f. The Proposed Changes are presumed to create a substantial deviation under Subsection 380.06(19), Florida Statutes.
 - g. The review by the County and other participating agencies and interested citizens concludes that the impacts of the Proposed Changes are adequately addressed pursuant to the requirements of Chapter 380, Florida Statutes, within the terms and conditions of this Resolution.
 - h. That based upon analyses which are part of Composite Exhibit "1", the record of the proceeding and the aforementioned reviews, and the conditions contained herein, the Developer has submitted clear and convincing evidence to rebut the presumption created under Subsection 380.06(19), Florida Statutes.
 - i. The Proposed Changes do not create additional impacts to the previously approved Development, nor do they create any type of regional impact not previously reviewed, and therefore do not constitute a substantial deviation pursuant to Subsection 380.06(19), Florida Statutes.
 - j. That based on the foregoing and pursuant to Subsection 380.06(19), Florida Statutes, the Proposed Changes are found not to be a substantial deviation to the previously approved Development Order.
 - k. The findings of fact and conclusions of law made in the Development Order are hereby reaffirmed and are incorporated herein by reference, provided, however, that to the extent that a finding of fact or conclusion of law in the original Development Order, or any amendments thereto, conflicts with another finding or conclusion in a different amendment, the more recent in time shall control.
2. The Development Order is hereby amended to incorporate the Notice of Change, and accordingly, the Notice of Change is hereby approved, subject to the terms and conditions contained herein and as follows:
- a. The Roadway and Intersection Improvement Summary contained in the Development Order (Exhibit "B" to the Development Order) is hereby amended and restated as set forth in Revised Exhibit "B" attached hereto and incorporated herein as Exhibit "2" in order to update the list of needed roadway improvements to include the Veterans Expressway as a Phase II roadway improvement; and

- b. The Development's current phase designations are hereby amended to incorporate the Revised Phasing Scheduled attached hereto as Exhibit "3", which reflects that the Development has been changed to a single phase development (the "Project") and that the current Project buildout date has been extended by a period of one (1) year, eleven (11) months and fifteen (15) days, with the new Project buildout date being December 15, 1997.
- 3. The Development Order is hereby reaffirmed in its entirety except as amended by this Resolution.
- 4. The Developer's Certification, attached hereto as Exhibit "4", affirms that a copy of the Notice of Change has been delivered to all persons as required by law.
- 5. The Developer shall record a Notice of Adoption of this Resolution in accordance with Subsection 380.06(15)(f), Florida Statutes.
- 6. This Resolution shall become effective upon rendition by the Board of County Commissioners of Hillsborough County in accordance with Section 380.06, Florida Statutes.
- 7. Upon adoption, this Resolution shall be transmitted by the Ex Officio Clerk to the Board of County Commissioners by certified mail to the State Land Planning Agency, the Tampa Bay Regional Planning Council, and other recipients specified by statute or rule.

STATE OF FLORIDA)
 COUNTY OF HILLSBOROUGH)

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

WITNESS my hand and official seal this _____ day of _____, 1995.

RICHARD AKE, CLERK

APPROVED BY COUNTY ATTORNEY:
 By: _____

By: _____
 Deputy Clerk

EXHIBIT "1"
TO THE AMENDED DEVELOPMENT ORDER

[NOPC]

EXHIBIT "2"

REVISED EXHIBIT "B"

ROADWAY AND INTERSECTION IMPROVEMENT SUMMARY
Woodland Corporate Center

Location	Improvement ¹
Revised Phase I - Roadways¹	
Waters Avenue - Wilsky to Hanley - Hanley to Anderson - Anderson to West Drwy. - West Access Drwy. to Manhattan - Manhattan to Dale Mabry Dale Mabry Highway - Busch to Waters - Lambright to Hillsborough Lambright Extension - Dale Mabry to Manhattan	Multi-laning Multi-laning Multi-laning Multi-laning Multi-laning Multi-laning Multi-laning New Construction
Revised Phase I - Intersections²	
Dale Mabry Highway and Waters Ave. - Waters Avenue - Busch Blvd. (NB) - Lambright Street Waters Avenue - Manhattan Avenue - West Access Drwy. - East Access Drwy. Manhattan Avenue and Access Drwy.	Lt. Turn Lane (NB, SB, EB), Rt. Turn Lane (EB) Signalization Lt. Turn Lane (EB), Rt. Turn Lane (EB) Signalization, Lt. Turn Lanes (EB, WB) Signalization, Lt. Turn Lanes (NB, WB), Rt. Turn Lanes (NB, EB) Signalization, Lt. Turn Lanes (NB, WB), Rt. Turn Lanes (NB, EB) Signalization, Lt. Turn Lanes (NB, EB), Rt. Turn Lanes (SB, EB)
Phase II - Roadways¹	
Gunn Highway - Ehrlich to Sheldon Dale Mabry Highway - Lake Carroll to Linebaugh - Linebaugh to Busch - Busch to Waters Manhattan Avenue - Sligh to Site Access Anderson Road - Linebaugh to Waters Lambright Street - Dale Mabry to Manhattan Veterans Expressway - Memorial to Dale Mabry	Multi-laning Multi-laning Multi-laning Multi-laning Multi-laning Multi-laning Multi-laning Multi-laning Expressway
Phase II - Intersections³	
Waters Avenue and - Hanley Road - Anderson Road - Dale Mabry Highway - Himes Avenue - Armenia Dale Mabry Highway and - Busch Blvd. (NB) - Lambright Street	Lt. Turn Lane (WB), Rt. Turn Lane (EB) Multi-laning Grade separation Lt. Turn Lane (NB), Rt. Turn Lane (NB) Lt. Turn Lane (WB), Rt. Turn Lane (EB, WB) Multi-laning Lt. Turn Lane (WB), Rt. Turn Lane (SB)

- ¹ For more detailed information regarding specific improvements refer to the Application for Development Approval, Response to Agency Comments, and Notice of Proposed Change documents.
- ² Through lane improvements were included in the roadway improvements rather than the intersection improvements to avoid duplication.
- ³ Specific improvements identified herein may be modified, with the approval of Hillsborough County and TBRPC, as a result of corresponding parallel improvement to other facilities which result in improved levels of service for facilities referred to above

[Superseded by Revised Exhibit "B" dated 8-25-95]

EXHIBIT "3"

REVISED PHASE DESIGNATIONS
Woodland Corporate Center

Years ¹	Office (Sq. FL) ²	Light Industrial (Sq. FL) ²	Retail (Sq. FL) ³	Motel (Rooms)
Project (1985 - December 15, 1997)	833,500	819,000	72,500	250

- ¹ The original Phasing Schedule of the adopted Development Order provided that the buildout of Revised Phase I and Phase II could occur, respectively, in 1989 and 1992. Phase II was subsequently specifically approved with a buildout date of December 31, 1995. A one (1) year, eleven (11) month, fifteen (15) day extension of the buildout date for the project is requested herein.
- ² Square footage totals referred to are gross square feet of floor area.
- ³ Square footage totals referred to are square feet of gross leasable area (GLA).

EXHIBIT "4"
TO THE AMENDED DEVELOPMENT ORDER
DEVELOPER'S CERTIFICATION

STATE OF FLORIDA)
COUNTY OF HILLSBOROUGH)

I hereby certify that on this day before me, the undersigned notary public authorized in this State and County named above to administer oaths and take acknowledgements, personally appeared Gordon J. Schiff, authorized agent for Liberty Life Insurance Company, the applicant of the Notification of a Proposed Change to a Previously Approved Development of Regional Impact (DRI) Subsection 380.06(19), Florida Statutes, for the Woodland Corporate Center DRI #115 ("Notice of Change"), to me well known, who being by me first duly sworn, says upon oath as stated below:

1. Liberty Life Insurance Company filed the Notice of Change on _____.
2. The Notice of Change was filed with all persons as required by law.

Gordon J. Schiff
Authorized Agent for
Liberty Life Insurance Company

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this ____ day of _____, 1995, by Gordon J. Schiff, Authorized Agent for Liberty Life Insurance Company, on behalf of the corporation, and is personally known to me.

Notary Public
Notary Stamp:
Deputy Clerk

C102730.00
August 15, 1995

Mr. Bernard Piawah
Florida Department of
Community Affairs
2740 Centerview Drive
Tallahassee, Florida 32399

Reference: Woodland Corporate Center
Notice of Proposed Change

Dear Mr. Piawah:

Based upon our telephone conversation on Monday, August 7, 1995, it is my understanding that only one issue remains unresolved. The Department has requested a funding commitment for the widening of Manhattan Avenue from Waters Avenue southward to the site entrance.

As indicated to you during our discussion, this segment of Waters Avenue was identified as a improvement in the previous NOPC, and not as a result of the current NOPC. Upon researching the file, the following items are attached to confirm this fact: 1) Title Sheet, Page 21-6 and Table 21-9 of the April 1992 NOPC application; and 2) Transmittal letter dated October 9, 1992, Page 2 and revised Table 21-9 of the subsequent sufficiency response.

Both of these items identify the subject Manhattan Avenue improvement. Moreover, both of these documents identify the subject Manhattan Avenue improvement as a "local improvement" and that it "is not a regional improvement." Manhattan Avenue is not a regionally significant roadway as defined by either the Department or the Tampa Bay Regional Planning Council. As a result, it is not a requirement that a funding commitment be identified in the development order for this "local improvement." This conclusion was reached by the Department, TBRPC, and the County during the review of the last NOPC and the accompanying developed order amended.

Realizing this fact, which I had not recalled until reviewing the file, the Department's request to modify the fifth whereas clause of the proposed Development Order to include "as well as other roadway improvements" is inappropriate and misleading since the only roadway improvement being added is the Veterans Expressway, which is explicitly identified in the whereas clause.

Greiner

C102730.00
August 15, 1995
Mr. Bernard Piawah
Page 2 of 2

If further discussion or clarification is required regarding this matter, please call me at your convenience.

Sincerely,

GREINER, INC.

A handwritten signature in black ink, appearing to read "Randy Coen". The signature is stylized with a large, sweeping "C" at the end.

Randy Coen
Associate Vice President

RC:sas
Enclosures
xc: Joseph Buehler
David Mechanik

**NOTIFICATION OF A PROPOSED CHANGE
TO A PREVIOUSLY APPROVED
DEVELOPMENT OF REGIONAL IMPACT (DRI)
Subsection 380.06 (19), Florida Statutes**

for the

WOODLAND CORPORATE CENTER

Prepared for:

J.G. Buehler & Co., Inc.

and

Liberty Life Insurance Company

Prepared by:

Grelner, Inc.

Tampa, Florida

and

Macfarlane Ferguson

Tampa, Florida

April 1992

-
- F. BASED ON THE ASSIGNMENT OF TRIPS AS SHOWN IN (D) AND (E) ABOVE, WHAT MODIFICATIONS IN THE HIGHWAY NETWORK (INCLUDING INTERSECTIONS) WILL BE NECESSARY AT THE END OF EACH PHASE OF DEVELOPMENT, TO ATTAIN AND MAINTAIN LOCAL AND REGIONAL LEVEL OF SERVICE STANDARDS? IDENTIFY WHICH OF THE ABOVE IMPROVEMENTS ARE REQUIRED BY TRAFFIC NOT ASSOCIATED WITH THE DRI AT THE END OF EACH PHASE. FOR THOSE IMPROVEMENTS WHICH WILL BE NEEDED EARLIER AS A RESULT OF THE DRI, INDICATE HOW MUCH EARLIER. WHERE APPLICABLE, IDENTIFY TRANSPORTATION SYSTEM MANAGEMENT (TSM) ALTERNATIVES (E.G., SIGNALIZATION, ONE-WAY PAIRS, RIDESHARING, ETC.) THAT WILL BE USED AND ANY OTHER MEASURES NECESSARY TO MITIGATE OTHER IMPACTS SUCH AS INCREASED MAINTENANCE DUE TO A LARGE NUMBER OF TRUCK MOVEMENTS.
-

Tables 21-9 lists the roadway improvements required for project buildout (1997). The Waters Avenue improvements are solely required by TBRPC, since the V/C ratios are significantly below the Hillsborough County Adopted minimum V/C ratios for this roadway. The Dale Mabry Highway improvements are required by all applicable review entities. Both the Waters Avenue and Dale Mabry Highway improvements are consistent with the original analysis. The Manhattan Avenue improvement, by virtue of its local significance is not a regional improvement.

and 21-11 have been prepared to compare the findings of the original DRI Phase II buildout analysis with that of the subject 1995 Phase II buildout analysis for roadways and intersections, respectively.

