



#135

STATE OF FLORIDA  
**DEPARTMENT OF COMMUNITY AFFAIRS**

*"Dedicated to making Florida a better place to call home"*

JEB BUSH  
Governor

THOMAS G. PELHAM  
Secretary

February 15, 2007

Ms. Donna J. Feldman  
Zimmer Unice, etal  
2650 McCormick Drive., Suite 100  
Clearwater, Florida 33759

Re: CYPRESS LAKES; File Number AGM-08-2006-011

Dear Ms. Feldman:

Enclosed is a copy of the executed agreement for CYPRESS LAKES. If you have any questions, please call Ron Horlick in the Office of Comprehensive Planning at (850) 488-4925.

Sincerely,

D. Ray Eubanks  
Community Program Administrator

DRE/dh

Enclosure

cc: Mr. John Meyer, Tampa Bay RPC (with enclosure)  
City of Oldsmar (with enclosure)

2555 SHUMARD OAK BOULEVARD • TALLAHASSEE, FLORIDA 32399-2100  
Phone: (850) 488-8466/Suncom 278-8466 FAX: (850) 921-0781/Suncom 291-0781  
Internet address: <http://www.dea.state.fl.us>

CRITICAL STATE CONCERN FIELD OFFICE  
2798 Overseas Highway, Suite 212  
Marathon, FL 33050-2227  
(305) 289-2402

COMMUNITY PLANNING  
2555 Shumard Oak Boulevard  
Tallahassee, FL 32399-2100  
(850) 488-2356

EMERGENCY MANAGEMENT  
2555 Shumard Oak Boulevard  
Tallahassee, FL 32399-2100  
(850) 413-9969

HOUSING & COMMUNITY DEVELOPMENT  
2555 Shumard Oak Boulevard  
Tallahassee, FL 32399-2100  
(850) 488-7956

Prepared by and when  
recorded mail to:  
DONNA J. FELDMAN, P.A.  
19321-C U.S. Highway 19 North  
Suite 103  
Clearwater, FL 33764

### ESSENTIALLY BUILT-OUT AGREEMENT

THIS ESSENTIALLY BUILT-OUT AGREEMENT (“**Agreement**”) is entered into by and between Milford, L.L.C., a Florida limited liability company, as successor in interest to The Milford Corporation, a Florida corporation (“**Developer**”), the City of Oldsmar, a Florida municipal corporation (“**City**”), and the State of Florida Department of Community Affairs (“**DCA**”), with reference to the following facts:

A. Developer is the developer of the Cypress Lakes Development of Regional Impact No. 135 (“**DRI**”), located within the City, encompassing the real property and more particularly described on Exhibit “A” attached hereto, which legal description is taken from the DO (defined below), as recorded in Official Records Book 10591, Page 2207 of the Public Records of Pinellas County, Florida.

B. The City is a municipal corporation organized and existing under the laws of the State of Florida.

C. DCA is the State of Florida’s land planning agency having the power and duty to exercise general supervision of the administration and enforcement of Chapter 380, *Florida Statutes*, which includes provisions relating to DRIs.

D. Pursuant to Sections 380.032(3) and 380.06(15)(g)3, *Florida Statutes*, DCA is authorized to enter into agreements as may be necessary to effectuate the provisions and purposes of Chapter 380, *Florida Statutes*.

E. Developer, the City, and the DCA desire to enter into this Agreement pursuant to Section 380.032(3), *Florida Statutes*.

F. The City adopted the original Development Order for the DRI as Resolution 87-15, as amended by Resolutions 87-22, 87-23, 90-05, 90-32 (revoking Resolution 90-05), and 95-13 (which revoked all prior Resolutions and fully amended and restated the Development Order), all of which were duly revoked and repealed by Resolution 99-16 which fully restated the Development Order for the DRI (the “**DO**”).

G. All requirements of the DO for the contribution of funds, land and public facilities expressly designated and used to mitigate impacts attributable to the approved development have been satisfied.

H. All conditions of the DO have been completed, including all transportation improvements, and all local government conditions have been completed, including construction and dedication, as may be required, of infrastructure and drainage facilities.

I. The Tampa Bay Regional Planning Council (“**TBRPC**”), as the regional planning council with jurisdiction over the DRI, has determined that the development is in compliance with all conditions of the DO, as evidenced by TBRPC’s adoption of the most recent Annual Report for the DRI dated July 15, 2006.

J. The DO contains a build-out date of July 14, 2009 (“**DO Build-Out Date**”).

K. The Developer is currently completing construction of the development parcels within the DRI commonly known as the “**Pine Avenue Office Parcels**”, as more particularly described on Exhibit "B", which are the last parcels to be developed by Developer. The City owns an unimproved parcel within the DRI, more particularly described on Exhibit "C" attached hereto, zoned for office uses (“**City Office Parcel**”). The development of the Pine Avenue Office Parcels and the City Office Parcel is sometimes collectively referred to as the “**Remaining Development**”.

L. Attached hereby as Exhibit "D" is a table identifying by land use the development approved, constructed and remaining relative to the DRI.

M. The Developer desires to provide for the termination of its obligations to file annual reports pursuant to the DO in light of the substantial completion of development under the DO prior to the DO Build-Out Date.

NOW, THEREFORE, for and in consideration of the mutual covenants contained herein, and other good and valuable consideration, the receipt and adequacy of which is hereby acknowledged, the parties agree as follows:

1. Recitals; Exhibits. The foregoing recitals and all exhibits attached hereto are true and complete, and are hereby incorporated into this Agreement by this reference.

2. Built-Out Status. The parties acknowledge and agree that, pursuant to Section 380.06(15)(g)3, *Florida Statutes*, the DRI is “essentially built-out” because (a) the development approved by the DO is in compliance with all applicable terms and conditions of the DO, (b) the only Remaining Development parcels are the Pine Avenue Office Parcels currently under development by the Developer with approximately 11,800 square feet of office space, and the City Office Parcel consisting of approximately one (1) gross acre, and (c) the Remaining Development will not create the likelihood of any additional regional impacts not previously reviewed.

3. Remaining Development. Due to the essentially built-out status of the DRI, the development of the Pine Avenue Office Parcels may proceed in accordance with the applicable terms and conditions of prior approvals authorizing development as may be modified from time to time in accordance with the City’s land development regulations (“**Approved Site Plan**”). The City may develop the City Office Parcel with the density and entitlements attributable thereto. The Remaining Development shall be subject to the City’s Code of Ordinances, land

development regulations, and Comprehensive Plan, and may proceed to completion on or before July 15, 2011. Except for the entitlements and density associated with development of the Remaining Development, no further entitlements or density approved by the DO will be utilized.

4. Accuracy of Statements. Developer asserts and warrants that all of the representations and statements made in this Agreement by Developer are true, accurate and complete to the best of its knowledge. Based upon such representations and statements, DCA concludes that this Agreement is in the best interest of the State, is necessary and beneficial to DCA in its role as the State land planning agency with responsibility for the administration and enforcement of Chapter 380, *Florida Statutes*, and reasonably applies and effectuates the provisions and purposes of Chapter 380, *Florida Statutes*.

5. Breach. In the event of a breach of this Agreement or a failure to comply with any condition of this Agreement, or if this Agreement is determined to be based upon materially inaccurate information, DCA or the City may terminate this Agreement or file suit to enforce this Agreement as provided in Sections 380.06 and 380.11, *Florida Statutes*.

6. Waiver. Nothing in this Agreement shall constitute a waiver by any party of the right to appeal any development order pursuant to Section 380.07, *Florida Statutes*, except to the extent acknowledged herein.

7. Effect of Agreement. This Agreement affects the rights and obligations of the parties under Chapter 380, *Florida Statutes*. It is not intended to determine or influence the authority or decisions of any other state or local government or agency in the issuance of any other permits or approvals which might be required by state law or local ordinance for any development authorized by this Agreement. This Agreement shall not prohibit the TPRPC from commenting on any regional issue. As of the Effective Date, the DRI and the DO are hereby deemed terminated and of no further force or effect.

8. Notices. Any notices to be given or to be served upon any party hereto, in connection with this Agreement, must be in writing, and may be given by, hand delivery, facsimile, overnight delivery, certified mail, return receipt requested, or by regular mail. If given by regular mail, the notice shall be deemed to have been given within a required time if deposited in the U.S. Mail, postage prepaid, within the time limit, and deemed received within three (3) business days following deposit in the U.S. Mail; in the case of a certified letter, the notice shall be deemed to have been given when such letter is deposited in the United States mail, postage prepaid, addressed to the party to be served, and deemed received within three (3) business days following deposit in the U.S. Mail; if given by hand delivery, facsimile, or overnight delivery, the notice shall be deemed to have been given upon receipt at the address to which it is delivered. For the purpose of calculating time limits which run from the giving of a particular notice the time shall be calculated from receipt of the notice as determined by this paragraph. Such notices shall be given to the parties hereto at the following addresses:

If to DCA: State of Florida Department of Community Affairs  
2555 Shumard Oak Boulevard  
Tallahassee, Fl 32399-2100  
Telephone: (850) 488-8466  
Telecopy: (850) 488-3309

If to City: City of Oldsmar  
100 State Street West  
Oldsmar, Florida 34677-3655  
Attention: Bruce Haddock, City Manager  
Telephone: (813) 749-1100  
Facsimile: (813) 749-1166

With a copy to: Thomas J. Trask, Esquire  
Frazer, Hubbard, Brandt, Trask & Yacavone, LLP  
595 Main Street  
Dunedin, FL 34698-4998  
Telephone: (727) 733-0494  
Facsimile: (727) 733-2991

If to Developer: Milford, L.L.C.  
3870 Tampa Road, Suite E  
Oldsmar, FL 34677-3133  
Attention: Dale E. Bleakley  
Telephone: (813) 855-5704  
Facsimile: (813) 818-8295

With a copy to: Donna J. Feldman, Esquire  
Donna J. Feldman, P.A.  
19321-C U.S. Highway 19 North, Suite 103  
Clearwater, Florida 33764  
Telephone: (727) 536-8003  
Telecopy: (727) 536-7270

Any notice delivered by legal counsel for any party to this transaction shall be deemed the written notice of such party, and shall satisfy the notice requirements under this Agreement. Any party hereto may change its address or designate different or other persons or entities to receive copies by notifying the other party in a manner described in this paragraph.

9. Amendment. Any amendment to, or modification of this Agreement shall not be effective unless contained in a written document signed by the parties to this Agreement.

10. Binding Effect. The terms and conditions of this Agreement shall inure to the benefit of, and be binding upon the successors and assigns of the parties to this Agreement. Developer shall insure and provide that any successor in interest in and to the remaining land, prior to development thereof, shall be bound by the terms of this Agreement. Developer shall record this Agreement in the Official Records of Pinellas County, Florida, and shall provide

DCA with a copy of the recorded Agreement within two (2) weeks of the date of execution of this Agreement by all parties.

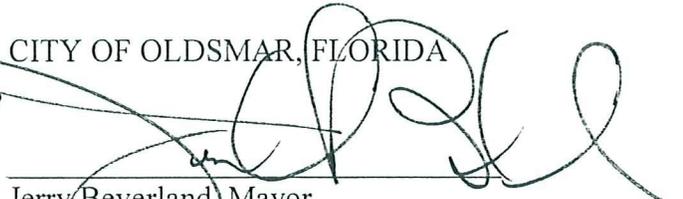
11. Effective Date. The "Effective Date" of this Agreement shall be the date that TBRPC adopts its final report as to the DRI, this Agreement and the effect thereof.

IN WITNESS WHEREOF, the parties have executed this Agreement each as of the date indicated below.

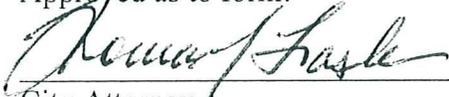
Attest:

CITY OF OLDSMAR, FLORIDA

  
Bruce T. Haddock, City Manager  
  
City Clerk

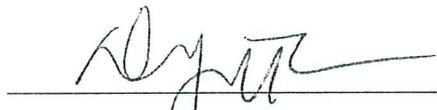
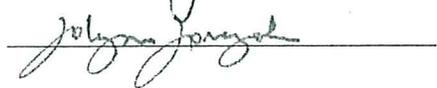
  
Jerry Beverland, Mayor  
Date: 12-20, 2006

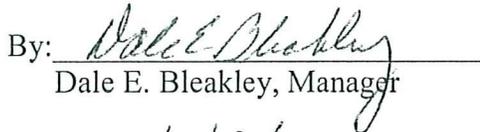
Approved as to form:

  
City Attorney

Attest:

MILFORD, L.L.C.,  
a Florida limited liability company

By:   
Dale E. Bleakley, Manager  
Date: 11/8/06

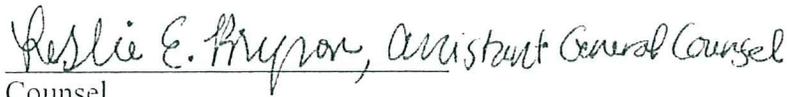
Attest:

DEPARTMENT OF COMMUNITY AFFAIRS



  
Director  
Division of Comprehensive Planning

Approved as to form:

  
Counsel  
Department of Community Affairs

2/9/07

FILING AND ACKNOWLEDGEMENT  
FILED, on this date, with the designated  
Agency Clerk, receipt of which is hereby  
acknowledged.

  
Miriam Snipes  
Deputy Agency Clerk  
Date: 2/12/07

STATE OF FLORIDA  
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 8<sup>th</sup> day of November, 2006, by Dale E. Bleakley, as Manager of Milford, L.L.C., a Florida limited liability company, on behalf of the company. He is personally known to me.

Jo Lynn Jorczak  
Notary Public, State of Florida

Printed name: Jo Lynn Jorczak

My Commission Expires: 2/17/08

(NOTARY SEAL)



**Jo Lynn Jorczak**

Commission # DD260721

Expires February 17, 2008

Bonded Troy Fahn - Insurance, Inc. 800-365-7019

EXHIBIT "A"

DRI Property

PINELLAS COUNTY, FLORIDA

LEGAL DESCRIPTION:

A Tract of land lying within Sections 11, 12, 13, 14, and 23, Township 28 South, Range 16 East, Pinellas County, Florida, and being more particularly described as follows:

From the Southwest corner of Section 14, Township 28 South, Range 16 East, Pinellas County, Florida, run  $N00^{\circ}05'58"E$  along the Westerly boundary of Section 14 (BEING THE BASIS OF BEARINGS FOR THIS LEGAL DESCRIPTION) a distance of 1077.43 feet to the Northerly R/W line of State Road 584; thence  $S68^{\circ}55'53"E$  along said line a distance of 939.09 feet to the Easterly R/W line of Forest Lakes Boulevard (a 110.00 foot R/W) as described in O.R. Book 4950 page 1263, public records of Pinellas County, Florida, for a POINT OF BEGINNING; thence  $N22^{\circ}32'54"E$  along said Easterly R/W line a distance of 1541.55 feet; thence 929.98 feet along a curve to the right having a radius of 986.74 feet, a central angle of  $54^{\circ}00'00"$ , and a chord of 895.94 feet; thence  $N76^{\circ}32'54"E$ , 1011.97 feet; thence 1842.39 feet along a curve to the left having a radius of 1096.74 feet, a central angle of  $96^{\circ}15'00"$ , and a chord of 1633.27 feet; thence  $N19^{\circ}42'06"W$ , 1414.66 feet; thence 106.57 feet along a curve to the right having a radius of 986.74 feet, a central angle of  $06^{\circ}18'15"$ , and a chord of 108.51 feet; thence departing said R/W along the now existing R/W line of Forest Lakes Boulevard (a 150.00 foot R/W) 201.85 feet along a non-radial, non-tangent curve to the left, having a radius of 1116.74 feet, a central angle of  $10^{\circ}21'22"$ , and a chord of 201.57 feet; thence  $N39^{\circ}09'02"W$ , 37.60 feet to the Westerly R/W line of Forest Lakes Boulevard (a 110.00 foot R/W) as described in O.R. Book 4950, page 1265, public records of Pinellas County, Florida; thence continue  $N39^{\circ}09'02"W$ , 337.85 feet; thence  $N50^{\circ}50'58"E$ , 213.22 feet to the Southerly line of a Florida Power R/W as described in O.R. Book 4477, page 942, public records of Pinellas County, Florida; thence  $S89^{\circ}53'28"E$ , along said line a distance of 109.68 feet to the Westerly R/W line of Forest Lakes Boulevard (a 110.00 foot right-of-way) as described in O.R. Book 4950, page 1265, public records of Pinellas County, Florida; thence continue  $S89^{\circ}53'28"E$ , 117.34 feet to the Easterly R/W line of Forest Lakes Boulevard (a 110.00 foot R/W) as described in O.R. Book 4950, page 1263 public records of Pinellas County, Florida; thence continue along the Southerly line of the aforesaid Florida Power R/W  $S89^{\circ}53'28"E$ , 3404.81 feet; thence  $S00^{\circ}04'26"E$ , 2814.93 feet; thence  $S61^{\circ}20'12"W$ , 529.92 feet; thence  $S87^{\circ}40'45"W$ , 529.92 feet; thence  $S71^{\circ}51'26"W$ , 347.00 feet; thence  $S43^{\circ}14'45"W$ , 610.89 feet; thence  $S00^{\circ}14'58"W$  along a line 33.00 feet Westerly from and parallel with the Easterly line of Section 14 a distance of 1486.20 feet to the City Limits of Oldsmar; thence continue  $S00^{\circ}14'58"W$ , 361.11 feet; thence  $N89^{\circ}43'02"W$ , 609.51 feet; thence  $S00^{\circ}12'21"W$ , 315.00 feet; thence  $N89^{\circ}39'14"W$ , 669.58 feet; thence  $N89^{\circ}40'08"W$ , 518.51 feet; thence  $S38^{\circ}54'12"W$ , 147.88 feet; thence  $S58^{\circ}56'53"E$ , 323.53 feet; thence  $S38^{\circ}38'26"W$ , 50.44 feet; thence  $N58^{\circ}56'53"W$ , 300.00 feet; thence  $S48^{\circ}48'09"W$ , 326.44 feet; thence  $S21^{\circ}04'07"W$ , 240.00 feet; thence  $S68^{\circ}55'53"E$  along a line 110.00 feet Northerly from and parallel with the centerline of R/W of State Road 584 a distance of 355.00 feet; thence  $S21^{\circ}04'07"W$ , 50.00 feet; thence  $N68^{\circ}55'53"W$ , 279.97 feet; thence  $S21^{\circ}04'07"W$ , 10.00 feet to the Northerly R/W line of State Road 584 (a 100.00 foot R/W); thence  $N68^{\circ}55'53"W$  along said Northerly R/W line a distance of 696.39 feet; thence  $N21^{\circ}04'07"E$ , 25.00 feet; thence  $N68^{\circ}55'53"W$ , 315.79 feet; thence  $S00^{\circ}05'58"E$ , 26.81 feet; thence  $N68^{\circ}55'53"W$ , 1115.20 feet; thence  $N21^{\circ}04'07"E$ , 50.00 feet; thence  $N68^{\circ}55'53"W$ , 60.00 feet; thence  $S21^{\circ}04'07"W$ , 50.00 feet; thence  $N68^{\circ}55'53"W$ , 8.98 feet to the Point of Beginning.

LESS AND EXCEPT:

A parcel of land lying within Section 14, Township 34 South, Range 16 East, Pinellas County, Florida and being more particularly described as follows:

Commence at the Northeast corner of the plat of Cypress Lakes Business Park - Parcel 3, as recorded in Plat Book 108 on Page 16 of the Public Records of Pinellas County, Florida; Thence  $S22^{\circ}32'54"W$ , along the Easterly line of said plat (being the basis of bearings of this description), for 635.00 feet; Thence  $S22^{\circ}55'53"E$ , for 165.99 feet; Thence  $S68^{\circ}55'53"E$ , for 658.69 feet to a point on the Westerly line of the Oldwood Apartment Complex Property; Thence along the Westerly and Easterly lines of said Property the following four (4) courses: (1) Thence  $N21^{\circ}04'07"E$ , for 222.57 feet; (2) Thence  $S89^{\circ}38'49"E$ , for 333.65 feet to the Point of Beginning; (3) Thence continue  $S89^{\circ}38'49"E$ , for 25.70 feet; (4) Thence  $S21^{\circ}04'07"W$ , for 9.71 feet; Thence leaving said boundary lines,  $N67^{\circ}27'06"W$ , for 24.05 feet to the Point of Beginning.

CONTAINING 19,653.471 SQUARE FEET OR 451.182 ACRES, MORE OR LESS.

EXHIBIT "B"

Pine Avenue Office Parcels

Page 1 of 2

CYPRESS LAKES PROFESSIONAL CENTER COMMERCIAL  
CONDOMINIUM

Being a parcel of land lying within Section 14, Township 28 South, Range 16 East, Pinellas County, Florida, and being further described as follows:

BEGIN at the Northwesterly corner of the property platted as CYPRESS LAKES BUSINESS PARK II and recorded in Plat Book 124 on pages 61 and 62 of the Public Records of Pinellas County, Florida, also being a point on the Southeasterly boundary line of the property platted as WAL-MART SUPERCENTER and recorded in Plat Book 123 on pages 49 through 52 of the Public Records of Pinellas County, Florida; thence  $N21^{\circ}04'07''E$  along said Southeasterly boundary line (also being the bearing reference line of this description), for 870.00 feet; thence  $S68^{\circ}55'53''E$  along the Southwesterly boundary line of the property platted as SUNKETCH TOWNHOMES AT CYPRESS LAKES and recorded in Plat Book 116 on pages 20 through 22 of the Public Records of Pinellas County, Florida for 296.91 feet to a point on the Westerly right-of-way line of the 140 foot wide right-of-way for Pine Avenue North as described within the instrument recorded in Official Records Book 8744 on page 2357 of the Public Records of Pinellas County, Florida and being a point on a curve concave to the Southeast; thence along said right-of-way line the following two (2) courses; (1) thence Southwesterly along said right-of-way line and along the arc of said curve having a radius of 1170.00 feet, a central angle of  $19^{\circ}28'16''$ , an arc length of 397.61 feet and a chord bearing  $S30^{\circ}48'15''W$ , for 395.70 feet to the point of tangency; (2) thence  $S21^{\circ}04'07''W$ , for 480.00 feet to the Northeasterly corner of said property platted as CYPRESS LAKES BUSINESS PARK II; thence leaving said right-of-way line  $N68^{\circ}55'53''W$  along the Northeasterly line of said platted property, for 230.00 feet to the POINT OF BEGINNING, and containing 4.79 acres, more or less.

EXHIBIT "B"

Pine Avenue Office Parcels

Page 2 of 2

**LEGAL DESCRIPTION**

(Parcel # 14/28/16/20225/000/0010)

Being a parcel of land lying within Section 14, Township 28 South, Range 16 East, City of Oldsmar, Pinellas County, Florida and being more particularly described as follows:

Commence at the railroad spike marking the Southeast corner of said Section 14 (being certified corner #0023189); thence N00°15'5"E, along the east line of the Southeast 1/4 of said Section 14, for 661.32 feet; thence N89°44'03"W, along a line that is perpendicular to said section line, for 1311.78 feet to a concrete monument marking the beginning of that certain boundary agreement line recorded in Official Records Book 5196 on page 1816 in the Public Records of Pinellas County, Florida; thence N89°40'08"W, along said line (being the basis of bearings of this description), for 329.73 feet to a point on the northeasterly edge of that certain 100 foot wide Florida Power Corporation easement recorded in Deed Book 1286 on page 25 of the Public Records of Pinellas County, Florida; thence N68°45'21"W, along said easement line, for 612.78 feet to a point on a curve concave to the southeast, also being a point on the southeasterly right-of-way line of Pine Avenue North, being a 140 foot wide right-of-way as recorded in Official Records Book 8744 on page 2357 in the Public Records of Pinellas County, Florida; thence along said right-of-way line the following three (3) courses; (1) thence northeasterly along the arc of said curve having a radius of 1030.00 feet, a central angle of 11°21'24", an arc length of 204.16 feet and a chord bearing N32°22'26"E, for 203.82 feet to the POINT OF BEGINNING; (2) thence continue northeasterly along the arc of said curve having a radius of 1030.00 feet, a central angle of 06°56'59", an arc length of 124.93 feet and a chord bearing N41°31'38"E, for 124.86 feet to the point of reverse curvature with a curve concave to the north; (3) thence northeasterly along the arc of said curve having a radius of 1170.00 feet, a central angle of 04°57'12", an arc length of 101.15 feet and a chord bearing N42°31'31"E, for 101.12 feet to the northwest corner of the City of Oldsmar pump station site as recorded in Official Records Book 8744 on page 2357 of the Public Records of Pinellas County, Florida; thence leaving aforesaid right-of-way line and proceeding along the westerly and southerly lines of said pump station site the following two (2) courses; (1) thence S49°30'11"E, for 31.81 feet; (2) thence N40°29'49"E, for 57.67 feet; thence S68°21'59"E, for 355.03 feet; thence S21°38'01"W, for 252.88 feet; thence N68°45'21"W, for 482.34 feet to the POINT OF BEGINNING and containing 2.51 acres more or less.

Now known as Lot 1, Cypress Lakes Office Park East, according to Plat Book 124, Page 12-13, Public Records of Pinellas County, Florida.

EXHIBIT "C"

City Office Parcel

PROPERTY DESCRIPTION: TRIANGLE PARCEL

A parcel of land lying within Section 14, Township 28 South, Range 16 East, City of Oldsmar, Pinellas County, Florida and being further described as follows:

Commence at the southwesterly corner of the property platted as THE PRESERVE AT CYPRESS LAKES PHASE I as recorded in Plat Book 116 on pages 97 through 102 of the Public Records of Pinellas County, Florida, also being the southwesterly corner of Tract "H" in said plat and a point on the northerly right-of-way line of Linebaugh Avenue as recorded in Official Records Book 9872 on page 2194 of the Public Records of Pinellas County, Florida; thence  $S76^{\circ}15'21''W$  along said right-of-way line, for 200.00 feet to the POINT OF BEGINNING; thence continue along said right-of-way line  $S76^{\circ}15'21''W$ , for 293.23 feet to a point on the southeasterly right-of-way line of Forest Lakes Boulevard as recorded in Official Records Book 5965 on page 671 of the Public Records of Pinellas County, Florida and being a point on a curve concave to the northwest; thence northeasterly along said right-of-way line and along the arc of said curve having a radius of 1116.74 feet, a central angle of  $23^{\circ}14'57''$ , an arc length of 453.14 feet and a chord bearing  $N36^{\circ}42'30''E$ , for 450.04 feet to a point on the westerly right-of-way line of Pine Avenue North as recorded in Official Records Book 9811 on page 231 of the Public Records of Pinellas County, Florida and being a point on a curve concave to the east; thence along said right-of-way line the following three (3) courses; (1) thence southerly along the arc of said curve having a radius of 1578.00 feet, a central angle of  $03^{\circ}58'21''$ , an arc length of 109.41 feet and a chord bearing  $S11^{\circ}45'29''E$ , for 109.39 feet to the point of tangency; (2) thence  $S13^{\circ}44'39''E$ , for 127.24 feet; (3) thence  $S31^{\circ}15'21''W$ , for 70.71 feet to the POINT OF BEGINNING.

EXHIBIT "D"

PROPOSED DEVELOPMENT

COMPLETION STATUS

CUMULATIVE DEVELOPMENT

2006-2007

Essentially Built-Out Agreement

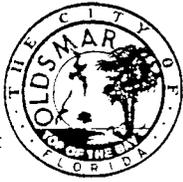
Office – 63,392 s.f.  
 Retail I – 232,755 s.f.  
 Retail II – 2,992 s.f.  
 Ice Rink – 60,950 s.f.  
 Single Family – 285 units  
 Multi-Family – 350 units  
 City Park – 10 acres  
 City Fire Station – 2.3 Acres  
 City Water Storage – 7.7 Acres  
 Elementary School – 18 Acres  
 City Office Parcel – 1 Acre (est. 5,000 s.f.)

<u>Land Use</u>	<u>Approved</u>	<u>Constructed</u>	<u>Remaining</u>
Single Family Residential (Dwelling Units)	250	285	0
Multi-Family Residential (Dwelling Units)	250	350	0
Office (Sq. Ft.)	250,000	63,392	0
Commercial-Retail (Sq. Ft.)	250,000	235,747	0
Hotel Rooms	125	Deleted	0
Parish and School Facilities (Acres)	49	Deleted	0
City Park - 2 parcels (Acres)	10	10	0
City Fire Station (Acres)	0	2.30	0
City Water Storage (Acres)	0	7.70	0
Elementary School (Acres)	0	18.00	0
City Parcel (Pine & Forest Lakes) (Acres)	1	0	1

**Development Order – Oldsmar Resolution 99-16 Sec. IV.A.1 (2<sup>nd</sup> Paragraph – Page 8)**

Development authorized herein shall be deemed completed at such time as total development generates more than 17,330 off-site daily vehicle trips or 1,736 off-site peak hour trips. The most recent traffic study and analysis applicable to the Development is that certain report prepared by Florida Design Consultants, Inc. ("FDC"), submitted on December 7, 1998, as Exhibit C to the NOPC of the same date, as modified and supplemented by FDC on February 1, 1999, and submitted to the City, and shall be deemed the controlling traffic study, analysis and summary for future development within the Cypress Lakes DRI, subject to the right of the Developer to submit to the City a revised study and analysis at its election. For example, Developer may build more than 250,000 square feet of office and less than 250,000 square feet of commercial, or vice versa, and may vary the number of single family dwelling units and multi-family dwelling units, so long as the Development does not generate more than 17,330 off-site daily vehicle trips or 1,736 off-site peak hour trips.

*[Faint, illegible text and markings at the bottom of the page, possibly a stamp or signature area.]*



# City of Oldsmar

Jm  
#135

*To protect the community and enhance the quality of life through customer oriented public service.*

100 State Street West • Oldsmar, Florida 34677-3655 • (813) 855-4693 • FAX (813) 854-3121 • SUNCOM 552-7550

July 21, 1999

Mr. Manny Pumariaga, Executive Director  
Tampa Bay Regional Planning Council  
9455 Koger Blvd. – Suite 219  
St. Petersburg, FL 33702

Re: *City of Oldsmar – Resolution 99-16 - Amendment No. 6 to the Cypress Lakes  
Development Order*

Dear Mr. Pumariaga:

Enclosed please find a certified copy of the above-referenced resolution/amendment for the Council's records.

If I can be of further assistance, please feel free to contact me.

Sincerely,

Kerri S. Haley  
Assistant City Clerk  
**City of Oldsmar, Florida**

RECEIVED

JUL 23 1999

Tampa Bay Regional  
Planning Council

*1996 City Livability Award Recipient - U.S. Conference of Mayors*

*Council-Manager Government*

Please Return to:

CITY OF OLDSMAR  
100 STATE STREET  
OLDSMAR, FL 34677-3655

RESOLUTION 99-16

AMENDMENT NO. 6 TO THE  
CYPRESS LAKES DEVELOPMENT ORDER

ES 48  
# 100275  
MT \_\_\_\_\_  
TT \_\_\_\_\_  
R2:19 21750  
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AL 21750  
DH

A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF OLDSMAR, FLORIDA, APPROVING AMENDMENT NO. SIX TO THE DEVELOPMENT ORDER FOR THE CYPRESS LAKES DEVELOPMENT OF REGIONAL IMPACT RENDERED PURSUANT TO SECTION 380.06, FLORIDA STATUTES; PROVIDING TERMS AND CONDITIONS FOR APPROVAL; PROVIDING FOR ADMINISTRATION OF THE DEVELOPMENT ORDER; PROVIDING FOR COMMITMENTS BY THE DEVELOPER AND THE CITY; AND PROVIDING FOR AN EFFECTIVE DATE THEREOF.

WHEREAS, in March, 1986, The Milford Corporation filed an Application for Development Approval (ADA) of a development of regional impact (DRI) with the City of Oldsmar pursuant to the provisions of Section 380.06, Florida Statutes; and

WHEREAS, said ADA and the sufficiency response thereto proposed construction of a mixed use development with residential, commercial, office and hotel components as the primary land use elements, including a municipal office center, community park land, a hotel and golf course; and

WHEREAS, the project is located in the eastern portion of the City approximately 1/4 to one mile west of the Hillsborough-Pinellas County line; north of SR 584 and east of CR 667 (Forest Lakes Boulevard); and

WHEREAS, on July 14, 1987, the City Council of the City of Oldsmar unanimously approved a Development Order for the Cypress Lakes Development of Regional Impact (Resolution 87-15); and

WHEREAS, following the adoption of the Development Order and in response to questions and concerns raised by the Florida Department of Community Affairs-(DCA) and the Tampa Bay Regional Planning Council (TBRPC), it was deemed appropriate to clarify and amend the Development Order; and

WHEREAS, on August 14, 1987, the City Council of the City of Oldsmar approved certain clarifications and amendments to the Development Order; and

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Cypress Lakes Development Order Composite

Community Development Department

~~CERTIFICATION~~  
I DO HEREBY CERTIFY THAT THIS IS A TRUE AND CORRECT  
COPY OF RES 99-16  
THE CITY OF OLDSMAR PUBLIC RECORDS.  
[Signature]  
CITY CLERK

WHEREAS, on September 8, 1987, the City Council of the City of Oldsmar approved Amendment No. 1 to the Cypress Lakes Development Order (Resolution No. 87-22), which contains all of the clarifications and amendments; and

WHEREAS, on September 15, 1987, the City Council of the City of Oldsmar approved Amendment No. 2 to the Cypress Lakes Development Order (Resolution 87-23), which was adopted to amend certain provisions concerning required land use amendments; and

WHEREAS, Resolutions 87-15, 87-22 and 87-23 have been duly recorded in the public records of Pinellas County as O.R. Book 6724 Pages 1872 through and including 1938 on April 19, 1988; and

WHEREAS, on March 6, 1990, the City Council of the City of Oldsmar approved Amendment No. 3 to the Cypress Lakes Development Order (Resolution No. 90-05) to amend and clarify certain provisions of the Development Order, as amended; and

WHEREAS, pursuant to Section 380.07, Florida Statutes, TBRPC and DCA appealed Resolution No. 90-05; and

WHEREAS, on October 2, 1990, the City Council of the City of Oldsmar approved Amendment No. 4 to the Cypress Lakes Development Order (Resolution No. 90-32) which revoked and repealed Resolution 90-05 (Amendment No. 3) in its entirety and further amended and clarified certain provisions of the Development Order, as amended; and

WHEREAS, on April 18, 1995, the City Council of the City of Oldsmar approved Amendment No. 5 to the Cypress Lakes Development Order (Resolution No. 95-13) which revoked and repealed Resolution Nos. 87-15, 87-22, 87-23 and 90-32 in their entirety, and fully amended and restated the Cypress Lakes Development Order; and

WHEREAS, The Milford Corporation is adding 10.57 acres of real property as more particularly described in Exhibit A-2 attached hereto, to the land already included in the DRI, provided such 10.57 acres together with certain land already included within the DRI is acquired by Wal-Mart Stores East, Inc., a Delaware corporation ("Wal-Mart"), with the resulting legal description of the land included within the DRI being described on Exhibit A-1 attached hereto; and

WHEREAS, pursuant to Section IV.C.4.b.(1)(i)(1)c) of the Development Order, The Milford Corporation is amending Section IV.C.4.b.(1)(i)(1)b) of the Development Order, under "(i) Pipelining Limitations; (1) Timetables for Design and Construction," to reflect the revised commencement and completion dates for the Roadway pursuant to (a) that certain First Amendment to Forest Lakes/East-West Connector Road Agreement, dated October 27, 1998, which together with original Forest Lakes /East-West Connector Road Agreement, dated April 18, 1995, by and between

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The Milford Corporation and Pinellas County, as amended on October 27, 1998, is collectively referred to as the "Amended Road Agreement", (b) that certain Tampa Bay Park of Commerce/East-West Connector Road Agreement, dated October 27, 1998 ("TBPOC Road Agreement"), and (c) that certain Joint Development Order Tampa Bay Park of Commerce, Pinellas County Resolution No. 98-229, City of Oldsmar Resolution No. 98-28 ("TBPOC DO"); and

WHEREAS, The Milford Corporation filed a Notification of a Proposed Change to a Previously Approved Development of Regional Impact ("NOPC") reflecting these development plan changes, on December 7, 1998, with the City, the regional planning agency and the state land planning agency pursuant to subsection 380.06(19), Florida Statutes; and

WHEREAS, the City Council, as the governing body of local government having jurisdiction pursuant to Section 380.06, Florida Statutes, is authorized and empowered to consider such NOPC; and

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

WHEREAS, on February 16, 1999, the City Council held a duly noticed public hearing on said NOPC and determined that said NOPC did not constitute a substantial deviation pursuant to subsection 380.06(19), Florida Statutes; and

WHEREAS, on June 15, 1999, the City Council held a duly noticed public hearing on said NOPC and heard and considered testimony and documents received thereon; and

WHEREAS, the City Council received the recommendations of Pinellas County, Florida, as to the transportation elements hereof, in general, and as to the Amended Road Agreement for the East-West Connector Road, specifically; and

WHEREAS, the City Council received and considered the report and recommendations of the Tampa Bay Regional Planning Council (TBRPC) and the Department of Community Affairs (DCA);

NOW, THEREFORE, BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF OLDSMAR, FLORIDA:

1. That the Cypress Lakes Development Order, as amended (Resolution Nos. 87-15, 87-22, 87-23, 90-32 and 95-13) is hereby duly revoked and repealed in its entirety.
2. That the Cypress Lakes Development Order is hereby fully amended and restated as follows:

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## I. FINDINGS OF FACT

A. The Milford Corporation, hereinafter referred to as "Developer," submitted to the City of Oldsmar, Florida an Application for Development Approval, traffic analysis for Cypress Lakes (revised 10/93), and sufficiency response which are attached hereto and are marked Composite Exhibit A and incorporated herein by reference. When used herein, "Developer" also shall include the heirs, assignees or successors in interest of The Milford Corporation. Hereinafter, the word "Application" shall refer to the Application for Development Approval, sufficiency response and all other documents submitted.

B. The real property which is the subject of the NOPC is legally described as set forth in Exhibit A-1, attached hereto and made a part hereof by reference.

C. The proposed development is not located 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.

E. A comprehensive review of the impacts generated by the development has been conducted by the City Council and the Tampa Bay Regional Planning Council.

F. The City previously approved the development of Cypress Lakes by Resolution No. 87-15, and amended such approval by Resolutions Nos. 87-22, 87-23, 90-05, 90-32 and 95-13.

G. The Developer submitted an NOPC, and exhibits to the NOPC, which are listed on Exhibit B to this Order and incorporated herein by reference.

H. This Development Order is in compliance with the City of Oldsmar Comprehensive Land Use Plan, as amended.

## 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 City Council, it is concluded that:

1. The development will not unreasonably interfere with the achievement of the objectives of an adopted state land development plan applicable to the area.

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

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

B. In considering whether the development should be approved subject to conditions, restrictions and limitations, the City Council has considered the criteria stated in subsection 380.06(14), Florida Statutes.

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

D. The development as described in the NOPC (the "Development") is approved subject to all terms and conditions of this Development Order.

E. The Development as approved is consistent with all local, regional and state regulatory requirements.

### III. GENERAL PROVISIONS

A. The legal description set forth in Exhibit A-1 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 the City of Oldsmar in response to the Application for the Cypress Lakes Development of Regional Impact, as modified by the NOPC.

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

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

F. In the event that any portion or section of this Development Order is determined to be invalid, illegal or unconstitutional by a court of competent jurisdiction, such decision shall in no manner affect the remaining portions or sections of this Development Order which shall remain in full force and effect.

G. Whenever this Development Order provides for or otherwise necessitates reviews or determinations of any kind subsequent to its issuance, the right to review shall include all directly affected government agencies and departments as are or may be designated by the City Council 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 facilities, the Developer may transfer any or all of its responsibilities to improve and maintain those facilities to an appropriate private body created to perform such responsibilities; provided, however, that before such transfer may be effective, the body to which responsibility has been or will be transferred must be approved by the City Council, or if required by any other affected governmental agency, upon determination that the entity in question can and will be responsible to provide maintenance as required in this Development Order, which approval shall not be unreasonably withheld.

I. Development activity constituting a substantial deviation from the terms or conditions of this Development Order shall be governed by Section 380.06(19), Florida Statutes.

J. The City Manager or his designee shall be responsible for monitoring all terms and conditions of this Development Order. For purposes of this condition, the City Manager may rely upon or utilize information supplied by the TBRPC or any local, regional or state department or agency having particular responsibility over the area of subject involved. The City Manager shall report to the City Council any findings of deviation from the terms and conditions of this Development Order. The City Manager shall issue a notice of noncompliance to the Developer and if the deviation is not corrected within a reasonable amount of time the City Manager shall recommend that the City Council establish a hearing to consider such deviations pursuant to Section 380.06(19), Florida Statutes, and to take any action it deems necessary to ensure compliance with this order including termination of any further development, as allowed by Florida law.

K. The Developer shall file an annual report in accordance with Section 380.06(18), Florida Statutes, and appropriate rules and regulations. Such report shall be due on July 15th 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 City Manager who shall after appropriate review, submit it for review by the City Council. The City Council shall review the report for compliance with all the terms and conditions of this Development Order and following a hearing

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with written notice to the Developer 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 City Council hearing wherein such report is to be reviewed; provided, however, that the receipt and review by the City Council shall not be considered a substitute or a waiver of any terms or conditions of the Development Order. This report shall contain:

1. The information required by the State Land Planning Agency to be included in the Annual Report, which information is described in the rules and regulations promulgated by the State Land Planning Agency pursuant to Section 380.06, Florida Statutes.

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

3. A statement setting forth the name(s) and address of any heir, assignee or successor in interest to this Development Order or any portion of this Development Order or increment.

4. Any changes in the proposed plan of development.

5. A description of the development activities which have occurred over the previous year, including a summary of the number, type and location of office and commercial structures and residential units.

6. Estimation of development generated traffic along each corridor abutting 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 the City of Oldsmar, its agencies or commissions, to the extent such provisions are supplemental hereto; provided, however, that in the event of any conflict, the terms and conditions of this Development Order shall control.

M. This Development Order shall have an effective date of July 15, 1988.

N. This Order shall remain in effect until July 14, 2009. Any development activity wherein plans have been submitted to the City for its review and approval prior to the expiration date of this Order may be completed, if approved. This Order may be extended by the City Council on the finding of excusable delay in any proposed development activity.

O. Upon adoption, the Development Order shall be transmitted by the Clerk, by certified mail, to the State Land Planning Agency, the Tampa Bay Regional Planning Council, and the Developer.

P. Except for those agreements and understandings specifically continued in effect by the provisions of this Development Order, upon the expiration of the appeal period of this Development Order, this Development Order shall supersede all prior agreements and understanding between the City of Oldsmar and the Developer, and such agreements and understandings shall thereupon become null and void and have no further force and effect, including, but not limited to the following: (1) Preliminary Development Agreement for Cypress Lakes, dated December, 1985; (2) Memorandum of Understanding, dated March, 1985; (3) Developers Agreement, dated September 17, 1985; (4) Agreement to Lease City Maintenance Center, dated March 13, 1985. The signature of the Developer on the last page of the Development Order indicates its concurrence and acceptance of all the terms and conditions of this Development Order.

#### IV. CONDITIONS OF DEVELOPMENT APPROVAL

##### A. Development Schedule

1. The development of this complex is proposed to occur over a period of years with completion planned on or before July 14, 2009, and consists of 450.57 acres; provided, however, that if Wal-Mart does not close the acquisition of the 10.57 acres described in the NOPC filed with the City of Oldsmar on December 7, 1998, together with certain land already included in the DRI, then the DRI development shall continue to consist of only 440 acres, and such 10.57 acre parcel shall not be included within the DRI. Construction will progress according to market demand and therefore no sequential construction schedule is established. The Development may consist of office development, commercial development, single family residential development, multi-family residential development, or hotel development, or combinations thereof.

Development authorized herein shall be deemed completed at such time as total development generates more than 17,330 off-site daily vehicle trips or 1,736 off-site peak hour trips. The most recent traffic study and analysis applicable to the Development is that certain report prepared by Florida Design Consultants, Inc. ("FDC"), submitted on December 7, 1998, as Exhibit C to the NOPC of the same date, as modified and supplemented by FDC on February 1, 1999, and submitted to the City, and shall be deemed the controlling traffic study, analysis and summary for future development within the Cypress Lakes DRI, subject to the right of the Developer to submit to the City a revised study and analysis at its election. For example, Developer may build more than 250,000 square feet of office and less than 250,000 square feet of commercial, or vice versa, and may vary the number of single family dwelling units and multi-family dwelling units, so long as the Development does not generate more than 17,330 off-site daily vehicle trips or 1,736 off-site peak hour trips. Subject to the foregoing, the elements of this Development shall be as follows:

Office (Sq. Ft.)	Commercial (Sq. Ft.)	Single Family Residential (Dwelling Units)	Multi-Family Residential (Dwelling Units)	Hotel Rooms (acres)	Parish and School Facilities
250,000	250,000	250	250	125	49

2. It is the intent of this Order to insure that all prerequisites for the project are complied with. For purposes of this Order, the project shall be considered complete upon issuance of the final certificate of occupancy. Any significant departure in total project buildout from the schedule set forth above shall be subject to a substantial deviation determination pursuant to Section 380.06(19), Florida Statutes.

3. The actual construction sequence shall be subject to site plan approval by the City of Oldsmar. As part of the site plan approval process the City shall verify that adequate service and facilities, including, but not limited to water and sewer are available and adequate to serve the proposed Development. If the City Manager determines that such services that meet local, state or federal standards are not available and adequate to serve the Development, the adequacy and availability of such services shall be reported by the City Manager to the City Council for decision of the City Council as to the adequacy and availability of such services, at which time the Developer shall be notified and given an opportunity to be heard thereon.

B. General Project

1. Approximately 72 acres will be devoted to commercial, office or hotel land uses. Of the remaining acreage (excluding infrastructure), approximately 18 acres have been sold to the Pinellas County Board of Public Instruction for an elementary school and approximately 31 acres have been sold to John Clement Favalora, as Bishop of the Diocese of St. Petersburg, a corporation sole, as previously authorized. Approximately 120 acres will be devoted to residential land uses, approximately 30 acres will be devoted to infrastructure, and approximately 180 acres will be devoted to conservation/preservation land use areas.

2. The Developer, as previously authorized, has sold approximately 31 acres, more or less, to John Clement Favalora, as Bishop of the Diocese of St. Petersburg, a corporation sole ("Diocese"), so that parish and school facilities may be developed and operated. The Diocese is authorized to undertake development pursuant to the terms and conditions of this Order and the proposed parish and school facilities are permitted land uses in the multifamily residential land use category established by the City. Further, as long as the Diocese, or its successors and assigns, is in full compliance with the applicable terms and conditions of this Order, the Diocese, or its

successors and assigns, shall not be held liable for the breach or default of any of the Development Order terms and conditions by another owner or developer, and it may continue authorized development and operation without interruption or further mitigation.

3. Land uses on-site will take into account the intensity of adjacent uses within the project. Each land use will be buffered from adjacent land uses both on-site and off-site in accordance with existing City of Oldsmar landscape and other applicable City ordinances.

4. Buildings in Cypress Lakes will be clustered according to land use type. Locations of land use types are shown on Exhibit C, the "Master Development Plan."

5. Design, construction and implementation of the stormwater management system will meet or exceed all applicable local, state and federal rules and regulations.

6. Cypress Lakes will be developed in conformance with the City of Oldsmar's Comprehensive Plan and Land Development Regulations.

#### C. Transportation

1. Cypress Lakes will have an impact on regionally significant highway facilities. Transportation system improvements required to mitigate the impact of this proposed Development on transportation facilities have been identified and are set forth herein.