The roadway condition comparison presented in Table 21-10 compares and contrasts the findings of the original DRI assessment of Phase II with a 1992 buildout date to the subject Phase II assessment with a 1995 buildout date. Below is a listing of the roadways analyzed and a summary of the comparison findings.

Waters Avenue - no improvements required under either the original DRI or subject analysis assessments.

Dale Mabry Highway - same improvements required under both the original DRI and subject analysis assessments, except one segment where the subject assessment requires a two-lane addition rather than the four lane addition required in the DRI assessment.

Benjamin Road - provided for informational purposes since project traffic is substantially less than 5% on all roadway segments.

Sligh Avenue - provided primarily for information purposes since project traffic is less than 5% on all roadway segments, except one where no improvement is required under either the original DRI or subject assessments.

Manhattan Avenue - same four-lane improvements required under both the original DRI and subject assessments, except for one segment where subject assessment requires four-laning while DRI assessment does not. However, DRI assessment requires intersection improvements at each end of this short segment (.3 miles) which virtually results in the four-laning of this segment. In addition, the Manhattan Avenue improvement, by virtue of its local significant is not a regional improvement.

Anderson Road - provided for informational purposes since project traffic is substantially less than 5% on all roadway segments.

Greiner

7650 West Courtney Campbell Causeway
Tampa Florida 33607-1462
(813) 287-1711
FAX: (813) 287-8591

C2370.00
October 9, 1992

Ms. Suzanne Cooper
Tampa Bay Regional Planning Council
9455 Koger Blvd. #219
St. Petersburg, Fl 33702

Reference: Woodland Corporate Center NOPC

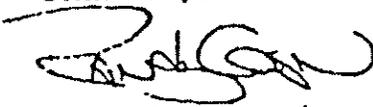
Dear Ms. Cooper:

Enclosed please find two (2) copies of a Transportation Update Supplemental Analysis and one computer disk providing relevant additional intersection analysis information. This supplemental analysis was prepared as a result of discussion between the applicant and Hillsborough County. In addition, we hereby request that the NOPC be amended to include a three year extension of Phase II (from 1992 to 1995), rather than the five year extension previously requested.

Please contact us at anytime with questions or comments.

Sincerely,

GREINER, INC.


Randy G. Coen

cc. Shirley Gersholowitz w/enclosures - disk
Marina Pennington w/enclosures - disk
Waddah Farah w/enclosures - disk
Joseph Buchler w/enclosures
Charles Whitmire w/enclosures
David Mechanik w/enclosures

Table 21-9

WOODLAND CORPORATE CENTER

1997 Roadway Improvement Summary

3

Roadway Link	Lanes	Without Project Traffic		With Project Traffic	
		LOS Before Improvement	LOS After Improvement	LOS Before Improvement	LOS After Improvement
<u>Waters Av</u>					
Dale Mabry Hwy to Himics Av	4LD	C	C	E	B
Habana Av to Armenta Av	4LD	C	C	E	B
				Widcn to 6LD	
				Widcn to 6LD	
<u>Dale Mabry Hwy</u>					
Fletcher Av to Linebaugh Av	6LD	F	D	E	B
Linebaugh Av to Bosch Bl	6LD	F	B	B	---
Busch Bl to Waters Av	6LD	F	C	D	---
Lambright St to Hillsborough Av	6LD	F	C	D	---
				Widcn to 10LD	
<u>Manhattan Av</u>					
Waters Av to Site Access	2LU	E	A	A	---
Site Access to Broad St	2LU	E	A	A	---
Broad St to Sligh Av	2LU	B	B	E	Widcn to 4LD

1. Improvements required to accommodate 1997 background (without project) traffic.
 2. Improvements required in addition to those needed to accommodate 1997 background (without project) traffic.

REVISED EXHIBIT "B"

ROADWAY AND INTERSECTION IMPROVEMENT SUMMARY
Woodland Corporate Center

Location	Improvement ³
Revised Phase I - Roadways¹	
Waters Avenue - Wilsky to Hanley - Hanley to Anderson - Anderson to West Drwy. - West Access Drwy. to Manhattan - Manhattan to Dale Mabry Dale Mabry Highway - Busch to Waters - Lambright to Hillsborough Lambright Extension - Dale Mabry to Manhattan	Multi-laning Multi-laning Multi-laning Multi-laning Multi-laning Multi-laning Multi-laning New Construction
Revised Phase I - Intersections²	
Dale Mabry Highway and - Waters Avenue - Busch Blvd. (NB) - Lambright Street Waters Avenue and - Manhattan Avenue - West Access Drwy. - East Access Drwy. Manhattan Avenue and Access Drwy.	Lt. Turn Lane (NB, SB, EB), Rt. Turn Lane (EB) Signalization Lt. Turn Lane (EB), Rt. Turn Lane (EB) Signalization, Lt. Turn Lanes (EB, WB) Signalization, Lt. Turn Lanes (NB, WB), Rt. Turn Lanes (NB, EB) Signalization, Lt. Turn Lanes (NB, WB), Rt. Turn Lanes (NB, EB) Signalization, Lt. Turn Lanes (NB, EB), Rt. Turn Lanes (SB, EB)
Phase II - Roadways¹	
Gunn Highway - Ehrlich to Sheldon Dale Mabry Highway - Lake Carroll to Linebaugh - Linebaugh to Busch - Busch to Waters Manhattan Avenue - Waters to Site - Sligh to Site Access Anderson Road - Linebaugh to Waters Lambright Street - Dale Mabry to Manhattan Veterans Expressway - Memorial to Dale Mabry	Multi-laning Multi-laning Multi-laning Multi-laning Multi-laning Multi-laning Multi-laning Multi-laning Multi-laning Multi-laning Expressway
Phase II - Intersections²	
Waters Avenue and - Hanley Road - Anderson Road - Dale Mabry Highway - Himes Avenue - Armenia Dale Mabry Highway and - Busch Blvd. (NB) - Lambright Street	Lt. Turn Lane (WB), Rt. Turn Lane (EB) Multi-laning Grade separation Lt. Turn Lane (NB), Rt. Turn Lane (NB) Lt. Turn Lane (WB), Rt. Turn Lane (EB, WB) Multi-laning Lt. Turn Lane (WB), Rt. Turn Lane (SB)

¹ For more detailed information regarding specific improvements refer to the Application for Development Approval, Response to Agency Comments, and Notice of Proposed Change documents.

² Through lane improvements were included in the roadway improvements rather than the intersection improvements to avoid duplication.

³ Specific improvements identified herein may be modified, with the approval of Hillsborough County and TBRPC, as a result of corresponding parallel improvement to other facilities which result in improved levels of service for facilities referred to above.

WOODLAND CORPORATE CENTER

Roadway Laneage Requirement Comparison

Roadway Link	Existing Lane	Response to Commerce 1972 Analysis			NOFC 1985 Analysis				Project Percent of LOS D Service Vol		
		Project Level of Service	1972 Required Lane	Level of Service with Improvements	1985 with Project Level of Service		1985 Required Lane	Level of Service with Improvements		NB/EB	SB/WB
					NB/EB	SB/WB		NB/EB	SB/WB		
<u>Waters Avenue</u>											
Sheldon Rd to Healey Rd	4LD	B	same	-	B	B	same	-	-	0.6%	1.4%
Healey Rd to NW Esplan	4LD	A	same	-	B	B	same	-	-	0.9%	1.6%
NW Esplan to Benjamin	4LD	A	same	-	B	B	same	-	-	1.9%	11.4%
Benjamin to Anderson Rd	4LD	A	same	-	C	C	same	-	-	2.1%	11.7%
Anderson Rd to Six	4LD	A	same	-	B	C	same	-	-	3.3%	10.0%
Six to Manhattan	4LD	A	same	-	C	B	same	-	-	11.6%	2.3%
Manhattan to Dale Mabry	4LD	C	same	-	C	D	same	-	-	20.7%	3.3%
Dale Mabry to Hines Av	4LD	B	same	-	D	C	same	-	-	17.7%	3.0%
Hines Av to Tola Lane	4LD	B	same	-	C	C	same	-	-	12.7%	2.1%
Tola Lane to Hibana	4LD	B	same	-	D	D	same	-	-	11.5%	1.9%
Hibana to Armons	4LD	B	same	-	D	D	same	-	-	14.3%	1.7%
Armons to Roma	4LU	D	same	-	C	C	same	-	-	5.9%	1.0%
Roma to N Boulevard	4LU	D	same	-	C	C	same	-	-	5.5%	0.9%
N Boulevard to Florida Av	4LU	D	same	-	C	D	same	-	-	5.0%	0.8%
<u>Dale Mabry Hwy</u>											
Fletcher Av to Lloabaugh	4LD	F	10LD	C	P	C	4LD	D	B	6.3%	1.1%
Lloabaugh to Busch Bl	4LD	F	10LD	D	P	B	10LD	C	B	4.9%	1.2%
Busch Bl to Waters Av	4LD	F	4LD	D	P	B	4LD	D	B	2.7%	1.3%
Waters Av to Leebright Bl	4LD	F	4LD	C	P	C	4LD	D	B	0.1%	0.6%
Leebright St to Hillsborough Av	4LD	F	4LD	D	P	C	4LD	C	B	1.5%	1.7%
<u>Benjamin Rd</u>											
Waters Av to Berry Rd	2LU		- not analyzed -	-	D	B	same	-	-	0.6%	1.6%
Berry Rd to Sligh Av	2LU		- not analyzed -	-	P	B	4LD	A	A	0.6%	1.6%
Sligh Av to Hillsborough Av	2LU	P	4LD	A	P	D	4LD	A	A	0.1%	0.5%
<u>Sligh Av</u>											
NW Esplan to Benjamin Rd	4LD		- not analyzed -	-	B	B	same	-	-	0.3%	0.5%
Benjamin Rd to Anderson Rd	2LU		- not analyzed -	-	A	A	same	-	-	0.0%	1.0%
Anderson Rd to Manhattan Av	2LU		- not analyzed -	-	B	B	4LD	A	A	0.3%	1.0%
Manhattan Av to Dale Mabry	4LD	A	same	-	C	B	same	-	-	47.3%	1.9%
<u>Manhattan Av</u>											
Waters Av to Six	2LU	B	same	-	P	B	4LD	A	A	21.6%	3.6%
Six to Broad	2LU	F	4LD	A	P	D	4LD	A	A	9.8%	11.6%
Broad to Sligh Av	2LU	F	4LD	A	B	B	4LD	A	A	8.8%	11.6%
Sligh Av to Hillsborough Av	2LU		- not analyzed -	-	B	A	same	-	-	1.1%	0.9%
<u>Anderson Rd</u>											
Lloabaugh to Waters	4LD	A	same	-	P	B	4LD	C	B	1.3%	0.6%
Waters to Sligh Av	4LD	A	same	-	C	B	same	-	-	0.2%	1.0%
Sligh Av to Hillsborough	4LD	A	same	-	B	B	same	-	-	0.2%	1.3%

1 Level of Service obtained from Response to Commerce study

2 Level of Service in the NOFC Standard Level of Service Table

EXHIBIT "3"
TO THE AMENDED DEVELOPMENT ORDER

REVISED PHASE DESIGNATIONS
Woodland Corporate Center

<u>Years</u>	<u>Office (Sq. Ft.)¹</u>	<u>Light Industrial (Sq. Ft.)¹</u>	<u>Retail (Sq. Ft.)²</u>	<u>Motel (Rooms)</u>
Project (1985 - December 15, 1997)	833,500	819,000	72,500	250

-
- 1 Square footage totals referred to are gross square feet of floor area.
- 2 Square footage totals referred to are square feet of gross leasable area (GLA).

REVISED EXHIBIT "B"
ROADWAY AND INTERSECTION IMPROVEMENT SUMMARY
Woodland Corporate Center

Location	Improvement ¹
Revised Phase I - Roadways¹	
Waters Avenue - Wilsky to Hanley - Hanley to Anderson - Anderson to West Drwy. - West Access Drwy. to Manhattan - Manhattan to Dale Mabry Dale Mabry Highway - Busch to Waters - Lambright to Hillsborough Lambright Extension - Dale Mabry to Manhattan	Multi-laning Multi-laning Multi-laning Multi-laning Multi-laning Multi-laning Multi-laning New Construction
Revised Phase I - Intersections²	
Dale Mabry Highway and - Waters Avenue - Busch Blvd. (NB) - Lambright Street Waters Avenue and - Manhattan Avenue - West Access Drwy. - East Access Drwy. Manhattan Avenue and Access Drwy.	Lt. Turn Lane (NB, SB, EB), Rt. Turn Lane (EB) Signalization Lt. Turn Lane (EB), Rt. Turn Lane (EB) Signalization, Lt. Turn Lanes (EB, WB) Signalization, Lt. Turn Lanes (NB, WB), Rt. Turn Lanes (NB, EB) Signalization, Lt. Turn Lanes (NB, WB), Rt. Turn Lanes (NB, EB) Signalization, Lt. Turn Lanes (NB, EB), Rt. Turn Lanes (SB, EB)
Phase II - Roadways¹	
Gunn Highway - Ehrlich to Sheldon Dale Mabry Highway - Lake Carroll to Linebaugh - Linebaugh to Busch - Busch to Waters Manhattan Avenue - Waters to Site - Sligh to Site Access Anderson Road - Linebaugh to Waters Lambright Street - Dale Mabry to Manhattan Veterans Expressway - Memorial to Dale Mabry	Multi-laning Multi-laning Multi-laning Multi-laning Multi-laning Multi-laning Multi-laning Multi-laning Multi-laning Multi-laning Multi-laning Multi-laning Multi-laning Multi-laning Multi-laning Expressway
Phase II - Intersections²	
Waters Avenue and - Hanley Road - Anderson Road - Dale Mabry Highway - Himes Avenue - Armenia Dale Mabry Highway and - Busch Blvd. (NB) - Lambright Street	Lt. Turn Lane (WB), Rt. Turn Lane (EB) Multi-laning Grade separation Lt. Turn Lane (NB), Rt. Turn Lane (NB) Lt. Turn Lane (WB), Rt. Turn Lane (EB, WB) Multi-laning Lt. Turn Lane (WB), Rt. Turn Lane (SB)

¹ For more detailed information regarding specific improvements refer to the Application for Development Approval, Response to Agency Comments, and Notice of Proposed Change documents.

² Through lane improvements were included in the roadway improvements rather than the intersection improvements to avoid duplication.

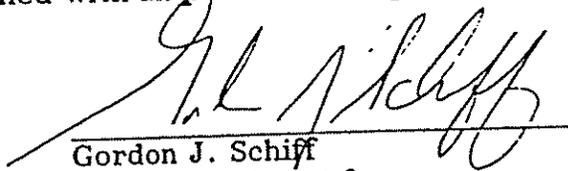
³ Specific improvements identified herein may be modified, with the approval of Hillsborough County and TBRPC, as a result of corresponding parallel improvement to other facilities which result in improved levels of service for facilities referred to above.

EXHIBIT "4"
TO THE AMENDED DEVELOPMENT ORDER
DEVELOPER'S CERTIFICATION

STATE OF FLORIDA)
COUNTY OF HILLSBOROUGH)

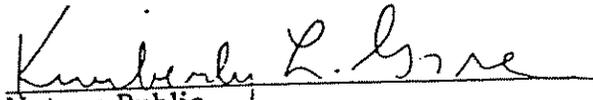
I hereby certify that on this day before me, the undersigned notary public authorized in this State and County named above to administer oaths and take acknowledgements, personally appeared Gordon J. Schiff, authorized agent for Liberty Life Insurance Company, the applicant of the Notification of a Proposed Change to a Previously Approved Development of Regional Impact (DRI) Subsection 380.06(19), Florida Statutes, for the Woodland Corporate Center DRI #115 ("Notice of Change"), to me well known, who being by me first duly sworn, says upon oath as stated below:

1. Liberty Life Insurance Company filed the Notice of Change on July 3, 1995 and filed Supplemental Responses on August 15, 1995 and August 28, 1995.
2. The Notice of Change was filed with all persons as required by law.


Gordon J. Schiff
Authorized Agent for
Liberty Life Insurance Company

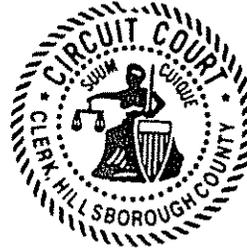
STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 28 day of August, 1995, by Gordon J. Schiff, Authorized Agent for Liberty Life Insurance Company, on behalf of the corporation, and is personally known to me.


Notary Public
Notary Stamp: |
Deputy Clerk

KIMBERLY L GORE
Notary Public, State of Florida
My comm. expires: Feb. 24, 1999
No. CC 434074 Lykes

Richard Ake
Clerk of the Circuit Court
Hillsborough County, Florida



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

November 30, 1992

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

Re: Resolution No. R92-0274 - Amending the Development Order for Woodland
Corporate Center (DRI #115)

Dear Ms. Cooper:

Attached is a certified copy of referenced resolution, which was adopted
by the Hillsborough County Board of County Commissioners on November 10, 1992.

We are providing the copy for your files.

Sincerely,

RICHARD AKE
CLERK OF CIRCUIT COURT

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

mailed 12/1/92

received 12/2/92

*Exhibit "A" in NOTC file
with full copy of D.O. amendment*

LF:ADF

Attachment

Certified Mail

cc: Board files (1 orig.)
David M. Mechanik, Esquire - Macfarlane, Ferguson (excluding Composite
Exhibit "A")
J. Thomas Beck, Florida Department of Community Affaris
John Dixon Wall, Chief Assistant County Attorney (excluding Composite
Exhibit "A")
Gene Boles, Director, Planning and Development Management (excluding
Composite Exhibit "A")
Joe Egozcue, County Attorney's Office (excluding Composite Exhibit
"A")

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

I, RICHARD AKE, Clerk of the Circuit Court and
Ex Officio Clerk of the Board of County Commissioners of
Hillsborough County, Florida, do hereby certify that the
above and foregoing is a true and correct copy of _____
Resolution No. R92-0274 Amending the Development Order for
Woodland Corporate Center (DRI #115)

approved by the Board in its _____ regular meeting
of _____ November 10 _____, 1992 _____, as the same
appears of record in MINUTE BOOK _____ 198 _____ of the
Public Records of Hillsborough County, Florida.

WITNESS my hand and official seal this 30th
day of _____ November _____, 1992 _____.

RICHARD AKE, CLERK

By: Linda Lynn
Deputy Clerk

AMENDED DEVELOPMENT ORDER

Resolution No. R92-0274

RESOLUTION OF THE BOARD OF COUNTY
COMMISSIONERS OF HILLSBOROUGH COUNTY, FLORIDA
DRI #115 DEVELOPMENT ORDER
WOODLAND CORPORATE CENTER

Upon motion by Commissioner Busansky, seconded by Commissioner Iorio, the following Resolution was adopted on this 10th day of November, 1992.
Vote: 5 to 1. Commissioner Platt voting no.

WHEREAS, on August 27, 1985, the Board of County Commissioners approved a Development Order (Resolution No. R85-0149) for the WOODLAND CORPORATE CENTER Development of Regional Impact ("DRI") #115 (the "Development Order") pursuant to the provisions of Section 380.06, Florida Statutes; and

WHEREAS, on January 23, 1990, the Board of County Commissioners approved an Amended Development Order (Resolution No. R90-0028) for the WOODLAND CORPORATE CENTER DRI #115 (the "First Amendment") pursuant to the provisions of Section 380.06, Florida Statutes; and

WHEREAS, on April 2, 1992, Liberty Life Insurance Company filed a Notification of a Proposed Change to a Previously Approved Development of Regional Impact Subsection 380.06(19), Florida Statutes, for the WOODLAND CORPORATE CENTER DRI and on October 9, 1992, submitted a Transportation Update Supplemental Analysis (which documents are together referred to as the "Notice of Change") in accordance with Section 380.06(19), Florida Statutes; and

WHEREAS, the Notice of Change proposed a change to the project's current phase designations changing the project to a two phase development without subphases; an extension of Revised Phase I as defined in the Notice of Change; specific approval and an extension of Phase II, as defined in the Notice of Change; the inclusion of an equivalency matrix and an extension of the termination date of the Development Order; (hereinafter all proposed modifications as set forth in the Notice of Change shall be referred to as the "Proposed Changes") and

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

WHEREAS, the Board of County Commissioners has reviewed and considered the Notice of Change, as well as all related testimony and evidence submitted by the Developer concerning the Proposed Changes; and

WHEREAS, the Board of County Commissioners as the governing body of the local government having jurisdiction pursuant to Chapter 380, Florida Statutes, is authorized and empowered to consider the Proposed Changes and to amend the Development Order; and

WHEREAS, the public notice requirements of Chapter 380, Florida Statutes, have been fulfilled; and

WHEREAS, all interested parties and members of the public have been afforded an opportunity to be heard at the public hearing on the proposed Second Amendment before the Board of County Commissioners; and

WHEREAS, the Board of County Commissioners has held a duly noticed public hearing on the proposed Second Amendment to the Development Order and has reviewed and considered the Notice of Change, as well as all testimony and evidence submitted by certain parties and members of the general public; and

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

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

1. The following findings of fact are made:
 - A. Liberty Life Insurance Company, hereinafter referred to as "Developer", submitted to Hillsborough County, Florida, the Notice of Change, which is attached hereto as Composite Exhibit "A" and incorporated herein by reference, which requested a change to the project's current phase designations changing the project to a two phase development without subphases; an extension of Revised Phase I as defined in the Notice of Change; specific approval and an extension of Phase II, as defined in the Notice of Change; the inclusion of an equivalency matrix and an extension of the termination date of the Development Order; (hereinafter all proposed modifications as set forth in the Notice of Change shall be referred to as the "Proposed Changes").
 - B. All statutory procedures have been adhered to.
 - C. The findings of fact and conclusions of law made in the Development Order, together with the First Amendment, are incorporated herein by reference.
 - D. That the Proposed Changes are consistent with all local land use development regulations and the local comprehensive plan.
 - E. That the Proposed Changes do not unreasonably interfere with the achievement of the objectives of the adopted State Land Development Plan applicable to the area.
 - F. That the Proposed Changes are consistent with the report and recommendations of the Tampa Bay Regional Planning Council.

- G. That a comprehensive review of the impacts generated by the Proposed Changes has been conducted by the County and the Tampa Bay Regional Planning Council.
- H. That the Proposed Changes do not create additional regional impacts or impacts that were not previously reviewed nor meet or exceed any of the criteria set forth in Subsection 380.06(19)(b), Florida Statutes (1989).

2. That the Board of County Commissioners having made the above findings of fact, renders the following conclusions of law:

- A. That these proceedings have been duly conducted pursuant to applicable law and regulations and, based upon the record of these proceedings, the Developer is authorized to conduct the Development as described herein, subject to the terms and conditions of the Development Order, First Amendment and the amendments, conditions, restrictions and limitations set forth herein.
- B. The review by the County, the Tampa Bay Regional Planning Council and other participating agencies and interested citizens concludes that the impacts of the Proposed Changes are adequately addressed pursuant to the requirements of Chapter 380, Florida Statutes, within the terms and conditions of this Resolution.
- C. Except for the proposed extension of the Phase I expiration date, which is governed by § 380.06(19)(e)2, Florida Statutes, the Proposed Changes are presumed to create a substantial deviation under Subsection 380.06(19), Florida Statutes.
- D. That based upon analyses which are part of Composite Exhibit "A", the record of the proceeding and the aforementioned reviews, and the conditions contained herein, the Developer has submitted clear and convincing evidence to rebut the presumption created under Subsection 380.06(19), Florida Statutes.
- E. That based on the foregoing and pursuant to Section 380.06(19), Florida Statutes (1989), the Proposed Changes are found not to be a substantial deviation to the previously approved Development Order.

3. The Development Order, together with the First Amendment, is hereby amended to incorporate a change to the project's current phase designations changing the project to a two phase development without subphases; an extension of Revised Phase I as defined in the Notice of Change; specific approval and an extension of Phase II, as defined in the Notice of Change; the inclusion of an equivalency matrix and an extension of the termination date of the Development Order. Accordingly, the Development Order, together with the First Amendment,

is further amended to incorporate the Revised Phasing Schedule, attached hereto as Exhibit "B", which reflects the changes to the project phase designations. The Developer shall notify DCA and TBRPC of any use of the equivalency matrix at the time any land use exchange is submitted to Hillsborough County.