2. Attached as Exhibits D and E, respectively, are tables which identify all of the transportation improvements necessary to accommodate the impacts of Cypress Lakes and the calculations of Developer's Proportionate Share Contribution as required in Rule 9J-2.0255, F.A.C. (DCA's DRI Transportation Policy Rule). Also shown on Exhibit E is a listing of the needed roadway improvements currently programmed into the MPO Transportation Improvement Program.

3. The Developer's estimated proportionate share amount for transportation improvements is \$2,247,991 (see Exhibit D);

4. Two options to improve the transportation system to mitigate the impact of this proposed Development have been identified and are set forth below:

##### a. Option 1.

Option 1 requires commitments from responsible entities for those improvements identified in Exhibit E. Without commitments for the improvements identified in Exhibit E construction permits shall not be issued, unless Option 2 is met.

b. Option 2.

Option 2 requires the Developer to pipeline specific roadway improvements, or meet other conditions, as set forth below:

(1) Forest Lakes/Linebaugh Avenue

(a) Facilitation of and Description of the Forest Lakes/Linebaugh Avenue

The Developer will cooperate with the developers of the Forest Lakes DRI and the Tampa Bay Park of Commerce DRI ("TBPOC DRI") to facilitate the design and construction of a regionally significant roadway extending from the north intersection of Forest Lakes Boulevard with State Road 584 to Race Track Road, known as Linebaugh Avenue and as shown in Exhibit C, Master Development Plan, and hereinafter referred to as the "Roadway." Developer's obligation with respect to the Roadway may be satisfied pursuant to the Amended Road Agreement.

(b) Component Segments of the Roadway

(1) The Cypress Lakes DRI Segment of the Roadway is from the existing Forest Lakes Boulevard, on the west, to the TBPOC DRI property line, on the east, as shown on Exhibit C.

(2) The Forest Lakes DRI Segment of the Roadway is from the existing intersection of Forest Lakes Boulevard with State Road 584, on the south, to a point on the Roadway 3,576 linear feet north of said intersection (which point also is referred to as Station 65 + 76 on the Roadway construction plans).

(3) The TBPOC DRI Segment of the Roadway is from the TBPOC DRI property line, on the west, to Race Track Road, on the east.

(c) Developer's Pipeline Obligations

(1) Developer's Obligations Generally.

a. Developer's obligation with respect to the Roadway shall be to satisfy the provisions of this subsection IV.C.4.b(1) and may be fulfilled through full implementation of the Amended Road Agreement.

b. The Developer and the County have committed in the Amended Road Agreement to their respective obligations with respect to the design and construction of the Cypress Lakes DRI Segment of the Roadway. It is anticipated that subject to the fiscal funding and policy

decision-making authority of the Board of County Commissioners, the Amended Road Agreement between Developer and the County will:

- 1) designate the County as the entity responsible for finalizing design plans, for and construction of the Forest Lakes DRI Segment and the Cypress Lakes DRI Segment of the Roadway (the "Constructing Entity"); and
- 2) provide for the manner of implementation of the construction of the Roadway; and
- 3) provide for the County's commitment to fund that portion of the Cypress Lakes DRI Segment of the Roadway construction, if any, that is not sufficiently funded by the Developer's prior payment and the transfer of the Escrow Funds from the Escrow Account.

(d) Design.

1. The design, engineering and construction of the Cypress Lakes DRI Segment shall be diligently pursued to completion as a divided limited access roadway, with right of way not less than 133 feet which is sufficient for future expansion to six lanes. Construction plans will be finalized by the Developer or by the County pursuant to the Amended Road Agreement, for construction that meets or exceeds City of Oldsmar and Pinellas County construction standards for arterial roadway classifications.

a. Design Concept. The Roadway shall be designed as a six-lane urban enhanced arterial with limited curb and median openings.

b. Roadway Alignment. The alignment for the Cypress Lakes DRI Segment will be designed using a 45 to 65 MPH design speed or other design speed approved by the County and a high priority to avoid major environmentally sensitive areas. Exhibit G depicts both the Roadway and the Cypress Lakes DRI Segment alignments, intersections, and detention pond locations. It is recognized that the general alignment and pond locations depicted in Exhibit G are subject to movement as the design is completed. All right-of-ways and pond sites ultimately to be dedicated to the County shall comply with the ultimate locations depicted on the final design plans.

2. Drainage. Drainage will be designed for the ultimate six-lane divided enhanced arterial configuration and shall include identification of the property necessary for all conveyance, treatment and attenuation facilities. During construction of the initial phase, roadway drainage may be conveyed by open ditches to detention ponds, and be designed and sized for the final six-lane roadway.

3. Intersection Design. The construction design will provide for an intersection of the two-lane Roadway at Pine Avenue and the design shall identify the right-of-way necessary for the ultimate intersection.

4. Interim Improvement Design Facility. The design will allow for the construction of a two-lane divided arterial section to be designed to applicable Pinellas County and FDOT standards and with 10-foot shoulders of which 4 feet will be paved, and with a design speed of 45 to 65 MPH or other design speed approved by the County. Other design changes may be made if approved in writing by the County Administrator.

5. Coordination of Design with the County. The two-lane and six-lane design of the arterial will be coordinated with the Pinellas County Engineering Department, which will review plans for 30%, 60%, and final approval.

6. Progress on the Design. The Developer has substantially designed and engineered the Cypress Lakes DRI Segment. Because of possible delays in construction of the ultimate six-lane facility, the 100% construction plans for the two (2) lane interim facility referenced in the immediately preceding subsection, shall be completed first. The conceptual plans for the six-lane ultimate facility shall be sufficiently completed, in the reasonable judgment of the County, to identify the following real property needs for the areas for the Cypress Lakes DRI Segment of the Roadway:

a) at least 133 feet of right-of-way where needed for the main roadway corridor within the Cypress Lakes DRI Segment of the Roadway, and sufficient sidewalk and utility easements in conformance with Pinellas County design standards, not to exceed seven feet on each side of the road; and

b) stormwater conveyance treatment and attenuation facilities; and

c) roadway side-slopes.

To the maximum extent practicable, the construction plans for the Interim Improvement Design Facility shall be compatible with the most cost effective expansion to the six-lane facility.

(e) Dedication of Land. All dedications of and within the Cypress Lakes DRI Segment pursuant to this subsection IV.C.4.b(1) shall be at no closing costs to the County and shall occur within one hundred twenty (120) days after the effective Date of this Agreement or within thirty (30) days after execution of the Amended Road Agreement, whichever is earlier. All conveyances shall be by statutory general warranty deed unless and to the extent that this requirement is waived by the Board, in their sole discretion. The Developer shall provide good marketable title free of

encumbrances and liens to the satisfaction of the County. The Developer shall be responsible for the costs of any title insurance.

1. The Developer shall protect the integrity of the property to be dedicated pursuant to this subsection (e) from encroachments until acceptance of the deeds by the County. The Developer shall convey the rights of way and real property needs identified for the Cypress Lakes DRI Segment in the preceding sections IV.C.4.b.l.d.6.a and b. In September, 1997, the Developer conveyed or caused to be conveyed to the County all such rights-of-way and real property needs.

2. The Developer will dedicate, retaining full rights to use the development rights attendant to that property, an additional easement, as determined reasonably by the County to be necessary to accommodate those side slopes identified in the preceding IV.C.4.b.l.d.6.c. In September, 1997, the Developer dedicated or caused to be dedicated to the County all necessary side slope easements.

(c) Upon acceptance of the deeds by the County, the Developer shall receive transportation impact fee credits therefor in accordance with the applicable regulations and in amounts determined by the appraisal procedure outlined in Section V.A.2. of this Development Order.

(f) Transfer of Funds.

1. The Developer has deposited \$1,000,000 in escrow for the costs for its segment of the Roadway, pursuant to separate agreement with the City of Oldsmar, hereinafter referred to as the Escrow Account. The provisions of the subject Escrow Agreement are not affected by the provisions of Section III.P. of this Development Order.

2. Portions of this amount have been expended pursuant to Development Order conditions and the subject Escrow Agreement solely for improvements necessary for the Cypress Lakes DRI Segment of the Roadway.

3. Within thirty (30) days of the Effective Date of the Amended Road Agreement or within thirty (30) days of verification of the expenditures from the Escrow Account, whichever is later, and with the authorization of the City, the Developer shall transfer the balance of the Escrow Account to the County for use on the Roadway. In May, 1995, such transfer was completed.

(g) Construction of the Roadway.

1. Parties to Construction. By election of this option, the Developer will participate in the construction of the Roadway, its portion of which is the Cypress Lakes DRI Segment. Under a separate development order, the TBPOC DRI Developer will be responsible for construction of the

TBPOC DRI Segment. Under a separate development order, the Developer of Forest Lakes DRI is responsible for construction of the Forest Lakes DRI Segment. Nothing in this Development Order shall be construed as imposing upon the Developer or the County the duty to discharge any obligation of the Developers of the TBPOC DRI or Forest Lakes DRI pursuant to their respective development orders.

2. Developer's Obligation. The Developer will be responsible for construction of the two-lane divided arterial Interim Improvement Design Facility within the Cypress Lakes DRI Segment. This obligation may be satisfied by Developer fulfilling its obligations pursuant to the Amended Road Agreement with the County. As of September, 1997, Developer satisfied all of such obligations.

3. Some construction of the Roadway has commenced, at least to the extent necessary to preserve the validity of existing permits. In order to efficiently coordinate construction of the Roadway, it is contemplated that the construction of the two-lane Interim Improvement Design Facility of the Cypress Lakes Segment of the Roadway consistent with 100% design plans will commence when the developers of the Forest Lakes DRI, or Pinellas County on their behalf, and the TBPOC DRI, together with the Developer, consistent with the Amended Road Agreement, have mutually committed in writing to their respective obligations as to the construction of the Roadway.

4. On October 27, 1998, Pinellas County entered into (a) the TBPOC Road Agreement with the developer of the TBPOC DRI, providing for the construction of the TBPOC DRI Segment, and (b) the First Amendment to the Forest Lakes/East-West Connector Road Agreement with the Developer, amending the deadlines for completion of the Cypress Lakes DRI Segment at the time provided for completion of the TBPOC DRI Segment.

(h) Role of the County. In addition to the role of the City of Oldsmar, the County Administrator of Pinellas County (the "County Administrator") may:

1) Monitor all terms and conditions of this Development Order as they may involve the design and construction of the Roadway. For purposes of this condition, the County Administrator may rely upon or utilize information supplied by the TBRPC, Hillsborough County, or any County department or agency and all state agencies having particular jurisdiction over the Roadway or other roadways necessary for implementation of the regional significance of the Roadway. The County Administrator will report to the City Council of the City of Oldsmar any findings of deviation from the requirements of the Amended Road Agreement or the time frames established in this Development Order, and will issue a notice of such non-compliance.

2) If, in the judgment of the County Administrator, any deviation by Developer from the Amended Road Agreement or those sections of the Development Order relevant to the Roadway, is not corrected within a reasonable amount of time, or if the deviation is of such a nature that it

cannot be corrected within a reasonable amount of time and the Developer fails or is unable to pursue appropriate corrective action, the County Administrator will recommend that the City Council of the City of Oldsmar establish a hearing to consider the deviation and to take any action it deems necessary, in its discretion, reasonably exercised, to insure compliance with the terms and conditions of the Amended Road Agreement and the Development Order by Developer including suspension of any further development activity until the Developer is in substantial compliance with the Development Order and with the Amended Road Agreement.

3) In all circumstances where the Developer is required by the terms of the Amended Road Agreement or of this Development Order to pursue an objective or accomplish a task or other words of similar import, related to the design and construction of the Roadway, the County Administrator's judgment reasonably exercised, shall be dispositive of the issue, for purposes of reporting noncompliance to the City Council of the City of Oldsmar. In like manner, the City Council of the City of Oldsmar's judgment, reasonably exercised, shall be dispositive of such non-compliance issues, subject to challenge by the Developer or the County of the reasonableness of the decision.

4) Nothing herein shall be construed as either the creation of an obligation of the County or the assumption on the part of the County of any obligations under the Cypress Lakes DRI Development Order or the Forest Lakes DRI development order or the TBPOC DRI development order or the creation of any obligations which may have arisen at law or in equity with respect to construction of the Roadway.

(i) Pipelining Limitations.

(1) Timetables for Design and Construction.

a) The design requirements of Section IV.C 1.D. shall be completed within one (1) year of the Effective Date of this Development Order.

b) Pursuant to the terms of the Amended Road Agreement, the construction of the two-lane Interim Improvement Design Facility of the Cypress Lakes DRI Segment of the Roadway consistent with 100% design plans is anticipated to be commenced by the County within nine (9) months after the conveyance of the right-of-way for the TBPOC DRI Segment to the County, or within nine (9) months of the Effective Date of the TBPOC Road Agreement, whichever is earlier, and is anticipated to be completed by the County by October 31, 2001. In the event the County does not so commence the construction of the Roadway, including the Cypress Lakes DRI Segment, and reasonably and with due diligence thereafter pursue the Roadway to completion, then the Developer may at its election require the return of the funds that were in the Escrow Account (less any amount thereof expended or otherwise obligated by the County for completion of the design plans or construction of the Cypress Lakes DRI Segment), and re-assignment of the design plans for said

construction, and may thereupon, if the Developer so elects, pursue the remaining work itemized in Section 8.2 of the Amended Road Agreement.

c) Delays. In the event that the design or construction is delayed by more than one (1) year from the applicable dates established in the immediately preceding subsection (a) and (b), the Developer shall address the delay in a Notice of Proposed change. Development permits may be suspended until the Development Order is amended to address the delay and to establish a new timeframe to complete the required improvements, if appropriate, or establish new transportation requirements.

(2) Fiscal Non-funding and Regulatory Restrictions. The Developer, the City and the County recognize and accept the funding restrictions set forth in Sections 129.07, 129.08, and 120.09, Florida Statutes (1993), and County budgetary discretion, the regulatory and planning restrictions of the County's transportation impact fee ordinance, the County Comprehensive Plan and of the MPO's long range plan which may affect the County's timetable for the Roadway.

(2) Pine Avenue

(a) The Pine Avenue Phases A and B improvements shall be at the sole expense of the Developer but the Developer shall be entitled to receive transportation impact fee credits as set forth in Section V.A., below.

(b) The Developer shall, in accordance with the construction phasing schedule set forth below, construct a connector road between SR 584 and the east-west road, described in Section IV.C.4(b)(1)(a) above, which connects to the existing Pine Avenue at SR 584.

(c) Developer will design, engineer and construct, as applicable, the improvements to this regional roadway to the standard required by the City. The Developer shall receive impact fee credit for 50% of the cost of construction of phases A and B, design and the right of way conveyed towards the Developer's proportionate share. This amount is shown on Exhibit F.

(d) Developer shall design a four-lane divided roadway within not less than 94 feet of right of way. Developer shall convey all necessary rights of way for this roadway to the City, at no cost to the City.

(e) This roadway shall be constructed in accordance with the following schedule:

i) Phase A. Developer shall construct the western two lanes from SR 584, north to station 74+00 of the approved construction plans.

ii) Phase B. Developer shall extend the construction of the western two lanes north from that station 74+00 to Linebaugh Avenue, said construction to coincide with the construction of Linebaugh Avenue.

iii) Phase C. The eastern two additional lanes from SR 584 to Linebaugh Avenue shall be constructed by entities other than the Developer.

(f) The Pine Avenue Phases A and B improvements shall be at the sole expense of the Developer but the Developer shall be entitled to receive transportation impact fees credits as set forth in section IV.C.4.b.(2)(b) above and Section V.A., below.

(g) Pine Avenue Phase A construction shall be completed before: (i) any development that generates more than 10,000 off-site daily vehicle trips or 1,000 off-site peak hour vehicle trips, or (ii) any site plan is approved for development adjacent to Pine Avenue, which parcel is without frontage on another dedication public road.

(h) Developer has utilized \$653,000 in escrow funds previously provided by Developer to cover the costs for its construction of Phase A of this roadway, which Phase A has been dedicated by Developer to, and accepted by, the City.

(3) Easement Dedications

(a) Developer shall, at no cost to the City, grant to the City a fifteen (15) foot easement for utilities adjacent to the future road right of way along the north side of SR 584 and to the extent that SR 584 abuts the Developer's property. Such easement shall be granted within sixty (60) days of the City's request, following FDOT's acquisition of the additional right of way for SR 584.

(b) Developer shall, at no cost to the City, grant to the City a fifteen (15) foot easement for utilities adjacent to the new road right of way along the eastern boundary of Forest Lakes Boulevard, north to the Florida Power Corporation right of way. Such easement shall be granted within sixty (60) days of the City's request, following Pinellas County's acquisition of the additional right of way for the East-West Road.

(4) The Developer has contributed \$105,000 to the Top of the Bay Task Force for a regional transportation study.

5. The values shown on "Transportation Mitigation Cost," Exhibit F, have been recalculated as part of the NOPC submittal and review process. The Developer's expenditure for transportation mitigation improvements described in Exhibit F exceed the Developer's proportionate share of \$2,247,991.

6. The Developer may utilize the value of its transportation mitigation improvements to offset any local transportation impact fees imposed by the City, pursuant to Section V.2. hereof.

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

8. The City has established a procedure for collection of all impact fees for which Developer has an established credit, pursuant to City Resolution 94-13.

D. Vegetation and Wildlife (includes wetlands).

1. The land use designations and boundaries for those portions of the Cypress Lakes project site which are DEP jurisdiction, or SWFWMD jurisdictional wetlands, shall be reserved as reflected on the Master Development Plan, Exhibit C. Site plans submitted for approval which contain wetlands shall be surveyed, legally described, and approved by DEP or SWFWMD.

2. In order to protect the natural values of preserved/conserved wetland areas, the following shall be required except for those activities as permitted by the appropriate environmental regulatory agency:

c. A wetland/lake management plan has been submitted and approved for the Development. The plan addresses, wetlands to be preserved, proposed wetland/lake alterations, control of exotic species, mitigation of lost wetlands, control of on-site water quality, maintenance of natural hydroperiod, and methods for wetland restoration/enhancement. The Developer shall provide a buffer zone around all preservation/conservation areas to provide an upland transition into the wetland areas and to protect the natural systems from development impacts, as set forth in said plan. The buffer areas will be delineated by staking and flagging during construction.

d. Unless approved by the City of Oldsmar or SWFWMD, no dredging, filling or development activities will be allowed within the preservation areas, and activities within the conservation areas and the buffer areas shall be limited to treated wastewater disposal facilities, stormwater management outfall structures and boardwalks.

e. Wetlands will remain in their natural state and will be used for stormwater retention/detention or wastewater effluent disposal, where appropriate and permitted. During construction, wetlands will be protected by buffer areas to insure that they are not disturbed or accidentally altered. The buffer areas will consist of appropriate vegetation to protect the water quality of the wetlands and will be of sufficient distance to insure that no physical alterations will occur.

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3. Developer has submitted a wetland/lake management plan to the DEP and TBRPC for review and to SWFWMD and the City of Oldsmar for approval which approval has been granted, as stated in Section IV.D.2.a above.

4. All impacts to forested wetland systems shall require 1:1 forested wetland replacement at minimum.

5. All mitigation areas and littoral shelves shall be monitored every two years for a period of four years. Monitoring shall include species diversity composition, spreading and exotic species encroachment. Additional planting may be required to maintain an 85% survival of planted species at the end of three years.

6. Hydroperiod monitoring shall be required for wetland systems and contiguous woodlands per permitting agency requirements.

7. Representative strands of pine flatwoods, oak hammock and hydric hammock shall be preserved on-site in a manner which will ensure their continued natural function and value.

8. Should any species listed in Section 39-27.003-.005, F.A.C., be observed frequenting the site for nesting, feeding, or breeding, proper protection/mitigation measures shall be employed in cooperation with the Florida Game and Freshwater Fish Commission.

9. The Developer has cooperated and participated in an environmental study(ies) for the northeast Pinellas, southwest Pasco and northwest Hillsborough area consistent with the requirements of Rule 9J-5, F.A.C. Completion, adoption and approval of the regional and local government comprehensive plans required by Chapter 186, Florida Statutes, and Environmental Impact Statements for planned public facilities (SR 580, 584, etc.) also have occurred and are adequate to fulfill the requirements of this condition.

10. Relocation of gopher tortoises to appropriate on-site or off-site habitat may be required pursuant to lawful regulatory authority.

E. Drainage and Water Quality.

A conceptual master drainage plan for Cypress Lakes has been submitted for review to TBRPC and DEP and for review and for approval to SWFWMD and the City of Oldsmar, and has been approved. The following parameters shall be included in the Cypress Lakes drainage plans:

11. The proposed stormwater management systems shall be designed, constructed and maintained to meet or exceed Chapter 17-25 and 40D-4, F.A.C., and the requirements of the City

of Oldsmar's land development regulations and drainage calculations, and SWFWMD regulations, and shall be in place and approved by the City and SWFWMD prior to or coincident with the development of each tract. Treatment shall be provided by biological filtration whenever feasible.

12. Best Management Practices (BMP's) recommended by the City of Oldsmar and SWFWMD shall be adhered to, including a vacuum street cleaning program for parking and roadway areas within the commercial and office park areas of development.

13. There shall be no net loss of hydrologic storage capacity in the SWFWMD 100-year flood plain area, as delineated on Exhibit C2 in the sufficiency response and consistent with the approved master drainage plan.

14. There shall be no degradation of stormwater quality existing on site as a result of the on-site stormwater management system. The Developer shall provide for a surface water quality monitoring program as required by the Southwest Florida Water Management District and any other federal state or local agency, as required. Monitoring programs are to be instituted before any development permits are issued and continuing through project buildout.

f. Sampling locations shall include all points of on-site influent and effluent of the drainage basins along the Cypress Lakes property line. Monitoring locations shall be determined in cooperation with the City of Oldsmar, DEP, SWFWMD and TBRPC.

g. All water quality analytical methods and procedures shall be thoroughly documented and shall comply with EPA/DEP Quality Control Standards and Requirements.

h. The Developer shall provide all results of the monitoring to TBRPC in the required annual report, and to DEP and the City of Oldsmar. Annual water quality reports shall be provided through buildout, if required by the City of Oldsmar.

15. The public or private entity responsible for the operation and maintenance of the onsite drainage facilities shall be designated by the City at the time of each site plan approval. In most instances a private entity shall be designated and the Developer shall establish an owner's association or other appropriate mechanism for such purposes in a manner acceptable to the City and approved by the City Attorney.

16. The entities responsible for improving certain culverts as identified on the Master Drainage Plan within the City, are as follows:

i. The culvert under the railroad track at Cypress Lakes Industrial park outfall-the Developer.

j. The Race Track Road culvert for the ditch on the south side of the railroad track -- Hillsborough and/or Pinellas County.

k. The SR 584 culvert east of Pine Avenue - FDOT.

l. The culvert under SR 584 approximately 700 feet west of Pine Street - FDOT.

m. The culverts on the east side of Pine Avenue between S.R. 584 south to railroad track - City of Oldsmar.

n. The Developer has contributed the sum of \$50,000 to a city-wide drainage study.

17. Except as specifically authorized by the DEP or SWFWMD, wetland systems on the site will not be used to provide stormwater treatment pursuant to Chapter 17-25, F.A.C. Wetland systems will not be used for stormwater treatment if such use would not be compatible with the City's proposed use for effluent disposal. The primary hydrologic effect of using wetland systems for stormwater storage will be an increase in the seasonal high water elevations for those wetlands utilized. The overall ecological balance of the on-site cypress wetlands will be maintained or improved by the implementation of the master drainage plan.

18. The Developer shall satisfy the drainage requirements of Chapter 40D-4, F.A.C., and the City of Oldsmar. This project will not adversely impact Tampa Bay Park of Commerce and other downstream projects.

19. Stormwater runoff shall be treated in upland retention/detention lakes prior to discharging into the wetlands.

20. Outfall weir control structures will be provided at each retention/detention lake and wetland area utilized for stormwater storage to control water levels, maintain wetland hydroperiods, and limit the peak rate of discharge off-site to the predevelopment discharge rates.

21. Open water retention/detention systems will be created. Appropriate amounts of littoral shelves will be created on the Cypress Lakes site in accordance with DEP and SWFWMD requirements.

22. Revegetation programs will be created for each retention/detention system at the time of completion and will include consideration of hydroperiod and anticipated wildlife usage.

23. In situations where use of existing isolated wetlands are not possible, the isolated wetlands may be altered in a manner suitable for development. Prior to any activities occurring in isolated wetlands, applicable permits (if required) will be obtained from local, state, and/or federal

agencies. A survey of these wetlands for timber and/or other natural resources will be conducted to obtain maximum resource utilization.

F. General Conditions

24. In addition to the requirements of adopted government plans, ordinances or regulations, separate hazardous waste storage area within the project shall be clearly marked and/or colored so as to clearly distinguish the areas intended for hazardous wastes and materials (hazardous wastes are those substances and materials defined in Subsection 403.703(21), Florida Statutes, and listed in titled 40 CFR Part(261)).

The Developer, its heirs, assigns and transferees, shall:

o. Provide in the Cypress Lakes covenants a statement that indicates the types of wastes and materials that are to be considered to be hazardous and are to be stored or disposed of only in specifically designed containers; and,

p. Advise purchasers and lessees, and stipulate at the time of purchase or lease, that statutes and regulations exist and that penalties may accrue from failure to properly transport, store, handle and dispose of hazardous wastes and materials.

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

26. The Developer shall promote awareness of, and shall cooperate with, local and regional authorities having jurisdiction to issue hurricane evacuation orders. The Developer shall encourage owners of public buildings in the Cypress Lakes Development to allow such buildings to be utilized as shelters in the event of an evacuation order and coordinate such plans with the Pinellas County Civil Emergency Services and the Upper Pinellas County Chapter of American Red Cross and the City of Oldsmar.

27. The energy conservation measures referenced on page 25-3 of the ADA, at minimum, shall be required. The following energy conservation measures shall be encouraged by the Developer or its assigns for office and commercial components of Cypress Lakes:

q. Designation of an energy officer for Cypress Lakes to provide for energy audits, establish energy policies and monitor energy use and conservation.

r. Institution of programs to promote energy conservation by employees, buyers, suppliers and the public.

- s. The use of energy efficient cooling, heating and lighting systems.
  - t. Installation of innovative energy conservation features such as water heat recovery, or solar power where feasible in project development.
  - u. The reduction of levels of operation of all air-conditioning, heating and lighting systems during non-business hours.
  - v. Recycling programs.
  - w. The use of the most energy-efficient technology economically feasible in the construction and operation of commercial/office facilities. Lifecycle costing (to include operation and maintenance costs) should be utilized in evaluating energy conservation effectiveness.
28. Residential construction at Cypress Lakes shall be in accordance with the Florida Energy Conservation Standards Act (Section 553.951, Florida Statutes).
29. Water saving devices shall be required on the project as mandated by the Florida Water Conservation Act (Section 553.14, Florida Statutes).
30. The methods to overcome problems associated with particular soil types as described on pages 14-1 and 14-5 of the ADA shall be implemented.
31. The soil conservation measures referenced on page 14-6 in ADA and the measures to reduce erosion, fugitive dust and air emissions referenced on page 13-2 in the ADA, shall be implemented.
32. Elevations for all structures shall be as set forth in the Oldsmar Land Development Code.
33. The entity responsible for maintenance and operation of any future on-site wells shall be identified in any permit application to construct such wells.
34. The entity responsible for maintenance of all park and open space areas within the various areas of the project shall be identified at the time of each site plan approval for the respective area.
35. Any change to the project which departs significantly from the parameters set forth in paragraph IV.A, as defined by Section 380.06(19), Florida Statutes, shall be subject to substantial deviation determination.

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36. The Developer has commenced physical development of this project.

37. Any approval of this Development shall stipulate that excess infrastructure capacity constructed to potentially serve other phases or subphases shall be at the Developer's risk and shall not vest later phase development rights.

38. The conveyance of any lands to the City of Oldsmar or any other governmental entity shall be by statutory warranty deed without liens or encumbrances except taxes for the year of conveyance. All documentary stamps taxes and other recording costs will be paid by the grantor. The deed will be accompanied by a title insurance policy in the amount of the fair market value of the land to be issued by a title company acceptable to the City, said policy reflecting marketable title. All closing costs, except for documentary stamps and other recording costs, shall be evenly divided between the City and Developer. All such lands will have paved access to a public road at least 20 feet in width, unless otherwise provided herein; provided, however, the Developer may impose restrictive covenants on all properties to be conveyed to the City or other governmental entities to insure that the uses of said property are consistent with the surrounding land uses and that the structures are constructed to the same standards as the other structures in the area. The Developer agrees that the standards shall be reasonable, consistent and not interfere with the City's intended use of said property.

39. The entities and capability to provide, operate and maintain-to-the-site and internal-to-the-site water service, solid and waste disposal, electricity, police and fire services and EMS to this Development shall be those entities charged and authorized by law or local ordinance to provide such service.

40. Prior to the initiation of construction activities, site-specific soils investigations will be conducted to verify and/or identify soil limitations for each activity proposed for the Cypress Lakes Development.

41. Construction of the ponds and lakes will be accomplished with shallow side slopes and littoral zones to improve side stability and erosion.

## V. CONDITIONS, OBLIGATIONS AND RESPONSIBILITIES STEMMING FROM LOCAL GOVERNMENT ORDINANCES AND CONCERNS

### G. Transportation

42. This Development Order in no way exempts the Development from applicable Pinellas County transportation impact fees, either existing or new, including any increases therein. However, pursuant to Section 380.06(16), Florida Statutes, and as elsewhere provided in this

Development Order and in the Amended Road Agreement, the Developer shall be given appropriate credits against impact fees, which impact fee credits may be utilized as set forth in Section V.A.2., below.

43. Impact Fee Credits:

x. Credits Available. Subject to review and approval by the County or the City, where appropriate, of appropriate financial records, the Developer shall receive full credit as allowed by Pinellas County or the City, as appropriate, for the cost of any right-of-way, engineering and design, or construction of any transportation improvements required to mitigate the impacts of this project, over and above those expenditures which would have been necessary for this project's sole benefit in accordance with the Pinellas County Impact Fee Ordinance. Subject to review and approval by the County, the Developer shall receive credit for the full \$1,000,000 for the aforementioned expenditures for the Developer's segment of the Roadway and for the transfer of the remaining balance of the Escrow Account to the County.

y. Credit Verification

(1) Verification of the creditable nature of expenditures shall be based upon a reasonableness standard for such expenditure of engineering, design or construction costs. Verification shall not be unreasonably delayed or withheld.

(2) Verification of the credits due for the conveyance of real property shall be determined by the simplified appraisal procedure in the following subsections (a) and (b):

(a) Depending upon whether the County or the City of Oldsmar is the recipient of the property, the County or the City of Oldsmar, as applicable, and the Developer will each select one firm to appraise the property conveyed. The appraisers shall use as comparable sales only arm's length transactions between unrelated third parties and shall assume that the property being appraised may be used for the highest and best use using standard appraisal techniques. The appraisals shall be exchanged simultaneously by the County or the City of Oldsmar, as applicable, and the Developer.

(b) Subject to governmental funding restrictions, the appraisers' charges shall be paid by the County, or the City of Oldsmar, as applicable. The average of the two appraisals shall be accepted as binding on the parties except in the case of patent error or a variance such that the higher appraised value exceeds the lower appraised value by more than one hundred and twenty percent (120%). If such a variance of one hundred and twenty percent (120%) or more exists between the two independent certified appraisals, then a third independent certified appraiser or an independent certified review appraisal, at the City or County's discretion, shall be obtained. The third appraiser or review appraiser shall be selected by the two appraisers. The average of the two closest appraisals

shall be accepted as binding upon the Developer and the County or the City of Oldsmar, as applicable. The Developer and the County or City, where applicable may agree on an alternative approach to resolving the variance issue. The Developer will be entitled to credits based on the appraised value of the property, as determined herein, but the Developer will not be entitled to either business damages, severance damages, attorney fees, or any other form of damages associated with the conveyance of property, nor shall the Developer be allowed credits based on such damage or fees.

(3) It is contemplated that, based upon Developer's reduced project scope as set forth in the Notice of Proposed Change necessitating Amendment No. 5 to the Development Order, Developer's anticipated impact fee credits shall far exceed the Developer's Proportionate Share contribution requirements. Based on such excess credits and the fact that impacts will not increase those previously approved for the Development, no additional Proportionate Share contributions will be required in connection with the addition of land to the DRI as provided for in Amendment No. 6.

#### H. Impact Fee Utilization

(1) Impact fee credits shall be available for use promptly after the expenditures are verified as creditable. Such credits shall be utilized only incident to construction within the Development and shall be utilized based upon the impact fee schedule in effect as of the date of utilization of the credit. Impact fee credits shall be exhausted before impact fee payments will be payable incident to construction within the Development.

(2) Transportation impact fee credits shall be assignable by the Developer, at the Developer's sole discretion, for use by other persons or entities developing land or building within the Development. The administrative procedure for assignment of credits by Developer, collection of fees from assignees, and distribution of reimbursed fees from collections to Developer, shall be governed by City of Oldsmar Ordinance No.94-13.

(3) In the event transportation impact fees exceed the credits available, the Developer, or another person or entity developing property within the Development, shall be responsible for paying the transportation impact fee in effect at the time of permitting.

#### 2. Additional Contributions

Nothing contained herein shall prohibit the Developer from voluntarily contributing more than its Proportionate Share for additional tasks required to complete the Roadway, or for a separate approved roadway improvement to the regionally significant highway network, including right-of-way dedications and cash contributions, but any such contribution may not be required as a condition of any development approval. For purposes of the Development Order, "approved roadway

improvements and/or right-of-way dedications" are those improvements and/or right-of-way dedications which corresponds to road links, intersections, and/or other improvements which are part of the regionally significant highway network within Pinellas County Planning District No. 2. Such additional contributions in excess of the Proportionate Share shall be a credit against future transportation impact fees, subject to appropriate review of appropriate financial records, by the City or County, as applicable, limitations of transportation impact fee ordinance, and the credit utilization provision of this Development Order.

3. Further Transportation Limitations

A. Any amendment to the transportation provisions of this Development Order will be subject to applicable provisions of the Pinellas County Comprehensive Plan which is in effect at the time of the amendment.

B. Except as herein specifically permitted to the contrary, all roadway activity conducted on the property shall be in accordance with all applicable local, state and federal regulations current at the time that development permits are sought.

C. Land Use and Zoning

The City of Oldsmar has approved the amendments to its land use plan and approved the zoning necessary to accomplish the Development approved in the Development Order and as shown on the Master Development Plan.

D. Aquatic Lands

With respect to "aquatic lands" as they are defined under the appropriate City ordinances, the City has by action of City Council allowed mitigation and permitted the disturbance, modification and elimination of all such "aquatic lands," except such lands as are or may be jurisdictional and thereby non-disturbable by appropriate administrative actions. There has been a specific finding by the City Council that said aquatic lands, except to the extent protected by such other administrative action are not of a nature deserving continued protection and the elimination of these aquatic lands will not adversely affect other aquatic lands within the City that if such lands are not eliminated a significant hardship will inure to the property owner.

E. Water Service, Sewer Service and Effluent Reuse Service

1. The Developer agrees that all structures or uses needing water and/or sewer service shall be served by the City of Oldsmar water and sewer system.

2. The City hereby acknowledges the Developer's prepayment of 212.08 Equivalent Residential Connections (ERC) of water and sewer fees, however Developer acknowledges that it has received full credit for such ERC's.

3. The Developer may take back treated waste water which emanated from the project and shall dispose of such effluent in accordance with a plan of treated effluent disposal, mutually acceptable to the Developer, the City, FDEP and other appropriate regional, state and federal agencies.

a. The City shall be responsible for making application and receiving all necessary governmental permits relating to such effluent disposal. The City shall ultimately be responsible for the maintenance and operation of that portion of such effluent disposal system located on property owned or controlled by the City.

b. The Developer shall be responsible for the original installation of all effluent lines within the project.

c. The Developer shall cooperate with the City in making application for any necessary permits.

d. Subject to the City having obtained all necessary final non-appealable permits, Developer shall grant to the City a non-exclusive easement allowing the discharge of treated effluent into those wetland areas identified as Conservation/Preservation on the Master Development Plan (Exhibit C). Such wetland areas are part of the already approved Master Drainage Plan and the City shall take no action which would adversely affect the status of such approved Drainage Plan. In the event that title to such wetland areas has been conveyed by the Developer to a property owner's association prior to the granting of such non-exclusive easement, then the obligation to convey such easement shall be binding upon such entity, as the successor or assign of the Developer.

4. The City shall furnish water and sewer service to the project on the same basis as those services are provided to other City customers, subject only to such specific requirements imposed upon the Developer or the City by the terms and conditions of this DRI Development Order.

I. Recreation and Open Space

44. The Developer has dedicated 18.22 acres, including 16.1 acres of uplands open space, to the City of Oldsmar for use as a community park This established a parkland dedication fee credit for the Developer in the amount of \$141,787.

45. The Developer has dedicated for use for parks in Cypress Lakes, that area as described in Exhibit H, to the City. Developer has dedicated said land as described in Exhibit H as set forth under Section IV.F.15, of this Agreement. The Developer has received all of the impact fee credits to which it is entitled for said dedication.

46. The Developer shall comply with the provisions of Article X of the Land Development Code of the City of Oldsmar for parkland dedication.

4. Upon completion of The Preserve at Cypress Lakes, as evidenced by the issuance of the final building permit for the lots permitted to be developed therein by the applicable master site plan, all park impact fee credits of the Developer will be deemed utilized.

J. General

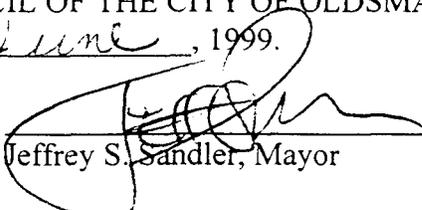
47. All residential areas, whether single-family or multi-family shall contain appropriate provisions for the parking of recreational vehicles, boats, trailers, and other such vehicles, in a suitably enclosed and protected area, to be operated by a homeowner's association or other appropriate mechanism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

48. Within 90 days of the conveyance of any property, other than a single family residential lot, the Developer shall advise the City in writing as to whether the Developer shall pay or utilize any credits, as allowed herein, for certain City impact fees, or whether the new owner shall be responsible for these impact fees and exactions. As part of its annual report to be filed by the Developer, the Developer shall list all of its conveyances during the past year and identify the party (Developer or new owner) responsible for the impact fees and exactions. City Resolution 94-13 shall govern collection of fees and assignment of creditors.

49. For purposes of determining impact fees to be paid and other exactions required of the Developer, the amount of the required impact fee is that then currently in effect.

Section 3. That this Resolution shall become effective upon passage and adoption.

PASSED AND ADOPTED BY THE CITY COUNCIL OF THE CITY OF OLDSMAR in session duly and regularly assembled this 15<sup>th</sup> day of June, 1999.

  
\_\_\_\_\_  
Jeffrey S. Sandler, Mayor

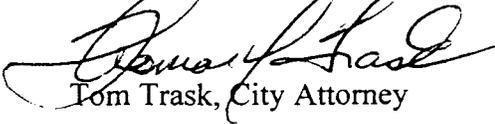
ATTEST:

(Seal)



Lisa Lene, City Clerk

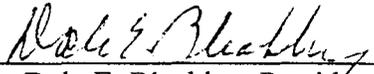
APPROVED AS TO FORM:



Tom Trask, City Attorney

Approved and agreed to by the Developer this 7<sup>th</sup> day of July, 1999.

The Milford Corporation

By:   
Dale E. Bleakley, President

PINELLAS COUNTY, FLORIDA

LEGAL DESCRIPTION:

A Tract of land lying within Sections 11, 12, 13, 14, and 23, Township 28 South, Range 16 East, Pinellas County, Florida, and being more particularly described as follows:

From the Southwest corner of Section 14, Township 28 South, Range 16 East, Pinellas County, Florida, run  $N00^{\circ}05'58"E$  along the Westerly boundary of Section 14 (BEING THE BASIS OF BEARINGS FOR THIS LEGAL DESCRIPTION) a distance of 1077.43 feet to the Northerly R/W line of State Road 584; thence  $S68^{\circ}55'53"E$  along said line a distance of 939.09 feet to the Easterly R/W line of Forest Lakes Boulevard (a 110.00 foot R/W) as described in O.R. Book 4950 page 1263, public records of Pinellas County, Florida, for a POINT OF BEGINNING; thence  $N22^{\circ}32'54"E$  along said Easterly R/W line a distance of 1541.55 feet; thence 929.98 feet along a curve to the right having a radius of 986.74 feet, a central angle of  $54^{\circ}00'00"$ , and a chord of 895.94 feet; thence  $N76^{\circ}32'54"E$ , 1011.97 feet; thence 1842.39 feet along a curve to the left having a radius of 1096.74 feet, a central angle of  $96^{\circ}15'00"$ , and a chord of 1633.27 feet; thence  $N19^{\circ}42'06"W$ , 1414.66 feet; thence 106.57 feet along a curve to the right having a radius of 986.74 feet, a central angle of  $06^{\circ}18'15"$ , and a chord of 108.31 feet; thence departing said R/W along the now existing R/W line of Forest Lakes Boulevard (a 150.00 foot R/W) 201.85 feet along a non-radial, non-tangent curve to the left, having a radius of 1116.74 feet, a central angle of  $10^{\circ}21'22"$ , and a chord of 201.37 feet; thence  $N39^{\circ}09'02"W$ , 37.60 feet to the Westerly R/W line of Forest Lakes Boulevard (a 110.00 foot R/W) as described in O.R. Book 4950, page 1265, public records of Pinellas County, Florida; thence continue  $N39^{\circ}09'02"W$ , 337.85 feet; thence  $N50^{\circ}50'58"E$ , 213.22 feet to the Southerly line of a Florida Power R/W as described in O.R. Book 4477, page 942, public records of Pinellas County, Florida; thence  $S89^{\circ}53'28"E$ , along said line a distance of 109.68 feet to the Westerly R/W line of Forest Lakes Boulevard (a 110.00 foot right-of-way) as described in O.R. Book 4950, page 1265, public records of Pinellas County, Florida; thence continue  $S89^{\circ}53'28"E$ , 117.34 feet to the Easterly R/W line of Forest Lakes Boulevard (a 110.00 foot R/W) as described in O.R. Book 4950, page 1263 public records of Pinellas County, Florida; thence continue along the Southerly line of the aforesaid Florida Power R/W  $S89^{\circ}53'28"E$ , 3404.81 feet; thence  $S00^{\circ}04'26"E$ , 2814.93 feet; thence  $S61^{\circ}20'12"W$ , 529.92 Feet; thence  $S87^{\circ}40'45"W$ , 529.92 feet; thence  $S71^{\circ}51'26"W$ , 347.00 feet; thence  $S43^{\circ}14'45"W$ , 610.89 feet; thence  $S00^{\circ}14'58"W$  along a line 33.00 feet Westerly from and parallel with the Easterly line of Section 14 a distance of 1486.20 feet to the City Limits of Oldsmar; thence continue  $S00^{\circ}14'58"W$ , 361.11 feet; thence  $N89^{\circ}43'02"W$ , 609.51 feet; thence  $S00^{\circ}12'21"W$ , 315.00 feet; thence  $N89^{\circ}39'14"W$ , 669.58 feet; thence  $N89^{\circ}40'08"W$ , 518.51 feet; thence  $S38^{\circ}54'12"W$ , 147.88 feet; thence  $S58^{\circ}56'53"E$ , 323.53 feet; thence  $S38^{\circ}38'26"W$ , 50.44 feet; thence  $N58^{\circ}56'53"W$ , 300.00 feet; thence  $S48^{\circ}48'09"W$ , 326.44 feet; thence  $S21^{\circ}04'07"W$ , 240.00 feet; thence  $S68^{\circ}55'53"E$  along a line 110.00 feet Northerly from and parallel with the centerline of R/W of State Road 584 a distance of 355.00 feet; thence  $S21^{\circ}04'07"W$ , 30.00 feet; thence  $N68^{\circ}55'53"W$ , 279.97 feet; thence  $S21^{\circ}04'07"W$ , 10.00 feet to the Northerly R/W line of State Road 584 (a 100.00 foot R/W); thence  $N68^{\circ}55'53"W$  along said Northerly R/W line a distance of 696.39 feet; thence  $N21^{\circ}04'07"E$ , 25.00 feet; thence  $N68^{\circ}55'53"W$ , 315.79 feet; thence  $S00^{\circ}05'58"E$ , 26.81 feet; thence  $N68^{\circ}55'53"W$ , 1115.20 feet; thence  $N21^{\circ}04'07"E$ , 50.00 feet; thence  $N68^{\circ}55'53"W$ , 60.00 feet; thence  $S21^{\circ}04'07"W$ , 50.00 feet; thence  $N68^{\circ}55'53"W$ , 8.98 feet to the Point of Beginning.

LESS AND EXCEPT:

A parcel of land lying within Section 14, Township 34 South, Range 16 East, Pinellas County, Florida and being more particularly described as follows:

Commence at the Northeast corner of the plat of Cypress Lakes Business Park - Parcel 3, as recorded in Plat Book 108 on Page 16 of the Public Records of Pinellas County, Florida; Thence  $S22^{\circ}32'54"W$ , along the Easterly line of said plat (being the basis of bearings of this description), for 635.00 feet; Thence  $S22^{\circ}55'53"E$ , for 155.99 feet; Thence  $S68^{\circ}55'53"E$ , for 658.69 feet to a point on the Westerly line of the Oldwood Apartment Complex Property; Thence along the Westerly and Easterly lines of said Property the following four (4) courses: (1) Thence  $N21^{\circ}04'07"E$ , for 222.57 feet; (2) Thence  $S89^{\circ}38'49"E$ , for 333.65 feet to the Point of Beginning; (3) Thence continue  $S89^{\circ}38'49"E$ , for 25.70 feet; (4) Thence  $S21^{\circ}04'07"W$ , for 9.71 feet; Thence leaving said boundary lines,  $N67^{\circ}27'06"W$ , for 24.05 feet to the Point of Beginning.

CONTAINING 19,653.47 SQUARE FEET OR 451.182 ACRES, MORE OR LESS.