4. The Development Order, together with the First Amendment, is hereby reaffirmed in its entirety except as amended by this Resolution.

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

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

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

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

STATE OF FLORIDA)
COUNTY OF HILLSBOROUGH)

I, RICHARD AKE, Clerk of the Circuit Court and Ex-Officio Clerk of the Board of County Commissioners of Hillsborough County, Florida, do hereby certify that the above and foregoing is a true and correct copy of a Resolution adopted by the Board at its regular meeting of November 10, 1992, as the same appears of record in Minute Book 198 of the Public Records of Hillsborough County, Florida.

WITNESS my hand and official seal this 30th day of November, 1992.

RICHARD AKE, CLERK

By: 
Deputy Clerk

APPROVED BY COUNTY ATTORNEY

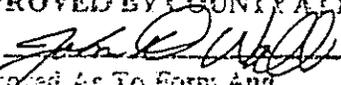
BY 
Approved As To Form And
Legal Sufficiency.

EXHIBIT "B"

REVISED PHASE DESIGNATIONS
Woodland Corporate Center

<u>Years</u>	<u>Office (Sq. Ft.)¹</u>	<u>Light Industrial (Sq. Ft.)¹</u>	<u>Retail (Sq. Ft.)²</u>	<u>Motel (Rooms)</u>
Revised Phase I (1985 - December 15, 1994)	560,000	650,000	40,000	0
Phase II (1992 - 1995)	273,500	169,000	32,500	250
Total Project	833,500	819,000	72,500	250

¹ Square footage totals referred to are gross square feet of floor area.

² Square footage totals referred to are square feet of gross leasable area (GLA).

Composite Exhibit "A" = NOPC and Transportation Update Supplemental Analysis

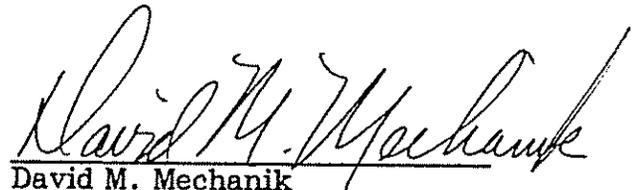
EXHIBIT "C"

DEVELOPER'S CERTIFICATION

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

I hereby certify that on this day before me, the undersigned notary public authorized in this State and County named above to administer oaths and take acknowledgements, personally appeared David M. Mechanik, as attorney for Liberty Life Insurance Company, the applicant of the Notification of Proposed Change to a Previously Approved Development of Regional Impact (DRI) Subsection 380.06(19), Florida Statutes, for the Woodland Corporate Center DRI #115 (the "Notice of Change"), to me well known, who being by me first duly sworn, says upon oath as stated below:

1. Liberty Life Insurance Company filed the Notice of Change on April 2, 1992.
2. Liberty Life Insurance Company filed a Transportation Update Supplemental Analysis on October 9, 1992.
3. The Notice of Change and Transportation Update Supplemental Analysis were filed with all persons as required by law.


David M. Mechanik
Attorney for Liberty Life
Insurance Company

The foregoing document was acknowledged before me this 12th day of November, 1992, by David M. Mechanik, attorney for Liberty Life Insurance Company, who is personally known to me or who has produced a Florida Drivers License as identification and who did not take an oath.


Notary Public

AILEEN M. ANDERS
Notary Public, State of Florida
My comm. expires Feb. 7, 1993
No. AA645205

- c. A proposed amended Development Order deadline for commencing physical development of the proposed changes, if applicable;

Not applicable.

- d. A proposed amended Development Order termination date that reasonably reflects the time required to complete the development;

Not applicable.

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

Not applicable.

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

Not applicable.

If the proposed change meets or exceeds substantial deviation criteria listed in the DRI Development Order, or in the criteria listed in Subsection 380.06(19)(b), F.S., then the proposed change is a substantial deviation and shall be subject to further DRI review without the necessity for a determination by the local government.

The proposed change is not a substantial deviation as expressly noted in Subsection 380.06(19)(c)2., Florida Statutes, which addresses extensions of a development of regional impact's date of buildout or any phase thereof, by less than three (3) years.

Exhibit 2

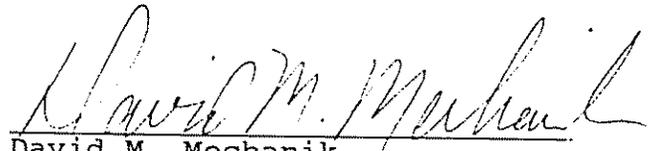
AFFIDAVIT

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

I hereby certify that on this day before me, the undersigned notary public authorized in this State and County named above to administer oaths, and take acknowledgments, personally appeared David M. Mechanik, as attorney for J.G. Buehler & Co., Inc., authorized agent for Liberty Life Insurance Company, the applicant of the Notification of a Proposed Change to a Previously Approved Development of Regional Impact (DRI) Subsection 380.06(19), Florida Statutes for the Woodland Corporate Center DRI #115 ("Notice of Change"), to me well known, who being by me first duly sworn, says upon oath as stated below:

1. J.G. Buehler & Co., Inc. filed the Notice of Change on December 14, 1989.
2. The Notice of Change was filed with all persons as required by law.


David M. Mechanik
Attorney for J.G. Buehler
& Co., Inc., authorized agent
for Liberty Life Insurance
Company

Sworn to and subscribed before me this 1st day of January, 1990.


Notary Public

(Notarial Seal)

My Commission Expires:

NOTARY PUBLIC, State of Florida
My Commission Expires Feb. 7, 1993

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

I, RICHARD AKE, Clerk of the Circuit Court and
Ex Officio Clerk of the Board of County Commissioners of
Hillsborough County, Florida, do hereby certify that the
above and foregoing is a true and correct copy of _____
Resolution No. R90-0028 Amending DRI #115 Development Order
Woodland Corporate Center

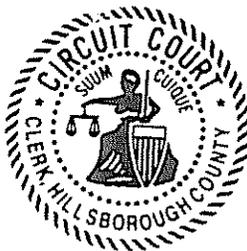
_____ adopted by the Board in its regular meeting of
January 23, 1990, as the same appears of
record in MINUTE BOOK 164 of the Public Records of
Hillsborough County, Florida.

WITNESS my hand and official seal this 31st
day of January, 1990.

RICHARD AKE, CLERK

By: Merte Iris Bishop
Deputy Clerk

Richard Ake
Clerk of the Circuit Court
Hillsborough County, Florida



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

January 30, 1990

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

Attn: Suzanne Cooper
DRI Coordinator

Re: Resolution No. R90-0028 Amending DRI #115 Development
Order - Woodland Corporate Center

Dear Ms. Cooper:

Enclosed please find an executed certified copy of the
referenced resolution, adopted by the Hillsborough County
Board of County Commissioners on January 23, 1990.

We are providing this certified copy for your official
files.

Sincerely,

RICHARD AKE
CLERK OF CIRCUIT COURT

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

mailed 1/31/90

ELF:LT

cc: Board files (orig.)
Ed Lehman, State of Florida, Department of Community
Affairs
Jeff Miller, Director, Planning & Zoning
Gordon J. Schiff, Attorney for Woodland Corporate
Center
John Dixon Wall, Assistant County Attorney

Enclosure

Resolution No. R 90-0028

RESOLUTION OF THE BOARD OF COUNTY
COMMISSIONERS OF HILLSBOROUGH COUNTY, FLORIDA
AMENDING DRI #115 DEVELOPMENT ORDER
WOODLAND CORPORATE CENTER

Upon motion of Commissioner Colson, seconded by Commissioner Padgett, the following Resolution was adopted on this 23rd day of January, 1990.

WHEREAS, on August 27, 1985, the Board of County Commissioners approved a Development Order (Resolution No. R85-0149) for the WOODLAND CORPORATE CENTER Development of Regional Impact (DRI) #115 (the "Development Order") pursuant to the provisions of Section 380.06, Florida Statutes; and

WHEREAS, on December 14, 1989, J.G. Buehler & Co., Inc., authorized agent for Liberty Life Insurance Company, filed a Notification of a Proposed Change to a Previously Approved Development of Regional Impact (DRI) Subsection 380.06(19), Florida Statutes, for the WOODLAND CORPORATE CENTER DRI ("Notice of Change") in accordance with Section 380.06(19), Florida Statutes; and

WHEREAS, the Notice of Change proposed an extension of the dates of buildout of development of Phase IA and Phase IB, each by less than three (3) years, as more particularly stated in the Notice of Change; and

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

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

1. The following findings of fact are made:
 - a. J.G. Buehler & Co., Inc., authorized agent for Liberty Life Insurance Company, submitted to Hillsborough County the Notice of Change, which is attached hereto as Exhibit 1 and incorporated herein, which requested an extension of the dates of buildout of development of Phase IA and Phase IB, each by two (2) years, eleven (11) months and fifteen (15) days (the "Proposed Change").
 - b. In accordance with Subsection 380.06(19)(e)2., Florida Statutes, the Proposed Change is not a substantial deviation under the provisions of Subsection 380.06(19), Florida Statutes, and is not subject to a public hearing pursuant to Subparagraph 380.06(19)(f)3., Florida Statutes, or a determination pursuant to Subparagraph 380.06(19)(f)5., Florida Statutes.
 - c. All statutory procedures have been adhered to.
 - d. The findings of fact and conclusions of law made in the Development Order are incorporated herein by reference.
2. The Development Order is hereby amended to extend the dates of buildout of development of Phase IA and Phase IB, each by a period of two (2) years, eleven (11) months and fifteen (15) days.

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

4. The Developer's Certification, attached hereto as Exhibit 2, affirms that a copy of the Notice of Change has been delivered to all persons as required by law.

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

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

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

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

I, RICHARD AKE, Clerk of the Circuit Court and Ex Officio Clerk of the Board of County Commissioners of Hillsborough County, Florida, do hereby certify that the above and foregoing is a true and correct copy of a Resolution adopted by the Board at its regular meeting of January 23, 1990, as the same appears of record in Minute Book 164 of the Public Records of Hillsborough County, Florida.

WITNESS my hand and official seal this 29th day of January, 1990.

RICHARD AKE, CLERK

BY:

Judith M. Nichols
Deputy Clerk

REVIEWED BY COUNTY ATTORNEY
BY John R. Wall
Approved As To Form And
Legal Sufficiency.

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

(An Extension of Project Phase and Buildout Dates
by Less Than Three Years)

Subsection 380.06 (19), Florida Statutes (1985), requires that submittal of a proposed change to a previously approved DRI be made to the local government, the regional planning council, and the state land planning agency according to this form.

1. I, David M. Mechanik, the undersigned authorized representative of J.G. Buchler & Co., Inc., hereby give notice of a proposed change to a previously approved Development of Regional Impact in accordance with Subsection 380.06 (19), Florida Statutes (1985). In support thereof, I submit the following information concerning the Woodland Corporate Center development, which information is true and correct to the best of my knowledge. I have submitted today, under separate cover, copies of this completed notification to the Board of County Commissioners of Hillsborough County, to the Tampa Bay Regional Planning Council, and to the Bureau of Resource Management, Department of Community Affairs.

12/14/89
(Date)

David M. Mechanik
(Signature)

2. Applicant (name, address, phone).

J.G. Buchler & Co., Inc.
Authorized Agent for Liberty Life Insurance Company
3725 West Grace Street - Suite 212
Tampa, Florida 33607
Phone: (813) 877-8778
Mr. Joseph Buchler

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

Mr. Randy Coen
Greiner, Inc.
Post Office Box 31646
Tampa, Florida 33631-3416
Phone: (813) 286-1711

Mr. David M. Mcchanik
Macfarlane, Ferguson, Allison & Kelly
Post Office Box 1531
Tampa, Florida 33601
Phone: (813) 229-4945

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

Section 29, Township 28 South, Range 18 East, in unincorporated Hillsborough County, Florida.

5. **Provide a complete description of the proposed change. Include any proposed changes to the plan of development, phasing, additional lands, commencement date, buildout date, Development Order conditions and requirements, or in the representations contained in either the Development Order or the Application for Development Approval (ADA).**

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

This application does not propose a change which involves the master site plan map. The proposed change consists solely of a request for an extension of the project's dates of buildout of Phase IA and Phase IB each by a period of two (2) years, eleven (11) months, and fifteen (15) days.

6. **Complete the following table for all land use types approved in the development. If no change is proposed or has occurred, please indicate no change.**

As the presently proposed change relates solely to an extension of the project's dates of buildout of Phase IA and Phase IB each by a period less than three (3) years, a response to the questions asked in the Substantial Deviation Chart is not applicable to this requested change.