NOPC  
EXHIBIT "A-1"  
CYPRESS LAKES LEGAL DESCRIPTION

From the Southwest corner of Section 14, Township 28 South, Range 16 East, Pinellas County, Florida, run  $00^{\circ}05'58''$  along the Westerly boundary of Section 14 a distance of 1077.43 feet to the Northerly R/W line of State Road 584; thence  $S68^{\circ}55'53''$  along said line a distance of 939.09 feet to the Easterly R/W line of Forest Lakes Boulevard (a 110.00 foot R/W as described in O.R. Book 4950, page 1263 public records of Pinellas County, Florida, for a POINT OF BEGINNING; thence 929.98 feet along a curve to the right having a radius of 986.74 feet, a central angle of  $54^{\circ}00'00''$ , and a chord of 895.94 feet; thence  $N76^{\circ}32'54''$ , 1011.97 feet; thence 1842.39 feet along a curve to the left having a radius of 1098.74 feet, a central angle of  $96^{\circ}15'00''$ , and a chord of 1633.27 feet; thence  $N19^{\circ}42'06''$ , 1414.66 feet; thence 108.57 feet along a curve to the right having a radius of 986.74 feet, a central angle of  $06^{\circ}18'15''$ , and a chord of 108.51 feet; thence departing said R/W along the now existing R/W line of Forest Lakes Boulevard (a 150.00 foot R/W) 201.85 feet along a non-radial, non-tangent curve to the left having a radius of 1116.74 feet, a central angle of  $10^{\circ}21'22''$ , and a chord of 201.57 feet; thence  $N39^{\circ}09'02''$ , 37.60 feet to the Westerly R/W line of Forest Lakes Boulevard (a 110.00 foot R/W) as described in O.R. Book 4950, page 1265, public records of Pinellas County Florida; thence continue  $N39^{\circ}09'02''$ , 337.85 feet; thence  $N50^{\circ}50'58''$ , 213.22 feet to the Southerly line of Florida Power R/W as described in O.R. Book 4477, page 942, public records of Pinellas County, Florida; thence  $S39^{\circ}53'28''$  along said line a distance of 109.68 feet to the westerly R/W line of Forest Lakes Boulevard (a 110.00 foot right-of-way) as described in O.R. Book 4950, page 1265, public records of Pinellas County Florida; thence continue  $S39^{\circ}53'28''$ , 117.34 feet to the Easterly R/W line of Forest Lakes Boulevard (a 110.00 foot R/W) as described in O.R. Book 4950, page 1263, public records of Pinellas County, Florida; thence continuing along the southerly line of the aforesaid Florida Power R/W  $S39^{\circ}53'28''$ , 3404.81 feet; thence  $S00^{\circ}04'26''$ , 2814.93 feet; thence  $S61^{\circ}20'12''$ , 529.92 feet; thence  $S87^{\circ}40'45''$ , 529.92 feet; thence  $S71^{\circ}51'26''$ , 347.00 feet; thence  $S43^{\circ}14'46''$ , 610.89 feet; thence  $S00^{\circ}14'58''$  along a line 35.00 feet Westerly from and parallel with the Easterly line of Section 14 a distance of 1486.20 feet to the City Limits of Oldsmar; thence continue  $S00^{\circ}14'58''$ , 361.11 feet; thence  $N89^{\circ}43'02''$ , 609.51 feet; thence  $S00^{\circ}12'21''$ , 315.00 feet; thence  $N89^{\circ}39'14''$ , 669.58 feet; thence  $N89^{\circ}40'08''$ , 518.51 feet; thence  $S38^{\circ}54'12''$ , 147.88 feet; thence  $S58^{\circ}56'53''$ , 323.53 feet; thence  $S38^{\circ}38'26''$ , 50.44 feet; thence  $N58^{\circ}56'53''$ , 300.00 feet; thence  $S48^{\circ}48'09''$ , 326.44 feet; thence  $S21^{\circ}04'07''$ , 240.00 feet; thence  $S68^{\circ}55'53''$  along a line 110.00 feet  $S68^{\circ}55'53''$  along a line 110.00 feet Northerly from and parallel with the centerline of R/W of State Road 584 a distance of 355.00 feet; thence  $S21^{\circ}04'07''$ , 50.00 feet; thence  $N68^{\circ}55'53''$ , 279.97 feet; thence  $S21^{\circ}04'07''$ , 10.00 feet to the Northerly R/W line of State Road 584 (a 100.00 foot R/W); thence  $N68^{\circ}55'53''$  along said Northerly R/W line a distance of 696.39 feet; thence  $N21^{\circ}04'07''$ , 1199.68 feet to the City Limits of Oldsmar; thence  $N89^{\circ}38'49''$  along said line a distance of 359.35 feet; thence  $S21^{\circ}04'07''$ , 322.57 feet to the Southerly line of a 100.00 foot Florida Power easement as described in Clerk's Instrument No. 128625; thence  $N68^{\circ}55'53''$  along said Southerly easement line a distance of 260.42 feet; thence  $S00^{\circ}05'58''$ , 804.27 feet to the Northerly R/W line of the aforementioned State Road No. 584; thence  $N68^{\circ}55'53''$  along said Northerly R/W line a distance of 1115.20 feet; thence  $N21^{\circ}04'07''$ , 50.00 feet; thence  $N68^{\circ}55'53''$ , 60.00 feet; thence  $S21^{\circ}04'07''$ , 50.00 feet; thence  $N68^{\circ}55'53''$ , 8.98 feet to the Point of Beginning.

Containing 440.6288 total acres, more or less.

PINELLAS COUNTY FLA.  
OFF. REC. BK 10591 PG 2209

JN 417B

September 25, 1998

F:\WORDS\LEGALS\417B.123

**(PARCEL I)**

A parcel of land lying in Section 14, Township 28 South, Range 16 East, Pinellas County, Florida, being more particularly described as follows:

For a point of reference, commence at the Southwest corner of Section 14, Township 28 South, Range 16 East, Pinellas County, Florida. Run thence N.00°05'58"W. along the West boundary of said Section 14, a distance of 1077.43 feet to a point on the Northerly right-of-way line of State Road 584; thence S.68°55'53"E., along the Northerly right-of-way line of State Road 584, a distance of 2123.27 feet for the POINT OF BEGINNING; continue thence S.68°55'53"E. along the Northerly right-of-way line of State Road 584, a distance of 306.10 feet; thence N.21°04'07"E., a distance of 460.00 feet; thence N.48°48'30"W., a distance of 600.97 feet; thence S.00°05'58"E., a distance of 715.00 feet to the POINT OF BEGINNING.

Less right-of-way taking recorded in O.R. Book 9003, Page 593 of the Public Records of Pinellas County, Florida being:

A parcel of land located in the Southwest 1/4 of Section 14, Township 28 South, Range 16 East, Pinellas County, Florida, being more particularly described as follows:

As a point of reference commence at the Northwest corner of the Southwest 1/4 of the Southwest 1/4 of said Section 14; thence South 00°05'58" East, 263.50 feet along the West boundary of said Southwest 1/4 to a point on the existing Northeastery right-of-way line of State Road 584 (Tampa Road); thence South 68°55'53" East, 2123.27 feet (calculated) (2123.01' deed) feet along the existing right-of-way line of State Road 584 (Tampa Road) to the POINT OF BEGINNING; thence North 00°05'58" West, 26.81 feet; thence South 68°55'53" East, 315.78 feet; thence South 21°04'07" West, 25.00 feet to a point on the existing Northeastery right-of-way line of State Road 584 (Tampa Road); thence North 68°55'53" West, 306.10 feet along the Northeastery right-of-way line of State Road 584 (Tampa Road) to the POINT OF BEGINNING. (Note: Right-of-way taking deed is on a different bearing system and has been revised to co-ordinate with the bearing system of the balance of the site)

Together with:

**(PARCEL II)**

A parcel of land lying in Section 14, Township 28 South, Range 16 East, Pinellas County, Florida, being more particularly described as follows:

For a point of reference commence at the Southwest corner of Section 14, Township 28 South, Range 16 East, Pinellas County, Florida. Run thence North 00°05'58" West along the West boundary of said Section 14, a distance of 1077.43 feet to a point on the Northerly right-of-way of State Road 584, thence South 68°55'53" East, along the Northerly right-of-way line of State Road No. 584, a distance of 2429.37 feet; thence North 21°04'07" East a distance of 460.00 feet for a POINT OF BEGINNING. Continue thence North 21°04'07" East, a distance of 739.69 feet to a point on the Oldsmar City Limit line; thence North 89°38'49" West along the Oldsmar City Limit line a distance of 359.35 feet; thence South 21°04'07" West a distance of 322.57 feet to a point on the South line of a 100-foot wide Florida power corporation easement, (Clark's Instrument NO. 939352), thence North 68°55'53" West, along the South line of said 100-foot wide Florida Power Corporation easement, a distance of 290.42 feet; thence South 00°05'58" East, a distance of 89.27 feet; thence South 48°48'30" East a distance of 600.97 feet to the POINT OF BEGINNING.

Less

A parcel of land lying within Section 14, Township 28 South, Range 16 East, Pinellas County.

PINELLAS COUNTY FLA.  
OFF. REC. BK 10591 PG 2210

Florida and being more particularly described as follows:

Commence at the Northeast corner of the Plat of Cypress Lakes Business Park - Parcel 3, as recorded in Plat Book 108 on Page 18 of the Public Records of Pinellas County, Florida; thence  $S22^{\circ}32'54''W$ . along the Easterly line of said Plat, for 635.00 feet; thence  $S23^{\circ}55'53''E$ . for 165.99 feet; thence  $S68^{\circ}55'53''E$ . for 658.89 feet to a point on the Westerly line of the Oldswood Apartment Complex property; thence along the Westerly, Northerly and Easterly lines of said property the following four (4) courses: (1) thence  $N21^{\circ}04'07''E$ . for 222.57 feet; (2) thence  $S89^{\circ}38'49''E$ . for 333.65 feet to the POINT OF BEGINNING; (3) thence continue  $S89^{\circ}38'49''E$ . for 25.70 feet; (4) thence  $S21^{\circ}04'07''W$ . for 9.71 feet; thence leaving said boundary lines,  $N87^{\circ}27'06''W$ . for 24.05 feet to the POINT OF BEGINNING.

Together with:

(PARCEL III)

Being a parcel of land lying within Section 14, Township 28 South, Range 16 East, Pinellas County, Florida and being more particularly described as follows:

Commence at the Northeast corner of the plat of Cypress Lakes Business Park - Parcel 3, as recorded in Plat Book 108 on Page 18 of the Public Records of Pinellas County, Florida; thence  $S22^{\circ}32'54''W$ . along the Easterly line of said plat, for 635.00 feet; thence  $S23^{\circ}55'53''E$ . for 165.99 feet; thence  $S68^{\circ}55'53''E$ . for 650.89 feet to the POINT OF BEGINNING; thence  $N23^{\circ}07'38''E$ . for 222.71 feet to the Northwest corner of the Oldswood Apartment Complex property; thence  $S21^{\circ}04'07''W$  along the Westerly line of said property, for 222.57 feet; thence  $N68^{\circ}55'53''W$ . for 8.00 feet to the POINT OF BEGINNING and containing 890 square feet, more or less.

Having a combined acreage of 10.58 Acres, (481280 square feet) more or less.

NOPC EXHIBIT "A-2" PAGE 1 OF 5

PINELLAS COUNTY FLA.  
OFF.REC.BK 8983 PG 2302

PINELLAS COUNTY FLA.  
OFF.REC.BK 10591 PG 2211

ENVIRONMENTAL DEVIATION DETERMINATION CHECK

Exhibit A-2

TYPE OF LAND USE	CHANGE CATEGORY	PROPOSED PLAN	ORIGINAL PLAN	PREVIOUS D.O. CHANGE + DATE
Attraction/ Recreation	<ul style="list-style-type: none"> <li>o Parking Spaces</li> <li>o Spectators</li> <li>o Seating</li> <li>o Site locational changes</li> <li>o Access, including</li> <li>o drainage, ROW, easements</li> <li>o etc.</li> <li>o External Vehicle Trips</li> <li>o D.O. conditions</li> <li>o ADA representations</li> </ul>			
Airports	<ul style="list-style-type: none"> <li>o Runway (length)</li> <li>o Runway (strength)</li> <li>o Terminal (gross square feet)</li> <li>o Parking Spaces</li> <li>o Gates</li> <li>o Apron Area (gross square feet)</li> <li>o Site locational changes</li> <li>o Airport Access, including</li> <li>o drainage, ROW, easements,</li> <li>o etc.</li> <li>o External Vehicle Trips</li> <li>o D.O. conditions</li> <li>o ADA representations</li> </ul>			

2000-07-26 08:00:00

PINELLAS COUR. FLA.  
OFF. REC. BK 8983 PG 2303

NOPC EXHIBIT "A-2" PAGE 2 of 5

PINELLAS COUNTY FLA.  
OFF. REC. BK 10591 PG 2212

TYPE OF LAND USE	CHANGE CATEGORY	PROPOSED PLAN	ORIGINAL PLAN	PREVIOUS D.O. CHANGE + DATE
Hospitals	<ul style="list-style-type: none"> <li>• Beds</li> <li>• Parking Spaces</li> <li>• Building (gross square feet)</li> <li>• Site locational changes</li> <li>• Access, including</li> <li>• Drainage, ROW, easements,</li> <li>• etc.</li> <li>• External Vehicle Trips</li> <li>• D.O. conditions</li> <li>• ADA representations</li> </ul>			
Industrial	<ul style="list-style-type: none"> <li>• Access, including</li> <li>• Drainage, ROW, easements,</li> <li>• etc.</li> <li>• Parking Spaces</li> <li>• Building (gross square feet)</li> <li>• Employees</li> <li>• Chemical storage</li> <li>• (barrels and lbs.)</li> <li>• Site locational changes</li> <li>• External Vehicle Trips</li> <li>• D.O. conditions</li> <li>• ADA representations</li> </ul>			
Mining Operations	<ul style="list-style-type: none"> <li>• Average mined (year)</li> <li>• Water Withdrawal (gal./day)</li> <li>• Size of Mine (acres), including</li> <li>• Drainage, ROW,</li> <li>• easements, etc.</li> <li>• Site locational changes</li> <li>• External Vehicle Trips</li> <li>• D.O. conditions</li> <li>• ADA representations</li> </ul>			

ENCLOSURE 3 OF 3

PINELLAS CO. FLA.  
OFF. REC. BK 8983 PG 2304

NOPC EXHIBIT "A-2" PAGE 3 OF 5

PINELLAS COUNTY FLA.  
OFF. REC. BK 10591 PG 2213

TYPE OF LAND USE	CHANGE CATEGORY	PROPOSED PLAN	ORIGINAL PLAN	PREVIOUS D.O. CHANGES + DATE
Occasion	<ul style="list-style-type: none"> <li>Access, including drainage, ROW, easements, etc.</li> <li>Building (gross square feet)</li> <li>Parking spaces</li> <li>Employees</li> <li>Site locational changes</li> <li>External Vehicle Trips</li> <li>D.O. conditions</li> <li>ADA representations</li> </ul>	280,000 SF	1,250,000 SF	
Petroleum/Chem. storage	<ul style="list-style-type: none"> <li>Storage capacity (barrels and/or lbs.)</li> <li>Distance to Navigable waters (feet)</li> <li>Site locational changes</li> <li>Facility Access, including drainage, ROW, easements, etc.</li> </ul>	PM Peak Hour	639 PM Peak Hour	
Ports (Marinas)	<ul style="list-style-type: none"> <li>External Vehicle Trips</li> <li>D.O. conditions</li> <li>ADA representations</li> <li>Boats, wet storage</li> <li>Boats, dry storage</li> <li>Dredge and fill (cu.yds.)</li> <li>Petroleum storage (gals.)</li> <li>Site locational changes</li> <li>Port Access, including drainage, ROW, easements, etc.</li> <li>External Vehicle Trips</li> <li>D.O. conditions</li> <li>ADA representations</li> </ul>			

REVISION 3.8 OF C 00178

PINELLAS COUN FLA.  
OFF. REC. BK 8983 2305

NOPC EXHIBIT "A-2" PAGE 4 OF 5

PINELLAS COUNTY FLA.  
OFF. REC. BK 10591 PG 2214

TYPES OF LAND USE	CHANGE CATEGORY	PROPOSED PLAN	ORIGINAL PLAN	PREVIOUS D.O. CHANGE + DATE
Residential	# Dwelling units Type of Dwelling units # lots # acreage, including drainage, ROW, easements, etc.	400 400	3,400 M/P du 500 S/P du	
	# site locational changes # External Vehicle Trips D.O. conditions	PM Peak Hour	1853 PM Peak Hour	
Wholesale, Retail, Service	# acreage, including drainage, ROW, easements, etc.	250,000 SF	676,000 SF	
	# floor space (gross square ft.) # Parking Spaces # Employees # site locational changes # External Vehicle Trips D.O. conditions ADA representations	PM Peak Hour	2,216 PM Peak Hour	
Hotel/Hotel	# Rental Units # floor space (gross square feet) # Parking Places # Employees # site locational changes # acreage, including drainage, ROW, easements, etc.	115 Rooms Peak Hour	250 Rooms Peak Hour	
	# External Vehicle Trips D.O. conditions ADA representations	PM Peak Hour	133 PM Peak Hour	

EXHIBIT A-2 OF 5

PINELLAS COUNTY FLA.  
OFF.REC.BK 8983 PG 2306

PINELLAS COUNTY FLA.  
OFF.REC.BK 10591 PG 2215

TYPE OF LAND USE	CHANGES CHECKED	PROPOSED PLAN	ORIGINAL PLAN	PREVIOUS D.O. CHANGE + DATE
R.V. Park	Accease, including drainage, ROW, easements, etc. Parking spaces Buildings (gross square feet) Employees Site locational changes External Vehicle Trips D.O. conditions ADA representations			
Open Space (All natural and vegetated non-impervious surfaces)	Accease Site locational changes Type of open space D.O. conditions ADA representations			
Preservation, Buffer or Special Protection Areas	Accease Site locational changes Development of site proposed D.O. conditions ADA representations			

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

RECEIVED: 5 CH C DATE





REVISED 1/15/04

Exhibit D

PINELLAS COUNTY FLA.  
OFF. REC. BK 8983 PG 2309

PINELLAS COUNTY FLA.  
OFF. REC. BK 10591 PG 2218

EXHIBIT D  
CITY OF CYRESS LAKES  
DRI PROPORTIONATE SHARE CONTRIBUTION

ROAD	LINK	EXISTING LANES	LENGTH (MILES)	IMPROVEMENT NEEDED	IMPROVEMENT COST	CYRESS LAKES COST
PINE AVENUE	FOREST LAKES BLVD. - S/W RD.		0.25	2 Lanes URBAN	26,130	11,101
PINE AVENUE	S/W RD. - SR 24		0.70	2 Lanes URBAN	28,148	12,179
S/W ROAD	FOREST LAKES BLVD. - DIM CONDO RD.		0.50	2 Lanes RURAL	21,176	10,101
S/W ROAD	DIM CONDO RD. - RACE TRACK RD.		0.70	2 Lanes RURAL	28,148	12,101
RACE TRACK RD.	SR 280 - S/W RD.	1 LU	1.0	WIDEN TO 4 LD RURAL	14,158	7,141
LOVEBROUGH AVE	RACE TRACK RD. - COURTYWAY BLVD.		1.1	1 Lanes RURAL	13,176	6,154
FOREST LAKES BLVD. (CRACK)	SR 24 - SR 28	1 LU	0.5	WIDEN TO 4 LD RURAL	22,171	10,171
SR 280	OLDHAM BRIDGE - FOREST LAKES BLVD.	1 LU	0.3	WIDEN TO 4 LD URBAN	10,167	6,156
SR 280	FOREST LAKES BLVD. - SR 24	1 LU	1.1	WIDEN TO 4 LD RURAL	14,118	6,171
SR 280	SR 24 - RACE TRACK RD.	1 LU	0.4	WIDEN TO 6 LANE	12,141	11,174
SR 280	RACE TRACK - DOUBLE BRANCH RD.	1 LU	1.0	WIDEN TO 6 LANE	13,176	12,114
SR 24	SR 280 - PINE AVENUE	1 LU	0.8	WIDEN TO 6 LD URBAN	14,178	10,117
SR 24	PINE AVENUE - FOREST LAKES BLVD.	1 LU	0.3	WIDEN TO 6 LD URBAN	1,100	9,104
SR 24	FOREST LAKES BLVD. - CURLEW RD.	1 LU	1.1	WIDEN TO 6 LD URBAN	7,141	11,191
CURLEW ROAD	SR 24 - MCHURLEN BOOTH RD.	1 LU	0.6	WIDEN TO 4 LD RURAL	14,118	4,101
TOTAL					151,125	65,171

NOTES: COSTS BASED ON 1991 COST FIGURES  
DETAILED COST INFORMATION PROVIDED IN TABLES OF TRAFFIC ANALYSIS DATED 10/97

(C:\ADMIN\ADMIN)

REVISED 10/1/94

Exhibit E

IN WOODS

PINELLAS COUNTY FLA.  
OFF REC BK 10591 PG 2219

PINELLAS COUNTY FLA.  
OFF REC BK 8983 PG 2310

COUNTY OF  
TRANSPORTATION IMPROVEMENTS

ROAD	BETWEEN	AND	TYPE	IMPROVEMENT NEEDED	LENGTH (MILES)
1	FOREST LAKES BLVD.	E/W ROAD	ELU COL.	CONSTRUCT. ELU URBAN	0.3
2	E/W ROAD	S.R. 24	ELU COL.	CONSTRUCT. ELU URBAN	0.7
3	FOREST LAKES BLVD.	CON CONGO ROAD	ELU ART.	CONSTRUCT. ELU RURAL	0.1
4	CON CONGO ROAD	RACE TRACK ROAD	ELU ART.	CONSTRUCT. ELU RURAL	0.1
5	RACE TRACK ROAD	E/W ROAD	ELU COL.	WIDEN TO 40' RURAL	1.3
6	LOGBAUGH AVE.	COUNTRYWAY BLVD.	ELU ART.	CONSTRUCT. ELU RURAL	1.1
7	S.R. 67	S.R. 24	ELU ART.	WIDEN TO 40' RURAL	0.1
8	S.R. 20	FOREST LAKES BLVD. (C.R. 67)	ELU ART.	WIDEN TO 60' URBAN	0.1
9	S.R. 29	FOREST LAKES BLVD. (C.R. 67)	ELU ART.	WIDEN TO 40' RURAL	1.1
10	S.R. 20	S.R. 24	ELU ART.	WIDEN TO 60' HWY	0.4
11	S.R. 10	RACE TRACK ROAD	ELU ART.	WIDEN TO 60' HWY	1.3
12	S.R. 24	FORE AVENUE	ELU ART.	WIDEN TO 60' URBAN	0.1
13	S.R. 24	FOREST LAKES BLVD.	ELU ART.	WIDEN TO 60' URBAN	0.1
14	S.R. 24	CURLY ROAD	ELU ART.	WIDEN TO 60' URBAN	1.1
15	CURLY ROAD	MCNULLEN-SOUTH RD.	ELU ART.	WIDEN TO 40' RURAL	0.1

NO TRANSPORTATION IMPROVEMENT PROJECTS AND CURRENT STATUS

S.R. 24 BETWEEN CURLY ROAD AND S.R. 29 AND S/W UNDERWAY AND FINISHED IN FY 1998 CONSTRUCTION SCHEDULED FOR FISCAL YEAR 1999

CONGO ROAD BETWEEN CONGO ROAD AND MCNULLEN-SOUTH RD. CONSTRUCTION SCHEDULED FOR FISCAL YEAR 1999

S.R. 20 BETWEEN MCNULLEN-SOUTH RD. AND FOREST LAKES BLVD. CONSTRUCTION SCHEDULED FOR FISCAL YEAR 1999

S.R. 29 BETWEEN FOREST LAKES BLVD. AND S.R. 24, E/W UNDERWAY AND FINISHED IN FY 1998 CONSTRUCTION SCHEDULED FOR FISCAL YEAR 1999

S.R. 20 BETWEEN S.R. 21 AND RACE TRACK RD. IS COMPLETE. E/W FINISHED IN FY 1998 CONSTRUCTION SCHEDULED FOR FISCAL YEAR 1999

S.R. 20 BETWEEN RACE TRACK RD. AND FOREST LAKES BLVD. IS COMPLETE. E/W UNDERWAY AND FINISHED IN FY 1998 CONSTRUCTION SCHEDULED FOR FISCAL YEAR 1999

S.R. 20 BETWEEN FOREST LAKES BLVD. AND MCNULLEN-SOUTH RD. IS COMPLETE. E/W UNDERWAY AND FINISHED IN FY 1998 CONSTRUCTION SCHEDULED FOR FISCAL YEAR 1999

CURLY ROAD BETWEEN S.R. 24 AND MCNULLEN-SOUTH RD. IS AND S/W FINISHED IN FY 1998

PINELLAS COUNTY, FLA.  
OFF. REC. BK 8983 PG 2311

Revision Date: 3/15/94

EXHIBIT 'E'

TRANSPORTATION MITIGATION COST

PINELLAS COUNTY, FLA.  
OFF. REC. BK 10591 PG 2220

(VALUE OF PIPELINED IMPROVEMENTS)

<b>A. East-West Connector Road (100% Credit)</b>			
1.	Right-of-Way Cost	489,092 SF at \$2/SF	\$ 978,184
		168,800 SF at \$2.29/SF	\$ 386,552
			\$ 1,364,736
2.	Design and Permitting		\$ 287,500
3.	Drainage Retention Ponds #3 - #4	199,776 SF at \$2/SF	\$ 399,552
4.	Escrow for Construction and Improvements to Date		\$ 1,000,000
	Subtotal 'A'		\$ 2,991,788
			\$ 2,991,788
<b>B. North-South Road (50% Credit)</b>			
			<u>50%</u>
1.	Right-of-Way Cost	35,000 SF at \$6/SF	\$ 210,000
		94,500 SF at \$3.50/SF	\$ 330,750
		94,500 SF at \$2/SF	\$ 189,000
		126,000 SF at \$2/SF	\$ 252,000
		84,600 SF at \$2/SF	\$ 169,200
			\$ 1,150,950
			\$ 575,475
2.	Design and Permitting		\$ 260,500
3.	Construction and CEI		\$ 925,083
	Subtotal 'B'		\$ 2,336,533
			\$ 1,168,266
<b>C. Contribution to Transportation Study (100% credit)</b>			
			\$ 105,000
			\$ 105,000
<b>.. TOTAL</b>			
			\$ 5,433,321
			\$ 4,265,054

"Value of rights-of-way shall be finally established at time of conveyance and are subject to an appraisal or acceptance by the City of Oldsmar."

Q:\61\1117007.RP

FROM : TZBZUATTORNEYS

727 725 0053

1999,05-10

15:41

PINELLAS COUNT. LA.  
OFF. REC. BK 8983 PG 2312

Exhibit G

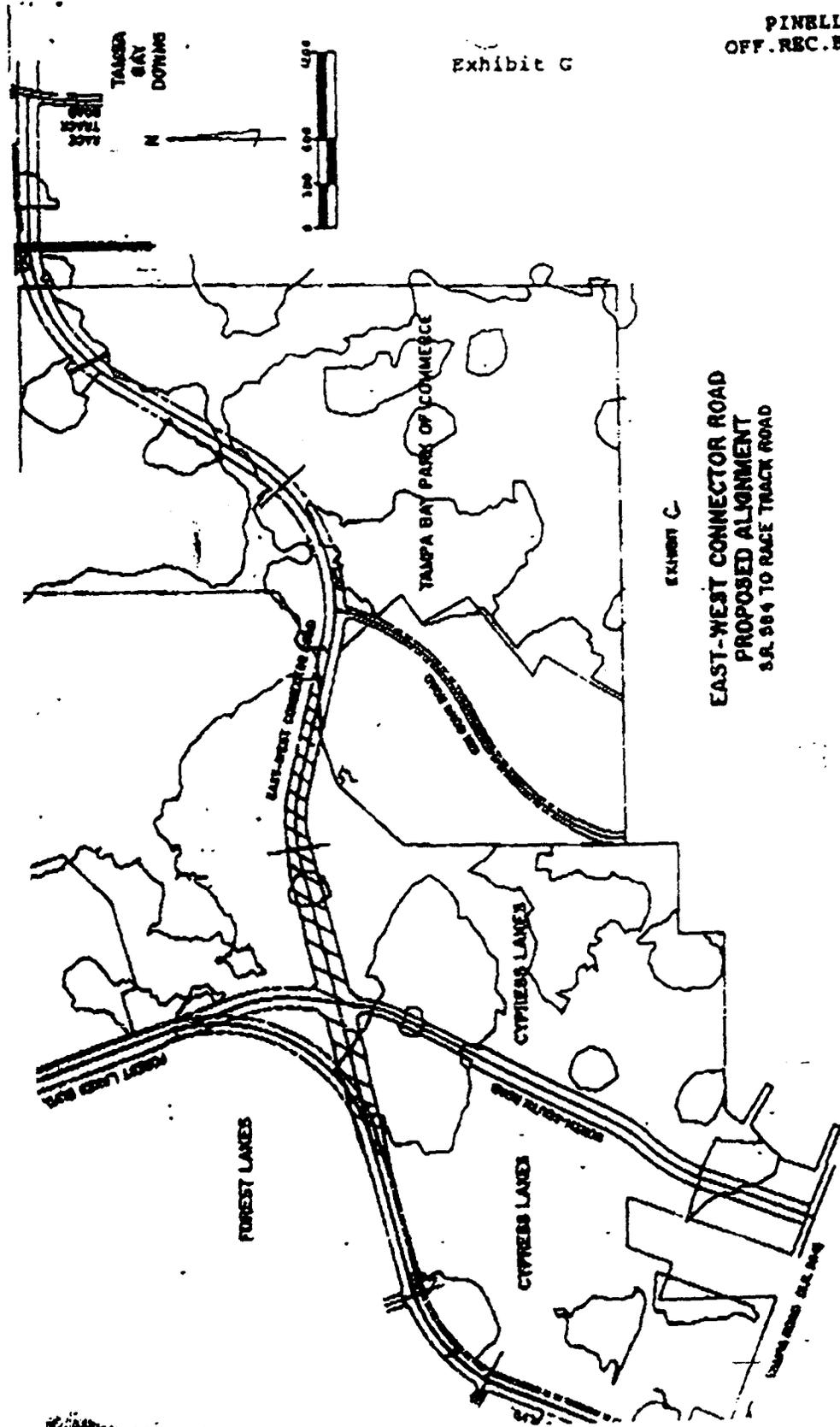


EXHIBIT C  
EAST-WEST CONNECTOR ROAD  
PROPOSED ALIGNMENT  
S.R. 964 TO RACE TRACK ROAD

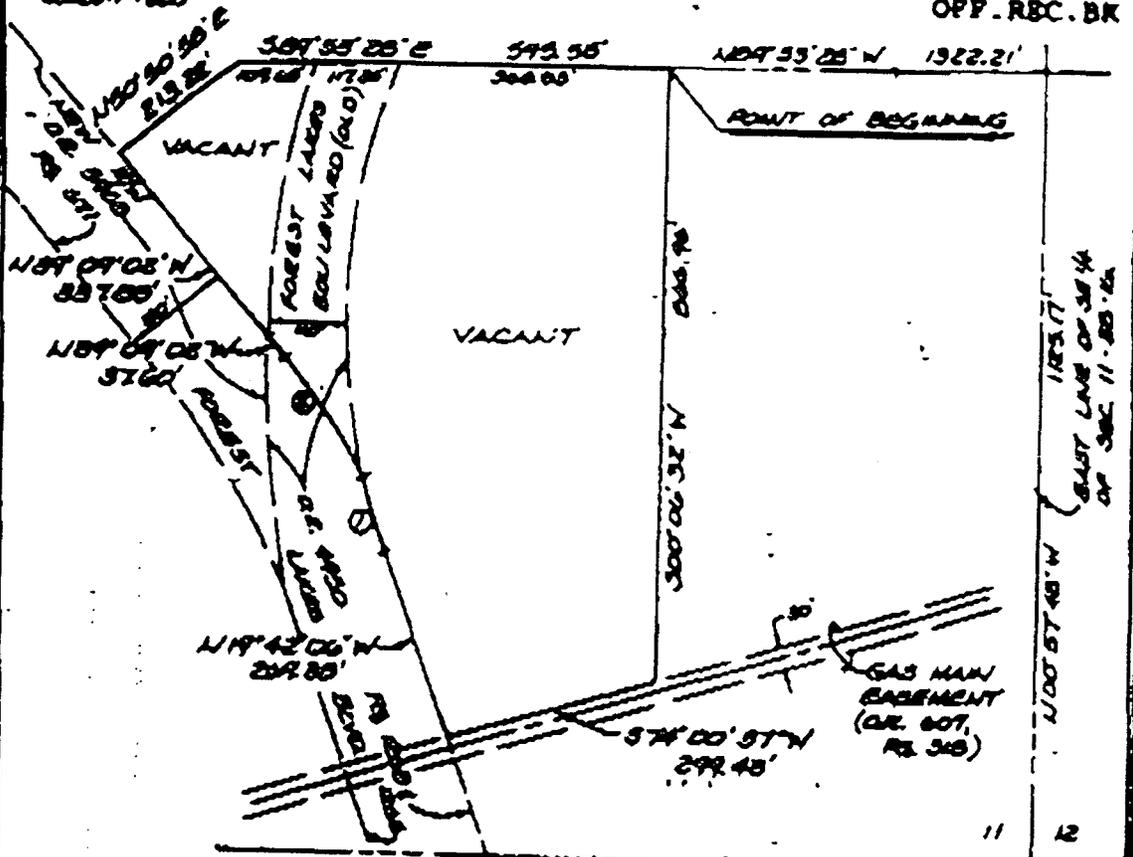
THIS IS NOT A SURVEY

NOTES:

- The sketch shown herein is for informational purposes only and not intended to depict a survey performed in the field.
- Books of Bearings. Hold NORTH 0° W for the East line of Section 11, Township 28 South, Range 16 East.

FLORIDA POWER CORPORATION E/W.  
O.E. 4477, P.G. 942.

PINELLAS COUNTY FLA  
OFF. REC. BK 8983 PG 23



- ① E - 905.74'
- A - 00' 15" 15'
- A - 106.07'
- C - 100.61'
- CB - 119' 02" 09" N
- ② E - 116.76'
- B - 10' 21" 22'
- A - 004.85'
- C - 801.07'
- CB - 1155' 50" 17" N

SE CORNER OF SE 1/4 OF SEC. 11-28-16

LEGEND

- DEC Curved Dashed
- O.A. Curved Dashed Reverse Side
- P.D. Curved Page
- R/W Curved Right-of-Way

SEE SHEET 2 OF 3 FOR LEGAL DESCRIPTION

FOR: MILFORD CORPORATION

SCALE 1" = 200'	DATE 8/18/04	PROJECT RMC	CLIENT MILFORD	PROJECT NO. 908	SHEET NO. 102
PROJECT NO. 1117-007-000		SECTION 11	DATE 2004		

**REYNOLDS ENGINEERING ASSOCIATES, INC.**  
 ENGINEERS • PLANNERS • SURVEYORS  
 SCIENTISTS • LANDSCAPE ARCHITECTS

1117-007-000  
 2004

I hereby certify that the legal description and sketch shown on this plan were prepared by me or by a duly licensed professional land surveyor in accordance with the Florida Statutes, Chapter 403, Part 1, Florida Surveying Code, and the Rules of the State Board of Professional Land Surveyors.

Sketch and Legal Description not valid unless signed and witnessed (see Surveyor's Seal)

CERTIFIED AS TO CORRECT AND LEGAL DESCRIPTION

*[Signature]*  
 PROFESSIONAL LAND SURVEYOR  
 STATE OF FLORIDA

**PINELLAS COUNTY**  
**OFF. REC. BK 8983**

**LEGAL DESCRIPTION: Cypress Lakes - City of Oldemar Parcel**

A tract of land lying within Southeast 1/4 of Section 11, Township 28 South, Range 16 East, Pinellas County, Florida and being more particularly described as follows:

Commence at the Southeast corner of said Southeast 1/4; thence  $N00^{\circ}37'48''W$ , along the East line of said Southeast 1/4, for 1125.17 feet to the point of intersection with the southerly boundary line of a Florida Power Corporation right-of-way, as recorded in Official Records Book 4477, on page 942 of the Public Records of Pinellas County, Florida; thence  $N88^{\circ}53'28''W$ , along said southerly boundary line, for 1322.21 feet; to the POINT OF BEGINNING; thence leaving said southerly boundary line,  $S00^{\circ}06'32''W$ , for 844.96 feet to the point of intersection with the northerly boundary line of a gas main easement as recorded in Official Records Book 687, on page 318 of the Public Records of Pinellas County, Florida; thence  $S74^{\circ}00'37''W$ , along said northerly boundary line, for 299.43 feet to the point of intersection with the easterly right-of-way line of Forest Lakes Boulevard, as recorded in Official Records Book 4950, on page 1263 of the Public Records of Pinellas County, Florida; thence  $N19^{\circ}42'06''W$ , along said easterly right-of-way line, for 289.38 feet to the point of intersection with a curve concave to the East; thence continuing along said easterly right-of-way line and northeasterly along the arc of said curve having a radius of 986.74 feet, a central angle of  $09^{\circ}18'15''$ , an arc length of 108.57 feet and a chord bearing  $N16^{\circ}32'37''W$ , for 108.51 feet to the point of intersection with a non-tangent curve concave to the Southwest; thence leaving said easterly right-of-way line and northeasterly along the arc of said curve with a radial bearing  $S61^{\circ}12'24''W$ , and having a radius of 1116.74 feet, a central angle of  $10^{\circ}21'22''$ , an arc length of 201.83 feet and a chord bearing  $N33^{\circ}58'17''W$ , for 201.57 feet to the point of intersection with a non-tangent line; thence  $N09^{\circ}09'02''W$ , for 37.80 feet to the point of intersection with the westerly right-of-way line of Forest Lakes Boulevard as recorded in Official Records Book 4950, on page 1265 of the Public Records of Pinellas County, Florida, same also being the point of intersection with the new easterly right-of-way line of Forest Lakes Boulevard as recorded in Official Records Book 5965, on page 671 of the Public Records of Pinellas County, Florida; thence leaving said westerly right-of-way line,  $N09^{\circ}09'02''W$ , along said new easterly right-of-way line, for 337.85 feet; thence leaving said new easterly right-of-way line  $N50^{\circ}30'56''E$ , for 213.22 feet to the point of intersection with aforesaid southerly boundary line of a Florida Power Corporation right-of-way; thence along said southerly boundary line the following three (3) courses: (1) thence  $S85^{\circ}33'28''E$ , for 188.68 feet to the point of intersection with aforesaid westerly right-of-way line of Forest Lakes Boulevard; (2) thence leaving said westerly right-of-way line,  $S89^{\circ}53'28''E$ , for 117.34 feet to the point of intersection with aforesaid easterly right-of-way line of Forest Lakes Boulevard; (3) thence leaving said easterly right-of-way line  $S89^{\circ}37'28''E$ , for 368.53 feet to the POINT OF BEGINNING and containing 10.77 acres, more or less.

City of Oldemar Parcel  
 as of 5/2/99

PINELLAS COUNTY FLA.  
 OFF. REC. BK 10591 PG 2223



# City of Oldsmar

May 1, 1995

State of Florida  
Department of Community Affairs  
Linda Loomis Shelley, Secretary  
2740 Centerview Drive  
Tallahassee, FL 32399-2100

Dear Ms. Loomis:

Enclosed please find a certified copy of Resolution 95-13, A Resolution of the City Council of the City of Oldsmar, Florida, approving Amendment No. 5 to the Development Order for the Cypress Lakes Development.

Sincerely,

Cheryl D. Mortenson, CMC/AAE, City Clerk  
City of Oldsmar, Florida

Enclosure

CDM/sss

cc: TBRPC, Mrs. Julia Greene  
D.E.P., Mrs Virginia Wetherall, Secretary  
SWFWMD, Mr. Peter Hubbel, Executive Director

RESOLUTION 95-13

AMENDMENT NO. 5 TO THE  
CYPRESS LAKES DEVELOPMENT ORDER

A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF OLDSMAR, FLORIDA, APPROVING AMENDMENT NO. FIVE TO THE DEVELOPMENT ORDER FOR THE CYPRESS LAKES DEVELOPMENT OF REGIONAL IMPACT RENDERED PURSUANT TO SECTION 380.06, FLORIDA STATUTES; PROVIDING TERMS AND CONDITIONS FOR APPROVAL; PROVIDING FOR ADMINISTRATION OF THE DEVELOPMENT ORDER; PROVIDING FOR COMMITMENTS BY THE DEVELOPER AND THE CITY; AND PROVIDING FOR AN EFFECTIVE DATE THEREOF.

WHEREAS, in March, 1986, the Milford Corporation filed an Application for Development Approval (ADA) of a development of regional impact (DRI) with the City of Oldsmar pursuant to the provisions of Section 380.06, Florida Statutes; and,

WHEREAS, said ADA and the sufficiency response thereto proposed construction of a mixed use development with residential, commercial, office and hotel components as the primary land use elements, including a municipal office center, community park land, a hotel and golf course; and

WHEREAS, the project is located in the eastern portion of the City approximately 1/4 to one mile west of the Hillsborough-Pinellas County line, north of SR 584 and east of CR 667 (Forest Lakes Boulevard); and

WHEREAS, on July 14, 1987, the City Council of the City of Oldsmar unanimously approved a Development Order for the Cypress Lakes Development of Regional Impact (Resolution 87-15); and

WHEREAS, following the adoption of the Development Order and in response to questions and concerns raised by the Florida Department of Community Affairs (DCA) and the Tampa Bay Regional Planning Council (TBRPC), it was deemed appropriate to clarify and amend the Development Order; and

WHEREAS, on August 14, 1987, the City Council of the City of Oldsmar approved certain clarifications and amendments to the Development Order; and

WHEREAS, on September 8, 1987, the City Council of the City of Oldsmar approved Amendment No. 1 to the Cypress Lakes Development Order (Resolution No. 87-22), which contains all of the clarifications and amendments; and

WHEREAS, on September 15, 1987, the City Council of the City of Oldsmar approved Amendment No. 2 to the Cypress Lakes Development Order (Resolution 87-23), which was adopted to amend certain provisions concerning required land use amendments; and

WHEREAS, Resolutions 87-15, 87-22 and 87-23 have been duly recorded on the public records of Pinellas County as O.R. Book 6724, Pages 1872 through and including 1938 on April 19, 1988; and

---

Cypress Lakes Development Order Composite      CERTIFICATION      Community Development Department

I HEREBY CERTIFY THAT THIS IS  
A TRUE AND CORRECT COPY OF  
Resolution 95-13  
OF THE PUBLIC RECORDS OF OLDSMAR  
[Signature]  
CITY CLERK

WHEREAS, on March 6, 1990, the City Council of the City of Oldsmar approved Amendment No. 3 to the Cypress Lakes Development Order (Resolution No. 90-05) to amend and clarify certain provisions of the Development Order, as amended; and

WHEREAS, pursuant to Section 380.07, Florida Statutes, TBRPC and DCA appealed Resolution No. 90-05; and

WHEREAS, on October 2, 1990, the City Council of the City of Oldsmar approved Amendment No. 4 to the Cypress Lakes Development Order (Resolution No. 90-32) which revoked and repealed Resolution 90-05 (Amendment No. 3) in its entirety and further amended and clarified certain provisions of the Development Order, as amended; and

WHEREAS, The Milford Corporation subsequently sold large tracts within Cypress Lakes to both Pinellas County and the Southwest Florida Water Management District; which land, therefore, has become part of the public domain and should be withdrawn from the approved DRI; and

WHEREAS, The Milford Corporation seeks to reduce the previously authorized development on the land remaining in their ownership; and

WHEREAS, The Milford Corporation filed a Notification of a Proposed Change to a Previously Approved Development of Regional Impact ("NOPC"), reflecting these development plan changes, on March 1, 1995, with the City, the regional planning agency and the state land planning agency pursuant to subsection 380.06(19), Florida Statutes; and

WHEREAS, the City Council, as the governing body of local government having jurisdiction pursuant to Section 380.06, Florida Statutes, is authorized and empowered to consider such NOPC; and

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

WHEREAS, on April 18, 1995, the City Council held a duly noticed public hearing on said NOPC and has heard and considered testimony and documents received thereon; and

WHEREAS, the City Council has received the recommendations of Pinellas County, Florida, as to the transportation elements hereof, in general, and as to the Road Agreement (as hereinafter defined) for the East-West Connector Road, specifically; and

WHEREAS, the City Council has received and considered the report and recommendations of the Tampa Bay Regional Planning Council (TBRPC);

NOW, THEREFORE, BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF OLDSMAR, FLORIDA:

1. That the Cypress Lakes Development Order, as amended (Resolution Nos. 87-15, 87-22, 87-23 and 90-32) is hereby duly revoked and repealed in its entirety.

2. That the Cypress Lakes Development Order is hereby fully amended and restated as follows:

### I. FINDINGS OF FACT

A. The Milford Corporation, hereinafter referred to as "Developer," submitted to the City of Oldsmar, Florida an Application for Development Approval, traffic analysis for Cypress Lakes revised 10/93), and sufficiency response which are attached hereto and are marked Composite Exhibit A and incorporated herein by reference. When used herein, "Developer" also shall include the heirs, assignees or successors in interest of The Milford Corporation. Hereinafter, the word "Application" shall refer to the Application for Development Approval, sufficiency response and all other documents submitted.

B. The real property which is the subject of the NOPC is legally described as set forth in Exhibit A-1, attached hereto and made a part hereof by reference.

C. The proposed development is not located 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.

E. A comprehensive review of the impacts generated by the development has been conducted by the City Council and the Tampa Bay Regional Planning Council.

F. The City previously approved the development of Cypress Lakes by Resolution No. 87-15, and amended such approval by Resolutions Nos. 87-22, 87-23, 90-05, and 90-32.

G. The Developer submitted an NOPC, and exhibits to the NOPC, which are listed on Exhibit B to this Order and incorporated herein by reference.

H. This Development Order is in compliance with the City of Oldsmar Comprehensive Land Use Plan, as amended.

### 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 City Council, it is concluded that

1. The development will not unreasonably interfere with the achievement of the objectives of an adopted state land development plan applicable to the area

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

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

B. In considering whether the development should be approved subject to conditions, restrictions and limitations, the City Council has considered the criteria stated in subsection 380.06(14), Florida Statutes.

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

D. The development as described in the NOPC is approved subject to all terms and conditions of this Development Order.

E. The development as approved is consistent with all local, regional and state regulatory requirements.

### III. GENERAL PROVISIONS

A. The legal description set forth in Exhibit A-1 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 the City of Oldsmar in response to the Application for the Cypress Lakes Development of Regional Impact, as modified by the NOPC.

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

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

F. In the event that any portion or section of this Development Order is determined to be invalid, illegal or unconstitutional by a court of competent jurisdiction, such decision shall in no manner affect the remaining portions or sections of this Development Order which shall remain in full force and effect.

G. Whenever this Development Order provides for or otherwise necessitates reviews or determinations of any kind subsequent to its issuance, the right to review shall include all directly affected government agencies and departments as are or may be designated by the City Council 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 facilities, the Developer may transfer any or all of its responsibilities to improve and maintain those facilities to an appropriate private body created to perform such responsibilities; provided, however, that before such transfer may be effective, the body to which responsibility has been or will be transferred must be approved by the City Council, or if required by any other affected governmental agency, upon determination that the entity in question can and will be responsible to provide maintenance as required in this Development Order, which approval shall not be unreasonably withheld.

I. Development activity constituting a substantial deviation from the terms or conditions of this Development Order shall be governed by Section 380.06(19), Florida Statutes.

J. The City Manager or his designee shall be responsible for monitoring all terms and conditions of this Development Order. For purposes of this condition, the City Manager may rely upon or utilize information supplied by the TBRPC or any local, regional or state department or agency having particular responsibility over the area of subject involved. The City Manager shall report to the City Council any findings of deviation from the terms and conditions of this Development Order. The City Manager shall issue a notice of noncompliance to the Developer and if the deviation is not corrected within a reasonable amount of time the City Manager shall recommend that the City Council establish a hearing to consider such deviations pursuant to Section 380.06(19), Florida Statutes and to take any action it deems necessary to ensure compliance with this order including termination of any further development, as allowed by Florida law.

K. The Developer shall file an annual report in accordance with Section 380.06(18), Florida Statutes, and appropriate rules and regulations. Such report shall be due on July 15th 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 City Manager who shall after appropriate review, submit it for review by the City Council. The City Council shall review the report for compliance with all the terms and conditions of this Development Order and following a hearing with written notice to the Developer 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 City Council hearing wherein such report is to be reviewed; provided, however, that the receipt and review by the City Council shall not be considered a substitute or a waiver of any terms or conditions of the Development Order. This report shall contain:

1. The information required by the State Land Planning Agency to be included in the Annual Report, which information is described in the rules and regulations promulgated by the State Land Planning Agency pursuant to Section 380.06, Florida Statutes and,

2. A description of all development activities proposed to be conducted under the terms of this Development Order for the year immediately following the submittal of the annual report; and,

3. A statement setting forth the name(s) and address of any heir, assignee or successor in interest to this Development Order or any portion of this Development Order or Increment.

4. Any changes in the proposed plan of development

5. A description of the development activities which have occurred over the previous year, including a summary of the number, type and location of office and commercial structures and residential units.

6. Estimation of development generated traffic along each corridor abutting 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 the City of Oldsmar, its agencies or commissions, to the extent such provisions are supplemental hereto; provided, however, that in the event of any conflict, the terms and conditions of this Development Order shall control.

M. This Development Order shall have an effective date of July 15, 1988.

N. This Order shall remain in effect until July 14, 2009. Any development activity wherein plans have been submitted to the City for its review and approval prior to the expiration date of this Order may be completed, if approved. This Order may be extended by the City Council on the finding of excusable delay in any proposed development activity.

Q. Upon adoption, the Development Order shall be transmitted by the Clerk, by certified mail, to the State Land Planning Agency, the Tampa Bay Regional Planning Council, and the Developer.

P. Except for those agreements and understandings specifically continued in effect by the provisions of this Development Order, upon the expiration of the appeal period of this Development Order, this Development Order shall supersede all prior agreements and understanding between the City of Oldsmar and the Developer, and such agreements and understandings shall thereupon become null and void and have no further force and effect, including, but not limited to the following: (1) Preliminary Development Agreement for Cypress Lakes, dated December, 1985; (2) Memorandum of Understanding, dated March, 1985; (3) Developers Agreement, dated September 17, 1985; (4) Agreement to Lease City Maintenance Center, dated March 13, 1985. The signature of the Developer on the last page of the Development Order indicates its concurrence and acceptance of all the terms and conditions of this Development Order.

#### IV. CONDITIONS OF DEVELOPMENT APPROVAL

##### A. Development Schedule

1. The development of this 440-acre complex is proposed to occur over a period of years with completion planned on or before July 14, 2009. Construction will progress according to market demand and therefore no sequential construction schedule is established. The development may consist of office development, commercial development, single family residential development, multi-family residential development, or hotel development, or combinations thereof.

Development authorized herein shall be deemed completed at such time as total development generates more than 17,330 off-site daily vehicle trips or 1,736 off-site peak hour trips. For example,

Developer may build more than 250,000 square feet of office and less than 250,000 square feet of commercial, or vice versa, and may vary the number of single family dwelling units and multi-family dwelling units, so long as the development does not generate more than 17,330 off-site daily vehicle trips or 1,736 off-site peak hour trips. Subject to the foregoing, the elements of this development shall be as follows:

Office (Sq. Ft.)	Commercial (Sq. Ft.)	Single Family Residential (Dwelling Units)	Multi-Family Residential (Dwelling Units)	Hotel Rooms	Parish and School Facilities (acres)
250,000	250,000	250	250	125	49

2. It is the intent of this Order to insure that all prerequisites for the project are complied with. For purposes of this Order, the project shall be considered complete upon issuance of the final certificate of occupancy. Any significant departure in total project buildout from the schedule set forth above shall be subject to a substantial deviation determination pursuant to Section 380.06(19), Florida Statutes.

3. The actual construction sequence shall be subject to site plan approval by the City of Oldsmar. As part of the site plan approval process the City shall verify that adequate service and facilities, including, but not limited to water and sewer are available and adequate to serve the proposed development. If the City Manager determines that such services that meet local, state or federal standards are not available and adequate to serve the development, the adequacy and availability of such services shall be reported by the City Manager to the City Council for decision of the City Council as to the adequacy and availability of such services, at which time the Developer shall be notified and given an opportunity to be heard thereon.

**B. General Project**

1. Approximately 61 acres will be devoted to commercial, office or hotel land uses. Of the remaining acreage (excluding infrastructure), approximately 18 acres have been sold to the Pinellas County Board of Public Instruction for an elementary school and approximately 31 acres have been sold to John Clement Favalora, as Bishop of the Diocese of St. Petersburg, a corporation sole, as previously authorized. Approximately 120 acres will be devoted to residential land uses; approximately 30 acres will be devoted to infrastructure, and approximately 180 acres will be devoted to conservation/preservation land use areas.

2. The Developer, as previously authorized, has sold approximately 31 acres, more or less, to John Clement Favalora, as Bishop of the Diocese of St. Petersburg, a corporation sole ("Diocese"), so that parish and school facilities may be developed and operated. The Diocese is authorized to undertake development pursuant to the terms and conditions of this Order and the proposed parish and school facilities are permitted land uses in the multifamily residential land use category established by the City. Further, as long as the Diocese, or its successors and assigns, is in full compliance with the applicable terms and conditions of this Order, the Diocese, or its successors and assigns, shall not be held liable for the breach or default of any of the Development Order terms

and conditions by another owner or developer, and it may continue authorized development and operation without interruption or further mitigation.

3. Land uses on-site will take into account the intensity of adjacent uses within the project. Each land use will be buffered from adjacent land uses both on-site and off-site in accordance with existing City of Oldsmar landscape and other applicable City ordinances.

4. Buildings in Cypress Lakes will be clustered according to land use type. Locations of land use types are shown on Exhibit C, the "Master Development Plan."

5. Design, construction and implementation of the stormwater management system will meet or exceed all applicable local, state and federal rules and regulations.

6. Cypress Lakes will be developed in conformance with the City of Oldsmar's Comprehensive Plan and Land Development Regulations.

### C. Transportation

1. Cypress Lakes will have an impact on regionally significant highway facilities. Transportation system improvements required to mitigate the impact of this proposed development on transportation facilities have been identified and are set forth herein.

2. Attached as Exhibits E and D, respectively, are tables which identify all of the transportation improvements necessary to accommodate the impacts of Cypress Lakes and the calculations of Developer's Proportionate Share Contribution as required in Rule 9J-2.0255, F.A.C. (DCA's DRI Transportation Policy Rule). Also shown on Exhibit E is a listing of the needed roadway improvements currently programmed into the MPO Transportation Improvement Program.

3. The Developer's estimated proportionate share amount for transportation improvements is \$2,247,991 (see Exhibit D);

4. Two options to improve the transportation system to mitigate the impact of this proposed development have been identified and are set forth below:

#### a. Option 1.

Option 1 requires commitments from responsible entities for those improvements identified in Exhibit E. Without commitments for the improvements identified in Exhibit E construction permits shall not be issued, unless Option 2 is met.

#### b. Option 2.

Option 2 requires the Developer to pipeline specific roadway improvements, or meet other conditions, as set forth below:

##### (1) Forest Lakes/Linebaugh Avenue

##### (a) Facilitation of and Description of the Forest Lakes/Linebaugh Avenue

The Developer will cooperate with the developers of the Forest Lakes DRI and the Tampa Bay Park of Commerce DRI ("TBPOC DRI") to facilitate the design and construction of a regionally significant roadway extending from the north intersection of Forest Lakes Boulevard with State Road 584 to Race Track Road, known as Linebaugh Avenue and as shown in Exhibit "C", Master Development Plan, and hereinafter referred to as the "Roadway." Developer's obligation with respect to the Roadway may be satisfied pursuant to that certain separate agreement between Developer and Pinellas County, hereinafter referred to as the "Road Agreement."

(b) Component Segments of the Roadway

(1) The Cypress Lakes DRI Segment of the Roadway is from the existing Forest Lakes Boulevard, on the west, to the TBPOC DRI property line, on the east, as shown on Exhibit "C."

(2) The Forest Lakes DRI Segment of the Roadway is from the existing intersection of Forest Lakes Boulevard with State Road 584, on the south, to a point on the Roadway 3,576 linear feet north of said intersection (which point also is referred to as Station 65 + 76 on the Roadway construction plans).

(3) The TBPOC DRI Segment of the Roadway is from the TBPOC DRI property line, on the west, to Race Track Road, on the east

(c) Developer's Pipeline Obligations

(1) Developer's Obligations Generally.

a. Developer's obligation with respect to the Roadway shall be to satisfy the provisions of this subsection IV.C.4.b(1) and may be fulfilled through full implementation of that certain separate agreement between Developer and Pinellas County, hereinafter referred to as the "Road Agreement."

b. The Developer and the County may commit in the Road Agreement to their respective obligations with respect to fulfillment of the Developer's obligations to the design and construction of the Cypress Lakes DRI Segment of the roadway. It is anticipated that subject to the fiscal funding and policy decision-making authority of the Board of County Commissioners, the Road Agreement between Developer and the County will:

1) designate the County as the entity responsible for finalizing design plans for and construction of the Forest Lakes DRI Segment and the Cypress Lakes DRI Segment of the Roadway (the "Constructing Entity"); and

2) provide for the manner of implementation of the construction of the Roadway; and

3) provide for the County's commitment to fund that portion of the Cypress Lakes DRI Segment of the Roadway construction, if any, that is not sufficiently funded by the Developer's prior payment and the transfer of the Escrow Funds from the Escrow Account.

d) Design.

1. The design, engineering and construction of the Cypress Lakes DRI Segment shall be diligently pursued to completion as a divided limited access roadway, with right of way not less than 133 feet which is sufficient for future expansion to six lanes. Construction plans will be finalized by the Developer or by the County pursuant to the Road Agreement, for construction that meets or exceeds City of Oldsmar and Pinellas County construction standards for arterial roadway classifications.

a. Design Concept. The road shall be designed as a six-lane urban enhanced arterial with limited curb and median openings.

b. Roadway Alignment. The alignment for the Cypress Lakes DRI Segment will be designed using a 45 to 65 MPH design speed or other design speed approved by the County and a high priority to avoid major environmentally sensitive areas. Exhibit "G" depicts both the Roadway and the Cypress Lakes DRI Segment alignments, intersections, and detention pond locations. It is recognized that the general alignment and pond locations depicted in Exhibit "G" are subject to movement as the design is completed. All right-of-ways and pond sites ultimately to be dedicated to the County shall comply with the ultimate locations depicted on the final design plans.

2. Drainage. Drainage will be designed for the ultimate six-lane divided enhanced arterial configuration and shall include identification of the property necessary for all conveyance, treatment and attenuation facilities. During construction of the initial phase, roadway drainage may be conveyed by open ditches to detention ponds, and be designed and sized for the final six-lane roadway.

3. Intersection Design. The construction design will provide for an intersection of the two-lane Roadway at Pine Street and the design shall identify the right-of-way necessary for the ultimate intersection.

4. Interim Improvement Design Facility. The design will allow for the construction of a two-lane divided arterial section to be designed to applicable Pinellas County and FDOT standards and with 10-foot shoulders of which 4 feet will be paved, and with a design speed of 45 to 67 MPH or other design speed approved by the County. Other design changes may be made if approved in writing by the County Administrator.

5. Coordination of Design with the County. The two-lane and six-lane design of the arterial will be coordinated with the Pinellas County Engineering Department, which will review plans for 30%, 60%, and final approval.

6. Progress on the Design. The Developer has substantially designed and engineered the Cypress Lakes DRI Segment. Because of possible delays in construction of the ultimate six-lane facility, the 100% construction plans for the two (2) lane interim facility referenced in the immediately preceding subsection, shall be completed first. The conceptual plans for the six-lane ultimate facility shall be sufficiently completed, in the reasonable judgment of the County, to identify the following real property needs for the areas for the Cypress Lakes DRI Segment of the Roadway.

a) at least 133 feet of right-of-way where needed for the main roadway corridor within the Cypress Lakes DRI Segment of the Roadway, and sufficient sidewalk and utility easements in conformance with Pinellas County design standards, not to exceed seven feet on each side of the road; and

- b) stormwater conveyance treatment and attenuation facilities; and
- c) roadway side-slopes.

To the maximum extent practicable, the construction plans for the Interim Improvement Design Facility shall be compatible with the most cost effective expansion to the six-lane facility.

(e) Dedication of Land. All dedications of and within the Cypress Lakes DRI Segment pursuant to this subsection IV.C.4.b(1) shall be at no closing costs to the County and shall occur within one hundred twenty (120) days after the Effective Date of this Agreement or within thirty (30) days after execution of the Road Agreement, whichever is earlier. All conveyances shall be by statutory general warranty deed unless and to the extent that this requirement is waived by the Board, in their sole discretion. The Developer shall provide good marketable title free of encumbrances and liens to the satisfaction of the County. The Developer shall be responsible for the costs of any title insurance.

1. The Developer shall protect the integrity of the property to be dedicated pursuant to this subsection (e) from encroachments until acceptance of the deeds by the County. The Developer shall convey the rights of way and real property needs identified for the Cypress Lakes DRI Segment in the preceding sections IV.C.4.b.1.d.6.a. and b.

2. The Developer will dedicate, retaining full rights to use the development rights attendant to that property, an additional easement, as determined reasonably by the County to be necessary to accommodate those side slopes identified in the preceding IV.C.4.b.1.d.6.c.

(c) Upon acceptance of the deeds by the County, the Developer shall receive transportation impact fee credits therefor in accordance with the applicable regulations and in amounts determined by the appraisal procedure outlined in Section V.A.2. of this Development Order.

(f) Transfer of Funds.

1. The Developer has deposited \$1,000,000 in escrow for the costs for its segment of the Roadway, pursuant to separate agreement with the City of Oldsmar, hereinafter referred to as the Escrow Account. The provisions of the subject Escrow Agreement are not affected by the provisions of Section III.P. of this Development Order.

2. Portions of this amount have been expended pursuant to Development Order conditions and the subject Escrow Account solely for improvements necessary for the Cypress Lakes DRI Segment of the Roadway.

3. Within thirty (30) days of the Effective Date of the Road Agreement or within thirty (30) days of verification of the expenditures from the Escrow Account, whichever is later, and with the authorization of the City, the Developer shall transfer the balance of the Escrow Account to the County for use on the Roadway.

(g) Construction of the Roadway.

1. Parties to Construction. By election of this option, the Developer will participate in the construction of the Roadway, its portion of which is the Cypress Lakes DRI Segment. Under a separate development order, the TBPOC DRI Developer will be responsible for construction of the TBPOC DRI Segment. Under a separate development order, the Developer of Forest Lakes DRI is responsible for construction of the Forest Lakes DRI Segment. Nothing in this Development Order shall be construed as imposing upon the Developer or the County the duty to discharge any obligation of the Developers of the TBPOC DRI or Forest Lakes DRI pursuant to their respective development orders.

2. Developer's Obligation. The Developer will be responsible for construction of the two-lane divided arterial Interim Improvement Design Facility within the Cypress Lakes DRI Segment. This obligation may be satisfied by Developer fulfilling its obligations pursuant to the Road Agreement with the County.

3. Some construction of the Roadway has commenced, at least to the extent necessary to preserve the validity of existing permits. In order to efficiently coordinate construction of the Roadway, it is contemplated that the construction of the two-lane Interim Improvement Design Facility of the Cypress Lakes Segment of the Roadway consistent with 100% design plans will commence when the developers of the Forest Lakes DRI, or Pinellas County on their behalf, and the TBPOC DRI, together with the Developer, consistent with the Road Agreement, have mutually committed in writing to their respective obligations as to the construction of the Roadway.

(h) Role of the County. In addition to the role of the City of Oldsmar, the County Administrator of Pinellas County (the "County Administrator") may:

1) monitor all terms and conditions of this Development Order as they may involve the design and construction of the Roadway. For purposes of this condition, the County Administrator may rely upon or utilize information supplied by the TBRPC, Hillsborough County, or any County department or agency and all state agencies having particular jurisdiction over the Roadway or other roadways necessary for implementation of the regional significance of the Roadway. The County Administrator will report to the City Council of the City of Oldsmar any findings of deviation from the requirements of the Road Agreement or the time frames established in this Development Order, and will issue a notice of such non-compliance.

2) If, in the judgment of the County Administrator, any deviation by Developer from the Road Agreement or those sections of the Development Order relevant to the Roadway, is not corrected within a reasonable amount of time, or if the deviation is of such a nature that it cannot be corrected within a reasonable amount of time and the Developer fails or is unable to pursue appropriate corrective action, the County Administrator will recommend that the City Council of the City of Oldsmar establish a hearing to consider the deviation and to take any action it deems necessary, in its discretion, reasonably exercised, to insure compliance with the terms and conditions of the Road Agreement and the Development Order by Developer including suspension of any further development activity until the Developer is in substantial compliance with the Development Order and with the Road Agreement.

3) In all circumstances where the Developer is required by the terms of the Road Agreement or of this Development Order to pursue an objective or accomplish a task, or other words of similar import, related to the design and construction of the Roadway, the County Administrator's

judgment reasonably exercised, shall be dispositive of the issue, for purposes of reporting non-compliance to the City Council of the City of Oldsmar. In like manner, the City Council of the City of Oldsmar's judgment, reasonably exercised, shall be dispositive of such non-compliance issues, subject to challenge by the Developer or the County of the reasonableness of the decision.

4) Nothing herein shall be construed as either the creation of an obligation of the County or the assumption on the part of the County of any obligations under the Cypress Lakes DRI Development Order or the Forest Lakes DRI development order or the TBPOC DRI development order or the creation of any obligations which may have arisen at law or in equity with respect to construction of the Roadway.

(i) Pipeding Limitations.

(1) Timetables for Design and Construction.

a) The design requirements of Section IV.C.1.D. shall be completed within one (1) year of the Effective Date of this Development Order.

b) Notwithstanding the provisions of Section IV.C.1.g, the construction of the two-lane Interim Improvement Design Facility of the Cypress Lakes DRI Segment of the Roadway consistent with 100% design plans must commence within three (3) years of the Effective Date of this Development Order and the Roadway shall be completed within one (1) year of commencement of construction consistent with 100% design plans.

c) Delays. In the event that the design or construction is delayed by more than one (1) year from the applicable dates established in the immediately preceding subsection (a) and (b), the Developer shall address the delay in a Notice of Proposed change. Development permits may be suspended until the Development Order is amended to address the delay and to establish a new time-frame to complete the required improvements, if appropriate, or establish new transportation requirements.

(2) Fiscal Non-funding and Regulatory Restrictions. The Developer, the City and the County recognize and accept the funding restrictions set forth in Sections 129.07, 129.08, and 120.09, Florida Statutes (1993), and County budgetary discretion, the regulatory and planning restrictions of the County's transportation impact fee ordinance, the County Comprehensive Plan and of the MPO's long range plan which may affect the County's timetable for the Roadway.

(2) Pine Avenue

(a) The Pine Avenue Phases A and B improvements shall be at the sole expense of the Developer but the Developer shall be entitled to receive transportation impact fee credits as set forth in Section V.A., below.

(b) The Developer shall, in accordance with the construction phasing schedule set forth below, construct a connector road between SR 584 and the east-west road, described in Section IV, C, 4 (b)(1)(a) above, which connects to the existing Pine Avenue at SR 584.

(c) Developer will design, engineer and construct, as applicable, the improvements to this regional roadway to the standard required by the City. The Developer shall receive impact fee credit for 50% of the cost of construction of phases A and B, design and the right of way conveyed towards the Developer's proportionate share. This amount is shown on Exhibit F.

(d) Developer shall design a four-lane divided roadway within not less than 94 feet of right of way. Developer shall convey all necessary rights of way for this roadway to the City, at no cost to the City.

(e) This roadway shall be constructed in accordance with the following schedule:

i) Phase A. Developer shall construct the western two lanes from SR 584, north to Station 74+00 of the approved construction plans.

ii) Phase B. Developer shall extend the construction of the western two lanes north from that Station 74+00 to Linebaugh Avenue, said construction to coincide with the construction of Linebaugh Avenue.

iii) Phase C. The eastern two additional lanes from SR 584 to Linebaugh Avenue shall be constructed by entities other than the Developer.

(f) The Pine Avenue Phases A and B improvements shall be at the sole expense of the Developer but the Developer shall be entitled to receive transportation impact fees credits as set forth in Section IV.c.4.b.(2)(b) above and Section V.A., below.

(g) Pine Avenue Phase A construction shall be completed before: (i) any development that generates more than 10,000 off-site daily vehicle trips or 1,000 off-site peak hour vehicle trips, or (ii) any site plan is approved for development adjacent to Pine Avenue, which parcel is without frontage on another dedication public road.

(h) Developer has utilized \$653,000 in escrow funds previously provided by Developer to cover the costs for its construction of Phase A of this roadway, which Phase A has been dedicated by Developer to, and accepted by, the City.

(3) Easement Dedications

(a) Developer shall, at no cost to the City, grant to the City a fifteen (15) foot easement for utilities adjacent to the future road right of way along the north side of SR 584 and to the extent that SR 584 abuts the Developer's property. Such easement shall be granted within sixty (60) days of the City's request, following FDOT's acquisition of the additional right of way for SR 584.

(b) Developer shall, at no cost to the City, grant to the City a fifteen (15) foot easement for utilities adjacent to the new road right of way along the eastern boundary of Forest Lakes Boulevard, north to the Florida Power Corporation right of way. Such easement shall be granted within sixty (60) days of the City's request, following Pinellas County's acquisition of the additional right of way for the East-West Road.

(4) The Developer has contributed \$105,000 to the Top of the Bay Task Force for a regional transportation study.

5. The values shown on "Transportation Mitigation Cost," Exhibit F, have been recalculated as part of the NOPC submittal and review process. The Developer's expenditure for transportation mitigation improvements described in Exhibit F exceed the Developer's proportionate share of \$2,247,991.

6. The Developer may utilize the value of its transportation mitigation improvements to offset any local transportation impact fees imposed by the City, pursuant to Section V.2. hereof.

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

8. The City has established a procedure for collection of all impact fees for which Developer has an established credit, pursuant to City Resolution 94-13.

D. Vegetation and Wildlife (includes wetlands).

1. The land use designations and boundaries for those portions of the Cypress Lakes project site which are DEP jurisdiction, or SWFWMD jurisdictional wetlands, shall be reserved as reflected on the Master Development Plan, Exhibit C. Site plans submitted for approval which contain wetlands shall be surveyed, legally described, and approved by DEP or SWFWMD.

2. In order to protect the natural values of preserved/conserved wetland areas, the following shall be required except for those activities as permitted by the appropriate environmental regulatory agency:

a. A wetland/lake management plan has been submitted and approved for the development. The plan addresses, wetlands to be preserved, proposed wetland/lake alterations, control of exotic species, mitigation of lost wetlands, control of on-site water quality, maintenance of natural hydroperiod, and methods for wetland restoration/enhancement. The Developer shall provide a buffer zone around all preservation/conservation areas to provide an upland transition into the wetland areas and to protect the natural systems from development impacts, as set forth in said plan. The buffer areas will be delineated by staking and flagging during construction.

b. Unless approved by the City of Oldsmar or SWFWMD, no dredging, filling or development activities will be allowed within the preservation areas, and activities within the conservation areas and the buffer areas shall be limited to treated wastewater disposal facilities, stormwater management outfall structures and boardwalks.

c. Wetlands will remain in their natural state and will be used for stormwater retention/detention or wastewater effluent disposal, where appropriate and permitted. During construction, wetlands will be protected by buffer areas to insure that they are not disturbed or accidentally altered. The buffer areas will consist of appropriate vegetation to protect the water quality of the wetlands and will be of sufficient distance to insure that no physical alterations will occur.

3. Developer has submitted a wetland/lake management plan to the DEP and TBRPC for review and to SWFWMD and the City of Oldsmar for approval, which approval has been granted, as stated in Section IV.D.2.a. above.

4. All impacts to forested wetland systems shall require 1:1 forested wetland replacement, at minimum.

5. All mitigation areas and littoral shelves shall be monitored every two years for a period of four years. Monitoring shall include species diversity composition, spreading and exotic species encroachment. Additional planting may be required to maintain an 85% survival of planted species at the end of three years.

6. Hydroperiod monitoring shall be required for wetland systems and contiguous woodlands per permitting agency requirements.

7. Representative strands of pine flatwoods, oak hammock and hydric hammock shall be preserved on-site in a manner which will ensure their continued natural function and value.

8. Should any species listed in Section 39-27.003-.005, F.A.C., be observed frequenting the site for nesting, feeding, or breeding, proper protection/mitigation measures shall be employed in cooperation with the Florida Game and Freshwater Fish Commission.

9. The Developer has cooperated and participated in an environmental study(ies) for the northeast Pinellas, southwest Pasco and northwest Hillsborough area consistent with the requirements of Rule 9J-5, F.A.C. Completion, adoption and approval of the regional and local government comprehensive plans required by Chapter 186, Florida Statutes, and Environmental Impact Statements for planned public facilities (SR 580, 584, etc.) also have occurred and are adequate to fulfill the requirements of this condition.

10. Relocation of gopher tortoises to appropriate on-site or off-site habitat may be required pursuant to lawful regulatory authority.

#### E Drainage and Water Quality.

A conceptual master drainage plan for Cypress Lakes has been submitted for review to TBRPC and DEP and for review and for approval to SWFWMD and the City of Oldsmar, and has been approved. The following parameters shall be included in the Cypress Lakes drainage plans:

1. The proposed stormwater management systems shall be designed, constructed and maintained to meet or exceed Chapter 17-25 and 40D-4, F.A.C., and the requirements of the City of Oldsmar's land development regulations and drainage calculations, and SWFWMD regulations, and shall be in place and approved by the City and SWFWMD prior to or coincident with the development of each tract. Treatment shall be provided by biological filtration whenever feasible.

2. Best Management Practices (BMP's) recommended by the City of Oldsmar and SWFWMD shall be adhered to, including a vacuum street cleaning program for parking and roadway areas within the commercial and office park areas of development.

3. There shall be no net loss of hydrologic storage capacity in the SWFWMD 100-year flood plain area, as delineated on Exhibit C2 in the sufficiency response and consistent with the approved master drainage plan.

4. There shall be no degradation of stormwater quality existing on site as a result of the on-site stormwater management system. The Developer shall provide for a surface water quality monitoring program as required by the Southwest Florida Water Management District and any other federal, state or local agency, as required. Monitoring programs are to be instituted before any development permits are issued and continuing through project buildout.

a. Sampling locations shall include all points of on-site influent and effluent of the drainage basins along the Cypress Lakes property line. Monitoring locations shall be determined in cooperation with the City of Oldsmar, DEP, SWFWMD and TBRPC.

b. All water quality analytical methods and procedures shall be thoroughly documented and shall comply with EPA/DEP Quality Control Standards and Requirements.

c. The Developer shall provide all results of the monitoring to TBRPC in the required annual report, and to DEP and the City of Oldsmar. Annual water quality reports shall be provided through buildout, if required by the City of Oldsmar.

5. The public or private entity responsible for the operation and maintenance of the on-site drainage facilities shall be designated by the City at the time of each site plan approval. In most instances a private entity shall be designated and the Developer shall establish an owner's association or other appropriate mechanism for such purposes in a manner acceptable to the City and approved by the City Attorney.

6. The entities responsible for improving certain culverts as identified on the Master Drainage Plan within the City, are as follows:

a. The culvert under the railroad track at Cypress Lakes Industrial park outfall-the Developer.

b. The Race Track Road culvert for the ditch on the south side of the railroad track - Hillsborough and/or Pinellas County.

c. The SR 584 culvert east of Pine Avenue - FDOT.

d. The culvert under SR 584 approximately 700 feet west of Pine Street - FDOT.

e. The culverts on the east side of Pine Avenue between S. R. 584 south to railroad track - City of Oldsmar.

f. The Developer has contributed the sum of \$50,000 to a city-wide drainage study.

7. Except as specifically authorized by the DEP or SWFWMD, wetland systems on the site will not be used to provide stormwater treatment pursuant to Chapter 17-25, F.A.C. Wetland

systems will not be used for stormwater treatment if such use would not be compatible with the City's proposed use for effluent disposal. The primary hydrologic effect of using wetland systems for stormwater storage will be an increase in the seasonal high water elevations for those wetlands utilized. The overall ecological balance of the on-site cypress wetlands will be maintained or improved by the implementation of the master drainage plan.

8. The Developer shall satisfy the drainage requirements of Chapter 40D-4, F.A.C., and the City of Oldsmar. This project will not adversely impact Tampa Bay Park of Commerce and other downstream projects.

9. Stormwater runoff shall be treated in upland retention/detention lakes prior to discharging into the wetlands.

10. Outfall weir control structures will be provided at each retention/detention lake and wetland area utilized for stormwater storage to control water levels, maintain wetland hydroperiods, and limit the peak rate of discharge off-site to the predevelopment discharge rates.

11. Open water retention/detention systems will be created. Appropriate amounts of littoral shelves will be created on the Cypress Lakes site in accordance with DEP and SWFWMD requirements.

12. Revegetation programs will be created for each retention/detention system at the time of completion and will include consideration of hydroperiod and anticipated wildlife usage.

13. In situations where use of existing isolated wetlands are not possible, the isolated wetlands may be altered in a manner suitable for development. Prior to any activities occurring in isolated wetlands, applicable permits (if required) will be obtained from local, state, and/or federal agencies. A survey of these wetlands for timber and/or other natural resources will be conducted to obtain maximum resource utilization.

#### F. General Conditions

1. In addition to the requirements of adopted government plans, ordinances or regulations, separate hazardous waste storage area within the project shall be clearly marked and/or colored so as to clearly distinguish the areas intended for hazardous wastes and materials (hazardous wastes are those substances and materials defined in Subsection 403.703(21), Florida Statutes, and listed in titled 40 CFR Part (261).

The Developer, its heirs, assigns and transferees, shall:

a. Provide in the Cypress Lakes covenants a statement that indicates the types of wastes and materials that are to be considered to be hazardous and are to be stored or disposed of only in specifically designed containers; and,

b. Advise purchasers and lessees, and stipulate at the time of purchase or lease, that statutes and regulations exist and that penalties may accrue from failure to properly transport, store, handle and dispose of hazardous wastes and materials.

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

3. The Developer shall promote awareness of, and shall cooperate with, local and regional authorities having jurisdiction to issue hurricane evacuation orders. The Developer shall encourage owners of Public buildings in the Cypress Lakes development to allow such buildings to be utilized as shelters in the event of an evacuation order and coordinate such plans with the Pinellas County Civil Emergency Services and the Upper Pinellas County Chapter of American Red Cross and the City of Oldsmar.

4. The energy conservation measures referenced on page 25-3 of the ADA, at minimum, shall be required. The following energy conservation measures shall be encouraged by the Developer or his assigns for office and commercial components of Cypress Lakes:

a. Designation of an energy officer for Cypress Lakes to provide for energy audits, establish energy policies and monitor energy use and conservation.

b. Institution of programs to promote energy conservation by employees, buyers, suppliers and the public.

c. The use of energy efficient cooling, heating and lighting systems.

d. Installation of innovative energy conservation features such as water heat recovery, or solar power where feasible in project development

e. The reduction of levels of operation of all air-conditioning, heating and lighting systems during non-business hours.

f. Recycling programs.

g. The use of the most energy-efficient technology economically feasible in the construction and operation of commercial/office facilities. Lifecycle costing (to include operation and maintenance costs) should be utilized in evaluating energy conservation effectiveness.

5. Residential construction at Cypress Lakes shall be in accordance with the Florida Energy Conservation Act (Section 533.14, Florida Statutes).

6. Water saving devices shall be required on the project as mandated by the Florida Water Conservation Act (Section 533.14, Florida Statutes).

7. The methods to overcome problems associated with particular soil types as described on pages 14-1 and 14-5 of the ADA shall be implemented.

8. The soil conservation measures referenced on page 14-6 in ADA and the measures to reduce erosion, fugitive dust and air emissions referenced on page 13-2 in the ADA, shall be implemented.

9. Elevations for all structures shall be as set forth in the Oldsmar Land Development Code.

10. The entity responsible for maintenance and operation of any future on-site wells shall be identified in permit application to construct such wells.

11. The entity responsible for maintenance of all park and open space areas within the various areas of the project shall be identified at the time of each site plan approval for the respective area.

12. Any change to the project which departs significantly from the parameters set forth in paragraph IV.A, as defined by Section 380.06(19), Florida Statutes, shall be subject to substantial deviation determination.

13. The Developer has commenced physical development of this project.

14. Any approval of this development shall stipulate that excess infrastructure capacity constructed to potentially serve other phases or subphases shall be at the Developer's risk and shall not vest later phase development rights.

15. The conveyance of any lands to the City of Oldsmar or any other governmental entity shall be by statutory warranty deed without liens or encumbrances except taxes for the year of conveyance. All documentary stamps taxes and other recording costs will be paid by the grantor. The deed will be accompanied by a title insurance policy in the amount of the fair market value of the land to be issued by a title company acceptable to the City, said policy reflecting marketable title. All closing costs, except for documentary stamps and other recording costs, shall be evenly divided between the City and Developer. All such lands will have paved access to a public road at least 20 feet in width, unless otherwise provided herein; provided, however, the Developer may impose restrictive covenants on all properties to be conveyed to the City or other governmental entities to insure that the uses of said property are consistent with the surrounding land uses and that the structures are constructed to the same standards as the other structures in the area. The Developer agrees that the standards shall be reasonable, consistent and not interfere with the City's intended use of said property.

16. The entities and capability to provide, operate and maintain-to-the-site and internal-to-the-site water service, solid and waste disposal, electricity, police and fire services and EMS to this development shall be those entities charged and authorized by law or local ordinance to provide such service.

17. Prior to the initiation of construction activities, site-specific soils investigations will be conducted to verify and/or identify soil limitations for each activity proposed for the Cypress Lakes Development.

18. Construction of the ponds and lakes will be accomplished with shallow side slopes and littoral zones to improve side stability and erosion.

## **V. CONDITIONS, OBLIGATIONS AND RESPONSIBILITIES STEMMING FROM LOCAL GOVERNMENT ORDINANCES AND CONCERNS**

A Transportation

1. This Development Order in no way exempts the Development from applicable Pinellas County transportation impact fees, either existing or new, including any increases therein. However, pursuant to Section 380.06(16), Florida Statutes, and as elsewhere provided in this Development Order and in the Road Agreement, the Developer shall be given appropriate credits against impact fees, which impact fee credits may be utilized as set forth in Section V.A.2., below.

2. Impact Fee Credits:

a. Credits Available. Subject to review and approval by the County or the City, where appropriate, of appropriate financial records, the Developer shall receive full credit as allowed by Pinellas County or the City, as appropriate, for the costs of any right-of-way, engineering and design, or construction of any transportation improvements required to mitigate the impacts of this project, over and above those expenditures which would have been necessary for this project's sole benefit in accordance with the Pinellas County Impact Fee Ordinance. Subject to review and approval by the County, the Developer shall receive credit for the full \$1,000,000 for the aforementioned expenditures for the Developer's segment of the Roadway and for the transfer of the remaining balance of the Escrow Account to the County.

b. Credit Verification.

(1) Verification of the creditable nature of expenditures shall be based upon a reasonableness standard for such expenditure of engineering, design or construction costs. Verification shall not be unreasonably delayed or withheld.

(2) Verification of the credits due for the conveyance of real property shall be determined by the simplified appraisal procedure in the following subsections (a) and (b):

(a) Depending upon whether the County or the City of Oldsmar is the recipient of the property, the County or the City of Oldsmar, as applicable, and the Developer will each select one firm to appraise the property conveyed. The appraisers shall use as comparable sales only arm's length transactions between unrelated third parties and shall assume that the property being appraised may be used for the highest and best use using standard appraisal techniques. The appraisals shall be exchanged simultaneously by the County or the City of Oldsmar, as applicable, and the Developer.

(b) Subject to governmental funding restrictions, the appraisers' charges shall be paid by the County, or the City of Oldsmar, as applicable. The average of the two appraisals shall be accepted as binding on the parties except in the case of patent error or a variance such that the higher appraised value exceeds the lower appraised value by more than one hundred and twenty percent (120%). If such a variance of one hundred and twenty percent (120%) or more exists between the two independent certified appraisals, then either a third independent certified appraiser or an independent certified review appraisal, at the City or County's discretion, shall be obtained. The third appraiser or review appraiser shall be selected by the two appraisers. The average of the two closest appraisals shall be accepted as binding upon the Developer and the County or the City of Oldsmar, as applicable. The Developer and the County or City, where applicable may agree on an alternative approach to resolving the variance issue. The Developer will be entitled to credits based on the appraised value of

the property, as determined herein, but the Developer will not be entitled to either business damages, severance damages, attorney fees, or any other form of damages associated with the conveyance of property, nor shall the Developer be allowed credits based on such damage or fees.

(3) It is contemplated that, based upon Developer's reduced project scope as set forth in the Notice of Proposed Change necessitating this Amendment No. 5 to the Development Order, Developer's anticipated impact fee credits shall far exceed the Developer's Proportionate Share contribution requirements.

#### B. Impact Fee Utilization

(1) Impact fee credits shall be available for use promptly after the expenditures are verified as creditable. Such credits shall be utilized only incident to construction within the Development and shall be utilized based upon the impact fee schedule in effect as of the date of utilization of the credit. Impact fee credits shall be exhausted before impact fee payments will be payable incident to construction within the Development.

(2) Transportation impact fee credits shall be assignable by the Developer, at the Developer's sole discretion, for use by other persons or entities developing land or building within the Development. The administrative procedure for assignment of credits by Developer, collection of fees from assignees, and distribution of reimbursed fees from collections to Developer, shall be governed by City of Oldsmar Ordinance No. 94-13.

(3) In the event transportation impact fees exceed the credits available, the Developer, or another person or entity developing property within the Development, shall be responsible for paying the transportation impact fee in effect at the time of permitting.

#### 2. Additional Contributions:

Nothing contained herein shall prohibit the Developer from voluntarily contributing more than its Proportionate Share for additional tasks required to complete the Roadway, or for a separate approved roadway improvement to the regionally significant highway network, including right-of-way dedications and cash contributions, but any such contribution may not be required as a condition of any development approval. For purposes of the Development Order, "approved roadway improvements and/or right-of-way dedications" are those improvements and/or right-of-way dedications which corresponds to road links, intersections, and/or other improvements which are part of the regionally significant highway network within Pinellas County Planning District No. 2. Such additional contributions in excess of the Proportionate Share, shall be a credit against future transportation impact fees, subject to appropriate review of appropriate financial records, by the City or County, as applicable, limitations of transportation impact fee ordinance, and the credit utilization provisions of this Development Order.

#### 3. Further Transportation Limitations

A. Any amendment to the transportation provisions of this Development Order will be subject to applicable provisions of the Pinellas County Comprehensive Plan which is in effect at the time of the amendment.

B. Except as herein specifically permitted to the contrary, all roadway activity conducted on the property shall be in accordance with all applicable local, state and federal regulations current at the time that development permits are sought.

C. Land Use and Zoning

The City of Oldsmar has approved the amendments to its land use plan and approved the zoning necessary to accomplish the development approved in the Development Order and as shown on the Master Development Plan.

C. Aquatic Lands

With respect to "aquatic lands" as they are defined under the appropriate City ordinances, the City has by action of City Council allowed mitigation and permitted the disturbance, modification and elimination of all such "aquatic lands," except such lands as are or may be jurisdictional and thereby non-disturbable by appropriate administrative actions. There has been a specific finding by the City Council that said aquatic lands, except to the extent protected by such other administrative action are not of a nature deserving continued protection and the elimination of these aquatic lands will not adversely affect other aquatic lands within the City that if such lands are not eliminated a significant hardship will inure to the property owner.

E. Water Service, Sewer Service and Effluent Reuse Service

1. The Developer agrees that all structures or uses needing water and/or sewer service shall be served by the City of Oldsmar water and sewer system.

2. The City hereby acknowledges the Developer's prepayment of 212.08 Equivalent Residential Connection (ERC) water and sewer fees, with a remaining balance of 75.8 ERC's, and further acknowledges that the Developer has received impact fee credit for these fees. Said credits shall be assignable by the Developer.

3. The Developer may take back treated waste water which emanated from the project and shall dispose of such effluent in accordance with a plan of treated effluent disposal, mutually acceptable to the Developer, the City, FDEP and other appropriate regional, state and federal agencies.

a. The City shall be responsible for making application and receiving all necessary governmental permits relating to such effluent disposal. The City shall ultimately be responsible for the maintenance and operation of that portion of such effluent disposal system located on property owned or controlled by the City.

b. The Developer shall be responsible for the original installation of all effluent lines within the project.

c. The Developer shall cooperate with the City in making application for any necessary permits.

d. Subject to the City having obtained all necessary final non-appealable permits, Developer shall grant to the City a non-exclusive easement allowing the discharge of treated effluent

into those wetland areas identified as Conservation/Preservation on the Master Plan (Exhibit B). Such wetland areas are part of the already approved Master Drainage Plan and the city shall take no action which would adversely affect the status of such approved Drainage Plan. In the event that title to such wetland areas has been conveyed by the Developer to a property owner's association prior to the granting of such non-exclusive easement, then the obligation to convey such easement shall be binding upon such entity, as the successor or assign of the Developer.

4. The City shall furnish water and sewer service to the project on the same basis as those services are provided to other City customers, subject only to such specific requirements imposed upon the Developer or the City by the terms and conditions of this DRI Development Order.

#### D. Recreation and Open Space

1. The Developer has dedicated 18.22 acres, including 16.1 acres of uplands open space to the City of Oldsmar for use as a community park. This established a parkland dedication fee credit for the Developer in the amount of \$141,787.

2. The Developer shall dedicate for use for parks in Cypress Lakes, that area as described in Exhibit H, to the City within 90 days of the adoption of this resolution. Developer shall dedicate said land as described in Exhibit H as set forth under Section IV.F.15, of this Agreement. The Developer shall receive impact fee credits for said dedication.

3. The Developer shall comply with the provisions of Article X of the Land Development Code of the City of Oldsmar for parkland dedication. All impact fee credits hereunder shall be assignable by the Developer.

#### E. General

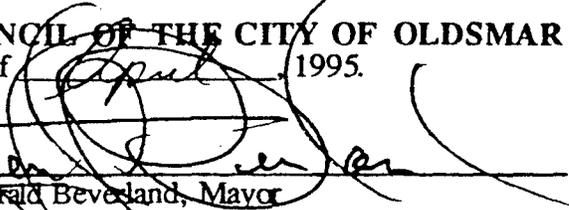
1. All residential areas, whether single-family or multi-family shall contain appropriate provisions for the parking of recreational vehicles, boats, trailers, and other such vehicles, in a suitably enclosed and protected area, to be operated by a homeowner's association or other appropriate mechanism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

2. Within 90 days of the conveyance of any property, other than a single family residential lot, the Developer shall advise the City in writing as to whether the Developer shall pay or utilize any credits, as allowed herein, for certain City impact fees, or whether the new owner shall be responsible for these impact fees and exactions. As part of its annual report to be filed by the Developer, the Developer shall list all of its conveyances during the past year and identify the party (Developer or new owner) responsible for the impact fees and exactions. City Resolution 94-13 shall govern collection of fees and assignment of creditors.

3. For purposes of determining impact fees to be paid and other exactions required of the Developer, the amount of the required impact fee is that then currently in effect.

Section 3. That this Resolution shall become effective upon passage and adoption.

PASSED AND ADOPTED BY THE CITY COUNCIL OF THE CITY OF OLDSMAR  
in session duly and regularly assembled this 11th day of April, 1995.

  
Jerald Bevedland, Mayor

ATTEST  
(Seal)

  
Cheryl D. Morrison, City Clerk

APPROVED AS TO FORM:

  
Bryan A. Kutchins, City Attorney

Approved and agreed to by the Developer this 18 day of April, 1995.

The Milford Corporation

By:   
Dale E. Bleakley, President

EXHIBIT A

APPLICATION FOR DEVELOPMENT APPROVAL (ADA)  
AND SUFFICIENCY RESPONSES

EXHIBITS  
FOR  
D.O.

EXHIBIT "A-1"  
 CYPRESS LAKES LEGAL DESCRIPTION

From the Southwest corner of Section 14, Township 28 South, Range 16 East, Pinellas County, Florida, run  $00^{\circ}05'58''$ F along the Westerly boundary of Section 14 a distance of 1077.43 feet to the Northerly R/W line of State Road 584; thence  $S68^{\circ}55'53''$ E along said line a distance of 939.09 feet to the Easterly R/W line of Forest Lakes Boulevard (a 110.00 foot R/W as described in O.R. Book 4950, page 1263 public records of Pinellas County, Florida, for a POINT OF BEGINNING; thence 929.98 feet along a curve to the right having a radius of 986.74 feet, a central angle of  $54^{\circ}00'00''$ , and a chord of 895.94 feet; thence  $N76^{\circ}32'54''$ E, 1011.97 feet; thence 1842.39 feet along a curve to the left having a radius of 1098.74 feet, a central angle of  $96^{\circ}15'00''$ , and a chord of 1633.27 feet; thence  $N19^{\circ}42'06''$ W, 1414.66 feet; thence 108.57 feet along a curve to the right having a radius of 986.74 feet, a central angle of  $06^{\circ}18'15''$ , and a chord of 108.51 feet; thence departing said R/W along the now existing R/W line of Forest Lakes Boulevard (a 150.00 foot R/W) 201.85 feet along a non-radial, non-tangent curve to the left having a radius of 1116.74 feet, a central angle of  $10^{\circ}21'22''$ , and a chord of 201.57 feet; thence  $N39^{\circ}09'02''$ W, 37.60 feet to the Westerly R/W line of Forest Lakes Boulevard (a 110.00 foot R/W) as described in O.R. Book 4950, page 1265, public records of Pinellas County Florida; thence continue  $N39^{\circ}09'02''$ W, 337.85 feet; thence  $N50^{\circ}50'58''$ E, 213.22 feet to the Southerly line of Florida Power R/W as described in O.R. Book 4477, page 942., public records of Pinellas County, Florida; thence  $S89^{\circ}53'28''$ E along said line a distance of 109.68 feet to the westerly R/W line of Forest Lakes Boulevard (a 110.00 foot right-of-way) as described in O.R. Book 4950, page 1265, public records of Pinellas County Florida; thence continue  $S89^{\circ}53'28''$ E, 117.34 feet to the Easterly R/W line of Forest Lakes Boulevard (a 110.00 foot R/W) as described in O.R. Book 4950, page 1263, public records of Pinellas County, Florida; thence continuing along the southerly line of the aforesaid Florida Power R/W  $S89^{\circ}53'28''$ E, 3404.81 feet; thence  $S00^{\circ}04'26''$ E, 2814.93 feet; thence  $S61^{\circ}20'12''$ W, 529.92 feet; thence  $S87^{\circ}40'45''$ W, 529.92 feet; thence  $S71^{\circ}51'26''$ W, 347.00 feet; thence  $S43^{\circ}14'46''$ W, 610.89 feet; thence  $S00^{\circ}14'58''$ W along a line 33.00 feet Westerly from and parallel with the Easterly line of Section 14 a distance of 1486.20 feet to the City Limits of Oldsmar; thence continue  $S00^{\circ}14'58''$ W, 361.11 feet; thence  $N89^{\circ}43'02''$ W, 609.51 feet; thence  $S00^{\circ}12'21''$ W, 315.00 feet; thence  $N89^{\circ}39'14''$ W, 669.58 feet; thence  $N89^{\circ}40'08''$ W, 518.51 feet; thence  $S38^{\circ}54'12''$ W, 147.88 feet; thence  $S58^{\circ}56'53''$ E, 323.53 feet; thence  $S38^{\circ}38'26''$ W, 50.44 feet; thence  $N58^{\circ}56'53''$ W, 300.00 feet; thence  $S48^{\circ}48'09''$ W, 326.44 feet; thence  $S21^{\circ}04'07''$ W, 240.00 feet; thence  $S68^{\circ}55'53''$ E along a line 110.00 feet  $S68^{\circ}55'53''$ E along a line 110.00 feet Northerly from and parallel with the centerline of R/W of State Road 584 a distance of 355.00 feet; thence  $S21^{\circ}04'07''$ W, 50.00 feet; thence  $N68^{\circ}55'53''$ W, 279.97 feet; thence  $S21^{\circ}04'07''$ W, 10.00 feet to the Northerly R/W line of State Road 584 (a 100.00 foot R/W); thence  $N68^{\circ}55'53''$ W along said Northerly R/W line a distance of 696.39 feet; thence  $N21^{\circ}04'07''$ E, 1199.68 feet to the City Limits of Oldsmar; thence  $N89^{\circ}38'49''$ W along said line a distance of 359.35 feet; thence  $S21^{\circ}04'07''$ W, 322.57 feet to the Southerly line of a 100.00 foot Florida Power easement as described in Clerk's Instrument No. 128625; thence  $N68^{\circ}55'53''$ W along said Southerly easement line a distance of 260.42 feet; thence  $S00^{\circ}05'58''$ E, 804.27 feet to the Northerly R/W line of the aforementioned State Road No. 584; thence  $N68^{\circ}55'53''$ W along said Northerly R/W line a distance of 1115.20 feet; thence  $N21^{\circ}04'07''$ E, 50.00 feet; thence  $N68^{\circ}55'53''$ W, 60.00 feet; thence  $S21^{\circ}04'07''$ W, 50.00 feet; thence  $N68^{\circ}55'53''$ W, 8.98 feet to the Point of Beginning.