A brief description of the history and current conditions of the project is provided here to assist in the review of this Notice of Proposed Change.

In October of 1984, Shimberg-Cross Company for Liberty Life Insurance Company filed an Application for Development Approval (ADA) for an approximate 183-acre site in northwest Hillsborough County, Florida, in the southwest quadrant of the intersection of Waters Avenue and Manhattan Avenue. The Woodland Corporate Center project was a Development of Regional Impact (DRI) pursuant to the provisions of Section 380.06, Florida Statutes.

Following agency review and comments, and public hearings before both the Zoning Hearing Master and the Board of County Commissioners, a Development Order for the Woodland Corporate Center project was approved on August 27, 1985 (Resolution Number R85-0149).

The development is proposed to remain consistent with the land uses and development totals set forth in Table 12-1 of the ADA.

7. **List all the dates and resolution numbers (or other appropriate identification numbers) of all modifications or amendments to the originally approved DRI Development Order that have been adopted by the local government, and provide a brief description of the previous changes (i.e., any information not already addressed in the Substantial Deviation Chart). Has there been a change in local government jurisdiction for any portion of the development since the last approval or Development Order was issued? If so, has the annexing local government adopted a new DRI Development Order for the project? Please provide a copy of the order adopted by the annexing local government, if not previously provided to the Department.**

There have been no changes or modifications to the originally approved DRI Development Order, nor has there been a change in local government jurisdiction.

8. Describe any lands purchased or optioned within 1/4 mile of the original DRI site subsequent to the original approval or issuance of the DRI Development Order. Identify such land, its size, and intended use on a project master site plan or other map.

No additional lands have been purchased or optioned within 1/4 mile of the original DRI site.

SUBSTANTIAL DEVIATION DETERMINATION

If the proposed change to the previously approved DRI or Development Order condition does not meet or exceed any of the criteria listed in the DRI Development Order or in Subsection 380.06(19)(b), Florida Statutes, then the local government having jurisdiction over the development must hold a public hearing and make a determination as to whether such proposed changes constitute a substantial deviation and will cause the development to be subject to further development-of-regional-impact review. If the local government determines that the proposed change does not require further development-of-regional-impact review and is otherwise approved, the local government must issue an amendment to the Development Order incorporating the approved change and conditions of approval relating to the change, subject to the appeal provisions of Subsection 380.06(19)(f), F.S., and Section 380.07, F.S.

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

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

No changes to the master site plan are proposed.

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

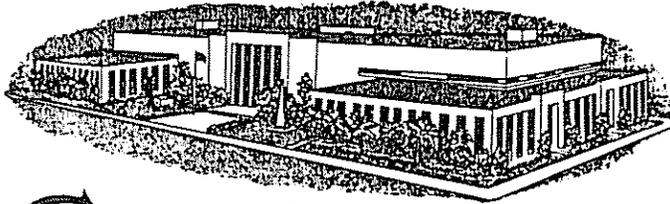
- a. All proposed specific changes to the nature, phasing, and buildout date of the development; to development order conditions and requirements; to commitments and representations in the Application for Development Approval; to the acreage attributable to each described proposed change of land use,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

The Development Order should be modified to reflect an extension of the dates of buildout of Phase IA and Phase IB each by a period of two (2) years, eleven (11) months and fifteen (15) days (see attached proposed resolution for precise language).

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

Not applicable.

OFFICE OF
JAMES F. TAYLOR, JR.
CLERK OF CIRCUIT COURT
CLERK OF COUNTY COURT
P. O. BOX 1110
TAMPA, FLORIDA 33601
TELEPHONE 223-7811



OUNTY of HILLSBOROUGH
Tampa, Florida 33601



CLERK BOARD OF COUNTY COMMISSIONERS
COUNTY AUDITOR
COUNTY RECORDER
CUSTODIAN OF COUNTY FUNDS
DEPENDENT'S SUPPORT COLLECTION
TAX DEED SALES

CERTIFIED MAIL

IN RESPONSE REFER TO:

September 3, 1985

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

Attn: Bruce R. Belrose

Re: Resolution No. R85-0149 - Shimberg-Cross Company/Woodland
Corporate Center DRI Development Order

Dear Mr. Belrose:

Enclosed please find an executed copy of the subject Resolution
which was approved by the Hillsborough County Board of County
Commissioners on August 27, 1985.

Sincerely,

JAMES F. TAYLOR, JR., CLERK
BOARD OF COUNTY COMMISSIONERS

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

ELF/lt

cc: Board files (Orig.)
Elliott Dunn, Asst. County Attorney
Mark Gentry, DRI Coordinator, Dept. Development Coordination
State of Florida Land Planning Agency
Shimberg-Cross Company for Liberty Life Insurance Co.

Enclosure

An Affirmative Action - Equal Opportunity Employer

DATE: 8/20/85

RESOLUTION NO. R85-0149

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

Upon motion of Commissioner, Glickman, seconded by Commissioner, Platt, the following Resolution was adopted this 27th day of August, 1985,

WHEREAS, on October 3, 1984, SHIMBERG-CROSS COMPANY for Liberty Life Insurance Company filed an application for development approval of a development of regional impact with the Hillsborough County Board of County Commissioners pursuant to the provisions of Section 380.06, Florida Statutes (1983); and,

WHEREAS, said application proposes construction of a mixed-use development containing office, research and development, motel, retail and light industrial uses located in northwest Hillsborough County, hereinafter referred to as Woodland Corporate Center or the development; and,

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

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

WHEREAS, the Zoning Hearing Master appointed pursuant to Chapter 83-416, Laws of Florida (1983), has reviewed the application for development approval and has filed a recommendation on said application with the Board of County Commissioners; and,

WHEREAS, the Board of County Commissioners has on Aug. 27, 1985, 1985 held a duly noticed public hearing on said application for development approval and has heard and considered testimony and documents received thereon; and,

WHEREAS, the Board of County Commissioners has received and considered the report and recommendations of the Tampa Bay Regional Planning Council ("TBRPC"); and,

10-15

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

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

I. FINDINGS OF FACT

A. Shimberg-Cross Company for Liberty Life Insurance Company, hereinafter referred to as "Developer," submitted to Hillsborough County, Florida, an application for development approval and sufficiency response, which documents are attached hereto as Composite Exhibit A and incorporated herein by reference. Hereinafter, the word "Application" shall refer to the application for development approval and the sufficiency response.

B. The real property that is the subject of the Application is legally described as set forth in Composite Exhibit A, attached hereto and make a part hereof by reference.

C. The proposed development is not in an area of critical state concern as designated pursuant to Section 380.05, Florida Statutes.

D. All development will occur in accordance with this Development Order and Application.

E. A comprehensive review of the impacts generated by the development has been conducted by the Hillsborough County Administration, the Hillsborough County Environmental Protection Commission, the Hillsborough County City-County Planning Commission, and the Tampa Bay Regional Planning Council.

II. CONCLUSIONS OF LAW

A. Based upon the compliance with the terms and conditions of this Development Order, provisions of the Application as set forth in Composite Exhibit A, the reports, recommendations and testimony heard and considered by the Board of County Commissioners, it is concluded that:

1. The development will not unreasonably interfere with the achievement of the objectives of the adopted State Land Development Plan applicable to the area.

2. The development is consistent with local land development regulations and the adopted local comprehensive plan.

3. The development is consistent with the report and recommendations of the Tampa Bay Regional Planning Council.

B. In considering whether the development should be approved subject to conditions, restrictions and limitations, Hillsborough County has considered the criteria stated in subsection 380.06 (13), Florida Statutes (1983).

C. The review by Hillsborough County, the Hillsborough County City-County Planning Commission, the Tampa Bay Regional Planning Council, and other participating agencies and interested citizens indicates that impacts are adequately addressed pursuant to the requirements of Section 380.06, Florida Statutes, within the terms and conditions of this Development Order and the Application.

D. The Application is approved subject to all terms and conditions of this Development Order.

III. GENERAL PROVISIONS

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

B. All provisions contained within the Application, marked Composite Exhibit A, shall be considered conditions of this Development Order unless inconsistent with the terms and conditions of this Development Order, in which case the terms and conditions of this Development Order shall control.

C. This Resolution shall constitute the Development Order of Hillsborough County in response to the application for development approval for the Woodland Corporate Center Development of Regional Impact.

D. The definitions contained in Chapter 380, Florida Statutes (1983), shall govern and apply to this Development Order.

E. This Development Order shall be binding upon the Developer, its assigns, or successors in interest, including any entity that may assume any of the responsibilities imposed on the Developer by this Development Order. It is understood that any reference herein to any governmental agency shall be construed to mean any future instrumentality that may be created or designated as successor in interest to, or that otherwise possesses any of the powers and duties of, any branch of government or governmental agency.

F. This Development Order shall remain in effect for a period of ten (10) years from its effective date. Any development activity for which plans have been submitted to the County for its review and approval prior to the expiration date of this Development Order may be completed, if approved. This Development Order may be extended by the Board of County Commissioners of Hillsborough County on the finding of excusable delay in any proposed development activity.

G. Whenever this Development Order provides for or otherwise necessitates reviews or determinations of any kind subsequent to its issuance, the right to review shall include all directly affected government agencies and departments as are or may be designated by the Board of County Commissioners of Hillsborough County to review development of regional impact applications as well as all governmental agencies and departments set forth under applicable laws and rules governing developments of regional impact.

H. In each instance in this Development Order where the Developer is responsible for ongoing maintenance of privately owned facilities at Woodland Corporate Center, the Developer may transfer any or all of its responsibilities to improve and maintain those facilities to an appropriate private entity created to perform such responsibilities. Provided, however, that before such transfer may be effective, the body to which responsibility has been or will be transferred must be approved by the County, upon determination that the entity in question can and will be

responsible to provide maintenance as required in this Development Order, which approval shall not be unreasonably withheld.

I. Development activity constituting a substantial deviation from the terms or conditions of this Development Order, or other changes to the approved development plans that create a reasonable likelihood of additional adverse regional impact, or any other regional impact not previously reviewed by the Regional Planning Council shall result in further development of regional impact review pursuant to 380.06, Florida Statutes (1983), and may result in Hillsborough County ordering a termination of development activity pending such review.

J. The County Administrator of Hillsborough County shall be responsible for monitoring all terms and conditions of this Development Order. For purposes of this condition, the County Administrator may rely upon or utilize information supplied by any Hillsborough County department or agency having particular responsibility over the area or subject involved. The County Administrator shall report to the Board of County Commissioners any findings of deviation from the terms and conditions of this Development Order. The County Administrator shall issue a notice of such noncompliance to the Developer, and, if the deviation is not corrected with a reasonable amount of time, shall recommend that the Board of County Commissioners establish a hearing to consider such deviations.

K. The Developer shall file an annual report in accordance with Section 380.06(16), Florida Statutes (1983), and appropriate rules and regulations. The report shall be submitted on Form BLWM-07-85. Such report shall be due on the anniversary of the effective date of this Development Order for each following year until, and including such time as, all terms and conditions of this Development Order are satisfied. Such report shall be submitted to the County Administrator who shall, after appropriate review, submit it for review by the Board of County Commissioners. The Board of County Commissioners shall review the report for compliance with the terms and conditions of this Development

Order and may issue further orders and conditions to insure compliance with the terms and conditions of this Development Order. The Developer shall be notified of any Board of County Commissioners hearing wherein such report is to be reviewed. Provided, however, that the receipt and review by the Board of County Commissioners shall not be considered a substitute or a waiver of any terms or conditions of the Development Order. This report shall contain:

1. Changes in the plan of development, or in the representations contained in the Application, or in the phasing for the reporting year and for the next year;

2. A summary comparison of development activity proposed and actually conducted for the reporting year;

3. Undeveloped tracts of land, other than individual single family lots, that have been sold to a separate entity or developer;

4. Identification and intended use of lands purchased, leased or optioned by the Developer adjacent to the original DRI site since the development order was issued;

5. An assessment of the Developer's and local government's compliance with conditions of approval contained in the DRI development order and the commitments which are contained in the Application;

6. Any known incremental DRI applications for development approval or requests for a substantial deviation determination that were filed in the reporting year and to be filed during the next year;

7. An indication of a change, if any, in local government jurisdiction for any portion of the development since the development order was issued;

8. A list of significant local, state, and federal permits which have been obtained or which are pending by agency, type of permit, permit number, and purpose of each;

9. A statement that all persons have been sent copies of the annual report in conformance with Subsections 380.06(14) and (16), Florida Statutes (1983);

10. A copy of any notice of the adoption of a development order or the subsequent modification of an adopted development order that was recorded by the developer pursuant to Subsection 380.06(14)(d), Florida Statutes (1983);

11. The information regarding Transportation Systems Management measures required to be submitted pursuant to Section IV, B.2, below;

12. The field surveys required to be submitted pursuant to Section IV, B.2, below, which field surveys are only required to be submitted biannually after the completion of Phase IA; and

13. The hurricane evacuation plan required to be submitted pursuant to Section IV, G, below, which plan is only required to be included in the first annual report submitted after occupancy of any portion of the development.