Containing 440.6288 total acres, more or less.

FORM RPM-BSP-PROPCHANGE-1

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

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

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

1. I, Dale E. Bleakley, the undersigned owner/authorized representatives of The Milford Corporation (Developers) hereby give notice of a proposed change to a previously approved Development of Regional Impact in accordance with Subsection 380.06(19), Florida Statutes. In support thereof, I submit the following information concerning the Cypress Lakes DRI (original & current project names)

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 City of Oldsmar to the Tampa Bay Regional Planning Council, and to the Bureau of State Planning, Department of Community Affairs.

March 1, 1995  
(Date)

Dale E. Bleakley  
(Signature) Dale E. Bleakley  
President  
THE MILFORD CORPORATION

2. Applicants:

**The Milford Corporation**

105H Dunbar Avenue

Oldsmar, FL 34677

(813) 855-5704

and

3. Authorized Agents:

Joel R. Tew, Esquire  
Tew, Zinober, Barnes,  
Zimmet & Unice  
Post Office Box 5124  
Clearwater, FL 34618

Jacob D. Varn, Esquire  
Kenneth E. Graves, Esquire  
Carlton, Fields, Ward,  
Emmanuel, Smith & Cutler, P.A.  
Post Office Box 3239  
Tampa, Florida 33602  
(813) 223-7000

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

City of Oldsmar, Florida; Pinellas County, Township 28 South/Range 16 East/Section 14; See attached Exhibit A-1 (Legal Description).

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

- Delete portions of the DRI site which have been conveyed to Pinellas County and SWFWMD, and which are therefore now in the public domain.
- Reduce potential development and thus reduce potential regional impacts by deleting development Phases II and III.
- Reduce potential development and thus reduce potential regional impacts by reducing the authorized development of: office and commercial.

- Provide a revised Master Development Plan.
- Providing approval based upon an updated traffic analysis.
- Eliminating all strictly local conditions which will hereafter be controlled by the City of Oldsmar's site-specific zoning conditions, comprehensive land use plan land development regulations and developer agreements.
- To indicate when permits have been received or when conditions have already been met pursuant to the original Development Order.
- To indicate that certain roadway improvements have been completed.
- To indicate that the cumulative effects of the Development has been adequately addressed through the Amended Development Order.

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

See attached Exhibit A-2.

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 Department 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?

RESOLUTION NO. 87-15: Original DRI Development Order.

RESOLUTION NO. 87-22: Clarified: commencement date; anti-downzoning date; meaning of DRI development order Exhibit E; the valuation of right-of-way; air quality conditions; annual report requirements. Corrected typographical errors on phasing schedule.

RESOLUTION NO. 87-23: Revised DRI Development Order conditions concerning prior agreements; clarified associated plan amendment process.

RESOLUTION NO. 90-05: (Repealed by Resolution No. 90-32).

RESOLUTION NO. 98-32: Repealed Resolution No. 90-05; replaced transportation conditions contained in the original DRI Development Order; clarified developer contributions; for drainage studies; city hall and city maintenance center; water storage facilities. Clarified the effective date of the original DRI Development Order; provided a revised phase development schedule.

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-projected land uses within 1/2 mile on a project master site plan or other map.

None.

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.

Yes.

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

Yes \_\_\_\_\_ No           X          

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

No.

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

No.

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.

See attached Exhibit B.

13. Pursuant to Subsection 380.06(19)(f), F.S., include the precise language that is being proposed to be deleted or added as an amendment to the development order. This language should address and quantify:
- a. All proposed specific changes to the nature, phasing, and build-out date of the development; to development order conditions and requirements; to commitments and representations in the Application for Development Approval; to the acreage attributable to each described proposed change of land use, open space, areas for preservation, green belts; to structures or to other improvements including locations, square footage, number of units; and other major characteristics or components of the proposed change;
  - 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;
  - c. A proposed amended development order deadline for commencing physical development of the proposed changes, if applicable;
  - d. A proposed amended development order termination date that reasonably reflects the time required to complete the development;
  - e. A proposed amended development order date until which the local government agrees that the changes to the DRI shall not be subject to down-zoning, unit density reduction, or intensify reduction, if applicable; and
  - 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.

See attached Exhibit identified as Cypress Lakes Amended DRI Development Order.

NOPC  
 EXHIBIT "A-1"  
 CYPRESS LAKES LEGAL DESCRIPTION

From the Southwest corner of Section 14, Township 28 South, Range 16 East, Pinellas County, Florida, run  $00^{\circ}05'58''$ F along the Westerly boundary of Section 14 a distance of 1077.43 feet to the Northerly R/W line of State Road 584; thence  $S68^{\circ}55'53''$ E along said line a distance of 939.09 feet to the Easterly R/W line of Forest Lakes Boulevard (a 110.00 foot R/W as described in O.R. Book 4950, page 1263 public records of Pinellas County, Florida, for a POINT OF BEGINNING; thence 929.98 feet along a curve to the right having a radius of 986.74 feet, a central angle of  $54^{\circ}00'00''$ , and a chord of 895.94 feet; thence  $N76^{\circ}32'54''$ E, 1011.97 feet; thence 1842.39 feet along a curve to the left having a radius of 1098.74 feet, a central angle of  $96^{\circ}15'00''$ , and a chord of 1633.27 feet; thence  $N19^{\circ}42'06''$ W, 1414.66 feet; thence 108.57 feet along a curve to the right having a radius of 986.74 feet, a central angle of  $06^{\circ}18'15''$ , and a chord of 108.51 feet; thence departing said R/W along the now existing R/W line of Forest Lakes Boulevard (a 150.00 foot R/W) 201.85 feet along a non-radial, non-tangent curve to the left having a radius of 1116.74 feet, a central angle of  $10^{\circ}21'22''$ , and a chord of 201.57 feet; thence  $N39^{\circ}09'02''$ W, 37.60 feet to the Westerly R/W line of Forest Lakes Boulevard (a 110.00 foot R/W) as described in O.R. Book 4950, page 1265, public records of Pinellas County Florida; thence continue  $N39^{\circ}09'02''$ W, 337.85 feet; thence  $N50^{\circ}50'58''$ E, 213.22 feet to the Southerly line of Florida Power R/W as described in O.R. Book 4477, page 942., public records of Pinellas County, Florida; thence  $S89^{\circ}53'28''$ E along said line a distance of 109.68 feet to the westerly R/W line of Forest Lakes Boulevard (a 110.00 foot right-of-way) as described in O.R. Book 4950, page 1265, public records of Pinellas County Florida; thence continue  $S89^{\circ}53'28''$ E, 117.34 feet to the Easterly R/W line of Forest Lakes Boulevard (a 110.00 foot R/W) as described in O.R. Book 4950, page 1263, public records of Pinellas County, Florida; thence continuing along the southerly line of the aforesaid Florida Power R/W  $S89^{\circ}53'28''$ E, 3404.81 feet; thence  $S00^{\circ}04'26''$ E, 2814.93 feet; thence  $S61^{\circ}20'12''$ W, 529.92 feet; thence  $S87^{\circ}40'45''$ W, 529.92 feet; thence  $S71^{\circ}51'26''$ W, 347.00 feet; thence  $S43^{\circ}14'46''$ W, 610.89 feet; thence  $S00^{\circ}14'58''$ W along a line 33.00 feet Westerly from and parallel with the Easterly line of Section 14 a distance of 1486.20 feet to the City Limits of Oldsmar; thence continue  $S00^{\circ}14'58''$ W, 361.11 feet; thence  $N89^{\circ}43'02''$ W, 609.51 feet; thence  $S00^{\circ}12'21''$ W, 315.00 feet; thence  $N89^{\circ}39'14''$ W, 669.58 feet; thence  $N89^{\circ}40'08''$ W, 518.51 feet; thence  $S38^{\circ}54'12''$ W, 147.88 feet; thence  $S58^{\circ}56'53''$ E, 323.53 feet; thence  $S38^{\circ}38'26''$ W, 50.44 feet; thence  $N58^{\circ}56'53''$ W, 300.00 feet; thence  $S48^{\circ}48'09''$ W, 326.44 feet; thence  $S21^{\circ}04'07''$ W, 240.00 feet; thence  $S68^{\circ}55'53''$ E along a line 110.00 feet  $S68^{\circ}55'53''$ E along a line 110.00 feet Northerly from and parallel with the centerline of R/W of State Road 584 a distance of 355.00 feet; thence  $S21^{\circ}04'07''$ W, 50.00 feet; thence  $N68^{\circ}55'53''$ W, 279.97 feet; thence  $S21^{\circ}04'07''$ W, 10.00 feet to the Northerly R/W line of State Road 584 (a 100.00 foot R/W); thence  $N68^{\circ}55'53''$ W along said Northerly R/W line a distance of 696.39 feet; thence  $N21^{\circ}04'07''$ E, 1199.68 feet to the City Limits of Oldsmar; thence  $N89^{\circ}38'49''$ W along said line a distance of 359.35 feet; thence  $S21^{\circ}04'07''$ W, 322.57 feet to the Southerly line of a 100.00 foot Florida Power easement as described in Clerk's Instrument No. 128625; thence  $N68^{\circ}55'53''$ W along said Southerly easement line a distance of 260.42 feet; thence  $S00^{\circ}05'58''$ E, 804.27 feet to the Northerly R/W line of the aforementioned State Road No. 584; thence  $N68^{\circ}55'53''$ W along said Northerly R/W line a distance of 1115.20 feet; thence  $N21^{\circ}04'07''$ E, 50.00 feet; thence  $N68^{\circ}55'53''$ W, 60.00 feet; thence  $S21^{\circ}04'07''$ W, 50.00 feet; thence  $N68^{\circ}55'53''$ W, 8.98 feet to the Point of Beginning.

Containing 440.6288 total acres, more or less.

Exhibit A-2 SUBSTANTIAL DEVIATION DETERMINATION CHART

TYPE OF LAND USE	CHANGE CATEGORY	PROPOSED PLAN	ORIGINAL PLAN	PREVIOUS D.O. CHANGE + DATE
Attraction/ Recreation	<ul style="list-style-type: none"> <li># Parking Spaces</li> <li># Spectators</li> <li># Seats</li> <li>Site locational changes</li> <li>Acreage, including drainage, ROW, easements etc.</li> <li># External Vehicle Trips</li> <li>D.O. conditions</li> <li>ADA representations</li> </ul>			
Airports	<ul style="list-style-type: none"> <li>Runway (length)</li> <li>Runway (strength)</li> <li>Terminal (gross square feet)</li> <li># Parking Spaces</li> <li># Gates</li> <li>Apron Area (gross square feet)</li> <li>Site locational changes</li> <li>Airport Acreage, including drainage, ROW, easements, etc.</li> <li># External Vehicle Trips</li> <li>D.O. conditions</li> <li>ADA representations</li> </ul>			

TYPE OF LAND USE	CHANGE CATEGORY	PROPOSED PLAN	ORIGINAL PLAN	PREVIOUS D.O. CHANGE + DATE
Hospitals	<ul style="list-style-type: none"> <li># Beds</li> <li># Parking Spaces</li> <li>Building (gross square feet)</li> <li>Site locational changes</li> <li>Acreage, including draining, ROW, easements, etc.</li> <li># External Vehicle Trips</li> <li>D.O. conditions</li> <li>ADA representations</li> </ul>			
Industrial	<ul style="list-style-type: none"> <li>Acreage, including drainage, ROW, easements, etc.</li> <li># Parking Spaces</li> <li>Building (gross square feet)</li> <li># Employees</li> <li>Chemical storage (barrels and lbs.)</li> <li>Site locational changes</li> <li># External Vehicle Trips</li> <li>D.O. conditions</li> <li>ADA representations</li> </ul>			
Mining Operations	<ul style="list-style-type: none"> <li>Acreage mined (year)</li> <li>Water Withdrawal (Gal/day)</li> <li>Size of Mine (acres), including drainage, ROW, easements, etc.</li> <li>Site locational changes</li> <li># External Vehicle Trips</li> <li>D.O. conditions</li> <li>ADA representations</li> </ul>			

TYPE OF LAND USE	CHANGE CATEGORY	PROPOSED PLAN	ORIGINAL PLAN	PREVIOUS D.O. CHANGE + DATE
Office	Acreage, including drainage, ROW, easements, etc. Building (gross square feet) # Parking Spaces # Employees Site locational changes # External Vehicle Trips D.O. conditions ADA representations	250,000 SF	1,250,000 SF	
Petroleum/Chem. Storage	Storage Capacity (barrels and/or lbs.) Distance to Navigable waters (feet) Site locational changes Facility Acreage, including drainage, ROW, easements, etc. # External Vehicle Trips D.O. conditions ADA representations	PM Peak Hour	839 PM Peak Hour	
Ports (Marinas)	# boats, wet storage # boats, dry storage Dredge and fill (cu.yds.) Petroleum storage (gals.) Site locational changes Port Acreage, including drainage, ROW, easements, etc. # External Vehicle Trips D.O. conditions ADA representations			

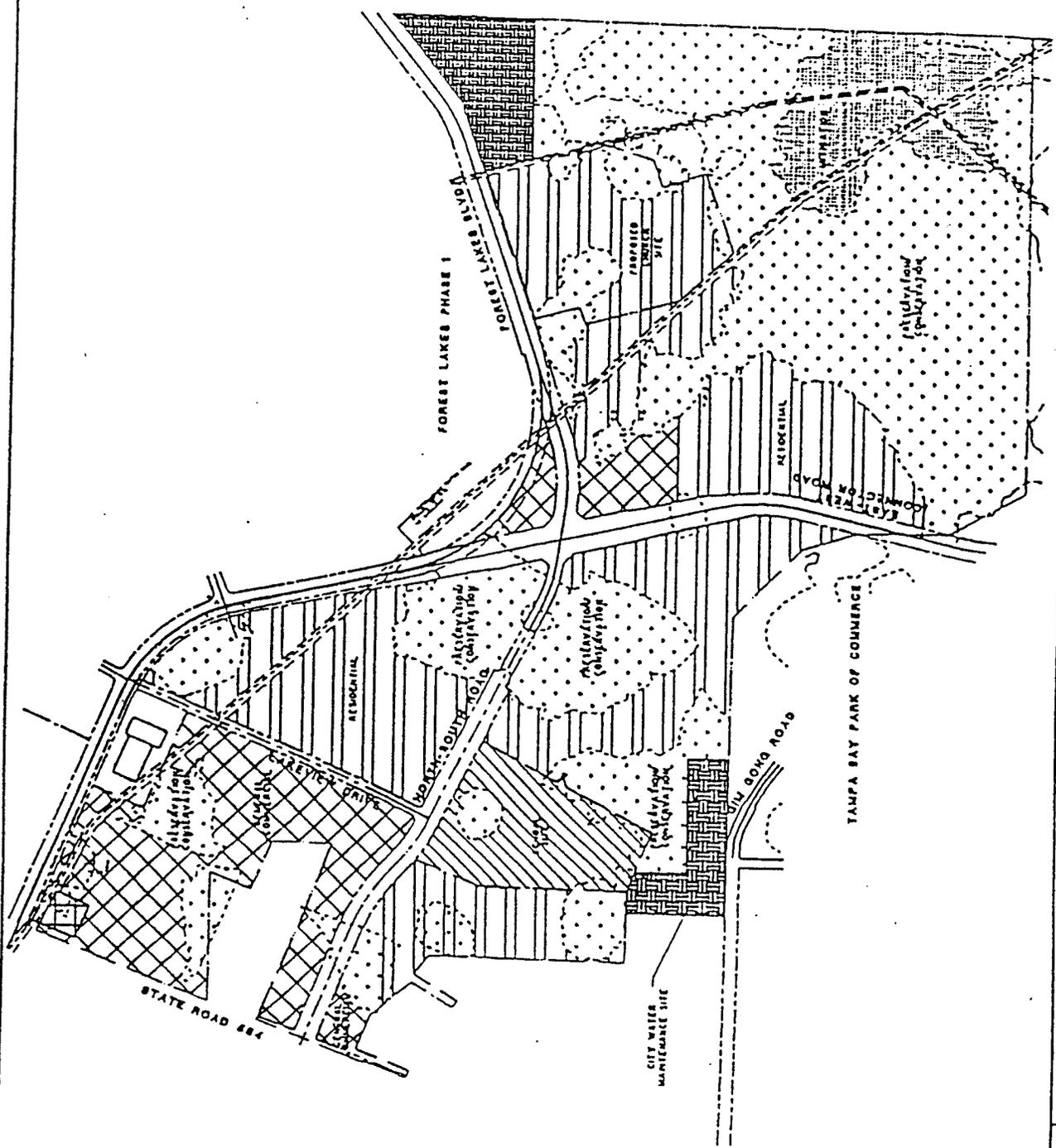
TYPE OF LAND USE	CHANGE CATEGORY	PROPOSED PLAN	ORIGINAL PLAN	PREVIOUS D.O. CHANGE + DATE
Residential	# dwelling units Type of dwelling units # lots Acreage, including drainage, ROW, easements, etc. Site locational changes # External Vehicle Trips D.O. conditions	400 400	3,400 H/F du 500 S/F du	
Wholesale, Retail,	Acreage, including drainage, ROW, easements, etc.	PM Peak Hour	1853 PM Peak Hour	
Service	Floor Space (gross square ft) # Parking Spaces # Employees Site locational changes # External Vehicle Trips D.O. conditions ADA representations	250,000 SF PH Peak Hour	676,000 SF 2,216 PM Peak Hour	
Hotel/Motel	# Rental Units Floor Space (gross square feet) # Parking Places # Employees Site locational changes Acreage, including drainage, ROW, easements, etc. # External Vehicle Trips D.O. conditions ADA representations	125 Rooms PM Peak Hour	250 Rooms 133 PM Peak Hour	

TYPE OF LAND USE	CHANGE CATEGORY	PROPOSED PLAN	ORIGINAL PLAN	PREVIOUS D.O. CHANGE + DATE
R.V. Park	Acreage, including drainage, ROW, easements, etc. # Parking Spaces Buildings (gross square feet) # Employees Site locational changes # External Vehicle Trips D.O. conditions ADA representations			
Open Space (All natural and vegetated non-impervious surfaces)	Acreage Site locational changes Type of open space D.O. conditions ADA representations			
Preservation, Buffer or Special Protection Areas	Acreage Site locational changes Development of site proposed D.O. conditions ADA representations			

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



- LAND USE LEGEND**
- RESIDENTIAL
  - GENERAL COMMERCIAL
  - TEMPLE
  - RECREATION/CONSERVATION
  - SPECIAL/INDUSTRIAL/UTILITIES
  - UTILIZATION SITE
  - CITY OF ORLANDO

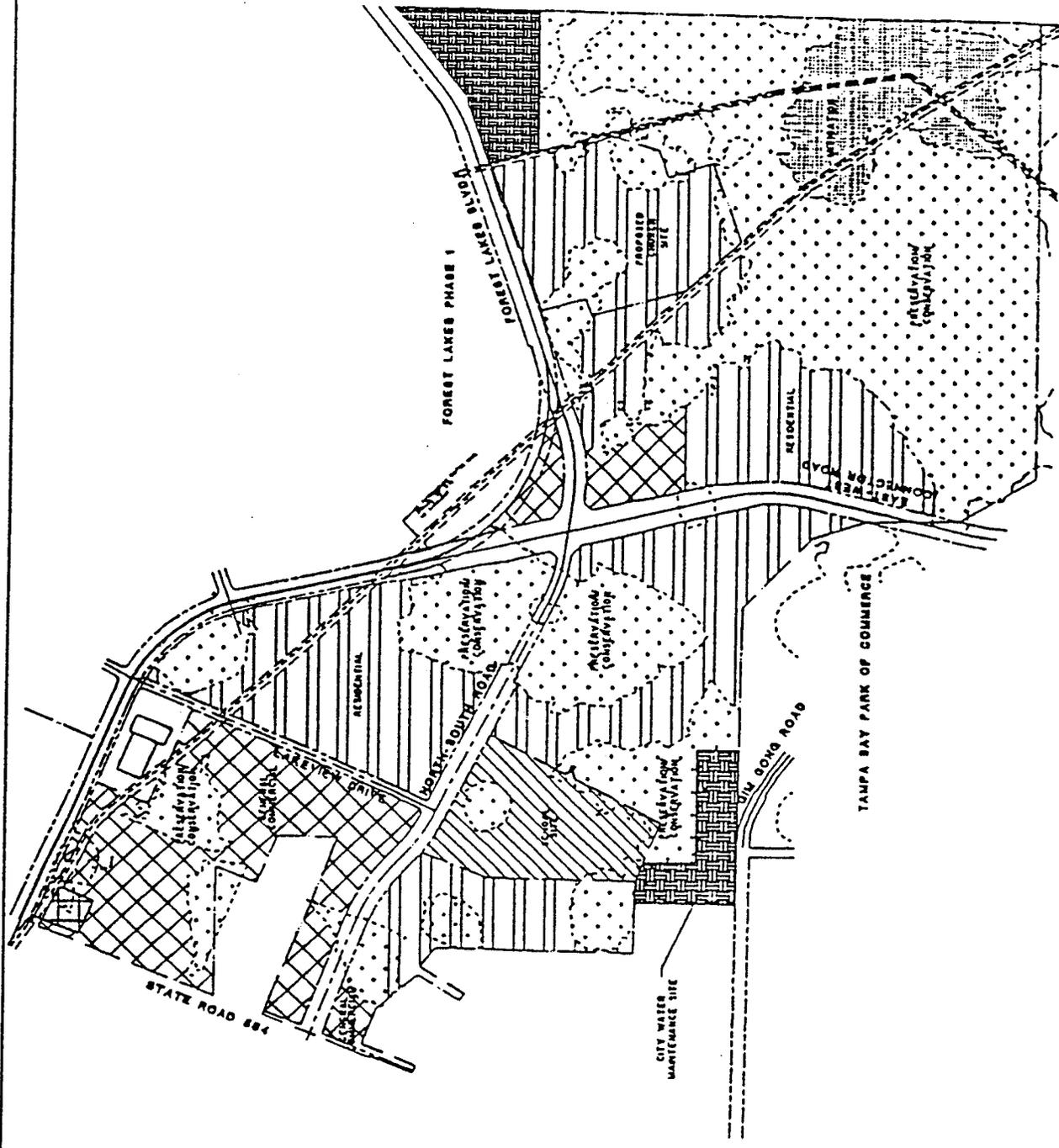


<p><b>THE MILFORD CORPORATION</b> 1808 SUNBELL AVENUE ORLANDO, FL 32817</p>		<p><b>CYPRESS LAKES MASTER DEVELOPMENT PLAN EXHIBIT 'O'</b></p>	
<p><b>KEY ENGINEERING ASSOCIATES, INC.</b> Engineers, Planners, Architects, Scientists</p>	<p>DATE: _____</p> <p>SCALE: _____</p> <p>PROJECT NO: _____</p>	<p>DATE: _____</p> <p>SCALE: _____</p> <p>PROJECT NO: _____</p>	<p>DATE: _____</p> <p>SCALE: _____</p> <p>PROJECT NO: _____</p>



**LAND USE LEGEND**

	RESIDENTIAL
	GENERAL COMMERCIAL
	SCHOOL
	INDUSTRIAL/COMMERCIAL CONVENTION
	UNDEVELOPED/PLANTATION
	MILITARY ZONE
	CITY OF ORLANDO



<b>THE MILFORD CORPORATION</b> 1008 SUMNER AVENUE ORLANDO, FL 32817			<b>CYPRESS LAKES MASTER DEVELOPMENT PLAN EXHIBIT 'D'</b>				
<b>KEA KING ENGINEERING ASSOCIATES, INC.</b> <small>Engineers • Planners • Surveyors • Architects</small>				<input type="checkbox"/> PREPARED BY <input type="checkbox"/> CHECKED BY <input type="checkbox"/> DESIGNED BY <input type="checkbox"/> DRAWN BY <input type="checkbox"/> DATE			

EXHIBIT "D"  
 CYPRESS LAKES  
 DRI PROPORTIONATE SHARE CONTRIBUTION

ROAD	LINK	EXISTING LANES	LENGTH (Miles)	IMPROVEMENT NEEDED	IMPROVEMENT COST	CYPRESS LAKES COST
PINE AVENUE	FOREST LAKES BLVD. - E/W RD.	.	0.23	2LU URBAN	308,353	35,132
PINE AVENUE	E/W RD. - SR. 584	.	0.70	2LU URBAN	938,469	323,079
E/W ROAD	FOREST LAKES BLVD. GIM GONG RD.	.	0.50	2LU RURAL	514,878	119,101
E/W ROAD	GIM GONG RD - RACE TRACK RD.	.	0.70	2LU RURAL	720,829	97,035
RACE TRACK RD.	SR. 580 - E/W RD.	2 LU	1.0	WIDEN TO 4 LD RURAL	1,651,584	75,168
LINEBAUGH AVE	RACE TRACK RD. - COUNTRYWAY BLVD.	.	1.2	2 LU RURAL	1,235,708	82,154
FOREST LAKES BLVD. (CR667)	SR. 584 - SR. 580	2 LU	0.5	WIDEN TO 4LD RURAL	825,792	122,473
SR. 580	OLDSMAR BRIDGE-FOREST LAKES BLVD.	2 LU	0.3	WIDEN TO 6LD URBAN	1,068,672	62,956
SR. 580	FOREST LAKES BLVD. - SR. 584	2 LU	1.1	WIDEN TO 4LD RURAL	1,448,128	48,271
SR. 580	SR. 584 - RACE TRACK RD.	2 LU	0.4	WIDEN-TO 6L EXPWY	2,629,562	121,726
SR. 580	RACE TRACK - DOUBLE BRANCH RD.	2 LU	1.0	WIDEN TO 6L EXPWY	6,573,906	304,314
SR. 584	SR. 580 - PINE AVENUE	2 LU	0.8	WIDEN TO 8LD URBAN	4,647,729	283,747
SR. 584	PINE AVENUE - FOREST LAKES BLVD.	2 LU	0.3	WIDEN TO 8LD URBAN	1,742,898	90,934
SR. 584	FOREST LAKES BLVD. - CURLEW RD.	2 LU	1.3	WIDEN TO 8LD URBAN	7,552,561	435,093
CURLEW ROAD	SR. 584 - MCMULLEN-BOOTH RD.	2 LU	0.8	WIDEN TO 4LD RURAL	1,053,184	46,808
TOTAL					532,912,253	52,247,991

NOTES: COSTS BASED ON 1991 COST FIGURES  
 DETAILED COST INFORMATION PROVIDED IN TABLES OF TRAFFIC ANALYSIS DATED 10/93.  
 (G:\60\EXHIBIT)

EXHIBIT "E"  
TRANSPORTATION IMPROVEMENTS

ROAD	BETWEEN	AND	TYPE	IMPROVEMENT NEEDED	LENGTH (MILES)
1	PINE AVENUE	FOREST LAKES BLVD.	E/W ROAD	2LU COL.	0.23
2	PINE AVENUE	E/W ROAD	S.R. 584	2LU COL.	0.7
3	E/W ROAD	FOREST LAKES BLVD.	GIM GONG ROAD	2LU ART.	0.5
4	E/W ROAD	GIM GONG ROAD	RACE TRACK ROAD	2LU ART.	0.7
5	RACE TRACK ROAD	S.R. 580	E/W ROAD	WIDEN TO 4LD RURAL	1.0
6	LINEBAUGH AVE.	RACE TRACK ROAD	COUNTRYWAY BLVD.	2LU ART.	1.2
7	C.R. 677	S.R. 584	S.R. 580	2LU ART.	0.5
8	S.R. 580	OLDSMAR BRIDGE	FOREST LAKES BLVD. (C.R. 667)	2LU ART.	0.3
9	S.R. 580	FOREST LAKES BLVD. (C.R. 667)	S.R. 584	2LU ART.	1.1
10	S.R. 580	S.R. 584	RACE TRACK ROAD	2LU ART.	0.4
11	S.R. 580	RACE TRACK ROAD	DOUBLE BRANCH ROAD	2LU ART.	1.0
12	S.R. 584	S.R. 580	PINE AVENUE	2LU ART.	0.8
13	S.R. 584	PINE AVENUE	FOREST LAKES BLVD.	2LU ART.	0.3
14	S.R. 584	FOREST LAKES BLVD.	CURLEW ROAD	2LU ART.	1.3
15	CURLEW ROAD	S.R. 584	MCMULLEN-BOOTH RD.	2LU ART.	0.8

MPO TRANSPORTATION IMPROVEMENT PROJECTS AND CURRENT STATUS  
 S.R. 584 BETWEEN CURLEW ROAD AND S.R. 580, PE AND R/W UNDERWAY AND FUNDED IN FY 91/93 CONSTRUCTION SCHEDULED 93/94 FDOT #7116900  
 TAMPA ROAD BETWEEN CURLEW ROAD AND MCMULLEN-BOOTH RD. CONSTRUCTION FUNDED IN FY 91/93 FOR HELLAS COUNTY #1010  
 S.R. 580 BETWEEN MCMULLEN-BOOTH RD. AND OLDSMAR BRIDGE, CONSTRUCTION FUNDED IN FY 91/94 FDOT #7116954  
 S.R. 580 BETWEEN OLDSMAR BRIDGE AND S.R. 584, PE & R/W UNDERWAY AND FUNDED IN FY 91/93 CONSTRUCTION SCHEDULED 94/95 FDOT #7116978  
 S.R. 580 BETWEEN S.R. 584 AND RACE TRACK RD., PE COMPLETE, R/W FUNDED IN FY 91/93, CONSTRUCTION SCHEDULED 94/95 FDOT #7117036  
 S.R. 580 BETWEEN RACE TRACK RD. AND DOUBLE BRANCH ROAD, PE AND R/W UNDERWAY AND FUNDED IN FY 92 CONSTRUCTION SCHEDULED 94/95 FDOT #7117036  
 S.R. 580 BETWEEN PISTOL RANGE ROAD AND HILLSBOROUGH AVENUE, CONSTRUCTION COMPLETED AS 4LD  
 CURLEW ROAD BETWEEN S.R. 584 AND MCMULLEN-BOOTH ROAD, PE AND R/W FUNDED IN FY 91/93 FDOT #7116917

EXHIBIT "F"

TRANSPORTATION MITIGATION COST  
(VALUE OF PIPELINED IMPROVEMENTS)

A. East-West Connector Road (100% Credit)			
1.	Right-of-Way Cost	489,092 SF at \$2/SF	\$ 978,184
		168,800 SF at \$2.29/SF	\$ <u>386,552</u>
			\$ 1,364,736
2.	Design and Permitting		\$ 287,500
3.	Drainage Retention Ponds #3 - #4	199,776 SF at \$2/SF	\$ 339,552
4.	Escrow for Construction and Improvements to Date		\$ 1,000,000
	Subtotal "A"		\$ 2,991,788
			\$ 2,991,788
B. North-South Road (50% Credit)			
			<u>50%</u>
1.	Right-of-Way Cost	35,000 SF at \$6/SF	\$ 210,000
		94,500 SF at \$3.50/SF	\$ 330,750
		94,500 SF at \$2/SF	\$ 189,000
		126,000 SF at \$2/SF	\$ 252,000
		84,600 SF at \$2/SF	\$ <u>169,200</u>
			\$ 1,150,950
			\$ 575,475
2.	Design and Permitting		\$ 260,500
			\$ 130,250
3.	Construction and CEI		\$ 925,083
			\$ 462,541
	Subtotal "B"		\$ 2,336,533
			\$ 1,168,266
C.	Contribution to Transportation Study (100% credit)		\$ 105,000
			\$ 105,000
	TOTAL		\$ 5,433,321
			\$ 4,265,054

"Value of rights-of-way shall be finally established at time of conveyance and are subject to an appraisal or acceptance by the City of Oldsmar."

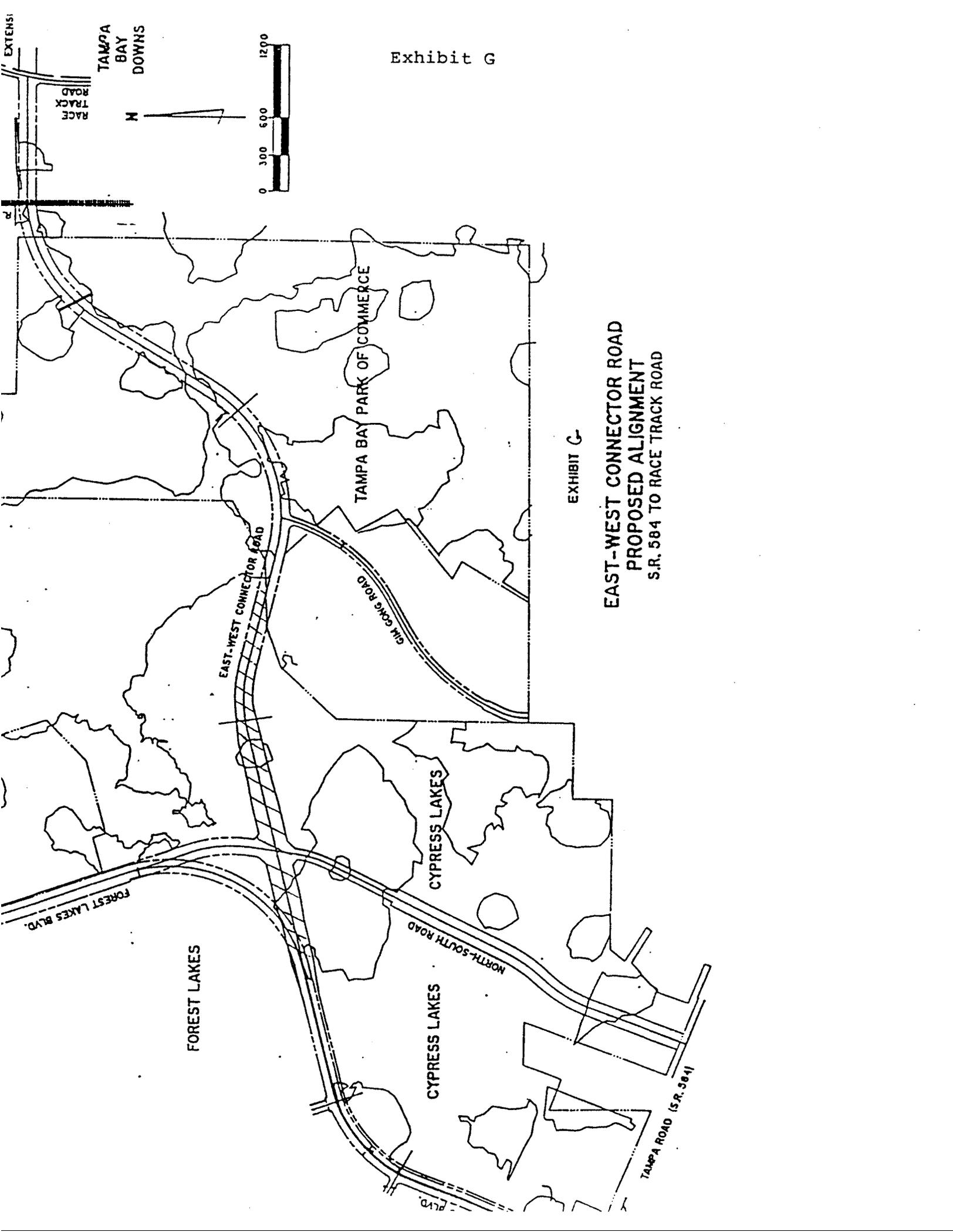


Exhibit G

EXHIBIT G-

EAST-WEST CONNECTOR ROAD  
PROPOSED ALIGNMENT  
S.R. 584 TO RACE TRACK ROAD

TAMPA  
BAY  
DOWNS

RACE  
TRACK  
ROAD

N



TAMPA BAY PARK OF COMMERCE

CYPRESS LAKES

CYPRESS LAKES

FOREST LAKES

FOREST LAKES BLVD.

NORTH-SOUTH ROAD

TAMPA ROAD (S.R. 584)

GIM GONG ROAD

EAST-WEST CONNECTOR ROAD

**LEGAL DESCRIPTION: Cypress Lakes - City of Oldsmar Parcel**

A tract of land lying within Southeast 1/4 of Section 11, Township 28 South, Range 16 East, Pinellas County, Florida and being more particularly described as follows:

Commence at the Southeast corner of said Southeast 1/4; thence  $N00^{\circ}57'48''W$ , along the East line of said Southeast 1/4, for 1125.17 feet to the point of intersection with the southerly boundary line of a Florida Power Corporation right-of-way, as recorded in Official Records Book 4477, on page 942 of the Public Records of Pinellas County, Florida; thence  $N89^{\circ}53'28''W$ , along said southerly boundary line, for 1322.21 feet; to the POINT OF BEGINNING; thence leaving said southerly boundary line,  $S00^{\circ}06'32''W$ , for 866.96 feet to the point of intersection with the northerly boundary line of a gas main easement as recorded in Official Records Book 607, on page 318 of the Public Records of Pinellas County, Florida; thence  $S74^{\circ}00'37''W$ , along said northerly boundary line, for 299.43 feet to the point of intersection with the easterly right-of-way line of Forest Lakes Boulevard, as recorded in Official Records Book 4950, on page 1263 of the Public Records of Pinellas County, Florida; thence  $N19^{\circ}42'06''W$ , along said easterly right-of-way line, for 269.38 feet to the point of intersection with a curve concave to the East; thence continuing along said easterly right-of-way line and northeasterly along the arc of said curve having a radius of 986.74 feet, a central angle of  $06^{\circ}18'15''$ , an arc length of 108.57 feet and a chord bearing  $N16^{\circ}32'59''W$ , for 108.51 feet to the point of intersection with a non-tangent curve concave to the Southwest; thence leaving said easterly right-of-way line and northwesterly along the arc of said curve with a radial bearing  $S61^{\circ}12'24''W$ , and having a radius of 1116.74 feet, a central angle of  $10^{\circ}21'22''$ , an arc length of 201.85 feet and a chord bearing  $N33^{\circ}58'17''W$ , for 201.57 feet to the point of intersection with a non-tangent line; thence  $N39^{\circ}09'02''W$ , for 37.60 feet to the point of intersection with the westerly right-of-way line of Forest Lakes Boulevard as recorded in Official Records Book 4950, on page 1265 of the Public Records of Pinellas County, Florida, same also being the point of intersection with the new easterly right-of-way line of Forest Lakes Boulevard as recorded in Official Records Book 5965, on page 671 of the Public Records of Pinellas County, Florida; thence leaving said westerly right-of-way line,  $N39^{\circ}09'02''W$ , along said new easterly right-of-way line, for 337.85 feet; thence leaving said new easterly right-of-way line  $N50^{\circ}50'58''E$ , for 213.22 feet to the point of intersection with aforesaid southerly boundary line of a Florida Power Corporation right-of-way; thence along said southerly boundary line the following three (3) courses; (1) thence  $S89^{\circ}53'28''E$ , for 109.68 feet to the point of intersection with aforesaid westerly right-of-way line of Forest Lakes Boulevard; (2) thence leaving said westerly right-of-way line,  $S89^{\circ}53'28''E$ , for 117.34 feet to the point of intersection with aforesaid easterly right-of-way line of Forest Lakes Boulevard; (3) thence leaving said easterly right-of-way line  $S89^{\circ}53'28''E$ , for 368.53 feet to the POINT OF BEGINNING and containing 10.77 acres, more or less.

f:\drawings\cypress\olds.lcg  
sta 5/20/94

EXHIBIT A

RESOLUTION NO. 90- 32

AMENDMENT NO. 4 TO CYPRESS LAKES

DEVELOPMENT ORDER

A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF OLDSMAR, FLORIDA, APPROVING AMENDMENT NUMBER FOUR TO THE DEVELOPMENT ORDER FOR THE CYPRESS LAKES DEVELOPMENT OF REGIONAL IMPACT RENDERED PURSUANT TO SECTION 380.06, FLORIDA STATUTES.

WHEREAS, on July 14, 1987, the City Council of the City of Oldsmar unanimously approved a Development Order for the Cypress Lakes Development of Regional Impact (Resolution No. 87-15); and

WHEREAS, following the adoption of the Development Order and in response to questions and concerns raised by the Florida Department of Community Affairs (DCA) and the Tampa Bay Regional Planning Council (TBRPC), it was deemed appropriate to clarify and amend the Development Order; and

WHEREAS, on August 14, 1987, the City Council of the City of Oldsmar approved certain clarifications and amendments to the Development Order; and

WHEREAS, on September 8, 1987, the City Council of the City of Oldsmar approved Amendment No. 1 to the Cypress Lakes Development Order (Resolution No. 87-22), which contains all of the clarifications and amendments; and

WHEREAS, on September 15, 1987, the City Council of the City of Oldsmar approved Amendment No. 2 to the Cypress Lakes Development Order (Resolution No. 87-23), which was adopted to amend certain provisions concerning required land use amendments; and

WHEREAS, Resolutions No. 87-15, 87-22 and 87-23 have been duly recorded on the Public Records of Pinellas County as O.R. Book 6724, Pages 1872 through and including 1938 on April 19, 1988; and

WHEREAS, on March 6, 1990, the City Council of the City of Oldsmar approved Amendment No. 3 to the Cypress Lakes Development Order (Resolution No. 90-05) to amend and clarify certain provisions of the Development Order, as amended; and

WHEREAS, pursuant to Section 380.07, Florida Statutes, TBRPC and DCA appealed Resolution No. 90-05; and

WHEREAS, TBRPC, DCA, the Milford Corporation, and the City of Oldsmar have negotiated and reached agreement as to specific revisions of the Development Order, which, if adopted, resolves the issues raised by DCA and TBRPC.

NOW, THEREFORE, BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF OLDSMAR, FLORIDA

SECTION 1. That the Cypress Lakes Development Order, as amended, (Resolution Nos. 87-15, 87-22, and 87-23) and as recorded in O.R. Book 6724, pages 1872 through 1938 inclusive, is incorporated herein by reference.

SECTION 2. That Resolution No. 90-05, as adopted on March 6, 1990, by the City Council of the City of Oldsmar, Florida, is hereby duly revoked and repealed in its entirety.

SECTION 3. That the Cypress Lakes Development Order, as amended, be further clarified and amended as follows:

A. Paragraph IV.C. (on pages 11 through 15 of Resolution No. 87-15) is hereby deleted and, in its place, substitute the following:

"C. Transportation

1. Cypress Lakes will have a negative impact on regionally significant highway facilities. Transportation system improvements required to mitigate the negative impact of this proposed development on transportation facilities have been identified and are set forth herein.

2. Attached as Exhibits E and C, respectively are tables which identify all of the transportation improvements necessary to accommodate the impacts of Phase I of Cypress Lakes and the calculations of Developer's Proportionate Share Contribution as required in Rule 9J-2.0255, F.A.C. (DCA's DRI Transportation Policy Rule). Also shown on Exhibit E is a listing of the needed roadway improvements currently programmed in the MPO Transportation Improvement Program.

3. When Phase I is 50 percent occupied (or the equivalent thereof in terms of trip-generation), a program to provide peak-hour and daily-traffic estimates for each project entrance shall be instituted to verify that the projected number of external trips in Phase I are not exceeded. Traffic estimates will continue on an annual basis through buildout of Phase I. The program shall be conducted using methodologies established by the Institute of Traffic Engineers

(ITE). This information shall be supplied in the required annual report. If an annual report is not submitted within 30 days of its due date, or if the annual report indicates that the total trips exceed Phase I and subsequent phases projected counts or that total trip diversions are not being met or that requirements set forth in paragraph 4 are not met, the City of Oldsmar shall conduct a substantial deviation determination pursuant to Subsection 380.06(19)(b), Florida Statutes, and may amend the Development Order to change or require additional roadway improvement. The results of the study may also serve as a basis for the Developer or reviewing agencies to request Development Order amendments.

4. In order to mitigate the negative impact of this proposed development on transportation facilities, two options have been incorporated into this Development Order. One option involves the pipelining of the Developers' monetary mitigation of transportation impacts into actual construction of regionally significant roadways and is set out in paragraph IV.C.5 below. The second option is described in this paragraph and requires commitments from responsible entities for improvement/implementation of the sixteen roadway improvements identified in Exhibit E. As indicated above, this option is an alternative to the pipeline option described in paragraph IV.C.5. Without commitments for the sixteen roadway improvements identified in Exhibit E, construction permits for Phase I shall not be issued.

5. Phase I approval is based upon the Developer's commitment to fund and construct specific regional facilities as mitigation for the project's impact on the transportation network. These commitments are

listed on Exhibit D attached hereto. Developer will convey at no cost to the City and build, as a part of Phase One mitigation, a divided, four-lane, limited access road between Forest Lakes Boulevard and the western boundary of the Tampa Bay Park of Commerce DRI, with conveyance by deed specifying the limited access nature of the right of way. Such limited access as identified in Exhibit F hereof is contingent on the required approvals of the North-South Road and the internal access roads to the parcels that front on the East-West Road. The right-of-way will not be less than 133 feet, which is sufficient for the future expansion to six lanes, and shall run from Forest Lakes Boulevard to the western edge of the Tampa Bay Park of Commerce DRI project. Said construction of the four-lane roadway shall commence no later than July 1, 1991 and be completed no later than July 1, 1992. Developer will plan, design and construct as applicable the improvements to the regional roadway network in accordance with the design standards and criteria approved and required by the city of Oldsmar and the Pinellas County Engineering Department as set forth in Exhibit F. During Phase I, a second access road will be provided to SR 584. This second access road will be an extension to Pine Street consisting of a four-lane, divided limited access road within not less than a 94-ft. right-of-way, conveyed to the City by deed specifying the controlled access nature of the right-of-way, as set forth in Exhibit F. All road right-of-way and improvements shall be at the sole cost of the developer. This road shall be constructed and in place before any Phase I development can occur that generates more than 1000 off-site daily vehicle trips (1000 off-site peak hour vehicle trips), or any site plan for a parcel

adjacent to the road without frontage to another dedicated public road right-of-way is approved for occupancy.

6. The existing access to Cypress Lakes is through Forest Lakes Boulevard. In Phase II, right-of-way shall be reserved for another access road in addition to the access code referred to in paragraph 5 above, will be provided to Race Track Road. The design of this road will be consistent with the Pinellas County Sector 2 East Lake Tarpon Traffic Circulation Plan. These access road revisions will result in a different traffic assignment for Phase I than will occur in Phases II and III.

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

8. The Developer will convey to the City of Oldsmar 32 feet (consisting of 22 feet of right of way and 10 feet for a city owned utility easement) for utilities and road right-of-way along the north side of S.R. 584 as it abuts the development property. The Developer shall convey the foregoing property within sixty (60) days of the City's request. Provided, however, the Developer shall convey said right-of-way (utilities and road) no later than July 1, 1991."

9. The Developer will convey to the City of Oldsmar 25 feet for utilities and road right-of-way purposes (consisting of 15 feet of right-of-way and 10 ft for a city owned utility easement) along the eastern boundary of Forest Lakes Boulevard from the intersection of

S.R. 584 and Forest Lakes Boulevard north to the Florida Power right-of-way. The Developer shall convey the foregoing property within sixty (60) days of the City's request. Provided, however, the Developer shall convey said right of way (utilities and road) no later than July 1, 1991."

10. The Developer's estimated proportionate share amount for transportation improvements for Phase I is \$1,640,917 shown on Exhibit C and its estimated transportation impact fee under the applicable City ordinance is approximately \$1,700,000. In order to satisfy its proportionate share requirement of needed transportation improvements and its local transportation impact fees, the Developer shall:

a. Dedicate the right-of-way for and design and construct the East-West Connector Road as described in Exhibit F.

b. Dedicate the right-of-way for and design and construct the North-South Connector Road as described in Exhibit F.

c. Dedicate the right-of-way for S.R. 584 as provided for in paragraph IV.C.9.

d. Dedicate the right-of-way for Forest Lakes Boulevard as provided for in paragraph IV.C.10.

e. Contribute \$105,000 to the Top of the Bay Task Force for a regional transportation study.