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

M. This Development Order shall become effective upon adoption by the Board of County Commissioners of Hillsborough County in accordance with Section 380.06, Florida Statutes (1983).

N. Upon adoption, the Development Order shall be transmitted by the Ex Officio Clerk to the Board of County Commissioners, by certified mail, to the State Land Planning Agency, the Tampa Bay Regional Planning Council, and the Developer.

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

IV. CONDITIONS

A. Phasing Schedule

The development of the project in accordance with the proposed phasing schedule contained in the Application is an

integral part of the Development Order conditions. Therefore, if the Developer elects to amend the proposed phasing schedule, it shall submit said amendments to the County for review and approval, which approval shall not be withheld for mere acceleration of phases if the terms of this Order are otherwise fully complied with. It is the intent of this provision to insure that all prerequisites for each phase of the project are complied with. For purposes of this Order, a phase shall be considered complete upon issuance of the final certificate of occupancy for the phase. Any significant departure in project buildout from the phasing schedule set forth in the Application shall be subject to a substantial deviation determination pursuant to Chapter 380.06(17), Florida Statutes (1983).

B. Transportation Conditions.

1. Area Studies. A transportation improvements plan and schedule for the Westshore area in cooperation with Florida Department of Transportation, Tampa Bay Regional Planning Council, Hillsborough County MPO and developers in the study area shall be developed. The plan shall consider all approved developments in the area including previously approved DRIs and projected development. The plan shall be commenced prior to the issuance of any construction permits for Phase II. In lieu thereof, issuance of a Development Order approving an areawide DRI including the project site shall satisfy this requirement. Any approval of this development shall define the parameters for this interim transportation plan or areawide DRI traffic analysis which shall include but not be limited to:

- (a) The regionally significant roadways that shall be included in the focus of the transportation plan, as well as identification of additional roadways to be constructed within the study area.
- (b) The existing, approved, and projected development to be included within the plan.
- (c) The manner by which the traffic impact of existing development will be documented and assessed.
- (d) The manner by which the traffic impact of approved and projected development will be documented and assessed.

- (e) The procedures by which mass transit will be studied as a viable alternative to alleviate overburdening of the roadways.
- (f) Identification of specific construction implementation goals, such as right-of-way acquisition and implementation of additional north/south and east/west corridors designed to coincide with transportation improvement needs generated by each phase of completion for projects approved within the study area.
- (g) Florida Department of Transportation Dale Mabry/Himes Avenue Corridor Plan.
- (h) Northwest Hillsborough Expressway.
- (i) A program for funding the improvements identified.

There are two studies currently being conducted that satisfy this condition: 1) Traffic and Revenue Study for the Proposed Northwest Hillsborough Expressway; Project Development and Environmental Study of the Northwest Hillsborough Expressway; and 2) Project Development and Environmental Study of S.R. 600 (Dale Mabry Highway) from Euclid Avenue in Hillsborough County to S.R. 45 (U.S. 41) in Pasco County.

2. Transportation Systems Management. The Developer shall assess the suitability of Transportation Systems Management ("TSM") measures that may be instituted and implemented for each project phase. Each TSM measure shall be assessed to determine the potential for diverting a substantial percentage of total peak hour trips away from the peak traffic hours. The plan shall be submitted to the reviewing agencies within one year of the effective date of this Development Order and shall address the following at minimum:

- (a) Worker flex time.
- (b) Worker ridesharing strategies.
- (c) Provision of transit and service facilities and programs to increase transit ridership.

The Developer may request amendments to this Development Order to incorporate findings of the assessment as conditions of approval in lieu of structural transportation improvements identified in this Development Order. The Developer's annual reports shall include a yearly assessment of the actual achievement of vehicle trips diverted from the peak hour as a result of the TSM measures. This assessment shall also include sufficient and

appropriate documentation for all diversions claimed as a result of implementation of each TSM measure.

If an annual report is not submitted, or if the report indicates that the total projected trip diversions are not being met, Hillsborough County shall conduct a substantial deviation determination pursuant to 380.06(17), F.S. and, if necessary, amend this Development Order to change TSM objectives and/or require roadway improvements that were deleted from this Development Order in contemplation of the TSM measures' being successful. The results of the TSM study may serve as a basis for the Developer or reviewing agencies to request Development Order amendments.

3. Methodology. Existing traffic volumes on roadways in the impact area were determined by counting traffic on those roadways. Growth factors were then applied to determine the "existing background" traffic for each phase of the development. In addition to existing background traffic, allowances were made for traffic projected to be generated by approved developments which have not been built ("proposed background" traffic). The sum of existing background traffic and the proposed background traffic was used as the basis against which traffic generated by each phase of the project were evaluated. The results of such evaluation are set forth in Exhibit B, attached hereto and made a part hereof.

The conditions precedent to consideration of a roadway segment as an element of the total impact of the project are:

- (a) The development's traffic on the roadway segment must equal or exceed 10% of the daily level of service (LOS-C, or peak hour LOS-D) capacity of the existing roadway; and
- (b) Development traffic, plus the total background traffic on the roadway segment, must result in a reduction of the level of service on the existing road segment to worse than LOS-C on a daily basis or worse than LOS-D at peak hours.

The commitments by the Developer or other responsible entities for those transportation system improvements necessary to accommodate each phase of the development are identified below.

4. The Developer, at its option, shall select one of the following alternatives to mitigate the project's transportation impacts:

Alternative I:

The Developer may elect to delay development until funding commitments are secured from responsible entities for the following roadway improvements or sufficient measures are undertaken to mitigate the adverse impacts to be generated by the development cited herein.

Phase IA

(a) Improve the Manhattan Avenue/Waters Avenue intersection as follows: Provide for signalization; construct two additional eastbound and two additional westbound through lanes; construct one eastbound-to-northbound left turn lane; construct one westbound-to-southbound left turn lane. Woodland Corporate Center will contribute the equivalent of 30.4 percent of the summation of critical movements of LOS D of the existing facility during the PM peak hour based on the existing geometry.

(b) Construct the Waters Avenue/West Access intersection as follows: Provide signalization when warranted with an interconnection with signals at the East Access and Manhattan Avenue intersections; construct a northbound-to-westbound left turn lane; construct a northbound-to-eastbound right turn lane; construct two additional eastbound and two additional westbound through lanes for a total of three in each direction; construct an exclusive eastbound-to-southbound right turn lane; construct a westbound-to-southbound left turn lane. This is an access to the project, therefore Woodland Corporate Center will contribute virtually all the summation of critical movements of LOS D.

(c) Construct the Waters Avenue/East Access intersection as follows: Provide signalization when warranted with an interconnection at the West Access and Manhattan Avenue intersections; construct a northbound-to-westbound left turn lane; construct a northbound-to-eastbound right turn lane; construct two additional eastbound and two additional westbound through

lanes for a total of three in each direction, construct an exclusive eastbound-to-southbound right turn lane; construct a westbound-to-southbound left turn lane. This is an access to the project, therefore Woodland Corporate Center will contribute virtually all the summation of critical movements of LOS D.

(d) Increase the capacity of Waters Avenue from Hanley Road to Anderson Road by constructing one additional eastbound and one additional westbound through lane to create a four-lane divided arterial section. Woodland Corporate Center will contribute the equivalent of 10.0 percent of the LOS D peak hour service volume of the existing facility.

(e) Increase the capacity of Waters Avenue from Anderson Road to the West Access Driveway by constructing one additional eastbound and one additional westbound through lane to create a four-lane divided arterial section. Woodland Corporate Center will contribute the equivalent of 18.1 percent of the LOS D peak hour service volume of the existing facility.

(f) Increase the capacity of Waters Avenue from the West Access Driveway to Manhattan Avenue by constructing one additional eastbound and one additional westbound through lane to create a four-lane divided arterial section. Woodland Corporate Center will contribute the equivalent of 57.1 percent of the LOS D peak hour service volume of the existing facility.

(g) Increase the capacity of Waters Avenue from Manhattan Avenue to Dale Mabry Highway by constructing one additional eastbound and one additional westbound through lane to create a four-lane divided arterial section. Woodland Corporate Center will contribute the equivalent of 54.8 percent of the LOS D peak hour service volume of the existing facility.

Phase IB

D-500
(a) Improve the Dale Mabry Highway/Waters Avenue intersection as follows: Construct two additional northbound and two additional southbound through lanes for a total of four in each direction; construct one additional northbound-to-westbound and one additional southbound-to-eastbound left turn lane to create dual lefts in each direction; construct an exclusive

eastbound-to-southbound right turn lane; construct an additional eastbound-to-northbound left turn lane to create dual lefts; construct two additional westbound through lanes to create three. Woodland Corporate Center will contribute the equivalent of 19.3 percent of the summation of critical movements of LOS D during the PM peak hour of the existing facility.

(b) Improve the Dale Mabry Highway (northbound)/Busch Boulevard intersection as follows: Provide signalization when warranted. Woodland Corporate Center will contribute the equivalent of 9.9 percent of the summation of critical movements of LOS D of the existing facility during the PM peak hour.

(c) Increase the capacity of Waters Avenue from Wilsky Road to Hanley Road by constructing one additional eastbound and one additional westbound lane to create a four-lane divided arterial section. Woodland Corporate Center will contribute the equivalent of 10.1 percent of the service volume of LOS D of the existing facility during the PM peak hour.

(d) Increase the capacity of Dale Mabry Highway from Busch Boulevard to Waters Avenue by constructing two additional northbound and two additional southbound through lanes to create an eight-lane divided arterial section. Woodland Corporate Center will contribute the equivalent of 18.8 percent of the service volume of LOS D of the existing facility during the PM peak hour.

(e) Improve the Dale Mabry Highway/Lambright Street intersection as follows: Construct an eastbound approach to create a four-legged intersection by constructing an eastbound-to-southbound right turn lane, an eastbound through lane and an eastbound-to-northbound left turn lane. Woodland Corporate Center will contribute the equivalent of 6.1 percent of the summation of critical movements of LOS D of the existing facility but without this extension grade separation will be necessary at Dale Mabry/Waters in Phase I-B.

(f) Extend Lambright Street from its present terminus at Dale Mabry Highway westward to Manhattan Avenue. Construction should include a two-lane undivided arterial section and inter-

section improvements at Manhattan Avenue which will maintain LOS D during the AM and PM peak hours. Woodland Corporate Center will contribute the equivalent of 36.9 percent of the service volume of LOS D of the facility when constructed. Without this facility grade-separation of the Dale Mabry/Waters intersection will be necessary in Phase I-B.

Phase II

(a) Improve the Hanley Road/Waters Avenue intersection as follows: Construct an exclusive eastbound-to-southbound right turn lane; construct one additional eastbound and one additional westbound through lane creating two through lanes in each direction; construct one additional westbound-to-southbound left turn lane to create dual lefts. Woodland Corporate Center will contribute the equivalent of 62.1 percent of the summation of critical movements of LOS D of the existing facility during the PM peak hour.

(b) Improve the Anderson Road/Waters Avenue intersection as follows: Construct two additional eastbound and two additional westbound through lanes for a total of three through lanes in each direction. Woodland Corporate Center will contribute 31.2 percent of the summation of critical movements of LOS D of the existing facility during the PM peak hour.

(c) Improve the Dale Mabry Highway/Waters Avenue intersection as follows: Construct a grade-separated interchange. Woodland Corporate Center will contribute the equivalent of 23.9 percent of the summation of critical movements of LOS D of the existing facility (based on the Phase I-B improvement) during the PM peak hour.