11. The values shown on "Transportation Mitigation Cost", Exhibit D, are estimates and shall be recalculated as part of the traffic study described in paragraph IV.C. 14. below. To the extent the Developer's expenditure for transportation mitigation improvements described in Exhibit D exceed the Developer's proportionate share of \$1,640,917, the

Developer shall receive credit for the excess amount towards the Developer's proportionate share for Phase II.

12. The Developer may utilize the value of its transportation mitigation improvements to offset any local transportation impact fees imposed by the City for Phases I, II, and III. The Developer's ability to utilize the value of its transportation mitigation improvements to offset any local transportation impact fees for Phase III is subject to receiving approval for Phase III.

13. Within thirty (30) days of the rendition of this Resolution, TBRPC and the Developer shall enter into a mutually approved contract with a traffic consultant to be selected by TBRPC. The traffic consultant shall prepare a new traffic analysis for Phase II of the Cypress Lakes DRI. The Developer shall be responsible for paying for the new traffic analysis. The traffic analysis shall be consistent with Section 380.06, Florida Statutes, Rule 9J-2.0255, Florida Administrative Code, and TBRPC Policy 19.8.14. The consultant will report directly to TBRPC, however, the Developer, the City, and DCA shall be included as parties to all communications, including meetings, between TBRPC and the consultant. In addition, FDOT, Pinellas County MPO, DCA, TBRPC, the City, and the Developer will define the scope and issues to be addressed in the traffic analysis, including the methodologies to be utilized. The methodologies to be utilized in preparing the traffic analysis and the proportionate share contributions shall be incorporated in the contract with the consultant. Unless DCA agrees in writing to the proposed methodologies, DCA shall not be later limited from appealing, pursuant

rates show that Phase II will generate 27,912 additional daily trips. These figures shall be utilized in the new traffic analysis for Phase II.

14. Once the Developer's proportionate share for Phase II is determined by the traffic consultant and the pipelined transportation improvements identified, the Cypress Lakes DRI Development Order shall be amended to consider giving specific approval for Phase II. The value of the pipelined transportation improvements, which are to be contributed, paid for and/or constructed by the Developer shall equal or exceed the Developer's proportionate share for Phases I and II. In the event the value of the pipelined transportation improvements is less than the Developer's proportionate share, the Developer shall have the option to either (1) provide additional pipelined regional transportation improvements as selected by TBRPC and the City of Oldsmar so that the total value of the pipelined transportation improvements equals or exceeds the Developer's proportionate share for Phases I and II or (2) the Developer may reduce the amount of proposed development in Phase II which will, in turn, result in a reduction of the number of external trips for Phase II so that the Developer's proportionate share is reduced to equal or be less than the value of the pipelined transportation improvements. It is acknowledged that the traffic generation rates set out above are applicable only to the specific square footages and units indicated. If the Developer elects to reduce the amount of proposed development in Phase II, new transportation generation rates will have to be determined for each reduction based on the ITE Manual.

15. With respect to the transportation impacts of Phase III, the Developer shall be required to comply with Section 163.3177(10)(h), Florida Statutes, (the ("concurrency" requirement) Section 380.06, Florida Statutes, and Rule 9J-2.0255, F.A.C., or such other requirements that may be in effect at the time of approval of Phase III. "

B. All of the undesignated language which follows paragraph IV.G.6.e. (on page 22 of Resolution No. 87-15) is hereby deleted in its entirety and in its place substitute the following:

"The Developer shall contribute the sum of \$50,000 to a city-wide drainage study on or before December 15, 1990."

C. Paragraph V.D.1. (on pages 31 and 32 of Resolution No. 87-15) is hereby deleted in its entirety and in its place substitute the following:

"D. City Hall and City Maintenance Center

1. New City Hall--The Developer shall contribute a total of \$500,000 to the City to be used for acquisition and/or construction of a new City Hall. The payments shall be made as follows:

a. Within 30 months from the effective date of this Development Order, the sum of \$150,000 shall be paid.

b. Within 36 months from the effective date of this Development Order, the sum of \$150,000 shall be paid.

c. Following the second payment of \$150,000 the Developer shall pay the sum of \$200 per unit for the next 1,000 units or commercial equivalent to the general fund of the City.

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

D. The City has prepared a report on the City's water supply and distribution facilities, dated December, 1988. That report recommended, among other things, the most appropriate location for a water storage facility. Accordingly, it is appropriate that paragraph V.G.8. (on pages 36 and 37 of Resolution No. 87-15) be deleted in its entirety and the following substituted in its place:

"8. Developer will convey at no cost a parcel of land 200 ft. x 500 ft. with 200 ft. of frontage on Gim Gong Road to the City of Oldsmar for construction of a one-million gallon water storage facility. The new storage facility will be located on the west side of Gim Gong Road near the Vollmer Road intersection. Such site will be conveyed on or before January 1, 1991. The City shall, following conveyance to the City of the said property as is described in Exhibit G, and payment of all funds hereunder, construct and install a water storage facility of its choice, including fencing, sheds, pumps, generators and other accessory equipment. The construction of said water storage facility shall commence not later than 120 days following the conveyance to the City of the subject property and the City shall complete said construction of the water storage facility no later than 9 months from the commencement of construction. The Developer represents that the property described in Exhibit G is

JDY

sufficient for the installation of two 500,000 gallon water storage facilities, including accessory equipment and pump house. If such representation is demonstrated to be untrue, the Developer shall convey to the City additional adjacent lands of approximate size and configuration to accommodate such facilities.

a. Within 180 days after completion of construction, testing and satisfactory operation of the water storage facility, pumps, generators, and other accessory equipment, the City shall convey to the Developer, free and clear of all liens, encumbrances, except easements and restrictions of record and taxes of the year of conveyance, the property described in Exhibit H. Real estates taxes shall be prorated as of the date of closing.

b. Following the effective date of this development order, the Developer shall pay an additional water impact fee of \$200 per unit for the first 1500 units or the commercial equivalent (based on equivalent residential connections, ERCs) for a total of \$300,000."

E. Throughout the Development Order various actions and events are required within a specified number of days of the effective date of the Development Order or within a specified number of days of the expiration of the appeal period. In order to eliminate any confusion as to the interpretation of these provisions, all such references to the effective date and expiration of the appeal period shall be deleted and in their place the various actions and events shall be required to

occur to within the specific number of days of July 15, 1988.

F. The phase schedule in Paragraph IV.2.A (on page 9 of Resolution No. 87-15) is to be deleted in its entirety and in its place substitute the following:

Years	Office (Sq. Ft.)	Commercial (Sq. Ft.)	Single Family Residential (Dwelling Units)	Multi Family Hotel (Rooms)	Parish and School Fac. (Acres)
Phase I	268,000	276,000	150	1,180	28
Phase II	370,000	150,000	350	1,535	250
Phase III	612,000	250,000		465	
TOTALS	1,250,000	676,000	500	3,180	250

G. The following new paragraph IV.B.10. is to be added on page 11 of Resolution No. 87-15:

10. The Developer has been authorized to sell approximately 30 acres, more or less, to John Clement Favalora, as Bishop of the Diocese of St. Petersburg, a corporation sole ("DIOCESE"), so that parish and school facilities, as described in Exhibit B, may be developed and operated. The DIOCESE is authorized to undertake development pursuant to the terms and conditions of this Development Order and the proposed parish and school facilities are permitted land uses in the multi-family residential land use category established by Oldsmar. Further, as long as the DIOCESE, or its successors and assigns, is in full compliance with the applicable terms and conditions of the Development Order, identified in Exhibit C, the DIOCESE, or its successors and assigns, shall not be held liable for the breach or default of any of the Development Order terms and conditions by another owner or

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developer and it may continue authorized development and operation without interruption or further mitigation.

SECTION 4. That this Resolution shall constitute the Final Development Order for the Cypress Lakes Development of Regional Impact.

SECTION 5. That this Resolution shall become effective upon passage and adoption.

PASSED AND ADOPTED BY THE CITY COUNCIL OF THE CITY OF OLDSMAR, FLORIDA,  
THIS 2nd DAY OF October, 1990.

CITY OF OLDSMAR

Thomas J. Pinta  
THOMAS J. PINTA, MAYOR

ATTEST

Cheryl D. Mortenson  
Cheryl D. Mortenson, City Clerk

APPROVED AS TO FORM:

Bryan A. Kutchins  
Bryan A. Kutchins, City Attorney

Approved and agreed to by the developer this 3rd day  
of October, 1990.

THE MILFORD CORPORATION

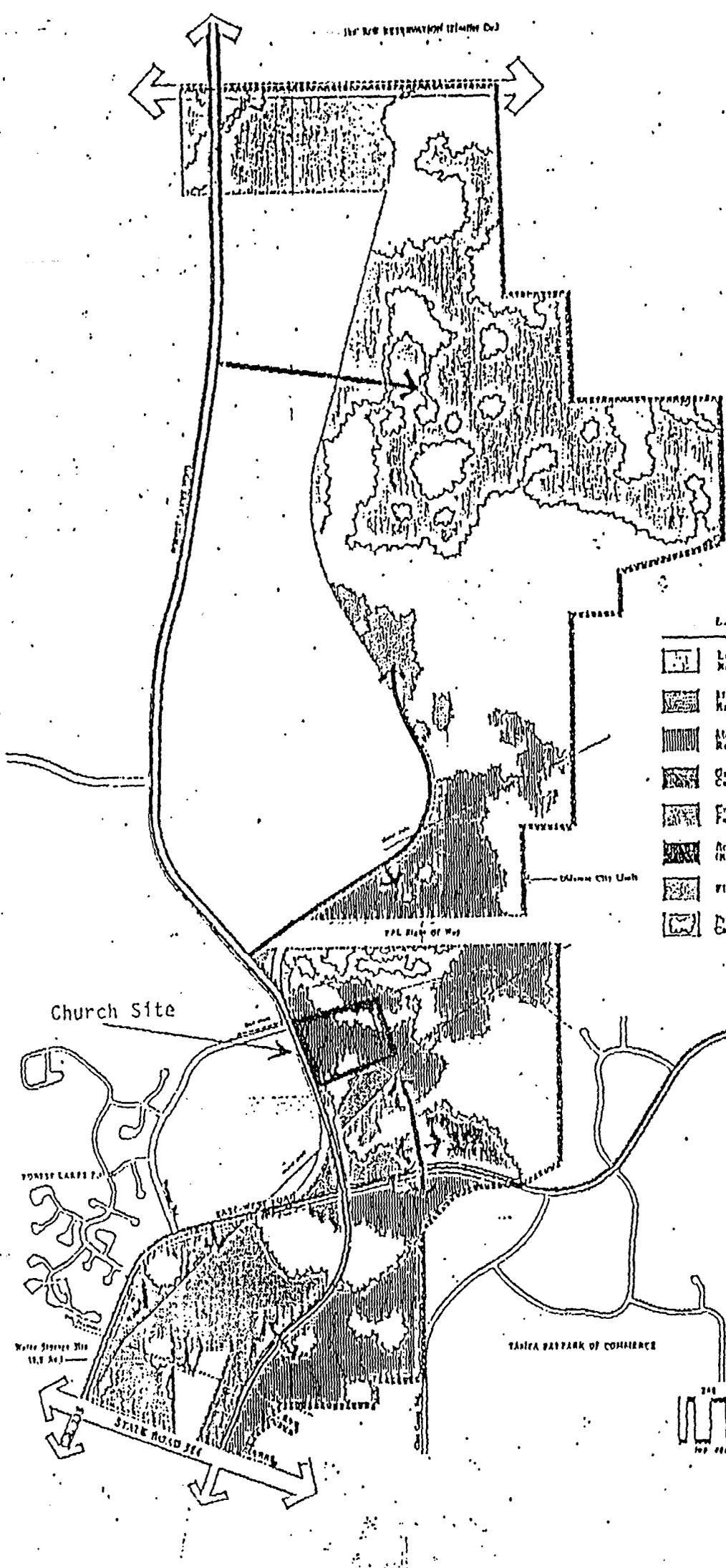
Dale E. Bleakley  
DALE E. BLEAKLEY  
PRESIDENT

EXHIBIT B  
PROPOSED PLAN  
FOR  
PARISH AND SCHOOL FACILITIES  
OLDSMAR, FLORIDA

The proposed site in the Cypress Lakes DRI project is shown on the attached page (Exhibit B, page 2 of 2) and consists of approximately 28 acres. About 22 acres of the 28 acres are uplands and development may occur on these 22 acres. The remaining 6 acres are in the conservation/preservation area and no development activities are permitted in the conservation/preservation area.

The proposed plan for the parish and school facilities includes the following: (1) a 20,000 sq. ft. multi-purpose building with a seating capacity of 700; (2) a 20,000 sq. ft. church with a seating capacity of 1,000; (3) a 5,000 sq. ft. priests residence; (4) a 3,000 sq. ft. sisters residence; (5) a 2,000 sq. ft. maintenance building; and (6) a 12,000 sq. ft. school building to accommodate 300 students and 15 staff members. The school shall not be utilized for post-secondary education.

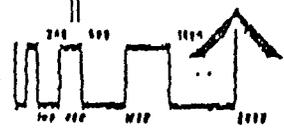
ExhibitB (09/04/90)



LAND USE	ZONING CATEGORY	UNIT(S)	NET DENSITY	GROSS ACREAGE
	RFD-5	000	1 up	555
	CU-30	1240	18 up	132
	RM-18	1240	18 up	124
	PAID-1	167,000 sq. ft. - Office 110,000 sq. ft. - Retail		115.0
	UY-R			16.1
	N/A			18
	N/A			3
	OS-R			
<b>Total Site Average</b>				<b>1166.1</b>

**GENERAL NOTES**

This Plan Represents a Conceptual Layout of the Project Development.  
 The Status of All Preservation/Conservation Areas are Subject to Modification Based Upon Final Agency Action by The Florida Department of Environmental Regulation and The Southwest Florida Water Management District.



REVISED PLAN: JULY 1, 1981  
 LAND PLANNING & DESIGN  
 1000 10th St. S.W.  
 Tallahassee, Florida 32310  
 Tel. 904/224-1111

**CYPRESS LAKES**      **oldsimar, florida**  
 a planned community developed by The Millard Corporation  
 Reduced      D.O. Exhibit "B"

JDW



## City of Oldsmar

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March 19, 1990

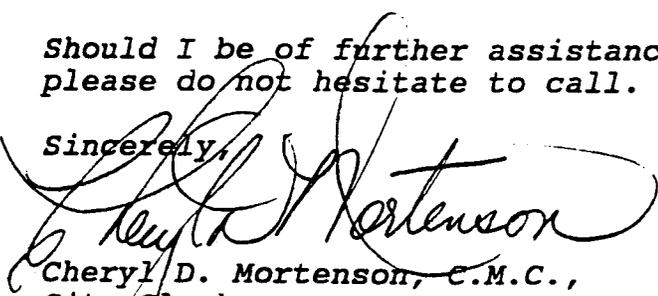
The Milford Corporation  
Mr. Dale E. Bleakley  
105-H Dunbar Avenue  
Oldsmar, Florida 34677

Dear Mr. Bleakley:

Due to a clerical error, enclosed please find a certified copy of the City of Oldsmar Resolution No. 90-05, Amendment No. 3 to Cypress Lakes Development Order, which was approved by the City Council on March 6, 1990. A non-certified copy was forwarded to you on the 12th of March.

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

Sincerely,

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

CDM/adk

cc: Jacob D. Varn, Esquire  
Julia E. Greene, Executive Director, TBRPC  
Thomas G. Pelham, Secretary, DCA

Enclosure

RESOLUTION NO. 90-05

AMENDMENT NO. 3 TO CYPRESS LAKES  
DEVELOPMENT ORDER

A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF OLDSMAR,  
FLORIDA, APPROVING AMENDMENT NUMBER THREE TO THE DEVELOPMENT ORDER FOR THE  
CYPRESS LAKES DEVELOPMENT OF REGIONAL IMPACT RENDERED PURSUANT TO SECTION  
380.06, FLORIDA STATUTES.

WHEREAS, on July 14, 1987, the City Council of the City of Oldsmar  
unanimously approved a Development Order for the Cypress Lakes Development of  
Regional Impact (Resolution No. 87-15); and

WHEREAS, following the adoption of the Development Order and in  
response to questions and concerns raised by the Florida Department of  
Community Affairs (DCA) and the Tampa Bay Regional Planning Council (TBRPC),  
it was deemed appropriate to clarify and amend the Development Order; and

WHEREAS, on August 14, 1987, the City Council of the City of Oldsmar  
approved certain clarifications and amendments to the Development Order; and

WHEREAS, on September 8, 1987, the City Council of the City of  
Oldsmar approved Amendment No. 1 to the Cypress Lakes Development Order  
(Resolution No. 87-22), which contains all of the clarifications and  
amendments; and

I HEREBY CERTIFY THAT THIS IS  
A TRUE AND CORRECT COPY OF  
*Resolution 90-05*  
OF THE PUBLIC RECORDS OF OLDSMAR.  
*Cheryl Neith*  
CITY CLERK

WHEREAS, on September 15, 1987, the City Council of the City of Oldsmar approved Amendment No. 2 to the Cypress Lakes Development Order (Resolution No. 87-23), which was adopted to amend certain provisions concerning required land use amendments; and

WHEREAS, Resolution Nos. 87-15, 87-22 and 87-23 have been duly recorded in the public records of Pinellas County as O.R. Book 6724, Pages 1872 through and including 1938 on April 19, 1988; and

WHEREAS, there has been some confusion as to when certain actions were to be taken and the City and Developer desire to eliminate any such confusion; and

WHEREAS, certain actions by the City and Developer have taken longer than anticipated and both parties deem it appropriate to amend the Development Order so that both parties will be in full compliance with all of the terms and conditions hereof.

NOW, THEREFORE, BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF OLDSMAR, FLORIDA:

SECTION 1. That the Cypress Lakes Development Order, as amended, (Resolution Nos. 87-15, 87-22, and 87-23) and as recorded in O.R. Book 6724, Pages 1872 through 1938 inclusive, is incorporated herein by reference.

SECTION 2. That the Cypress Lakes Development Order be further clarified and amended as follows:

A. Paragraph IV.C.5. (on page 12 of Resolution No. 87-15) provides in part that "...[d]eveloper will convey at no cost to the City and build, as a part of Phase One, construction beginning in 1987, a divided limited access road with conveyance by deed specifying the limited access nature of the right-of-way on not less than 133 feet of right-of-way for future expansion to six lanes providing access from Forest Lakes Boulevard to the western edge of Hollywood, Inc.'s Tampa Bay Park of Commerce Project..." Construction of this road was not commenced in 1987 for a variety of reasons. Delete the entire foregoing quoted sentence of paragraph IV.C.5. and substitute the following"

"Developer will convey at no cost to the City and build, as a part of Phase One, a divided limited access road with conveyance by deed specifying the limited access nature of the right-of-way. Such limited access as identified in Exhibit F hereof is contingent on the required approvals of the North-South Road and the internal access roads to the parcels that front on the East-West Road by the City, County and DOT. The right-of-way will not be less than 133 feet of right-of-way for future expansion to six lanes providing access from Forest Lakes Boulevard to the western edge of Hollywood, Inc.'s Tampa Bay Park of Commerce project. Said construction shall commence no later than 1990."

B. Paragraph IV.C.9. (on page 14 of Resolution No. 87-15) is to be deleted in its entirety and in its place substitute the following:

"9. The Developer will convey to the City of Oldsmar 32 feet (consisting of 22 ft. of right-of-way and 10 ft. for easement) for utilities and road right-of-way along the north side of S.R. 584 as it abuts the development property. The Developer shall convey the foregoing property within sixty (60) days of the City's request."

C. Paragraph IV.C.10. (on page 14 of Resolution No. 87-15) is to be deleted in its entirety and in its place substitute the following:

"10. The Developer will convey to the City of Oldsmar, 25 feet for utilities and road right-of-way purposes (consisting of 15 ft. of right-of-way and 10 ft. for easement) along the eastern boundary of Forest Lakes Boulevard from the intersection of S.R. 584 and Forest Lakes Boulevard north to the Florida Power right-of-way. The Developer shall convey the foregoing property within sixty (60) days of the City's request."

D. Paragraph IV.G.6.e. (on page 22 of Resolution No. 87-15) is to be deleted in its entirety and in its place substitute the following:

"e. The culverts on the east side of Pine Street between S.R. 584 south to the railroad track - the City of Oldsmar.

The Developer shall contribute the sum of \$50,000 to a City-wide drainage study on or before May 1, 1990."

E. Paragraph V.D.1. (pages 31 and 32 of Resolution No. 87-15) is to be deleted in its entirety and in its place substitute the following:

"D. City Hall and City Maintenance Center

1. New City Hall - The Developer shall contribute a total of \$500,000.00 to the City to be used for acquisition and/or construction of a new City Hall.

The payments shall be made as follows:

a. Within 30 months from the effective date of this Development Order, the sum of \$150,000.00 shall be paid.

b. Within 36 months from the effective date of this Development Order, the sum of \$150,000.00 shall be paid.

c. Following the second payment of \$150,000.00 the Developer shall pay the sum of \$200/unit for the next 1,000 units or commercial equivalent to the general fund of the City.

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

F. The City has prepared a report on the City's water supply and distribution facilities dated December, 1988. That report recommended, among other things, the most appropriate location for a water storage facility. Accordingly, it is appropriate that paragraph V.G.8. (on pages 36 and 37 of Resolution No. 87-15) be deleted in its entirety and the following substituted in its place:

"8. Developer will convey at no cost a parcel of land 200 ft. x 500 ft. with 200 ft. frontage on Gim Gong Road to the City of Oldsmar for construction of a one-million-gallon water storage facility. The new storage facility will be located on the west side of Gim Gong Road near the Vollmer Road intersection. Such site will be conveyed on or before July 1, 1990. The City shall, following conveyance to the City of the said property as is described in Exhibit G, and payment of all funds hereunder, construct and install a water storage facility of its choice, including fencing,

she , pumps, generators and other accessory equipment. The construction of said water storage facility shall commence not later than 120 days following the conveyance to the City of the subject property and the City shall complete the said construction of the water storage facility not later than 9 months from the commencement of construction. The Developer represents that the property is described in Exhibit G and is sufficient for the installation of two (500,000) gallon water storage facilities, including accessory equipment and pump house. If such representation is demonstrated to be untrue, the Developer shall convey to the City additional adjacent lands of appropriate size and configuration to accommodate such facilities.

a. Within 180 days after completion of construction, testing and satisfactory operation of the water storage facility, pumps, generators and other accessory equipment, the City shall convey to the Developer, free and clear of all liens, encumbrances, except easements and restrictions of record and taxes of the year of conveyance, the property described in Exhibit H. Real estate taxes shall be prorated as of the date of closing.

b. Following the effective date of this development order, the Developer shall pay an

additional water impact fee of \$200. , per unit for the first 1500 units or the commercial equivalent (based on equivalent residential connections, ERC's) for a total of \$300,000."

c. Intentionally deleted.

G. Throughout the Development Order various actions and events are required within "x" days of the effective date of the Development Order or within "x" days of the expiration of the appeal period. In order to eliminate any confusion as to the interpretation of these provisions, all such references to the effective date and expiration of the appeal period shall be deleted and in their place the various actions and events shall be required to occur within "x" days of July 15, 1988.

H. In order to clarify and give meaning to the language contained in paragraph IV.C.11 (on page 15 of Resolution 87-15) and to clearly express the understanding and agreement between the City and Developer at the time of the rendition of the Development Order, a new paragraph IV.C.12. (on page 15 of Resolution No. 87-15) is to be added. Paragraph IV.C.12. is to read as follows:

12. In order for Developer to mitigate fully the transportation impacts associated with those phases subsequent to Phase One, Developer shall construct transportation improvements to regionally significant

roadways the value of which will equal or exceed the Developer's proportionate share contribution.

Developer's proportionate share contribution for each subsequent phase shall be determined prior to each phase and shall be calculated pursuant to Rule 9J-2.0255, F.A.C. (1987) and TBRPC's "Future of the Region, A Comprehensive Regional Policy Plan for the Tampa Bay Region" (1988).

SECTION 3. That this resolution shall constitute the Final Development Order for the Cypress Lakes Development of Regional Impact and upon becoming effective supersedes all prior resolutions of the City.

SECTION 4. That this resolution shall become effective upon passage and adoption.

SECTION 5. That based on the clear and convincing evidence and information provided to the City Council at its public hearing on February 6, 1990, the proposed changes and clarifications set out herein do not constitute a substantial deviation as defined in subsection 380.06(19)(b), of the Florida Statutes.

PASSED AND ADOPTED BY THE CITY COUNCIL OF THE CITY OF OLDSMAR,  
FLORIDA, THIS 6th DAY OF March, 1990.

CITY OF OLDSMAR

Thomas J. Pinta

Thomas J. Pinta, Mayor

ATTEST:

Cheryl D. Mortenson

Cheryl D. Mortenson, City Clerk

APPROVED AS TO FORM:

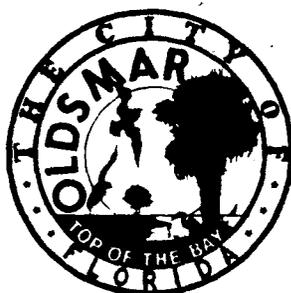
Bryan A. Kutchins

Bryan A. Kutchins, City Attorney

APPROVED AND AGREED TO BY THE DEVELOPER THIS 7th DAY OF March,  
1990.

MILFORD CORPORATION

BY: Robert Blahy



*City Of Oldsmar*

P. O. Box 100

**OLDSMAR, FLORIDA 33557**

CITY HALL OPEN  
8:30 A.M. - 5:00 P.M.  
MONDAY THRU FRIDAY

PHONES:  
855-4693  
855-4694  
855-4695

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

April 22, 1988

Mr. Woody Price, Division Director  
State of Florida  
Department of Community Affairs  
Bureau of Land and Water Management  
2571 Executive Center Circle East  
The Howard Building, Second Floor  
Tallahassee, Florida 32399

CERTIFIED MAIL  
DELIVERY

Re: Cypress Lakes Development Order Resolutions of the City  
of Oldsmar, Florida

Dear Mr. Price:

Please find enclosed a certified copy of the above-captioned documents which were recently recorded with the Public Records of Pinellas County, Florida in O.R. Book 6724, Pages 1872 - 1938.

Should you require additional information or documentation, please do not hesitate to contact me.

Sincerely,

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

CDM/adk

Enclosures

Copies sent certified mail to the following:  
Julia Greene, Director, Tampa Bay Regional Planning Council  
Dale and Don Bleakley, The Milford Corporation  
Jacob D. Varn, Esquire  
David Anthony, Wade-Trim  
Pinellas Planning Council

11 CHS 102215  
COLD  
40 Rec 303.00  
45 Fee  
50 MTF  
40 Dis  
47 P/C  
Total 303.00 m.c.

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OR 6724 PG 1872

RESOLUTION NO. 87-15

CYPRESS LAKES DRI DEVELOPMENT ORDER

A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF OLDSMAR, FLORIDA, APPROVING THE DEVELOPMENT ORDER FOR THE CYPRESS LAKES DEVELOPMENT OF REGIONAL IMPACT RENDERED PURSUANT TO SECTION 380.06, FLORIDA STATUTES; PROVIDING TERMS AND CONDITIONS FOR APPROVAL; PROVIDING FOR ADMINISTRATION OF THE DEVELOPMENT ORDER; PROVIDING FOR COMMITMENTS BY THE DEVELOPER AND THE CITY; AND PROVIDING FOR AN EFFECTIVE DATE HEREOF.

WHEREAS, in March, 1986, The Milford Corporation filed an Application for Development Approval (ADA) of a development of regional impact (DRI) with the City of Oldsmar pursuant to the provisions of Section 380.06, Florida Statutes; and,

WHEREAS, said application proposed construction of a mixed use development with residential, commercial, and office components as the primary land use element, including a municipal office center, community parkland, a hotel and golf course. The project is located in the eastern portion of the City of Oldsmar, approximately 1/4 to one mile west of Hillsborough-Pinellas County line. The site lies north of SR 584 and east of CR 233 (Forest Lake Boulevard); and,

WHEREAS, the City Council, 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, beginning on April 14, 1987, the City Council held a series of duly noticed public hearings on said application for development approval and has heard and considered testimony and documents received thereon; and,

WHEREAS, the City Council has received and considered the report and recommendations of the Tampa Bay Regional Planning Council (TBRPC); and,

WHEREAS, the City Council has solicited, received and considered reports, comments and recommendations from interested citizens as well as numerous local, regional and state agencies.

APR 19 2 34 PM '88  
CLERK OF THE CIRCUIT COURT  
PINELLAS COUNTY, FLORIDA  
Kathleen S. Albrecht

RETURN TO:

**CHERYL D. MORIENSON C.M.C.**  
CITY CLERK  
The City of Oldsmar  
City Hall, 201 S.W. 391 E.  
Oldsmar, Florida 34677

CERTIFICATION  
I HEREBY CERTIFY THAT THIS IS  
A TRUE AND CORRECT COPY OF  
Resolution 87-15  
OF THE PUBLIC RECORDS OF OLDSMAR.  
[Signature]  
CITY CLERK

NOW, THEREFORE, BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF OLDSMAR, FLORIDA:

Section 1. That a Development Order for the development known as Cypress Lakes is issued, as follows:

A. The Milford Corporation, hereinafter referred to as "Developer", submitted to the City of Oldsmar, Florida an Application for Development Approval, and sufficiency response which are attached hereto and marked Composite Exhibit A and incorporated herein by reference. When used herein, "Developer" also shall include the heirs, assignees or successors in interest of the Milford Corporation. Hereinafter, the word "Application" shall refer to the Application for Development Approval, sufficiency response and all other documents submitted.

B. The real property which is the subject of the application is legally described as set forth in Exhibit A-1, attached hereto and made a part hereof by reference.

C. The proposed development is not located 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.

E. A comprehensive review of the impacts The Milford Corporation generated by the development has been conducted by the City Council 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 City Council, it is concluded that:

1. The development will not unreasonably interfere with the achievement of the objectives of an adopted state land development plan applicable to the area.

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

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

B. In considering whether the development should be approved subject to conditions, restrictions and limitations, the City Council has considered the criteria stated in subsection 380.06(14), Florida Statutes.

C. The review by the City of Oldsmar, 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 Application.

D. The development as described in the Application is approved subject to all terms and conditions of this Development Order.

E. The development as approved is consistent with all local, regional and state regulatory requirements.

### III. GENERAL PROVISIONS

A. The legal description set forth in Exhibit A-1 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 the City of Oldsmar in response to the Application for the Cypress Lakes Development of Regional Impact.

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

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

F. In the event that any portion or section of this Development Order is determined to be invalid, illegal or unconstitutional by a court of competent jurisdiction, such decision shall in no manner affect the remaining portions or sections of this Development Order which shall remain in full force and effect.

G. Whenever this Development Order provides for or otherwise necessitates reviews or determinations of any kind subsequent to its issuance, the right to review shall include all directly affected government agencies and departments as are or may be designated by the City Council 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 facilities Cypress Lakes, the Developer may transfer any or all of its responsibilities to improve and maintain those facilities to an appropriate private body created to perform such responsibilities. Provided, however, that before such transfer may be effective, the body to which responsibility has been or will be transferred must be approved by the City Council, or if required by any other affected governmental agency, upon determination that the entity in question can and will be

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

I. Development activity constituting a substantial deviation from the terms or conditions of this Development Order or other changes to the approved development plans or ADA which create a reasonable likelihood of additional adverse regional impact, or any other regional impact not previously reviewed by TBRPC shall result in further development of regional impact review pursuant to Section 380.06, Florida Statutes. All proposed substantial and material changes to the development for which this Development Order has been approved shall be governed by Section 380.06(19), Florida Statutes.

J. The City Manager or his designee shall be responsible for monitoring all terms and conditions of this Development Order. For purposes of this condition, the City Manager may rely upon or utilize information supplied by the TBRPC or any local, regional or state department or agency having particular responsibility over the area of subject involved. The City Manager shall report to the City Council any findings of deviation from the terms and conditions of this Development Order. The City Manager shall issue a notice of such noncompliance to the Developer and if the deviation is not corrected within a reasonable amount of time the City Manager shall recommend that the City Council establish a hearing to consider such deviations pursuant to Section 380.06(19), Florida Statutes and to take any action it deems necessary to insure compliance with this order including termination of any further Development, as allowed by Florida law.

K. The Developer shall file an annual report in accordance with Section 380.06(18), Florida Statutes, and appropriate rules and regulations. 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 City Manager who shall after appropriate review, submit it for review by the City Council. The City Council shall review the report for compliance with the terms and conditions of this Development Order and following a hearing with written notice to the Developer 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 City Council hearing wherein such report is to be reviewed. Provided, however, that the receipt and review by the City Council shall not be considered a substitute or a waiver of any terms or conditions of the Development Order. This report shall contain:

1. The information required by the State Land Planning Agency to be included in the Annual Report, which information is described in the rules and regulations promulgated by the State Land Planning Agency pursuant to Section 380.06, Florida Statutes; and

2. A description of all development activities proposed to be conducted under the terms of this Development Order for the year immediately following to the submittal of the annual report; and

3. A statement setting forth the name(s) and address of any heir, assignee or successor in interest to this Development Order or any portion of this Development Order or Increment.

4. Any changes in the proposed plan of development.

5. A description of the development activities which have occurred over the previous year, including a summary of the number, type and location of office and commercial structures and residential units.

6. Estimation of development generated traffic along each corridor abutting 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 the City of Oldsmar, its agencies or commissions and to the extent that further review is provided for in this

Development Order or required by the City of Oldsmar, 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 City Council of the City of Oldsmar, Florida in accordance with Section 380.06, Florida Statutes.

N. This Order shall remain in effect for a period of twenty-one (21) years from the effective date hereof. Any development activity wherein plans have been submitted to the City for its review and approval prior to the expiration date of this Order may be completed, if approved. This Order may be extended by the City Council on the finding of excusable delay in any proposed development activity.

O. Upon adoption, the Development Order shall be transmitted by the Clerk by certified mail, to the State Land Planning Agency, the Tampa Bay Regional Planning Council, and the Developer.

P. Any revisions to the Development Order not addressed herein shall be subject to review by TBRPC.

Q. Upon the expiration of the appeal period of this Development Order, this Development Order shall supercede all prior agreements and understandings between the City of Oldsmar and the Developer, and such agreements and understandings shall thereupon become null and void and have no further force and effect, including, but not limited to, the following: (1) Preliminary Development Agreement For Cypress Lakes, dated December 1985; (2) Memorandum of Understanding, dated March 1985; (3) Developers Agreement, dated September 17, 1985; (4) Agreement To Lease City Center, dated March 13, 1985 and (5) Agreement To Lease City Maintenance Center, dated March 13, 1985; except for those agreements and understandings specifically continued in effect by the provisions of this Development Order. The Developer and the City shall execute a recordable instrument revoking and terminating the subject documents not later than 30 days subsequent to approval of the necessary land use amendments

by the Pinellas County Planning Council and the expiration of the appeal period. In the event that any substantive portion of this Development Order is determined by a Court of competent jurisdiction to be invalid or unenforceable against either the City or the Developer or in the event that the required land use amendments are determined not to be legally permissible by action of the Pinellas County Planning Council or a Court of competent jurisdiction or any portion of this Development Order is appealed and the Development Order, or portion thereof is determined by the Florida Land and Water Adjudicatory Commission to be impermissible, which has effect of voiding contract rights previously enjoyed by the City then, and in that event, the provisions hereof relating to the termination of previous agreements shall be null and void and such agreements shall enjoy the same legal force and authority as they enjoyed prior to the issuance of this Development Order. The signature of the Developer on the last page of the Development Order indicates its concurrence and acceptance of all the terms and conditions of this Development Order, conditional upon approval of the land use plan amendment called for herein by the Pinellas County Planning Council.

#### IV. CONDITIONS OF DEVELOPMENT APPROVAL

##### A. Phasing Schedule

1. The development of this 1,182-acre complex is proposed to occur over a period of years with completion planned prior to 2008. The ADA, as submitted by the Applicant, explains construction will progress according to market demand and therefore provides no sequential construction schedule.

2. The development shall proceed in distinct phases consisting of combinations of office development, commercial development, single family residential development, multi-family residential development and hotel room development. As used herein, "Phase I", "Phase II" and "Phase III" shall mean any combination of the development as is set forth in the schedule herein below, however, Phase I development authorized herein

shall be deemed completed at such time as total development generates more than 20,907 off-site daily vehicle trips or 2,090 off-site peak hour trips. For example, in Phase I Developer may build more than 268,000 square feet of office and less than 276,000 square feet of commercial so long as the development does not generate more than 20,907 off-site daily vehicle trips or 2,090 off-site peak hour trips. In addition, Developer may vary the number of single family dwelling units and multi-family dwelling units so long as the total number of dwelling units do not exceed 3,900 dwelling units. The phase schedule of this development shall be as follows:

Years	Office (Sq.Ft.)	Commercial (Sq.Ft.)	Single-Family Residential (Dwelling Units)	Multi-Family Residential (Dwelling Units)	Hotel Rooms
Phase I	268,000	276,000	150	1,400	
Phase II	370,000	150,000	350	1,535	250
Phase III	612,000	250,000	465		
<b>TOTALS</b>	<b>1,250,000</b>	<b>676,000</b>	<b>500</b>	<b>3,400</b>	<b>250</b>

3. It is the intent of this Order to insure that all prerequisites for the project are complied with. For purposes of this Order, the project shall be considered complete upon issuance of the final certificate of occupancy. Any significant departure in total project buildout from the schedule set forth above shall be subject to a substantial deviation determination pursuant to Section 380.06, Florida Statutes.

4. The actual construction sequence shall be subject to site plan approval by the City of Oldsmar. As part of the site plan approval process the City shall verify that adequate service and facilities, including, but not limited to water and sewer are available and adequate to serve the proposed development. If such services that meet local, state or federal standards are not available and adequate to serve the development, such site plan will not be approved. The adequacy

and availability of such services shall be reported by the City Manager to the City Council, and the decision of the City Council as the adequacy and availability of such services shall be final, although the Developer shall be entitled to be heard before City Council during its deliberations.

B. General Project

1. Approximately one-half of the developed areas of the site (589 acres) will be devoted to residential land uses, which will not exceed 3,900 units. Of the remaining developable acreage (excluding infrastructure), 161.0 acres will be devoted to active recreational uses and approximately 113.5 acres to retail commercial and office land uses.

2. Land uses on-site will be arranged according to Intensity. Each land use will be buffered from adjacent uses both on-site and off-site by vegetated open space.

3. Buildings in Cypress Lakes will be clustered according to land use type. Locations of land use types are shown on Exhibit B, the "Master Development Plan".

4. Where necessary, elevated parking may be used to reduce the total impermeable surface area due to development.

5. Design, construction and implementation of the stormwater management system will meet or exceed all applicable local, state and federal rules and regulations.

6. The irrigation system for the golf course will utilize the City of Oldsmar's wastewater effluent as approved by DER. The Developer shall be entitled to sewer impact fee credit in accordance with Section 24-70 of the City Code.

7. Cypress Lakes will be developed in conformance with the City of Oldsmar's Comprehensive Plan and Development Regulations.

8. Approximately 436.8 acres have been set aside as preservation for protection from further development and will be used for passive open space and wetlands wastewater effluent disposal.

9. Cypress Lakes will be developed in conformance with the Pinellas County Comprehensive Land Use Plan and the City of Oldsmar Comprehensive Land Use Plan.

C. Transportation

1. Cypress Lakes will have a negative impact on regionally significant highway facilities. Transportation system improvements required to mitigate the negative impact of this proposed development on transportation facilities have been identified and are set forth herein.

2. Attached as Exhibits E and C, respectively are tables which identify all of the transportation improvements necessary to accommodate the impacts of Phase I of Cypress Lakes and the calculations of Developer's Proportionate Share Contribution as required in Rule 9J-2.026, F.A.C. (DCA's DRI Transportation Policy Rule). Also shown on Exhibit E is a listing of the needed roadway improvements currently programmed in the MPO Transportation Improvement Program.

3. When Phase I is 50 percent occupied (or the equivalent thereof in terms of trip-generation), a program to provide peak-hour and daily-traffic estimates for each project entrance shall be instituted to verify that the projected number of external trips in Phase I are not exceeded. Traffic estimates will continue on an annual basis through buildout of Phase I. The program shall be conducted using methodologies established by the Institute of Traffic Engineers (ITE). This information shall be supplied in the required annual report. If an annual report is not submitted within 30 days of its due date, or if the annual report indicates that the total trips exceed Phase I and subsequent phases projected counts or that total trip diversions are not being met or that requirements set forth in paragraph 4 are not met, the City of Oldsmar shall conduct a substantial deviation determination pursuant to Subsection 380.06(19)(b), Florida Statutes, and may amend the Development Order to change

or require additional roadway improvement. The results of the study may also serve as a basis for the Developer or reviewing agencies to request Development Order amendments.

4. In order to mitigate the negative impact of this proposed development on transportation facilities, two options have been incorporated into this Development Order. One option involves the pipelining of the Developers' monetary mitigation of transportation impacts into actual construction of regionally significant roadways and is set out in paragraph IV.C.5 below. The second option is described in this paragraph and requires commitments from responsible entities for improvement/ implementation of the sixteen roadway improvements identified in Exhibit E. As indicated above, this option is an alternative to the pipeline option described in paragraph IV.C.5. Without commitments for the sixteen roadway improvements identified in Exhibit E, construction permits for Phase I shall not be issued.

5. Phase I approval is based upon the Developer's commitment to fund or construct specific regional facilities as mitigation for the project's impact on the transportation network. These commitments are listed on Exhibit D attached hereto. Developer will convey at no cost to the City and build, as a part of Phase One, construction beginning in 1987, a divided limited access road with conveyance by deed specifying the limited access nature of the right-of-way on not less than 133 feet of right-of-way for future expansion to six lanes providing access from Forest Lakes Boulevard to the western edge of Hollywood, Inc.'s Tampa Bay Park of Commerce Project. The Developer will initially construct two lanes and will initiate construction of an additional two lanes when Phase I is fifty percent (50%) occupied (or the equivalent thereof in terms of trip generations per IV (A)). Provided, however, in no event shall the Developer be required to initiate construction of these additional two lanes unless the extension of the East-West Connector Road from the western boundary of this project to S.R. 584 has been constructed or is under construction as a four-lane

divided roadway. Developer will plan, design and construct as applicable the improvements to the regional roadway network in accordance with the design standards and criteria approved and required by the City of Oldsmar and the Pinellas County Engineering Department as set forth in Exhibit F. During Phase I, a second access road will be provided to SR 584. This second access road will be an extension to Pine Street consisting of four-lane, divided, limited access road within not less than a 94 ft. right-of-way, conveyed to the City by deed specifying the controlled access nature of the right-of-way, as set forth in Exhibit F. All road right-of-way and improvements to be at the sole cost of the developer. This road shall be constructed and in place before any Phase I development can occur that generates more than 1000 off-site daily vehicle trips (1000 off-site peak hour vehicle trips), or any site plan for a parcel adjacent to the road without frontage to another dedicated public road right-of-way is approved for occupancy.

6. A new traffic analysis consistent with Section 380.06, Florida Statutes, and Section 4.202, Future of the Region shall be required to be submitted to the City and TBRPC and reviewed prior to any approvals of any development beyond Phase I of Cypress Lakes. The new analysis shall be consistent with the results of the program and agreements reached at another transportation methodology meeting to be held with the City and TBRPC prior to the preparation of such new analysis.

7. The existing access to Cypress Lakes is through Forest Lakes Boulevard. In Phase II, right-of-way shall be reserved for another access road, in addition to the access road referred to in paragraph 5 above, will be provided to Race Track Road. The design of this road will be consistent with the Pinellas County Sector 2 East Lake Tarpon Traffic Circulation Plan. These access road revisions will result in a different traffic assignment for Phase I than will occur in Phases II and III.

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

9. Within 60 days of the expiration of the Development Order appeal period, the Developer will convey to the City of Oldsmar 25 ft. (consisting of 15 feet of right-of-way and a ten foot (10ft.) easement) for utilities and road right-of-way along the north side of SR 584 as it abuts the development property.

10. Within 60 days of the expiration of the Development Order appeal period, the Developer shall convey to the City of Oldsmar 28 ft. of land for utilities and road right-of-way purposes consisting of 15 feet (15 ft.) of right-of-way and a ten foot (10ft.) easement along the Eastern boundary of Forest Lakes Boulevard from the intersection of SR 584 and Forest Lakes Boulevard north to the Florida Power right-of-way.

11. The Developer's estimated fair share amount for transportation improvements for Phase I is approximately \$1,700,000 as shown on Exhibit C and its estimated transportation impact fee under the applicable City Ordinance is \$1,700,000. In order to satisfy its fair share requirement of needed road improvements and its transportation impact fees, the Developer shall:

a. Dedicate the right-of-way for and design and construct the East-West Connector Road as described in Exhibit F.

b. Dedicate the right-of-way for and design and construct the North-South Connector Road as described in Exhibit F.

c. Dedicate the right-of-way for S.R. 584 as provided for in paragraph IV.C.9.

d. Dedicate the right-of-way for Forest Lakes Boulevard as provided for in paragraph IV.C.11.

e. Contribute \$105,000 for a regional transportation study.

To the extent the Developer's expenditures for the transportation requirements described above exceed the Developer's fair share of approximately \$1,700,000, the Developer shall receive credit for the excess amount. This credit may be utilized by the Developer to offset future fair share contributions required for subsequent phases of this project.

In addition, to the extent that the Developer's expenditures for transportation improvements described above exceed the City's transportation impact fee requirements, the Developer shall receive credit for the excess amount. This credit may be utilized by the Developer to offset future transportation impact fees imposed by the City for subsequent phases of this project.

D. Air Quality

1. After the issuance of Certificates of Occupancy for development that equals the Phase I totals set forth in the ADA, the Developer shall provide to the City of Oldsmar, Pinellas County Division of Air Quality (PCDAQ), and TBRPC for review and to the Florida Department of Environmental Regulation (DER) for approval, a completed and technically acceptable air quality monitoring assessment.

2. If the monitoring indicates air quality does not meet state standards, a plan which provides for mitigation/abatement shall be prepared and submitted to the City of Oldsmar, the PCDAQ and TBRPC for review and to the DER for approval. Provided, however, those mitigation measures imposed upon Developer shall be consistent with those mitigation measures imposed on all other developers in the area, by DER, Pinellas County and the City of Oldsmar. Implementation and effectiveness of the mitigation measures shall be verified in the subsequent annual report.

3. The Developer, its heirs and assigns shall be required, at minimum, to employ the fugitive dust emission abatement procedures referenced in the ADA.

E. Wastewater

The following wastewater treatment and disposal conditions shall apply:

1. Assurance of adequate wastewater treatment and disposal capacity for the development shall be provided prior to the approval of each phase or subphase of development.

2. The City of Oldsmar shall be responsible for providing and maintaining: (1) all components of the wetlands effluent disposal system constructed and installed by the City (2) the wastewater treatment plant and (3) the effluent return system to the project property line. The Developer shall be responsible for providing and maintaining the effluent return system within the project, the spray irrigation system and the wet-weather storage area for the returning effluent within the project.

3. If such is permitted by the City, any interim wastewater plant constructed to serve the project shall be dismantled, or incorporated into the overall system and hookup made to the City of Oldsmar Wastewater Treatment Facility, as approved by DER when permitted capacity becomes available, as committed in the ADA.

4. Applications for site plan approval shall demonstrate that the wastewater treatment plan of the City of Oldsmar for the proposed development is consistent with the approved 205j Water Quality Impact Study (Tampa Bay wasteload allocation study) or with current DER criteria/policies for the Tampa Bay area.

5. Ground water monitoring will be required if wastewater effluent is disposed on-site by spray irrigation by the Developer.

F. Vegetation and Wildlife (Includes Wetlands)

1. The land use designations and boundaries for those portions of the Cypress Lakes project site which meet the definition of preservation and conservation areas, as defined in Sections, 2.701, and 2.702 of the TBRPC's adopted growth policy, Future of the Region, or DER jurisdiction, or SWFWMD jurisdictional wetlands shall be reserved as reflected on the Master Development Plan, Exhibit B. Site plans submitted for approval which contain wetlands shall be surveyed, legal described and approved by DER and SWFWMD.

2. In order to protect the natural values of preserved/conserved wetland areas, the following shall be required except for those activities as permitted by the appropriate environmental regulatory agency:

a. Prior to any phase or subphase development a wetland/lake management plan shall be submitted. The plan shall address, but not be limited to, wetlands to be preserved, proposed wetland/lake alterations, control of exotic species, mitigation of lost wetlands, control of on-site water quality, maintenance of natural hydroperiod, and methods for wetland restoration/enhancement. The plan may be submitted as part of any application for a surface water management permit. The Developer shall provide a buffer zone around all preservation/conservation areas to provide an upland transition into the wetland areas and to protect the natural systems from developmental impacts as required by SWFWMD and/or the City of Oldsmar. The buffer areas will be delineated by staking and flagging during construction.

b. No hydroperiod alteration shall be permitted in conservation or preservation areas as identified on the Master Development Plan Exhibit B submitted to the City of Oldsmar. Natural annual hydroperiods, normal

pool elevations and seasonal high water elevations shall be maintained, as well as hydraulic connections between on-site wetlands.

c. Unless approved by the City of Oldsmar, DER or SWFWMD, no dredging, filling or development activities will be allowed within the preservation areas, and activities within the conservation areas and the buffer areas shall be limited to treated wastewater disposal facilities, stormwater management outfall structures and boardwalks.

d. Wetlands will remain in their natural state and will be used for storm water retention/detention or wastewater effluent disposal, where appropriate and permitted. During construction, wetlands will be protected by buffer areas to insure that they are not disturbed or accidentally altered. The buffer areas will consist of appropriate vegetation to protect the water quality of the wetlands and will be of sufficient distance to insure that no physical alterations will occur.

e. Conceptual plans for the wetlands in the central part of the site, east of the proposed park, may involve the construction of a series of boardwalks and overlooks, as permitted by the City of Oldsmar and appropriate regulatory agencies.

3. Prior to each phase, the Developer shall submit a wetland/lake management plan to the DER and TBRPC for review and to SWFWMD and the City of Oldsmar for approval.

4. All impacts to forested wetland systems shall require 1:1 forested wetland replacement, at minimum.

5. All mitigation areas and littoral shelves shall be monitored every two years for a period of four years. Monitoring shall include species diversity composition, spreading and

exotic species encroachment. Additional planting may be required to maintain an 85% survival of planted species at the end of three years.

6. Bi-annual hydroperiod monitoring shall be required for wetland systems and contiguous woodlands and shall begin immediately and continue for three years following buildout of Phase II. Not more than three sites for this monitoring shall be selected in cooperation with the City of Oldsmar, the SWFMWD, DER and TBRPC. If it is apparent that preservation/conservation areas are being stressed due to project development activity (other than effluent discharge by the City), then remedial measures shall be designed and implemented to correct the hydroperiod imbalance. Such measures could include limitations on impervious surface, enlargement of natural buffer areas, increased upland retention of run-off waters, etc.

7. Representative stands of pine flatwoods, oak, hammock and hydric hammock shall be preserved on-site in a manner which will ensure their continued natural function and value.

8. Should any species listed in Sections 39-27.003-.005, F.A.C., be observed frequenting the site for nesting, feeding, or breeding, proper protection/mitigation measures shall be employed in cooperation with the Florida Game and Freshwater Fish Commission.

9. The Developer shall cooperate and participate in an environmental study(ies) for the northeast Pinellas, southwest Pasco and northwest Hillsborough area consistent with the requirements of Rule 9J-5, F.A.C. Completion, adoption and approval of the regional and local government comprehensive plans required by Chapter 186, Florida Statutes, and Environmental Impact Statements for planned public facilities (SR 580, 584, etc.) shall be adequate to fulfill the requirement of this condition. Additional parameters of such a study will be determined in cooperation with TBRPC and the appropriate state and local agencies.

10. Relocation of gopher tortoises to appropriate on-site or off-site habitat may be necessary.

G. Drainage and Water Quality

Prior to the issuance of any permits for any site plan, the conceptual master drainage plan for Cypress Lakes shall be submitted for review to TBRPC and DER and for review and for approval to SWFWMD and the City of Oldsmar. The following parameters shall be included in the Cypress Lakes drainage plans:

1. The proposed stormwater management systems shall be designed, constructed and maintained to meet or exceed Chapter 17-25 and 40D-4, F.A.C., and the requirements of the city of Oldsmar's subdivision regulations and drainage calculations, and SWFWMD regulations and shall be in place and approved by the City and SWFWMD prior to or coincident with the development of each tract. Treatment shall be provided by biological filtration whenever feasible.

2. Best Management Practices (BMPs) recommended by the City of Oldsmar and SWFWMD shall be adhered to, including a vacuum street cleaning program for parking and roadway areas within the commercial and office park areas of the development.

3. There shall be no net loss of hydrologic storage capacity in the SWFWMD 100-year flood plain area, as delineated on Exhibit C2 in the Sufficiency Response.

4. There shall be no degradation of stormwater quality exiting the site as a result of the on-site stormwater management system. The Developer shall provide for a bi-annual surface water quality monitoring program appropriate for Class III to be instituted before any development permits are issued and continuing through project buildout.

a. Parameters to be monitored, as a minimum, shall include those listed in Chapter 17-3, F.A.C., for Class III waters, and any other parameters as required by federal, state or local agencies. Parameters to be monitored shall include the following, at minimum:

1. flow rate (cfs)
  2. specific conductance (umhos/cm at 25' C)
  3. dissolved oxygen (mg/l)
  4. nutrients (mg/l)
    - . total phosphorus
    - . TKN
    - . nitrate/nitrite
    - . ammonia
  5. total organic carbon (mg/l)
  6. suspended solids (mg/l)
  7. biochemical oxygen demand (mg/l)
  8. total coliform bacteria (cts/100ml)
  9. oils and greases (mg/l)
  10. total lead as Pb (ug/l)
- b. Sampling locations shall include all points of on-site influent and effluent of the drainage basins along the Cypress Lakes property line. Monitoring locations shall be determined in cooperation with the City of Oldsmar, DER, SWFWMD and TBRPC.
- c. All water quality analytical methods and procedures shall be thoroughly documented and shall comply with EPA/DER Quality Control Standards and Requirements.
- d. The Developer shall provide all results of the bi-annual monitoring to TBRPC in the required annual report, and to DER and the City of Oldsmar. Annual water quality reports shall be provided through buildout of Phase I and through Phase II, if required by the City of Oldsmar.

5. The public or private entity responsible for the operation and maintenance of the on-site drainage facilities shall be designated by the City at the time of each site plan approval. In most instances a private entity shall be designated

and the Developer shall establish a homeowner's association or other appropriate mechanism for such purpose in a manner acceptable to the City and approved by the City attorney.

6. The entities responsible for improving certain culverts as identified on the Master Drainage Plan within the City, are as follows:

- a. The culvert under the railroad track at Cypress Lakes Industrial Park outfall. - The Developer.
- b. The Race Track Road culvert for the ditch on the south side of the railroad track. - Hillsborough and/or Pinellas County.
- c. The SR 884 culvert east of Pine Street. - FDOT.
- d. The culvert under 584 approximately 700 ft. west of Pine Street, - FDOT.
- e. The culverts on the east side of Pine Street between SR 584 south to the railroad track. - The City of Oldsmar.

The Developer shall contribute the sum of \$50,000.00 or its proportionate share, whichever is greater, to a City-wide drainage study in the sole discretion of the City Council not later than 30 days from authorization for bids for study. Alternatively, the Developer shall contribute a sum of \$50,000.00 to such drainage improvement project as the City deems appropriate.

7. Except as specifically authorized by DER or SWFWMD, wetland systems on the site will not be used to provide stormwater treatment pursuant to Chapter 17-25, F.A.C. Wetland systems will not be used for stormwater treatment if such use would not be compatible with the City's proposed use for effluent disposal. The primary hydrologic effect of using wetland systems for stormwater storage will be an increase in the seasonal high water elevations of those wetlands utilized. The net biologic effect of increased seasonal high water elevations will be

positive. The overall ecological balance of the on-site cypress wetlands will be maintained or improved by the implementation of the master drainage plan.

8. The Developer shall satisfy the drainage requirements of Chapter 40D-4, F.A.C., and the City of Oldsmar. This project will not adversely impact Tampa Bay Park of Commerce and other downstream projects.

9. Stormwater runoff shall be treated in upland retention/detention lakes prior to discharging into the wetlands.

10. Outfall weir control structures will be provided at each retention/detention lake and wetland area utilized for stormwater storage to control water levels, maintain wetland hydroperiods, and limit the peak rate of discharge off-site to the predevelopment discharge rates.

11. The only 100-year floodplain within the site is in a small area in the northwestern corner of the project, which shall not be filled.

12. Monitoring shall be required as a condition of any permits associated with spray irrigation of wastewater effluent on the site.

13. Open water/retention/detention systems will be created. Appropriate amounts of littoral shelves will be created on the Cypress Lakes site in accordance with DER and SWFWMD requirements.

14. Revegetation programs will be created for each retention/detention system at the time of completion and will include consideration of hydroperiod and anticipated wild usage.

15. In situations where use of existing isolated wetlands are not possible, the isolated wetlands may be altered in a manner suitable for development. Prior to any activities occurring in isolated wetlands, applicable permits (if required) will be obtained from local, state, and/or federal agencies. A survey of these wetlands for timber and/or other natural resources will be conducted to obtain maximum resource utilization.

#### H. Potable Water Supply

1. Cypress Lakes project will have direct hookups to the 16-inch water main that is located in the vicinity of the Forest Lakes Boulevard right-of-way.

a. The City presently has certain water supply contracts with the City of St. Petersburg, Florida and Pinellas County Florida. Within the limitations placed on the City by such agreements, such limitations being applied equally to all properties within the City of Oldsmar, the City will provide water services as needed by the development.

2. Nonpotable water will be provided by using treated wastewater effluent which will be made available by the City of Oldsmar.

3. Water will not be withdrawn from the wetlands or stormwater detention ponds for irrigation if treated effluent can be made available.

4. Irrigation wells will be utilized only for those development parcels where reuse of treated effluent is impractical. These parcels will use shallow wells to the surficial aquifer.

5. No use of potable water for irrigation will be allowed when reclaimed water is available. The Developer shall construct the reclaimed water distribution system early in the development and shall use treated effluent for irrigation.

6. Sprinkler systems will be installed as required by City Codes or State Regulations, whichever is more stringent. Firefighting systems will be tested periodically.

#### I. Recreation and Open Space

1. Planned recreational facilities include a golf course and a community park.

2. The Developer dedicated 18.22 acres, including 16.1 acres of uplands open space to the City of Oldsmar for use as a community park.

3. The Developer shall construct a north/south collector road to service the northern parcels. The community park will be accessed via this road. The Developer has planned to permit the use of the wetland system adjacent to the community park site for an interpretive nature trail. The Developer shall, at its sole cost, extend a paved road to subdivision standards to the park boundary and shall extend water, sewer and wastewater effluent lines to the park boundary within 18 months from the expiration of the Development Order appeal period.

4. The Developer shall:

Comply with the provisions of Chapter 15, Article II of the Code of Ordinances or the City of Oldsmar for parkland dedication. Upon completion and acceptance by the city of the road and utility improvements to the community park, the Developer may use the 16.1 acres of community park as a credit against further parkland dedication obligations.

The Developer shall within 90 days of the expiration of the appeal period of this Development Order by appropriate written instrument waiver, quitclaim, release and assign all right, title and interest in and to the lands constituting the old alignment of Forest Lakes Boulevard north of the Florida Power right-of-way to the community park previously conveyed to the City, that the Developer has previously conveyed to Pinellas County. Use of the said property should the public road right-of-way be vacated by Pinellas County shall not be incompatible with the Developers access to its property.

J. General Conditions

1. In addition to the requirements of adopted government plans, ordinances or regulations, separate hazardous waste storage areas within the project shall be clearly marked and/or colored so as to clearly distinguish the areas intended for hazardous wastes and materials (hazardous wastes are those substances and materials defined in Subsection 403,703(21), Florida Statutes, and listed in titled 40 CFR Part (261).

The Developer, its heirs, assigns and transferees,

shall:

a. Provide in the Cypress Lakes covenants a statement that indicates the types of wastes and materials that are to be considered to be hazardous and are to be stored or disposed of only in specifically designed containers; and, b. Advise purchasers and lessees, and stipulate at the time purchase or lease that statutes and regulations exist and that penalties may accrue from failure to properly transport, store, handle and dispose of hazardous wastes and materials.

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

3. The Developer shall promote awareness of, and shall cooperate with local and regional authorities having jurisdiction to issue hurricane evacuation orders. The Developer shall encourage owners of public buildings in the Cypress Lakes development to allow such buildings to be utilized as shelters in the event of an evacuation order and coordinate such plans with the Pinellas County Civil Emergency Services and the Upper Pinellas County Chapter of American Red Cross and the City of Oldsmar. The Developer shall prepare a plan to ensure the safe and orderly evacuation of residents and employees when a Level C through E evacuation order, as appropriate, is issued that includes procedures to (1) order all buildings closed for the duration of a hurricane evacuation order; (2) inform all residents and employees of evacuation routes out of the flood prone area and measures to be followed in the event of same; and (3) make all efforts to coordinate with and inform appropriate public authorities of building closings, security and safety

measures, and evacuation plans. This plan shall be included in the first annual report submitted after occupancy of any portion of the project.

4. A detailed evacuation/host plan for the resident of the on-site adult congregate care living facility (ACLF) shall be developed and coordinated with Pinellas County Civil Emergency Services and the City of Oldsmar. Written into this plan should be provisions for the transportation and sheltering of these residents. This plan shall be provided in the first annual report after occupancy of any portion of the ACLF.

5. The energy conservation measures referenced on page 25-3 of the ADA, at minimum, shall be required. The following energy conservation measures shall be encouraged by the Developer or his assigns for office and commercial components of Cypress Lakes:

- a. Designation of an energy officer for Cypress Lakes to provide for energy audits, establish energy policies and monitor energy use and conservation.
- b. Institution of programs to promote energy conservation by employees, buyers, suppliers and the public.
- c. The use of energy efficient cooling, heating and lighting systems.
- d. Installation of innovative energy conservation features such as water heat recovery, or solar power where feasible in project development.
- e. The reduction of levels of operation of all air-conditioning, heating and lighting systems during non-business hours.
- f. Recycling programs.
- g. The use of the most energy-efficient technology economically feasible in the construction and operation of commercial/office facilities.

Lifecycle costing (to include operation and maintenance costs) should be utilized in evaluating energy conservation effectiveness.

6. Residential construction at Cypress Lakes shall be in accordance with the Florida Energy Conservation Construction Code.

7. Water saving devices shall be required on the project as mandated by the Florida Water Conservation Act (Section 533.14, Florida Statutes).

8. The methods to overcome problems associated with particular soil types as described on pages 14-1 and 14-5 of the ADA shall, be implemented.

9. The soil conservation measures referenced on page 14-6 in the ADA and the measures to reduce erosion, fugitive dust and air emissions referenced on page 13-2 in the ADA, shall be implemented.

10. Elevations for all habitable structures shall be at or above the base flood elevation.

11. The entity responsible for maintenance and operation of any future on-site wells shall be identified in permit application to construct such wells.

12. The entity responsible for maintenance of all park and open space areas within the various areas of the project shall be identified at the time of each site plan approval for the respective area.

13. Any change to the project which departs significantly from the parameters set forth in the phasing schedule hereinbefore set forth in paragraph IV.A shall be subject to substantial deviation determination. Provided however, all golf courses and associated infrastructure and development may be constructed as part of Phase I and shall not be subject to any substantial deviation proceeding or determination.

14. Any required approval of the project shall, satisfy the provisions of Subsection 380.06(15), Florida Statutes.

15. Any phase or subphase approval of this development shall stipulate that excess infrastructure capacity constructed to potentially serve other phases or subphases shall be at the Developer's risk and shall not vest latter phase development rights.

16. The conveyance of any lands to the City of Oldsmar or any other governmental entity shall be by statutory warranty deed without liens or encumbrances except taxes for the year of conveyance. All documentary stamp taxes and other recording costs will be paid by the grantor. The deed will be accompanied by a title insurance policy in the amount of the fair market value of the land to be issued by a title company selected by the City, said policy reflecting marketable title. All closing costs, except for documentary stamps and other recording costs shall be evenly divided between the city and Developer. All such lands will have paved access to a public road at least 20 feet in width, unless otherwise provided herein. Provided, however, the Developer may impose restrictive covenants on all properties to be conveyed to the City or other governmental entities to insure that the uses of said property are consistent with the surrounding land uses and that the structures are constructed to the same standards as the other structures in the area. The Developer agrees that the standards shall be reasonable, consistent and not interfere with the City's intended use of said property.

17. The entities and capability to provide, operate and maintain-to-the-site and internal-to-the-site water service, solid waste disposal, electricity, police and fire services and EMS to each phase of this development shall be those entities charged and authorized by law or local ordinance to provide such service.

18. Prior to the initiation of construction activities, site-specific soils investigations will be conducted to verify and/or identify soil limitations for each activity proposed for the Cypress Lakes Development.

19. Construction of the ponds and lakes will be accomplished with shallow side slopes and lateral zones to improve side stability and erosion.

20. This Development Order shall be in compliance with the City of Oldsmar Comprehensive Land Use Plan, as amended.

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

V. CONDITIONS, OBLIGATIONS AND RESPONSIBILITIES  
 STEMMING FROM LOCAL GOVERNMENT ORDINANCES AND  
 CONCERNS

A. Transportation

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

2. The northern east/west road right-of-way shall be reserved in accordance with the Pinellas County Sector 2 East Lake Tarpon Traffic corridor plan.

B. Zoning

1. The City of Oldsmar will approve the zoning and the amendments to its land use plan necessary to accomplish the development approved in the Development Order.

C. Aquatic Lands

1. With respect to "aquatic lands" as they are defined under the appropriate City ordinances, the City has by action of City Council allowed mitigation and permitted the disturbance, modification and elimination of all such "aquatic lands", except such lands as are or may be jurisdictional and thereby non-disturbable by appropriate administrative actions. There has been a specific finding by the City Council that said aquatic lands, except to the extent protected by such other administrative action are not of a nature deserving continued protection and the elimination of these aquatic lands will not adversely affect other aquatic lands within the City that if such lands are not eliminated a significant hardship will inure to the property owner.

D. City Center Building and City Maintenance Center

1. The Developer shall convey and deliver to the City a site with utilities available to the parcel boundary, accessed by road meeting City standards for a commercial road. Such access road to be provided by the Developer upon a site plan being approved for this site or an adjacent parcel. This site shall meet flood plain elevations and the soils of such site shall be suitable for the construction of a City Hall building. The site shall consist of 3 acres appropriate for the location of a City Hall and shall be located in the commercial area of the project in the northeast corner of SR 884 and CR 233. The said site shall be conveyed to the City not later than 60 days from the date of City Council's approval of a site plan and deciding to proceed with construction of a new city hall. In the event

that the City has not approved a site plan for the property not later than 18 months from the date of expiration of the appeal period of the Development Order, the property shall revert to the ownership of the Developer. Construction shall commence within 12 months of conveyance. Upon such reversion the Developer, not later than 18 months from the effective date of the Development Order, shall make a contribution of \$150,000.00 to the City. The Developer shall make a second contribution of \$150,000.00 not later than 36 months from the effective date of the Development Order. Following the second payment of \$150,000.00 the Developer shall pay the sum of \$200.00 per unit for the next 1,000 units or commercial equivalent to the general reserve fund of the City. These payments totalling \$500,000.00 are in lieu of the City Hall site and are in addition to all other fees required to be paid hereunder.

2. The Developer shall convey to the City a site approximately 2.9 acres in size known as the "Ranger site", on Dunbar Avenue within the Cypress Lakes industrial park. This site shall be used for the City as a maintenance center and shall be conveyed to the City within 90 days of the expiration of the Development Order appeal period.

E. Burn Ordinance and Fire Station Site

1. With respect to the City's Burn Ordinance, the City Council finds that the terms and conditions of this Development Order justify relief from the burn permit fees required therein, however, compliance will be required with all other provisions of that ordinance. Accordingly, the City Council finds that as long as development takes place in accordance with the terms and conditions of the Development Order, this development shall be deemed to be in full compliance and to have satisfied the City's Burn Ordinance.

2. Within twenty-four (24) months from the date of expiration of the Development Order appeal period, the Developer shall convey to the City a three (3) acre site suitable for the construction of a fire station. The three-acre site shall be

located in the vicinity north of the Florida Power Corporation powerline easement with public road access and the site shall be approved and accepted by the City.

F. School Site

1. The school site as reflected on the Master Development Plan Exhibit B designates a parcel totalling approximately 15 acres of upland property which is suitable for use by the Pinellas County School Board for a school site. If soil testing/engineering on the site determines that it is not suitable for a school, the Developer will then make available another site that with appropriate testing, is found to be suitable for a school. Such designation shall serve no other purpose than to indicate the Developer's agreement to make the site available at fair market value to the Pinellas County School Board, the said value to be determined by MAI appraisal. In the event that the Pinellas County School Board has not acquired the designated site within 42 months of written notice of the site's availability to the School Board, or the School Board has not entered into a contract for the purchase of this site within 24 months of the expiration of the appeal period of this Development Order, the Developer may develop said property for any purpose consistent with the City's zoning of said property.

2. Within 120 days of the expiration of the appeal period for the Development Order, the Developer shall give the Pinellas County School Board written notice of availability of this property together with the terms of its availability for acquisition.

G. Water and Sewer Service

1. The Developer agrees that all structures needing water and sewer service shall be served by the City water and sewer lines.

2. The Developer shall transfer, convey or otherwise dedicate to the City, its successors and assigns, a perpetual right, easement and privilege to operate, maintain, repair or within granted easements over, upon and through Developer's

property in connection with supplying water and sewer service to the inhabitants, occupants and customers of the project and to secure from each mortgagee or other lienor, a release of the mortgagee's or lienor's interest in the easement and fixtures thereon for so long as such easement is used for the operation, maintenance, repair or replacement of water and sewer main, pipes, connection, pumps and meters within the easements. The Developer will convey by bill of sale with warranties all personal property located in City easements or rights-of-way to the City, said bill of sale to be delivered concurrently with inspection and acceptance of such improvements.

3. The Developer shall pay to the City an additional sewer impact fee of \$200.00 per residential unit or commercial equivalent (based on ERC's) for the first 2500 units or commercial equivalent's for a total. No credit against impact fees or any other payments shall be given because of such payments.

4. From and after the date of completion by the City of the work required to be performed by the City, the Developer shall take back all waste water effluent emanating from the project and shall dispose of such effluent in accordance with a mutually acceptable plan of effluent disposal agreed upon by the Developer and the City, and approved by the Department of Environmental Regulation and other appropriate state and federal agencies. The City shall be responsible for the cost of the construction of and shall construct effluent return lines along appropriate City easements or rights-of-way in which effluent return lines can be installed at the discretion and in the sole determination of the City. The Developer shall be responsible for all effluent return lines within the project and for arranging for the proper disposal of the effluent in accordance with the laws and regulations of all active governmental agencies by delivery of effluent to residential lots, golf courses, cypress heads or other potential disposal areas or methods that are acceptable to the City for the long-

term disposal of waste water effluent. The City shall give reasonable cooperation to the Developer for the purpose of applying for and receiving the necessary governmental permissions for such effluent disposal, it being understood that the ultimate responsibility for effluent return and disposal within the perimeter of the project shall be the sole responsibility of the Developer and that all waste water effluent generated by the project will be returned to the project site for ultimate disposal. Until completion of the work to be performed by the City, the City shall dispose of the effluent so generated to the extent the City has the capability of so doing. If the City is unable to dispose of such effluent, the parties shall cooperate to acquire such ponds, lakes or lands in the vicinity of the existing City treatment plant for the purpose of arranging for the disposal of such effluent.

5. The City shall furnish water and sewer services on the same basis as those services are provided to other City customers with the exception of any specific additional requirements imposed upon the Developer or the City under the terms of this Development Order.

6. The City shall, within the funds available to it for such purpose, subject to existing capacity commitments, and in accordance with the requirements and limitations of other governmental agencies, make a good faith attempt to provide adequate capacity in the sewer treatment facilities of the City for the purpose of sewage treatment service to the project during the construction of the projects contemplated in this Development Order on a schedule to be mutually agreed upon by the parties and in recognition of the rights of other property owners within the City to fair access to sewer plant capacity. Any off-site sewer collection expansion requirements attributable to the project shall be at the Developer's expense. The City shall not be liable to the Developer or any persons claiming by, through or under them for the inadequacy of sewer treatment services or capacity. Should Developer, its successors or assigns require

capacity any time prior to December 31, 2001, and such capacity is not be immediately available, the City shall permit the installation of dry lines or interim package sewage plants to accommodate development. Developer, its successor and assigns shall have the right to reserve capacity by notification to the City at lease nine (9) months in advance of the necessity of such capacity. The City shall advise and notify within thirty (30) days after notice of the above availability or non-availability of such capacity and if not readily available shall accept reservations from the notifier of the first uncommitted available capacity upon payment to the City of applicable impact fees, subject to existing capacity commitments.

7. Within 180 days of the expiration of the appeal period of the Development Order, the Developer shall lease to the City for consideration in the amount of \$1.00 per year 250 acres M.O.L shown on Exhibit B as conservation/preservation or wetlands be utilized by the City for effluent disposal until August 15, 2002. At the expiration of the lease, the Developer shall convey a fee simple title to substantially the same lands to the City for \$1.00 consideration.

8. Developer will convey at no cost approximately 0.8 acres of land together with a 20 ft. wide temporary access easement to a public street to the City of Oldsmar for construction of a one-million-gallon water storage facility. The new storage facility will be located between the east/west Florida Power Corporation easement and the northwest corner of the Cardinal Industries' Oldswood rental complex, which is adjacent to the north side of SR 584. Such site and temporary access road will be conveyed within 60 days of expiration of the Development Order Appeal. Such temporary access road will be completed by the Developer within 24 months of the expiration of the Development Order Appeal. Such temporary access road shall be constructed to provide a stabilized base, and drainage sufficient for construction traffic and City vehicle access. Upon approval of a site plan including the 0.8 acre tract or any

PASSED AND ADOPTED BY THE CITY COUNCIL OF THE CITY OF  
OLDSMAR, FLORIDA, THIS 14<sup>th</sup> DAY OF July, 1987.

Thomas J. Rente  
MAYOR

ATTEST:

Paul A. Martenson  
CITY CLERK

APPROVED AND AGREED TO BY THE DEVELOPER THIS 6 DAY OF  
April, 1988. Refer to Resolution 87-22 and Resolution 87-23  
of the City of Oldsmar, Florida.

MILFORD CORPORATION  
By: Dale E. Bluskey

(7/20/87 JDV)

EXHIBIT A

CERTIFICATE OF SERVICE

I HEREBY CERTIFY that a true and correct copy of the Application for Development Approval and Sufficiency Response has been furnished to:



State of Florida  
Department of Community Affairs  
Bureau of Land and Water Management  
2571 Executive Center Circle East  
The Howard Building, Second Floor  
Tallahassee, Florida 32399

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

*David L. Anthony*  
DAVID L. ANTHONY, ASLA  
Project Manager

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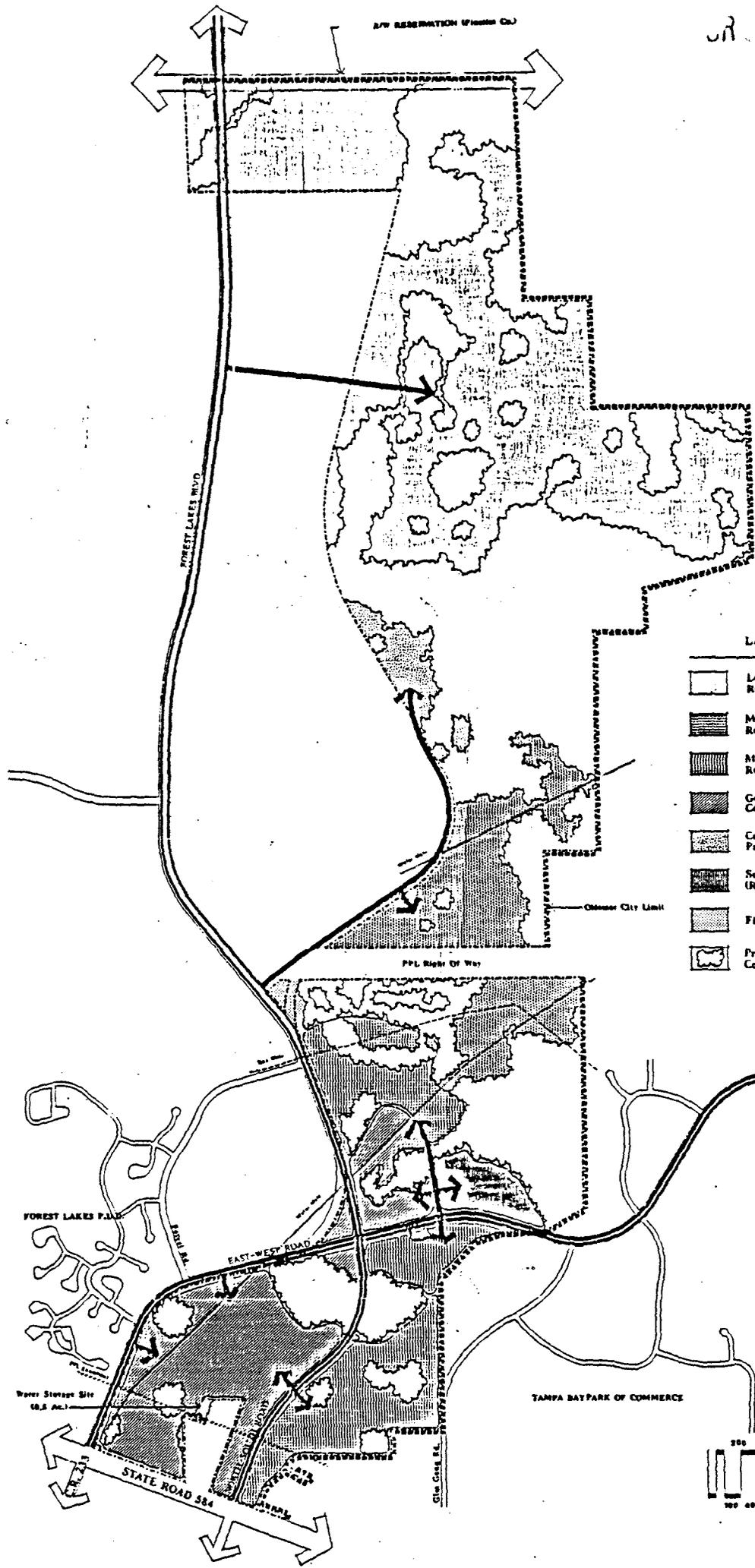
CPL2:22  
DLA:rs  
CPL2001.01

The South 1/2 of the Southeast 1/4 of Section 35, Township 27 South, Range 16 East; the Southwest 1/4 of the Southwest 1/4 of Section 36, Township 27 South, Range 16 East; and portions of Sections 1, 2, 11, and 12, Township 28 South, Range 16 East; all in Pinellas County, Florida, and being further described as follows: From the South 1/4 corner of said Section 12; also being the Southwest corner of a Florida Power Corporation right-of-way as described in O.R. Book 4477, page 944, public records of Pinellas County, Florida; thence  $N00^{\circ}25'18''W$  along the Westerly boundary of said right-of-way a distance of 1520.43 feet to the Northerly boundary of a Florida Power Corporation right-of-way as described in O.R. Book 4477, page 942, public records of Pinellas County, Florida; thence  $N89^{\circ}53'28''W$  along said Northerly boundary a distance of 1256.99 feet to the Point of Beginning; thence continue  $N89^{\circ}53'28''W$ , 2679.82 feet to the Easterly R/W line of Forest Lakes Boulevard (a 110.00 foot R/W) as described in O.R. Book 4950, page 1263, public records of Pinellas County, Florida; thence Northerly along said Easterly right-of-way line by a non-tangent, non-radial curve to the right having a radius of 986.74 feet, a central angle of  $05^{\circ}20'26''$ , a chord bearing  $N53^{\circ}48'20''E$ , 91.94 feet, an arc of 91.98 feet; thence  $N56^{\circ}28'33''E$ , 1250.03 feet; thence by a curve to the left having a radius of 1096.74 feet, a central angle of  $86^{\circ}50'39''$ , a chord bearing  $N13^{\circ}03'14''E$ , 1507.73 feet, an arc of 1662.35 feet; thence  $N30^{\circ}22'06''W$ , 2058.90 feet; thence by a curve to the right having a radius of 2579.45 feet, a central angle of  $46^{\circ}16'41''$ , a chord bearing  $N07^{\circ}13'46''W$ , 2027.26 feet, an arc of 2083.43 feet; thence  $N15^{\circ}54'35''E$ , 3377.47 feet to the Township line dividing Township 27 South from Township 28 South; thence  $N89^{\circ}14'08''W$  along said Township line a distance of 2579.15 feet to the South 1/4 corner of Section 35; thence  $N01^{\circ}14'32''W$  along the North-South centerline of Section 35 a distance of 1322.83 feet to the Northwest corner of the South 1/2 of the Southeast 1/4 of Section 35; thence  $S89^{\circ}02'18''E$  along the Northerly boundary of said South 1/2 a distance of 2655.35 feet to the section line dividing Section 35 from said Section 36, being also the Northwest corner of the Southwest 1/4 of the Southwest 1/4 of Section 36; thence  $S89^{\circ}14'24''E$  along the 40 acre line a distance of 1330.55 feet to the Northeast corner thereof; thence  $S01^{\circ}22'04''E$  along the 40 acre line a distance of 1313.92 feet to the Township line; thence  $S01^{\circ}16'04''E$  along the 40 acre line of Section 1 a distance of 1344.43 feet; thence  $S89^{\circ}22'38''E$  along the 40 acre line a distance of 792.32 feet; thence  $S01^{\circ}02'26''E$ , 1342.28 feet to the East-West centerline of Section 1; thence  $S89^{\circ}31'18''E$ , 524.62 feet to the center of Section 1; thence continue  $S89^{\circ}31'18''E$ , 1313.16 feet to the Westerly boundary of a Florida Power Corporation right-of-way as described in O.R. Book 4477, page 943, public records of Pinellas County, Florida; thence  $S00^{\circ}14'59''E$  along said Westerly right-of-way line a distance of 1832.00 feet; thence  $S75^{\circ}00'00''W$ , 1332.57 feet to the North-South centerline of Section 1; thence  $S00^{\circ}53'19''E$  along said North-South centerline a distance of 491.97 feet to the South 1/4 corner of Section 1; thence  $N89^{\circ}51'11''W$  along the Southerly boundary of Section 1 a distance of 608.95 feet; thence  $S00^{\circ}15'01''E$ , 2685.79 feet to the East-West centerline of Section 12; thence  $S89^{\circ}51'10''W$  along said centerline a distance of 640.00 feet; thence  $S00^{\circ}25'18''E$ , 1170.61 feet to the Point of Beginning.

Containing 725.4619 total acres, more or less.

From the Southwest corner of Section 14, Township 28 South, Range 28 East, Pinellas County, Florida, run  $N00^{\circ}05'58''E$  along the Westerly boundary of Section 14 a distance of 1077.43 feet to the Northerly R/W line of State Road 584; thence  $S68^{\circ}55'53''E$  along said line a distance of 939.09 feet to the Easterly R/W line of Forest Lakes Boulevard (a 110.00 foot R/W) as described in O.R. Book 4950, page 1263, public records of Pinellas County, Florida, for a POINT OF BEGINNING; thence  $N22^{\circ}32'54''E$  along said Easterly R/W line a distance of 1541.55 feet; thence 929.98 feet along a curve to the right having a radius of 986.74 feet, a central angle of  $54^{\circ}00'00''$ , and a chord of 895.94 feet; thence  $N76^{\circ}32'54''E$ , 1011.97 feet; thence 1842.39 feet along a curve to the left having a radius of 1096.74 feet, a central angle of  $96^{\circ}15'00''$ , and a chord of 1633.27 feet; thence  $N19^{\circ}42'06''W$ , 1414.66 feet; thence 108.57 feet along a curve to the right having a radius of 986.74 feet, a central angle of  $06^{\circ}18'15''$ , and a chord of 108.51 feet; thence departing said R/W along the now existing R/W line of Forest Lakes Boulevard (a 150.00 foot R/W) 201.85 feet along a non-radial, non-tangent curve to the left having a radius of 1116.74 feet, a central angle of  $10^{\circ}21'22''$ , and a chord of 201.57 feet; thence  $N39^{\circ}09'02''W$ , 37.60 feet to the Westerly R/W line of Forest Lakes Boulevard (a 110.00 foot R/W) as described in O.R. Book 4950, page 1265, public records of Pinellas County, Florida; thence continue  $N39^{\circ}09'02''W$ , 337.85 feet; thence  $N50^{\circ}50'58''E$ , 213.22 feet to the Southerly line of a Florida Power R/W as described in O.R. Book 4477, page 942, public records of Pinellas County, Florida; thence  $S89^{\circ}53'28''E$  along said line a distance of 109.68 feet to the westerly R/W line of Forest Lakes Boulevard (a 110.00 foot right-of-way) as described in O.R. Book 4950, page 1265, public records of Pinellas County, Florida; thence continue  $S89^{\circ}53'28''E$ , 117.34 feet to the Easterly R/W line of Forest Lakes Boulevard (a 110.00 foot R/W) as described in O.R. Book 4950, page 1263, public records of Pinellas County, Florida; thence continuing along the Southerly line of the aforesaid Florida Power R/W  $S89^{\circ}53'28''E$ , 3404.81 feet; thence  $S00^{\circ}04'26''E$ , 2814.93 feet; thence  $S61^{\circ}20'12''W$ , 529.92 feet; thence  $S87^{\circ}40'45''W$ , 529.92 feet; thence  $S71^{\circ}51'26''W$ , 347.00 feet; thence  $S43^{\circ}14'46''W$ , 610.89 feet; thence  $S00^{\circ}14'58''W$  along a line 33.00 feet Westerly from and parallel with the Easterly line of Section 14 a distance of 1486.20 feet to the City Limits of Oldsmar; thence continue  $S00^{\circ}14'58''W$ , 361.11 feet; thence  $N89^{\circ}43'02''W$ , 609.51 feet; thence  $S00^{\circ}12'21''W$ , 315.00 feet; thence  $N89^{\circ}39'14''W$ , 669.58 feet; thence  $N89^{\circ}40'08''W$ , 518.51 feet; thence  $S38^{\circ}54'12''W$ , 147.88 feet; thence  $S58^{\circ}56'53''E$ , 323.53 feet; thence  $S38^{\circ}38'26''W$ , 50.44 feet; thence  $N58^{\circ}56'53''W$ , 300.00 feet; thence  $S48^{\circ}48'09''W$ , 326.44 feet; thence  $S21^{\circ}04'07''W$ , 240.00 feet; thence  $S68^{\circ}55'53''E$  along a line 110.00 feet Northerly from and parallel with the centerline of R/W of State Road 584 a distance of 355.00 feet; thence  $S21^{\circ}04'07''W$ , 50.00 feet; thence  $N68^{\circ}55'53''W$ , 279.97 feet; thence  $S21^{\circ}04'07''W$ , 10.00 feet to the Northerly R/W line of State Road 584 (a 100.00 foot R/W); thence  $N68^{\circ}55'53''W$  along said Northerly R/W line a distance of 696.39 feet; thence  $N21^{\circ}04'07''E$ , 1199.68 feet to the City Limits of Oldsmar; thence  $N89^{\circ}38'49''W$  along said line a distance of 359.35 feet; thence  $S21^{\circ}04'07''W$ , 322.57 feet to the Southerly line of a 100.00 foot Florida Power easement as described in Clerk's Instrument No. 128625; thence  $N68^{\circ}55'53''W$  along said Southerly easement line a distance of 260.42 feet; thence  $S00^{\circ}05'58''E$ , 804.27 feet to the Northerly R/W line of the aforementioned State Road No. 584; thence  $N68^{\circ}55'53''W$  along said Northerly R/W line a distance of 1115.20 feet; thence  $N21^{\circ}04'07''E$ , 50.00 feet; thence  $N68^{\circ}55'53''W$ , 60.00 feet; thence  $S21^{\circ}04'07''W$ , 50.00 feet; thence  $N68^{\circ}55'53''W$ , 8.98 feet to the Point of Beginning.

Containing 440.6288 total acres, more or less.



LAND USE	ZONING CATEGORY	UNITS/ (SQ.FT.)	NET DENSITY	GROSS ACREAGE
Low Density Residential	RFD-5	800	5 upa	435
Medium Density Residential	CL-30	1240	10 upa	136
Medium Density Residential	RM-15	1860	15 upa	124
General Commercial	PMD-1	(1,250,000 S.F. - Office) (615,000 S.F. - Retail) (320 Room - Hotel)		113.5
Community Park Site	OS-R			18.1
School Site (Reserved)	N/A			15
Fire Station Site	N/A			3
Preservation / Conservation	OS-R			
<b>Total Site Acreage</b>				<b>1164.1</b>

**GENERAL NOTES**

This Plan Represents a Conceptual Layout of Full Project Development.

The Extent of All Preservation/Conservation Areas Are Subject To Modification Based Upon Final Agency Action By The Florida Department of Environmental Regulation and The Southwest Florida Water Management District.



REVISED PLAN: JULY 9, 1987

LAND PLANNERS:

Wagon-Don  
 [Logo] Wagon-Don  
 200 N. Atlantic Blvd. Suite 201, Fort Myers, FL 33901

**CYPRESS LAKES** oldsmar , florida

a planned community developed by The Millford Corporation

EXHIBIT B

REDUCED

EXHIBIT C  
 CYPRESS LAKES  
 DRI PROPORTIONATE FAIR SHARE CONTRIBUTION

ROAD	LINK	XTG SEC	LENGTH MILES	PROPOSED SECTION	PROPOSED IMPROVEMENT	IMPROVEMENT COST	FAIRSHARE
SR. 584	McMullen Booth to SR. 586	2LU	1.25	2LD	Add 1 Lane	\$625,000	\$220,000
SR. 584	SR. 586 to CR. 233	2LD	0.94	4LD	Add 2 Lanes	\$340,000	\$211,000
SR. 584	CR. 233 to Cypress Lakes	2LD	0.31	4LD	Add 2 Lanes	\$310,000	\$96,000
SR. 584	Cypress Lakes to Gin Cong	2LD	0.50	4LD	Add 2 Lanes	\$500,000	\$193,000
SR. 580	SR. 590 to CR. 233	2LU	0.63	2LD	Add 1 Lane	\$315,000	118,944
SR. 580	SR. 584 to Racetrack Rd.	2LD	0.44	4LD	Add 2 Lanes	\$440,000	118,944
SR. 580	Racetrack Rd. to SR. 576	2LD	5.00	4LD	Add 2 Lanes	\$5,000,000	1,140,000
McMullen Booth Rd.	Brooker Creek Rd. to Tarpon Woods	2LU	9.30	2LD	Add 1 Lane	\$405,000	\$59,200
McMullen Booth Rd.	SR. 580 to SR. 588	2LU	5.90	2LD	Add 1 Lane	\$1,800,000	\$167,440
							\$1,640,911

EXHIBIT D

TRANSPORTATION MITIGATION COST

A. East-West Connector Road

1. Right-of-Way Cost	A) Forest Lakes Blvd. from 584 to Intersection w/N-S Rd. 82,700 SF @ 8.00/SF =	\$ 661,600.00
	B) E-W Rd. from Intersection w/N-S Rd. to E. Property Line 448,800 SF @ 5.00/SF =	\$2,244,000.00
2. Design	=	\$ 54,678.00
3. Construction	=	\$2,025,000.00
4. Drainage	87,000 SF @ 6.64/SF =	\$ 577,680.00

B. North-South Road

1. Right-of-Way Cost	436,600 SF @ 6.64/SF =	\$2,899,024.00
2. Design	=	\$ 35,000.00
3. Construction	=	\$1,673,750.00
4. Drainage	43,500 SF @ 6.64/SF =	\$ 285,750.00

C. SR 584

1. Right-of-Way	28,575 SF @ 10.00/SF =	\$ 285,750.00
2. Drainage	130,680 SF @ 10.00/SF =	\$1,306,800.00

D. Forest Lakes Boulevard Right-of-Way Costs

Included in A

E. Transportation Study Contribution

\$ 105,000.00

July 15, 1987  
CPL2001.01  
CPL2:18

## EXHIBIT E

PHASE I TRANSPORTATION IMPROVEMENTS AND IMPROVEMENTS  
IN THE TRANSPORTATION IMPROVEMENTS PROGRAM

## PART I - PHASE I - TRANSPORTATION IMPROVEMENTS

- (1) Increase the capacity of SR. 584 from McMullen Booth Road to SR. 580
- (2) Increase the capacity of SR. 580 from SR. 590 to CR. 233 (Forest Lakes Boulevard)
- (3) Increase the capacity of SR. 580 from SR. 584 to SR. 576
- (4) Increase the capacity of McMullen Booth Road from Tarpon Woods Boulevard to SR. 584
- (5) Increase the capacity of McMullen Booth Road from SR. 580 to SR. 588
- (6) Improve the McMullen Booth Road/SR. 584 intersection \*
- (7) Improve the SR. 586/SR. 584 intersection \*
- (8) Improve the Forest Lakes Boulevard (CR. 233)/SR. 584 intersection \*
- (9) Improve the Cypress Lakes entrance/SR. 584 intersection \*
- (10) Improve the Gim Gong Road/SR. 584 intersection
- (11) Improve the SR. 580/SR. 584 intersection \*
- (12) Improve the CR. 233/SR. 580 intersection \*
- (13) Improve the Race Track Road/SR. 580 \*
- (14) Improve the SR. 576/SR. 580 intersection \*
- (15) Improve the SR. 580/SR. 590 intersection \*
- (16) Improve the McMullen Booth Road/SR. 580 intersection \*

\*Intersections included in link improvements.

PART II - PHASE I - IMPROVEMENTS IN TRANSPORTATION IMPROVEMENT PROGRAM  
AND CONSTRUCTED

<u>Roadway</u>	<u>Segment</u>	<u>Lanes</u>	<u>Funding</u>	<u>Construction Year</u>
SR. 584	SR. 586 to SR. 580	3L(U)	FDOT	1986
SR. 580	SR. 584 to SR. 576	3L(U)	FDOT	1986
McMullen Booth Rd	Tarpon Woods Blvd. to SR. 584	4L(D)	Pinellas County	1988-90
McMullen Booth Rd	At SR. 580	Major Intersection Improvement	FDOT	1986

July 15, 1987

## EXHIBIT F

## DESCRIPTION OF TRANSPORTATION MITIGATION PROJECTS

I. East-West Connector Road

The East-West Connector Road extends from the intersection of Forest Lakes Boulevard and SR. 584, northeasterly approximately 4500 feet along Forest Lakes Boulevard. The East-West Connector Road then extends easterly to the east property line of the Cypress lakes Development. The East-West Road is planned as a link between Pinellas County and northern Hillsborough County. The route as described is a part of the Pinellas County's Metropolitan Planning Organization's Year 2010 Long Range Highway Plan herein after referred to as the "MPO Plan" as amended on December 19, 1986 and further described in MPO correspondence dated January 15, 1987 (copy attached and maps a part hereof).