(d) Improve the Himes Avenue/Waters Avenue intersection as follows: Construct an exclusive northbound-to-eastbound right turn lane; construct one additional northbound-to-westbound left turn lane to create dual lefts. Woodland Corporate Center will contribute the equivalent of 13.9 percent of the summation of critical movements of LOS D of the existing facility during the PM peak hour.

(e) Improve the Armenia Avenue/Waters Avenue intersection as follows: Construct one additional northbound and one additional southbound through lane for a total of two in each direction; construct an exclusive eastbound-to-southbound right turn lane; construct an exclusive westbound-to-northbound right turn lane; construct one additional westbound-to-southbound left turn lane to create dual lefts. Woodland Corporate Center will contribute the equivalent of 11.0 percent of the summation of critical movements of LOS D of the existing facility during the PM peak hour.

(f) Improve the Dale Mabry Highway (northbound)/Busch Boulevard intersection as follows: Construct one additional westbound through lane to create three through lanes in that direction. Woodland Corporate Center will contribute the equivalent of 11.1 percent of the summation of critical movements of LOS D of the existing facility (improved for phase I-B) during the PM peak hour.

(g) Improve the Dale Mabry Highway/Lambright Street intersection as follows: Construct two additional northbound and two additional southbound through lanes to create four through lanes in each direction; construct a northbound-to-westbound left turn lane; construct an exclusive southbound-to-westbound right turn lane; construct one additional eastbound through lane to create two through lanes in that direction. Woodland Corporate Center will contribute the equivalent of 16.9 and 10.9 percent to the summation of critical movements of LOS D of the existing facility (improved in Phase I-B) during the AM and PM peak hours, respectively.

(h) Increase the capacity of Gunn Highway from Ehrlich Road to Sheldon Road by constructing one additional eastbound and one additional westbound through lane. Woodland Corporate Center will contribute the equivalent of 11.2 percent of the service volume of LOS D of the existing facility during the PM peak hour.

(i) Increase the capacity of Dale Mabry Highway from Lake Carroll Way to Linebaugh Avenue by constructing two additional northbound and two additional southbound through lanes to

create an eight-lane divided arterial section. Woodland Corporate Center will contribute the equivalent of 13.2 percent of the service volume of LOS D of the existing facility during the PM peak hour.

(j) Increase the capacity of Dale Mabry Highway from Linebaugh Avenue to Busch Boulevard by constructing two additional northbound and two additional southbound through lanes to create an eight-lane arterial section. Woodland Corporate Center will contribute the equivalent of 13.3 percent of the service volume of LOS D of the existing facility during the PM peak hour.

(k) Increase the capability of Manhattan Avenue from Sligh Avenue to site access by constructing one additional northbound and one additional southbound through lane to create a four-lane section. Woodland Corporate Center will contribute the equivalent of 63.9 percent of the service volume of LOS D of the existing facility during the PM peak hour.

(l) Increase the capacity of Anderson Road by constructing one additional northbound and one additional southbound through lane to create a four-lane section. Woodland Corporate Center will contribute the equivalent of 14.6 percent of the service volume of LOS D of the existing facility during the PM peak hour.

Alternative II:

In lieu of Alternative I, the Developer may elect to proceed with development in accordance with the provisions of the Hillsborough County Road Network Improvement Program Ordinance, Hillsborough County Ordinance #85-24E (1985) (the "Ordinance"). The Ordinance provides that a developer pay a transportation impact assessment based upon the travel characteristics of the development. The assessment provides a mechanism by which development is assessed a pro-rata share of its economic impact on the Hillsborough County road network. As set forth in Section XIV.C. of the Ordinance, the assessment is based upon a formula designed to calculate costs inherent in the construction of at grade facilities for arterial and collector roads. The formula does not make provision for the acquisition of necessary road rights-

of-way. For this reason, the assessment under this Alternative II shall address:

(i) the development's transportation impact assessment under the Ordinance;

(ii) right-of-way requirements as a result of traffic impacts of the development as set forth in Exhibit B.

5. If the Developer elects to proceed under Alternative II to discharge its responsibility to mitigate its proportionate share of the negative transportation impacts of the development, the development's assessment is as follows:

(a) IMPACT FEE ORDINANCE. The Developer shall pay the required transportation impact assessment under the Ordinance, which amount shall be derived from the following table:

<u>Land Use</u>	<u>Size</u>	<u>Impact Cost</u>	<u>Unit Impact Cost Per 1,000 Sq. Ft./Bed</u>
Office	833,500 sq. ft.	\$429,088.00	\$514.80
Light Industrial	819,000 sq. ft.	\$210,014.00	\$256.43
Support Commercial	72,500 sq. ft.	\$ 29,038.00	\$400.52
Motel	500 Beds	\$120,099.00	\$240.20

(b) RIGHT-OF-WAY. The Developer shall provide its fair share of necessary right-of-way in the amount of Eighty-Six Thousand Five Hundred Ninety-Two Dollars (\$86,592.00), which amount is calculated based upon the methodology set forth in Section IV.B.3., above, and is set forth by land use as follows:

<u>Land Use</u>	<u>Size</u>	<u>Impact Cost</u>	<u>Unit Impact Cost Per 1,000 Sq. Ft./Bed</u>
Office	833,500 sq. ft.	\$50,223.00	\$60.26
Light Industrial	819,000 sq. ft.	\$25,112.00	\$30.66
Support Commercial	72,500 sq. ft.	\$ 3,464.00	\$47.78
Motel	500 Beds	\$ 7,793.00	\$15.59

(c) Based on the foregoing, the development's total assessment under this Alternative II shall be Eight Hundred Seventy-Four Thousand Eight Hundred Thirty-One Dollars

(\$874,831.00), which amount is subject to adjustment as provided in Section IV.B.14., below (the "Total Developer Fair Share Amount").

6. Method and Timing of Payment. The Total Developer Fair Share Amount shall be allocated to the development based upon the following table, which reflects the combined amounts set forth in paragraphs (a) and (b) above.

<u>Land Use</u>	<u>Size</u>	<u>Impact Cost</u>	<u>Unit Impact Cost Per 1,000 Sq. Ft./Bed</u>
Office	833,500 sq. ft.	\$479,311.00	\$575.06
Light Industrial	819,000 sq. ft.	\$235,126.00	\$287.09
Support Commercial	72,500 sq. ft.	\$ 32,502.00	\$448.30
Motel	500 Beds	\$127,892.00	\$255.78

In accordance with Section XV of the Ordinance, payment of that portion of the Total Developer Fair Share Amount attributable to a particular land use pursuant to the foregoing table shall be due upon issuance of certificates of occupancy for such land use, except as is provided for in paragraph 9., below.

The County agrees to hold all such transportation fair share contributions received from the Developer pursuant to the Ordinance and D.R.I. assessment in escrow and to pay the applicable governmental entity (including itself, where appropriate) having jurisdiction over one or more of the enumerated roadway segments an amount equal to the amount of the Total Developer Fair Share Amount the Developer has paid for said roadway segment(s) upon being furnished with evidence, satisfactory to the County that such governmental entity has committed to construct said transportation improvement. The County shall award contracts for construction of sufficient improvements to attain and maintain LOS D at peak hour for link segments and corresponding intersections identified above and referenced in Exhibit B, upon receipt of contributions or impact fees from the Developer and from other development projects in the area which equal, in the aggregate, when coupled with funds received from other sources

and funds allocated in the County transportation improvements programs, the cost of those improvements. On the joint stipulation of Hillsborough County, the Developer, and TBRPC, Hillsborough County may modify the above-referenced list of improvements, based on subsequent TSM measures and transportation studies referred to above.

7. Pursuant to the adopted Hillsborough County Road Network Improvement Program Ordinance (85-24E), Hillsborough County government is committed to maintain an acceptable level of service on all collector and arterial roadways under Hillsborough County's jurisdiction. As such, the specific improvements identified as being attributable to this development and set forth in Exhibit "B" will be constructed. Hillsborough County is committed to begin design/construction drawings for improving each listed intersection and roadway link at such time as the level of service of that roadway drops to level "C." At such time as the roadway drops to Level of Service "D," Hillsborough County is committed to begin constructing the necessary improvements on that roadway facility. Thus, the Road Network Improvement Program Ordinance is a positive commitment by Hillsborough County to fund and construct transportation improvements needed to maintain an acceptable level of service on facilities within Hillsborough County.

8. In order to assure that this development is actually generating the vehicular trips and distribution used in the ADA traffic analysis, field surveys and a report of findings shall be conducted to assess the actual number of vehicle trips and transit trips generated by Woodland Corporate Center. This survey and report shall be conducted by the applicant and shall be approved by Hillsborough County, Hillsborough County Metropolitan Planning Organization and the Tampa Bay Regional Planning Council. These surveys and report of findings shall be conducted every two years, with the first survey and report to be conducted upon completion of Phase IA.

9. Within sixty (60) days after the effective date of this Order, the Developer shall dedicate to Hillsborough County

land from within the development's boundaries for road rights-of-way as follows:

- (a) Manhattan Avenue - nine (9) feet along the west side of Manhattan Avenue from Waters Avenue to Channel H, excluding therefrom lands not owned by Developer.
- (b) Waters Avenue - twenty (20) feet along the south side of Waters Avenue from S.C.L. Railroad tracks to Manhattan Avenue, excluding therefrom lands not owned by the Developer.

The value, as set forth in this paragraph 9, of any rights-of-way acreage dedicated by the Developer pursuant to this paragraph shall be credited against the Total Developer Fair Share Amount. The credit to the Developer for the subject additional dedicated road rights-of-way shall be calculated at One Hundred Thirty Thousand Six Hundred Eighty Dollars (\$130,680.00) per acre for the Manhattan Avenue right-of-way and at One Hundred Seventy-Four Thousand Two Hundred Forty Dollars (\$174,240.00) per acre for the Waters Avenue right-of-way, which amounts shall be applied against the Total Developer Fair Share Amount payable as certificates of occupancy are issued. The amount of such credit shall be applied to the amount payable under each certificate of occupancy pursuant to the table set forth in Section IV.B.6., above, until the value of such rights-of-way is exhausted by such credit.

10. In addition to the Total Developer Fair Share Amount, the following site access improvements (to be constructed at the Developer's expense) will be required throughout buildout of the project, if determined to be necessary by the Hillsborough County Engineering Department at that time:

(a) Two access points are to be located on Waters Avenue. One such access point shall be located approximately 1450 feet west of the centerline of the Manhattan Avenue right-of-way. The other access point shall be located approximately 2160 feet west of the centerline of the Manhattan Avenue right-of-way. Provision shall be made for signalization when warranted.

(b) One access point shall be located on Manhattan Avenue approximately 125 feet south of the centerline of the

Sitka Avenue right-of-way. Provision shall be made for signalization when warranted.

If the Developer elects to make the above access improvements in stages, then a plan for each improvement shall be submitted and approved by the Hillsborough County Engineering Department prior to the issuance of the first building permit for any portion of the development site being developed. The plan shall address those access points necessary to serve the portion of the site being developed. With the plan, a transportation analysis shall be provided that calculates the Level of Service of the intersection after the proposed improvements are made taking into account existing background traffic and projected project traffic. The proposed improvement shall be projected to operate at Level of Service C Daily/Level of Service D peak hour, upon completion and full occupancy of the portion of the site being developed. The proposed improvement shall be constructed prior to issuance of the first Certificate of Occupancy for the portion of the site being developed.

11. To promote immediate increases in transit use by project employees, customers, etc., those transit amenities indicated in the ADA shall be incorporated on all site development plans for Woodland Corporate Center, and shall include:

- (a) Bus information, schedules
- (b) Bus shelters
- (c) Pull-out bays
- (d) Bus priority treatment

12. No certificates of occupancy for this development shall be issued prior to either (a) August 15, 1987 or (b) the completion of the multi-laning of Waters Avenue from Dale Mabry Highway to Anderson Road, whichever occurs first. Upon such occurrence, certificates of occupancy may be issued in accordance with the provisions of this development order and subject to Hillsborough County building regulations.

13. Prior to commencement of Phase II, the Developer shall submit a revised and updated traffic analysis pursuant to Chapter 380.60, Florida Statutes. Both the traffic counts and

projections of traffic volume shall be prepared consistent with generally accepted traffic engineering practices and the Application. The analysis shall serve to verify the findings of the Application traffic analysis or shall indicate alternate transportation improvements/measures which, if implemented, would maintain the regional roadways at a satisfactory Level of Service, (Level of Service C daily, D peak hour). Funding commitments for the identified needed improvements/measures shall be obtained prior to commencement of Phase II. The analysis results shall be the only criteria used to determine whether Phase II may be commenced, provided all other conditions of this Order are met. The Developer may elect to fund all or a portion of the improvements identified in the updated analyses, in which event the amounts expended by the Developer shall be credited against the Total Developer Fair Share Amount. In no event shall the Developer be required to expend or pay to Hillsborough County an amount in excess of the Total Developer Fair Share Amount.

14. Notwithstanding the amounts set forth in Section IV.B.5.(a), above, and any provisions of this Development Order to the contrary, the "impact fee ordinance" portion of the Total Developer Fair Share Amount shall be calculated pursuant to the provisions and methodology of the Hillsborough County Road Network Improvement Program Ordinance as in effect at the time of issuance of each building permit for the Development. Nothing herein shall be construed to affect the timing of payments set forth in Section IV.B.6. above.

15. In the event future amendments to Hillsborough County Road Network Improvement Program Ordinance 85-24E (the "Ordinance") should include, in the assessment of transportation impacts, fees for impacts not currently addressed by the Ordinance, e.g., right-of-way, then in making payment under such amended Ordinance, the Developer shall receive a credit for contributions or payments for those items for which an assessment is made under this Development Order but that are not currently addressed in the Ordinance.

16. To the extent that this Development Order provides that the development is subject to future amendments to the Ordinance, such provision shall not be construed as a waiver of, or limitation on, the Developer's right to contest the validity of such amendments or the application thereof to this Development.

17. In the event that Hillsborough County is precluded for any reason from collecting the impact fees provided in the Ordinance, or any amendments thereto, the Developer shall pay to Hillsborough County the amounts set forth in Section IV.B.5., above, and in such event, the Developer shall not be precluded from proceeding with development in accordance with the terms and conditions of this Development Order.

C. Hazardous Waste

1. Separate hazardous waste storage containers/areas shall be provided within the development. These areas shall be accessible to all development businesses and shall be clearly marked and/or colored so as to clearly distinguish the areas intended for hazardous wastes and materials. Hazardous wastes are substances and materials defined in subsection 403.703(21), Florida Statutes (1983), and listed in Title 40, C.F.R., Part 261.

2. The Developer shall provide to all Woodland Corporate Center businesses information that:

- (a) Indicates types of wastes and materials that are considered to be hazardous and are to be stored or disposed of only in the specially-designated containers/areas; and
- (b) Indicates the location of the specially-designated hazardous waste and materials containers/areas; and
- (c) Advises of applicable statutes and regulations regarding hazardous wastes and materials.

3. The Developer shall require that any hazardous waste will be transported and disposed of in a manner consistent with applicable regulations through restrictive covenants.

4. Underground storage of hazardous, toxic, or flammable materials, liquids, or chemicals shall not be permitted, except that combustible and flammable liquids and liquified gas, as defined in NFPA 30, 54 and 58 to include gasoline, kerosene,

petroleum, distillates, diesel fuel and liquified gas, may be stored only in underground tanks which shall be designed, installed, constructed and located to prevent seepage of contained products into surrounding sub-surface areas and which shall comply with NFPA codes, FDER Chapter 17-6 and all prevailing statutory and regulatory requirements and standards. In addition, the Developer shall require installation and maintenance of leak detectors for such underground tanks, if any, in accordance with County standards and criteria.

D. Energy

The energy conservation measures described in the Application shall be instituted by the Developer.

E. Archaeological Resources

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

F. Air Quality

The measures to reduce erosion, fugitive dust and air emissions described in the Application shall be instituted by the Developer.

G. Hurricane Evacuation

The Developer shall promote awareness of, and shall cooperate with, local and regional authorities having jurisdiction to issue a hurricane evacuation order. The Developer shall prepare a plan to ensure the safe and orderly evacuation of motel guests and those employees who, for security or administrative reasons, are in the building after an evacuation order is issued by (1) ordering all buildings closed for the duration of a hurricane evacuation order; (2) informing all employees of evacuation routes out of the flood prone area and measures to be followed in the event of same; and (3) making all efforts to coordinate with and inform appropriate public authorities of building closings, security and safety measures, and evacuation plans. This plan

shall be included in the first annual report submitted after occupancy of any portion or phase of the development.

H. Drainage

1. Measures shall be instituted to design, construct and maintain those parts of the project dealing in stormwater detention/retention/treatment in compliance with TBRPC's Stormwater and Lake System Maintenance and Design Guidelines. This maintenance program shall include all wetland areas on-site. The design criteria of this system should include:

(a) The planting of desirable native wetland vegetation along the littoral shelves in order to provide greater assimilation of stormwater pollutant loads, as well as viable fish and wildlife habitat.

(b) Wetland preservation shall be required as committed to in the Application.

I. Elevation

The elevation for all habitable structures shall be at or above the base flood elevation as required by the Federal Flood Insurance Program.

J. Wildlife

1. In the event that any endangered or threatened species are observed onsite, proper mitigation measures shall be employed in cooperation with the Florida Game and Fresh Water Fish Commission.

2. The pine flatwoods area, as defined in the Application (page 30 of the sufficiency response) is designated as a conservation area.

K. Public Facilities

1. Fire Protection, Police, Emergency Medical Services.

(a) Prior to issuance of detailed site plan approvals, the Developer shall provide to the Hillsborough County Department of Development Coordination verification that adequate police, fire service and emergency medical service facilities are available to serve the building or buildings that are the subject

of such site plan, and that water flow pressures are adequate to meet Hillsborough County firefighting requirements.

2. Solid Waste.

The collection, transportation and disposal of solid waste is controlled by County ordinance and shall take place in accordance with the terms of said ordinance.

3. Wastewater Treatment.

No building permits shall be issued without a commitment from Hillsborough County or other responsible entity to provide wastewater disposal capacity for the building(s) that are the subject of such building permit application. No detailed site plan approval shall be granted without an approved, permitted wastewater collection system. Documentation of approvals from all appropriate local and State agencies shall be provided to the DDC prior to detailed site plan approval.

4. Potable Water.

The City will provide potable water service to Woodland Corporate Center on the following terms and conditions:

(a) The Developer shall design, construct and install, in accordance with prevailing City design criteria and subject to prior City inspection and approval, all on-site improvements required by the City to connect the development to the City's potable water system. [On-site improvements shall be defined as all potable water facilities, including but not limited to all lines, mains, equipment, improvements, easements, rights-of-way or utilities, located within the development including all water mains, up to and including water meters.]

(b) After City inspection and approval, the Developer shall convey to the City, by instruments acceptable to the City, said on-site improvements for potable water. In addition, the Developer, at its own expense, shall acquire and convey to the City necessary and reasonable permits, rights-of-way, easements, property interests, or things specified by the City to provide the development with a working potable water system. Upon inspection and acceptance of said facilities, permits, easements, rights-of-way, property, interests or things, the City

shall operate and maintain said facilities and improvements as part of the City's utility system and subject to the City's ordinances.

5. Non-potable Water.

(a) The Developer or its assigns shall be responsible for the operation and maintenance of all on-site wells and landscape irrigation systems. The Developer shall be required to utilize either pumping from retention areas, or acceptance of non-potable water for open space and landscape irrigation when such non-potable water sources are available.

(b) The Developer or its assigns shall participate to the maximum extent possible in any County program whereby recovered water is utilized for irrigation and other appropriate recovered water uses, provided, however, that the Developer shall not be required to bear any expense for the conveyance system required to transport such recovered water to the development site. This provision shall not be construed as a waiver of any wastewater capacity fees applicable to the development.

6. Water Conservation.

The Developer shall utilize water-conserving fixtures in all development structures.

7. Service Adequacy.

In the event any public facility or service is inadequate to serve an entire phase but is adequate to serve one or more buildings within such phase, then detailed site plan approval and/or building permit approval shall not be withheld solely on the basis of such inadequacy if there are no other bases for disapproval and it is verified that such service is available for such building or buildings that are the subject of such detailed site plan or building permit, as the case may be.

L. Open Space

The Developer or its assigns shall be responsible for the maintenance of all open space recreational areas and landscaped areas within each phase of the development.

M. Debris Removal.

The developer shall be required to remove and properly dispose of all debris. The burning of debris and construction-related wastes shall be prohibited due to the project's Proximity to Tampa International Airport (TIA) without approval by the Hillsborough County Aviation Authority and Hillsborough County Environmental Protection Commission.

N. Sound Attenuation

Sound-attenuating construction in a manner consistent with the Hillsborough County Aviation Authority Noise Study for TIA shall be required for all construction proposed within the 65 or greater LDN contour.

O. Aviation Authority Approval

Hillsborough County Aviation Authority approval shall be required as part of any approval for each building, when applicable.

P. Developer Commitments

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

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

I, JAMES F. TAYLOR, JR., Clerk of the Circuit Court and Ex Officio Clerk of the Board of County Commissioners of Hillsborough County, Florida, do hereby certify that the above and foregoing is a true and correct copy of a resolution adopted by the Board at its regular meeting of August 27, 1985 as the same appears of record in Minute Book 111 of the Public Records of Hillsborough County, Florida.

WITNESS my hand and official seal this 29th day of August, 1985.

JAMES F. TAYLOR, JR., CLERK

APPROVED BY COUNTY ATTORNEY

Edna A. Fitzpatrick

By: Edna A. Fitzpatrick
Deputy Clerk

EXHIBIT "B"
ROADWAY AND INTERSECTION IMPROVEMENT SUMMARY 1,2,3
WOODLAND CORPORATE CENTER DEVELOPMENT ORDER

<u>Location</u>	<u>Improvement</u>
<u>Phase IA - Roadways 1</u>	
Hanley to Anderson	Multi-laning
Anderson to West Access Drwy	Multi-laning
West Access Drwy to Manhattan	Multi-laning
Manhattan to Dale Mabry	Multi-laning
<u>Phase IA - Intersections 2</u>	
Waters Avenue and	
Manhattan Avenue	Signalization, Lt. Turn Lanes (EB, WB)
West Access Drwy	Signalization, Lt. Turn Lanes (NB, WB), Rt. Turn Lanes (NB, EB)
East Access Drwy	Signalization, Lt. Turn Lanes (NB, WB), Rt. Turn Lanes (NB, EB)
<u>Phase IB - Roadways 1</u>	
Waters Avenue	
Wilsky to Hanley	Multi-laning
Dale Mabry Highway	
Busch to Waters	Multi-laning
Lambright to Hillsborough	Multi-laning
Lambright Extension	
Dale Mabry to Manhattan	New Construction
<u>Phase IB - Intersections 2</u>	
Dale Mabry Highway and	
Waters Avenue	Lt. Turn Lane (NB, SB, EB), Rt. Turn Lane (EB)
Busch Blvd. (northbound)	Signalization
Lambright Street	Lt. Turn Lane (EB), Rt. Turn Lane (EB)
Manhattan Avenue and	
Access Drwy	Signalization, Lt. Turn Lanes (NB, EB), Rt. Turn Lanes (SB, EB)
<u>Phase II - Roadways 1</u>	
Gunn Highway	
Ehrlich to Sheldon	Multi-laning
Dale Mabry Highway	
Lake Carroll to Linebaugh	Multi-laning
Linebaugh to Busch	Multi-laning
Busch to Waters	Multi-laning
Manhattan Avenue	
Sligh to Site Access	Multi-laning
Anderson Road	
Linebaugh to Waters	Multi-laning
Lambright Street	
Dale Mabry to Manhattan	Multi-laning
<u>Phase II - Intersections 2</u>	
Waters Avenue and	
Hanley Road	Lt. Turn Lane (WB), Rt. Turn Lane (EB)
Anderson Road	Multi-laning
Dale Mabry Highway	Grade separation
Himes Avenue	Lt. Turn Lane (NB), Rt. Turn Lane (NB)
Armenia	Lt. Turn Lane (WB), Rt. Turn Lane (EB, WB)
Dale Mabry Highway and	
Busch Blvd. (northbound)	Multi-laning
Lambright Street	Lt. Turn Lane (NB), Rt. Turn Lane (SB)

Notes:

1. For more detailed information regarding specific improvements refer to the Application for Development Approval and Response to Agency Comments documents.
2. Through lane improvements considered and included in roadway improvements rather than intersection improvements to avoid duplication.
3. Specific improvements identified herein may be modified, with the approval of Hillsborough County and TBRPC, as a result of corresponding parallel improvement to other facilities which result in improved levels of service for facilities referred to above.