The East-West Connector Road is designed to function at a higher design capacity than a major arterial due to the access control provided by minimizing the median openings and parcel access locations as detailed in the alignment map attached and made a part hereof. Service roads intersecting the East-West Road at the locations indicated on the alignment map will provide primary access to the parcels fronting the East-West Connector Road right-of-way. Signalization of these intersections with the East-West Connector Road will be limited. Additional storage lanes for left or right turning movements to ingress or egress parcels is anticipated and encouraged to limit the queuing of vehicles within the through lanes of the road.

The East-West Connector will be constructed in three phases:

1. Two lane divided urban section with 10' shoulders (4' paved), to be constructed by the Developer. Refer to typical section attached and made a part hereof. The developer will initiate construction of lanes three and four when Phase I is 50% complete and the segment to the west (CR. 233) is expanded to four lanes.

2. Six lane divided urban section to be placed in the TIP by the County when total trips on the two lane facility exceed 14,800 daily.
3. Implementation of the facility approved as part of the MPO Plan shall be placed in the TIP by the County when warranted by future traffic studies approved by the County.

The design criteria for the East-West Connector Road as required by Pinellas County are set forth below.

#### Right-of-Way

The Developer will provide a minimum of 133 feet of right-of-way for the main roadway corridor. The Developer will also provide for the implementation of an internal roadway network which limits ingress and egress points consistent with the planned "enhanced arterial" status of the roadway. The project's internal roadway system will be planned and aligned to support the MPO Plan. The internal roadways are shown conceptually on the alignment map.

Additional right-of-way shall be provided at the intersections of the East-West Connector and Forest Lakes Boulevard and one other internal crossover point within the development. The exact extent of right-of-way required for intersections will be determined during the design phase of the East-West Connector Road and will be planned to allow for future construction of the intersection facilities approved in the MPO Plan.

#### Design Criteria

The Developer will contract to provide plans for the ultimate six lane urban, enhanced arterial highway, including the design for the initial two lane divided section with 10 foot shoulders (4 foot paved) as shown on Exhibit 2.

The alignment for the proposed East-West Connector Road should provide a 65 mph design speed with maximum curvature of 4.75 degrees, and a maximum superelevation of 8.0%. Curves three and four as shown on the alignment map, will be designed initially for speeds of less than 60 mph since these sections will be reconstructed within the designated right-of-way to accommodate interchanges and overpasses required for the ultimate limited access design to be provided by Pinellas County.

The East-West Connector will be an evacuation route, therefore, minimum roadway elevation will be above the 100 year flood level.

Intersection/median openings at 5+00, 11+00, 31+00 and 64+00 will be closed when the road becomes a controlled access facility.

The enhanced arterial designation of the East-West Connector Road is defined in the adopted Pinellas County Year 2010 Long Range Highway Plan. This designation includes the limitation or elimination of curb and median openings, the provision of access to adjacent property by means of service roads or an internal network of streets, the construction of interchanges at selected intersections, and the establishment of land use control measures where applicable to protect the roadway capacity.

Drainage will be designed for the six lane urban divided configuration. During the initial phase, roadway drainage will be conveyed by open ditches to detention ponds designed and sized for the six lane roadway.

The Engineer will coordinate design with Pinellas County Engineering Department and will provide plans for 30%, 60%, and final reviews by the County. In order to expedite the construction of the initial phase, Pinellas County and City of Oldsmar will provide plan review within 14 days of submittal.

Construction

Construction of the first phase will commence immediately after approval of the roadway plans and specifications. The Developer will contract directly with a Contractor and will engage an Engineer to provide construction administration and inspection services throughout the project.

II. North-South Connector Road

The North-South Connector Road extends from SR. 584 northerly to the intersection of the East-West Connector Road and Forest Lakes Boulevard. The North-South route will serve as a major access and service route for development between the East-West Connector and S.R. 584 and will provide traffic relief for the East-West Connector. The facility will be designed and constructed to provide four through traffic lanes and left and right turn storage lanes at all entrances to sites fronting on the roadway. Provisions for double left turn areas will be provided at the East-West Road and SR. 584. The design criteria for the North-South Connector Road, as required by the City of Oldsmar, are set forth below.

Right-of-Way and Design Criteria

The North-South Connector Road will be a four lane divided urban arterial designed for a 45 MPH design speed within a 94 foot ROW. The ROW will be expanded where necessary to accommodate the turn lanes referenced above.

Construction

The North-South Connector will be constructed coincident with the initial phase of the East-West Connector Road. Funding for design, construction administration, inspection and construction costs will be provided by the Developer. Provided, however, the City shall be the applicant for any environmental permits associated with construction of the road.

III. Internal Roadway Network

The Internal Roadway Network is shown conceptually in the attached alignment map and made a part hereof. These roadways will be designed to serve as alternatives to frontage roads. The site plan review process shall assure that each parcel fronting on the East-West Connector Road has alternative means of ingress and egress prior to any development approval. The design criteria for the internal roadway network as required by the City of Oldsmar are set forth below.

Right-of-Way

Internal Roadway Network components shall be two lane urban sections constructed on 60 foot right-of-ways.

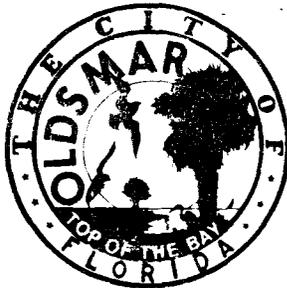
Design Criteria

Internal Roadway Network components shall be two lane urban facilities designed for a 30 MPH design speed.

Construction

These roadways shall be constructed and in place prior to occupancy of any site plan requiring any ingress or egress to such roadway. These roadways shall be constructed by the developer.

July 15, 1987  
CPL2001.01  
CPL2:14



*City Of Oldsmar*

P. O. Box 100

**OLDSMAR, FLORIDA 33557**

CITY HALL OPEN  
8:30 A.M. - 5:00 P.M.  
MONDAY THRU FRIDAY

PHONES:  
855-4693  
855-4694  
855-4695

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

August 18, 1987

*Certified Mail*

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

Dear Ms. Julia Greene:

Please find enclosed a copy of the changes/clarifications to the Cypress Lakes Development Order which was approved by City Council August 4, 1987.

Should you have any questions in this matter, please call.

Respectfully,

Cheryl D. Mortenson, C.M.C.,  
City Clerk

CDM/rj

Enclosure

*Attachment 1/B*

CARLTON, FIELDS, WARD, EMMANUEL, SMITH, CUTLER & KENT, P. A.  
ATTORNEYS AT LAW

ONE HARBOUR PLACE  
P. O. BOX 3239  
TAMPA, FLORIDA 33601  
(813) 223-7000

CNA BUILDING  
P. O. BOX 1171  
ORLANDO, FLORIDA 32802  
(305) 849-0300

200 EAST GOVERNMENT ST.  
P. O. BOX 12426  
PENSACOLA, FLORIDA 32582  
(904) 434-0142

FIRST FLORIDA BANK BUILDING  
P. O. DRAWER 190  
TALLAHASSEE, FLORIDA 32302  
(904) 224-1585

FLORIDA NATIONAL BANK TOWER  
P. O. BOX 4700  
JACKSONVILLE, FLORIDA 32201  
(904) 354-1600

PLEASE REPLY TO:

July 31, 1987

Tallahassee

Roger Tucker, Esquire  
Tampa Bay Regional Planning Council  
9455 Koger Boulevard, Suite 209  
St. Petersburg, FL 33702

RE: Cypress Lakes DRI  
City of Oldsmar

Dear Roger:

Pursuant to our meeting at the TBRPC yesterday, we are writing this letter to revise our earlier agreement and confirmation letter. Over the past week, we've had several telephone conversations wherein you proposed certain changes/clarifications to the Development Order as approved by the City of Oldsmar City Council on July 14, 1987. These conversations were supplemented by the meeting at TBRPC on July 30, 1987. The Development Order approved by the City Council was sent to Ms. Cheryl D. Mortenson, the City Clerk, on July 20, 1987, and can be identified and distinguished from other versions by the (7/20/87 JDV) on page 39. With respect to the approved Development Order, we are agreeable to each of the clarifications set out below being made:

1. On page 29, paragraph IV. J. 14, delete the entire paragraph and substitute the following language:

"14. The Developer shall commence physical development of this project no later than three years from the effective date of this Development Order. Further, the City of Oldsmar agrees that this project shall not be subject to any down-zoning as long as this Development Order is in effect."

Roger Tucker, Esquire  
July 31, 1987  
Page 2

This is what was meant, but very inartfully stated, in the prior language.

2. The list of transportation commitments in Exhibit E was clearly meant to include the 16 specific items referenced on pages 16, 17 & 18 of the Final Report and Recommendation of the TBRPC dated March 9, 1987. It never occurred to us there would be a question. However, so as to avoid any misunderstanding we would suggest to the following language being included on Exhibit E. "Traffic improvements committed to in this exhibit are those 16 items specified on pages 16, 17 & 18 of the Final Report and Recommendation of the TBRPC, dated March 9, 1987."
3. The TBRPC has raised a question about the value of rights of way to be dedicated to the City. Our intention was that the value be established at time of conveyance. Thus we would agree to language as follows:

Values of rights of way shall be finally established at time of conveyance and are subject to appraisal and acceptance by the City of Oldsmar.

4. It has been pointed out that air quality modeling may only be required at the end of Phase I of the project. We agree this result was totally unintended. For clarification purposes, Paragraph IV. D. 1. on page 15 should be deleted and the following language inserted.

"1. After the issuance of Certificates of Occupancy for development that equals each Phase I, Phase II and one-half way through Phase III total as set forth in Condition IV. A. 2. above, the Developer shall provide to the City of Oldsmar, Pinellas County Division of Air Quality (PCDAQ), the TBRPC for review and to the Florida Department of Environmental Regulation (DER) for approval, a completed and technically acceptable air quality monitoring assessment.

This language was chosen by representatives of all parties to avoid a major rewrite of this paragraph. Our understanding with TBRPC and you is that developer will monitor air quality at the end of Phases I and II and one-half way through Phase III. This will not include a requirement to model because it will be unnecessary at

Roger Tucker, Esquire  
July 31, 1987  
Page 3

these stages because we will have access to actual data.

Additionally, the last sentence in Paragraph IV. D. 2. needs to be clarified to read:

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

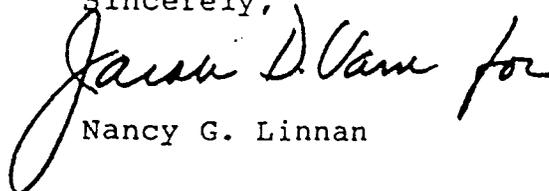
The only change has been to change "report" to "reports."

5. Finally a technically incorrect statement has inadvertently survived numerous proofings and should be deleted. Thus, delete paragraph IV. G. 11. on page 23 dealing with the location of the floodplain and renumber subsequent paragraphs on that page.
6. On page 9 in the phase schedule, the schedule reflects that Phase III is to include 465 units of single-family residential dwelling units. This is a typographical error. The 465 units were placed in the wrong column. Phase III is to have 465 multi-family residential dwelling units. You'll note that if the 465 remained in the single-family column, the totals would be incorrect.

We are agreeable to each of the above clarifications and pursuant to our discussions, are agreeable to the City making these clarifying changes at its next meeting on Tuesday, August 4, 1987.

We appreciate your cooperation in this matter and should you have any questions, please call.

Sincerely,

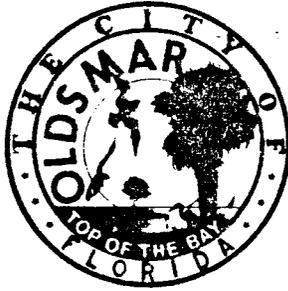
  
Nancy G. Linnan

NGL/dm

cc: Bruce Haddock  
Julia Greene  
Dale Bleakley  
Bill Ockunzzi

CITY HALL OPEN  
8:30 A.M. - 5:00 P.M.  
MONDAY THRU FRIDAY

PHONES:  
855-4693  
855-4694  
855-4695



*City Of Oldsmar*

P. O. Box 100  
OLDSMAR, FLORIDA 33557

*SB 2*  
*SC.*  
*re the PC*

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

September 23, 1987

Mr. Gordon Guthrie, Executive Director  
Department of Community Affairs  
2571 Executive Center Circle East  
Tallahassee, Florida 32301

Registered Mail

Re: Second Amendment to Cypress Lakes D.O./Resolution 87-23

Dear Mr. Guthrie:

Enclosed please find a certified copy of Resolution 87-23 that amends the Cypress Lakes DRI Development Order. Resolution 87-23 was approved by the City Council on September 15, 1987.

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

With best regards,

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

CDM/rj

Enclosure

cc: Tampa Bay Regional Planning Council ✓  
Jake Varn, Esquire  
Dale Bleakley, President, The Milford Corporation

RESOLUTION NO. 87-23

AMENDMENT NO. 2 TO CYPRESS LAKES  
DEVELOPMENT ORDER

A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF OLDSMAR, FLORIDA, APPROVING AMENDMENT NUMBER TWO TO THE DEVELOPMENT ORDER FOR THE CYPRESS LAKES DEVELOPMENT OF REGIONAL IMPACT RENDERED PURSUANT TO SECTION 380.06, FLORIDA STATUTES

WHEREAS, on July 14, 1987, the City Council of the City of Oldsmar unanimously approved a Development Order for the Cypress Lakes Development of Regional Impact (Resolution No. 87-15; and

WHEREAS, on September 8, 1987, in response to concerns expressed by the Florida Department of Community Affairs the City Council of the City of Oldsmar approved Amendment No. 1 to Cypress Lakes Development Order (Resolution 87-22), which made minor amendments and clarifications; and

WHEREAS, in view of recent decisions affecting the validity of the Pinellas County Comprehensive Land Use Plan adopted by the Pinellas Planning Council and the actions and inactions of the Pinellas Planning Council (PPC) relative to requests from the City of Oldsmar for approval of land use amendments, it is in the best interest of all concerned that the Development Order be amended to eliminate any confusion concerning the PPC and the Pinellas County Comprehensive Land Use Plan.

NOW THEREFORE, BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF OLDSMAR, FLORIDA:

Section 1. That the Cypress Lakes Development Order (Resolution 87-15), as amended, be amended further as follows:

- A. On pages 7 and 8, paragraph III. Q., delete the entire paragraph and substitute the following paragraph:

CERTIFICATION

CERTIFY THAT THE FOLLOWING IS A TRUE AND CORRECT COPY OF THE ORIGINAL AS FILED IN THE OFFICE OF THE CLERK OF THE CITY OF OLDSMAR, FLORIDA.

Resolution 87-23

Chief of Administration

DATE

1987

1987

1987

1987

"Q. Upon the expiration of the appeal period of this Development Order, this Development Order shall supercede all prior agreements and understanding between the City of Oldsmar and the Developer, and such agreements and understandings shall thereupon become null and void and have no further force and effect, including, but not limited to, the following: (1) Preliminary Development Agreement For Cypress Lakes, dated December 1985; (2) Memorandum of Understanding, dated March 1985; (3) Developers Agreement, dated September 17, 1985; (4) Agreement To Lease City Center, dated March 13, 1985 and (5) Agreement To Lease City Maintenance Center, dated March 13, 1985; except for those agreements and understandings specifically continued in effect by the provisions of this Development Order. The Developer and the City shall execute a recordable instrument revoking and terminating the subject documents not later than 30 days subsequent to approval of the necessary land use amendments and the expiration of the appeal period. In the event that any substantive portion of this Development Order is determined by a Court of competent jurisdiction to be invalid or unenforceable against either the City or the Developer or in the event that the required land use amendments are determined not to be legally permissible or a Court of competent jurisdiction or any portion of this Development Order is appealed and the Development Order, or portion thereof is determined by the Florida Land and Water Adjudicatory Commission to be impermissible, which has the effect of voiding contract rights previously enjoyed by the City then, and in that

event, the provisions hereof relating to the termination of previous agreements shall be null and void and such agreements shall enjoy the same legal force and authority as they enjoyed prior to the issuance of this Development Order. The signature of the Developer on the last page of the Development Order indicates its concurrence and acceptance of all the terms and conditions of this Development Order, conditioned upon approval of the land use amendments called for herein."

B. On page 11, paragraph IV. B. 9., delete the entire paragraph and insert the following:

"9. Cypress Lakes will be developed in conformance with the City of Oldsmar Comprehensive Land Use Plan."

Section 2. The City Council recognizes that at this time two amendments to the City of Oldsmar Comprehensive Land Use Plan are required prior to any development being authorized on two specifically identified tracts. However, with respect to those areas in the project unaffected by these pending land use amendments, the Developer may proceed with securing all necessary and required permits and approvals. Following receipt of all required permits and approvals the Developer may commence development as authorized herein.

Section 3. In order to satisfy the requirements of Section 163.3184, Florida Statutes, the City staff is authorized to forward the proposed land use amendments for the Cypress Lakes DRI to the Florida Department of Community Affairs for review, so that the City Council may expeditiously proceed in amending its Comprehensive Land Use Plan.

RESOLUTION NO. 87- 22

AMENDMENT NO. 1 TO CYPRESS LAKES  
DEVELOPMENT ORDER

A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF OLDSMAR, FLORIDA, APPROVING AMENDMENT NUMBER ONE TO THE DEVELOPMENT ORDER FOR THE CYPRESS LAKES DEVELOPMENT OF REGIONAL IMPACT RENDERED PURSUANT TO SECTION 380.06, FLORIDA STATUTES.

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WHEREAS, following the adoption of the Development Order and in response to questions and concerns raised by the Tampa Bay Regional Planning Council (TBRPC), it was deemed appropriate to clarify and amend the Development Order; and

WHEREAS, on August 14, 1987, the City Council of the City of Oldsmar approved the following clarifications and amendments to the Development Order; and

WHEREAS, the purpose of this Resolution is to memorialize the City Council's actions of August 4, 1987

NOW, THEREFORE, BE IT APPROVED BY THE CITY COUNCIL OF THE CITY OF OLDSMAR, FLORIDA:

Section 1. That the Cypress Lakes Development Order (Resolution 87-15) as approved on July 14, 1987, be clarified and amended as follows:

A. On page 29, paragraph IV. J. 14 delete the entire paragraph and substitute the following language:

"14. The Developer shall commence physical development of this project no later than three years from the effective date of this Development Order. Further, the City of Oldsmar agrees that this project shall not be subject to any down-zoning as long as this Development Order is in effect."

B. In Exhibit E the list of transportation commitments was clearly meant to include the sixteen specific items referenced on pages 16, 17 and 18 of the Final Report and Recommendations of the TBRPC, dated March 9, 1987. So as to avoid any misunderstanding, the following language is added to Exhibit E:

"Traffic improvements committed to in this exhibit are those sixteen items specified on pages 16, 17 and 18 of the Final Report and Recommendation of the TBRPC, dated March 9, 1987."

C. In Exhibit D a question was raised as to how the value of the rights of way to be dedicated to the City were established. To clarify the City's and Developer's intent, the following note is incorporated in Exhibit D:

"Values of rights of way shall be finally established at time of conveyance and are subject to appraisal and acceptance by the City of Oldsmar."

D. On page 15, paragraph IV. D. 1., delete the entire paragraph and insert the following:

"1. After the issuance of Certificates of Occupancy for development that equals each Phase I, Phase II and one-half way through Phase III total as set forth in Condition IV. A. 2. above, the Developer shall provide to the City of Oldsmar, Pinellas County Division of Air Quality (PCDAQ), the TBRPC for review and to the Florida Department of Environmental Regulation (DER) for approval, a completed and technically acceptable air quality monitoring assessment."

E. On page 15, paragraph IV. D. 2., the last sentence needs to be revised to read as follows:

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

F. On page 23, paragraph IV. G. 11., delete the entire paragraph and renumber the subsequent paragraphs.

G. On page 9, paragraph IV. A. 2. this paragraph contains a chart showing the phasing schedule. The schedule reflects that Phase III is to include 465 units of single-family residential dwelling units. This is a typographical error. The 465 units were placed in the wrong column. Phase III is to have 465 multi-family residential dwelling units. With this correction the totals are now correct.

Section 2. That this Resolution shall become effective upon passage and adoption.

PASSED AND ADOPTED BY THE CITY COUNCIL OF THE CITY OF OLDSMAR, FLORIDA, this 8th day of September 1987.

Thomas J. Rente  
Mayor

ATTEST:

Raymond J. Peterson  
City Clerk

1927  
FLORIDA

**CERTIFICATION**

I DO HEREBY CERTIFY THAT THIS IS A TRUE AND CORRECT

COPY OF

THE CITY OF OLDSMAR PUBLIC RECORDS

Thomas J. Rente Resolution 87-22  
Raymond J. Peterson  
CITY CLERK



OR6724PG1924

January 15, 1987

Mr. Dale E. Bleakley, President  
The Milford Corporation  
105H Dunbar Avenue  
Oldsmar, FL 33557

Dear Mr. Bleakley:

Proposed Amendment to the MPO Year 2010 Long Range Highway Plan

This is to inform you that on December 19, 1986, a public hearing was held seeking to amend the MPO Year 2010 Long Range Highway Plan. The Metropolitan Planning Organization approved the amendment to modify the capacity of several facilities within the S.R. 580 Corridor.

The Plan was amended as indicated in the enclosed diagram which includes:

- a) Amending the capacity of S.R. 580 from C.R. 233 to the Hillsborough County Line
- b) Amending the capacity of C.R. 233/Forest Lakes Boulevard from S.R. 580 to approximately one mile north of S.R. 584
- c) Addition of an East-West Connector roadway from Forest Lake Blvd. to a planned extension of Linebaugh Avenue at the Hillsborough County Line

Portions of the McMullen-Booth Road/S.R. 580 corridor are designated as enhanced, as shown in the attached map.

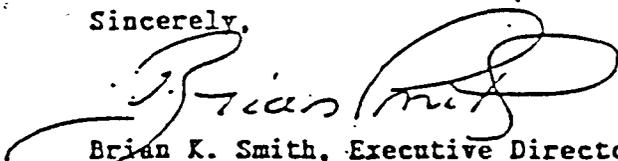
As per normal procedures, MPO actions affecting the State Highway System must receive final Florida Department of Transportation review and comment, although it is unlikely that this will result in any substantial change to the MPO action. We will notify you at which time final State approval is obtained.

Additionally, this action has been transmitted to the appropriate local jurisdictions in order to allow amendment of respective traffic circulation elements as appropriate. We will also notify you of any subsequent local and state action.

Page 2  
Letter to Dale Bleakley  
January 15, 1987

Please contact Hugh Pascoe of the MPO staff if we can be of further assistance.

Sincerely,

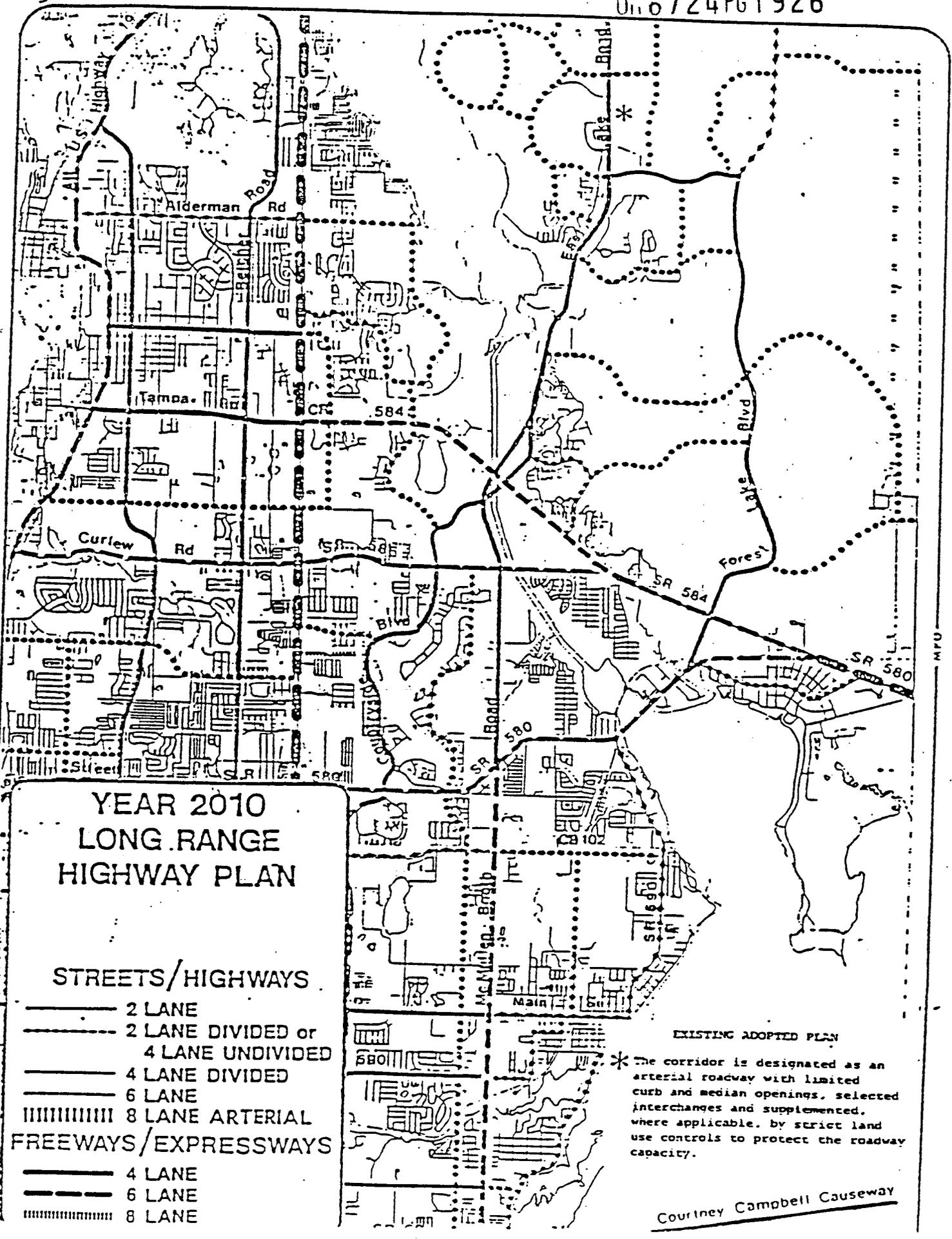


Brian K. Smith, Executive Director  
Pinellas County  
Metropolitan Planning Organization

BKS/HP/jmz  
Enclosure

cc: Mr. Fred Marquis, County Administrator

6441P/0159P



**YEAR 2010  
LONG RANGE  
HIGHWAY PLAN**

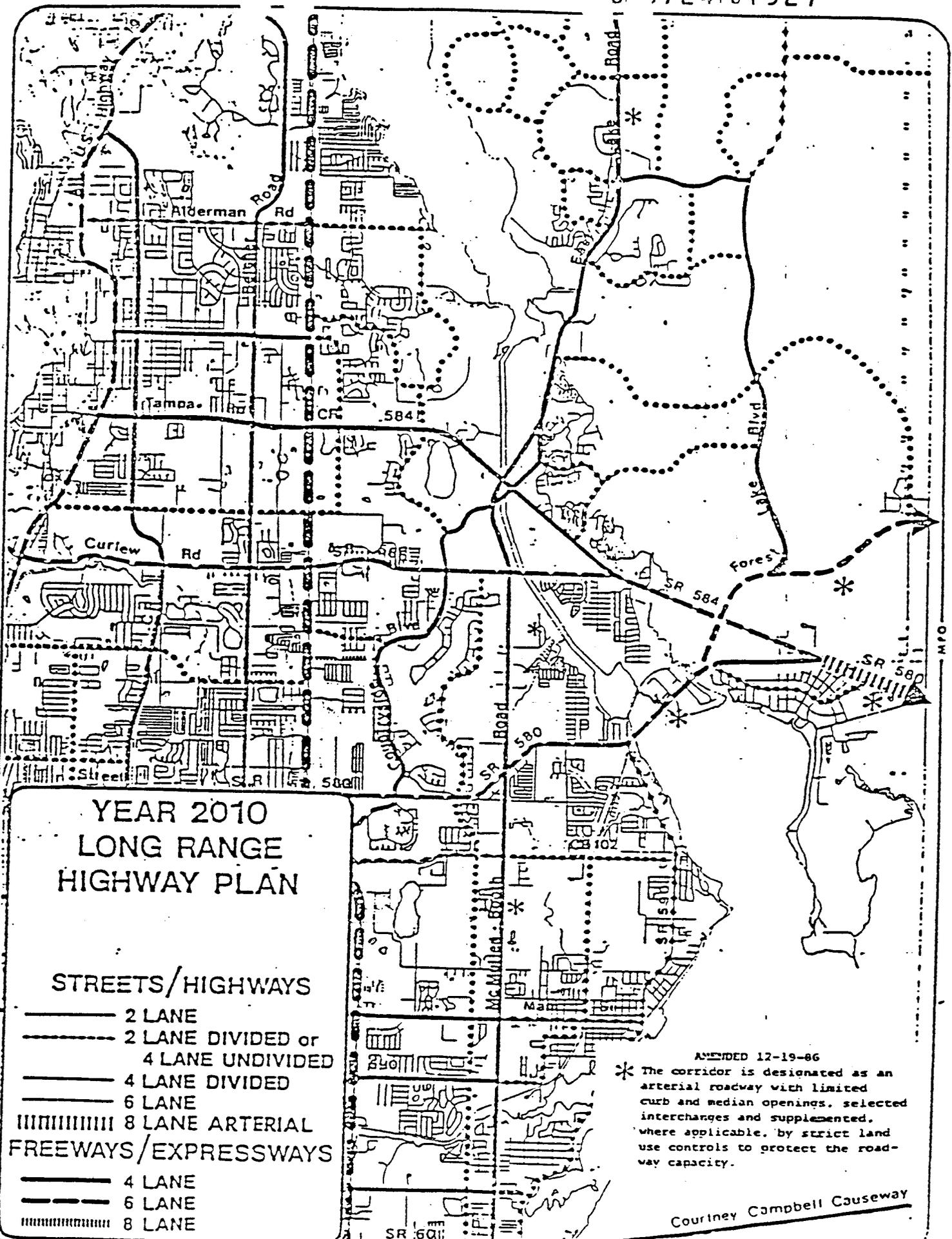
**STREETS/HIGHWAYS**

- 2 LANE
  - - - 2 LANE DIVIDED or 4 LANE UNDIVIDED
  - 4 LANE DIVIDED
  - 6 LANE
  - ||||| 8 LANE ARTERIAL
- FREEWAYS/EXPRESSWAYS**
- 4 LANE
  - - - 6 LANE
  - ||||| 8 LANE

**EXISTING ADOPTED PLAN**

\* The corridor is designated as an arterial roadway with limited curb and median openings, selected interchanges and supplemented, where applicable, by strict land use controls to protect the roadway capacity.

*Courtney Campbell Causeway*



**YEAR 2010  
LONG RANGE  
HIGHWAY PLAN**

**STREETS/HIGHWAYS**

- 2 LANE
- - - 2 LANE DIVIDED or 4 LANE UNDIVIDED
- 4 LANE DIVIDED
- 6 LANE
- ||||| 8 LANE ARTERIAL

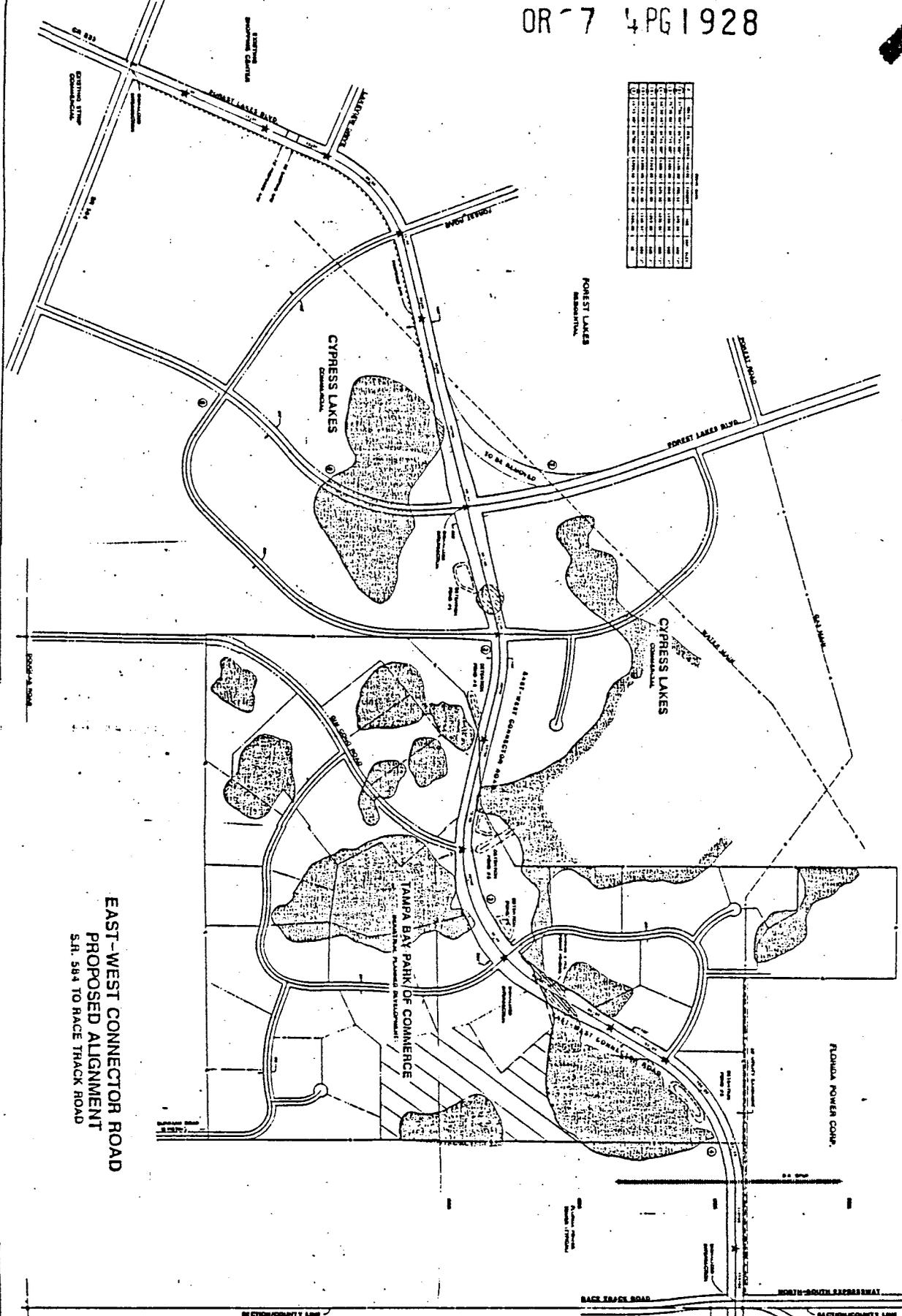
**FREEWAYS/EXPRESSWAYS**

- 4 LANE
- - - 6 LANE
- ||||| 8 LANE

AMENDED 12-19-86  
\* The corridor is designated as an arterial roadway with limited curb and median openings, selected interchanges and supplemented, where applicable, by strict land use controls to protect the roadway capacity.

Courtney Campbell Causeway

NO.	DESCRIPTION	AREA (AC)	PERCENT
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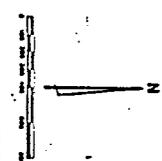


**EAST-WEST CONNECTOR ROAD  
PROPOSED ALIGNMENT  
S.H. 584 TO RACE TRACK ROAD**

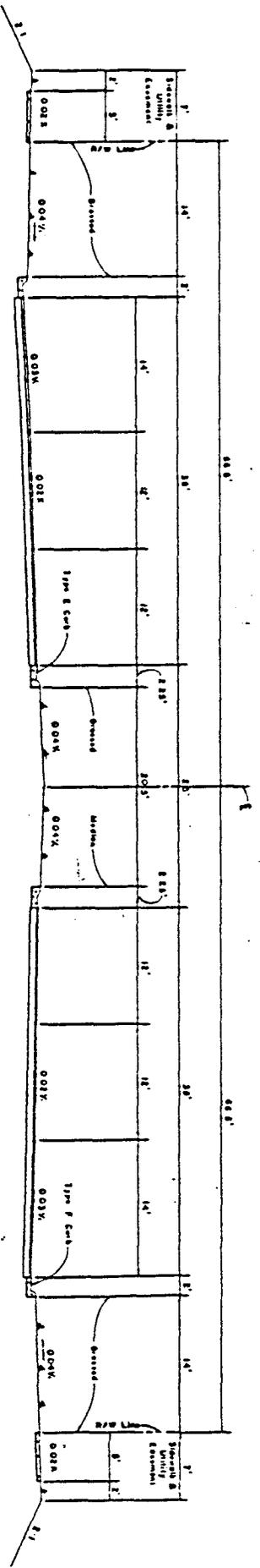
Prepared for:  
**THE MILFORD CORPORATION**  
and  
**CYPRESS LAKES INDUSTRIAL PARK LTD.  
HOLLYWOOD LAND DEVELOPMENT CO., INC.**

Map No. 1  
222 1-14-51-128

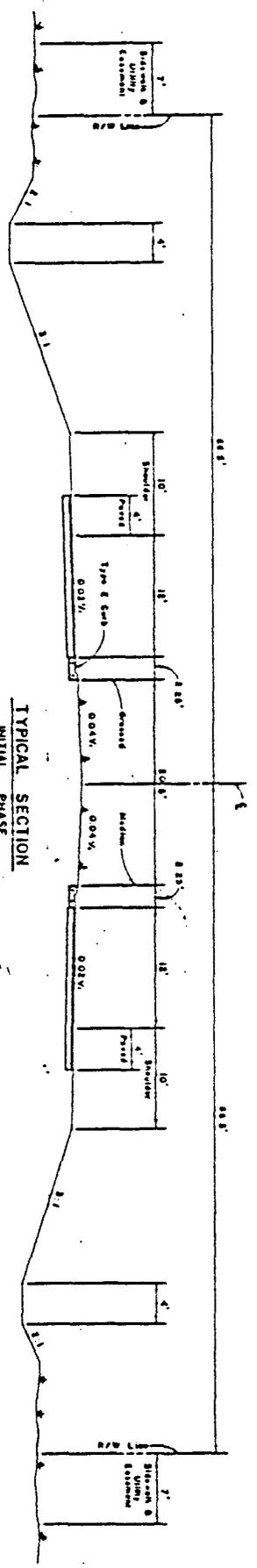
- LEGEND**
- 1. The boundaries shown on this map are as shown on the original survey and are not to be construed as a warranty of accuracy by the engineer.
  - 2. The boundaries shown on this map are as shown on the original survey and are not to be construed as a warranty of accuracy by the engineer.
  - 3. The boundaries shown on this map are as shown on the original survey and are not to be construed as a warranty of accuracy by the engineer.
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  - 7. The boundaries shown on this map are as shown on the original survey and are not to be construed as a warranty of accuracy by the engineer.
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  - 9. The boundaries shown on this map are as shown on the original survey and are not to be construed as a warranty of accuracy by the engineer.
  - 10. The boundaries shown on this map are as shown on the original survey and are not to be construed as a warranty of accuracy by the engineer.



REDUCED



TYPICAL SECTION  
FINAL PHASE  
6 LANE URBAN



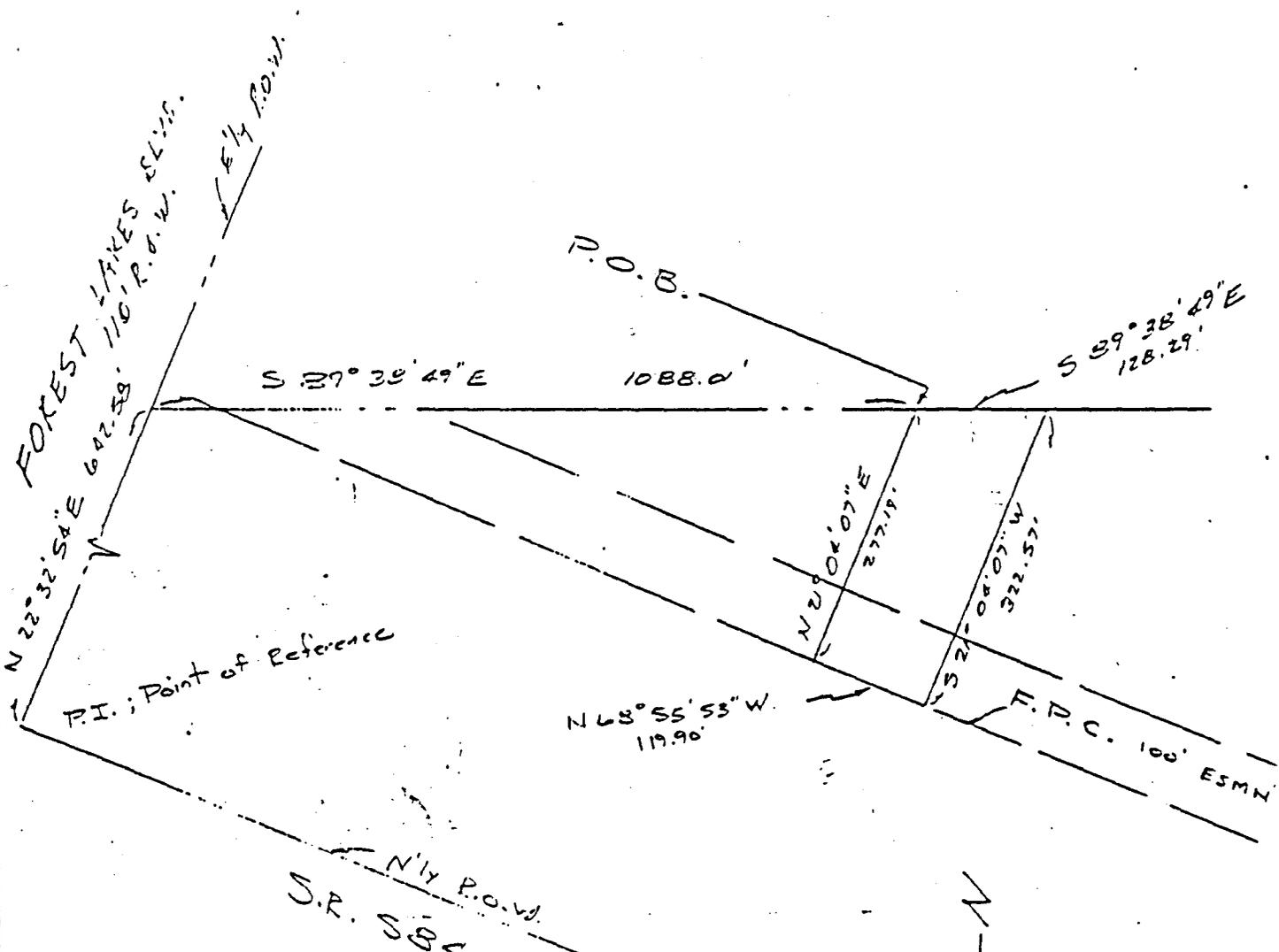
TYPICAL SECTION  
INITIAL PHASE

EXHIBIT E

<p>THE MILFORD CORPORATION AND CYPRESS LAKES INDUSTRIAL PARK LTD. HOLLYWOOD LAND DEVELOPMENT CO., INC.</p>		<p><b>Wade-Tim</b></p>	<p>PROPOSED TYPICAL SECTIONS "EAST-WEST CONNECTOR ROAD"</p>	<p>DATE: 11/1/68 PAGE: 1929</p>
--	--	------------------------	---	-------------------------------------

NOT A SURVEY  
SKETCH OF LEGAL

OR6724PG1930 N.Y.  
 DESCRIPTION



**DESCRIPTION:**

A parcel of land situated in Section 14, Township 28 South, Range 16 East, Oldsmar, Pinellas County, Florida, described as follows:

Commence at the Point of Intersection of the Northerly Right-of-Way line of S.R. 584, and the easterly Right-of-Way line of Forest Lakes Boulevard as a Point of Reference; thence run N 22°32'54" E, along the easterly Right-of-Way of said Forest Lakes Boulevard, 642.58 feet; thence S 89°38'49" E, 1,088.01 feet to the POINT OF BEGINNING; thence continue S 89°38'49" E, 128.29 feet; thence S 21°04'07" W, 322.57 feet; thence N 68°55'53" W, 119.90 feet, along the southerly line of Florida Power Corporation Easement, 119.90 feet; thence N 21°04'07" E, 277.19 feet to the POINT OF BEGINNING.

Contains 0.82 acres M.O.L.

NOT TO SCALE

CERTIFICATION:

I Hereby Certify That This Survey Meets The Minimum Requirements Of The F.S.P.L.S And The F.L.T.A. And Is A Correct Representation Of The Property Described To The Best Of My Knowledge And Belief.

Harold L. Overbeck, Fla. Res. Land Surveyor No. 291

Date:	H.L. Overbeck, inc. 1100 New York Avenue Dunedin, Florida 33528 (813) 734-7805	Drawn By:
Scale:		Revision:

EXHIBIT H

That 50' by 60' lot owned by the City of Oldsmar at the northeast corner of State Road 584 and Forest Lakes Boulevard.

## RESOLUTION NO. 87- 22

AMENDMENT NO. 1 TO CYPRESS LAKES  
DEVELOPMENT ORDER

A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF OLDSMAR, FLORIDA, APPROVING AMENDMENT NUMBER ONE TO THE DEVELOPMENT ORDER FOR THE CYPRESS LAKES DEVELOPMENT OF REGIONAL IMPACT RENDERED PURSUANT TO SECTION 380.06, FLORIDA STATUTES.

WHEREAS, on July 14, 1987, the City Council of the City of Oldsmar unanimously approved a Development Order for the Cypress Lakes Development of Regional Impact (Resolution No. 87-15); and

WHEREAS, following the adoption of the Development Order and in response to questions and concerns raised by the Tampa Bay Regional Planning Council (TBRPC), it was deemed appropriate to clarify and amend the Development Order; and

WHEREAS, on August 14, 1987, the City Council of the City of Oldsmar approved the following clarifications and amendments to the Development Order; and

WHEREAS, the purpose of this Resolution is to memorialize the City Council's actions of August 4, 1987.

NOW, THEREFORE, BE IT APPROVED BY THE CITY COUNCIL OF THE CITY OF OLDSMAR, FLORIDA:

Section 1. That the Cypress Lakes Development Order (Resolution 87-15) as approved on July 14, 1987, be clarified and amended as follows:

A. On page 29, paragraph IV. J. 14 delete the entire paragraph and substitute the following language:

"14. The Developer shall commence physical development of this project no later than three years from the effective date of this Development Order. Further, the City of Oldsmar agrees that this project shall not be subject to any down-zoning as long as this Development Order is in effect."

I HEREBY CERTIFY THAT THIS IS  
A TRUE AND CORRECT COPY OF  
Resolution 87-22  
OF THE PUBLIC RECORDS OF OLDSMAR  
CITY CLERK

B. In Exhibit E the list of transportation commitments was clearly meant to include the sixteen specific items referenced on pages 16, 17 and 18 of the Final Report and Recommendations of the TBRPC, dated March 9, 1987. So as to avoid any misunderstanding, the following language is added to Exhibit E:

"Traffic improvements committed to in this exhibit are those sixteen items specified on pages 16, 17 and 18 of the Final Report and Recommendation of the TBRPC, dated March 9, 1987."

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D. On page 15, paragraph IV. D. 1., delete the entire paragraph and insert the following:

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E. On page 15, paragraph IV. D. 2., the last sentence needs to be revised to read as follows:

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

F. On page 23, paragraph IV. G. 11., delete the entire paragraph and renumber the subsequent paragraphs.

G. On page 9, paragraph IV. A. 2. this paragraph contains a chart showing the phasing schedule. The schedule reflects that Phase III is to include 465 units of single-family residential dwelling units. This is a typographical error. The 465 units were placed in the wrong column. Phase III is to have 465 multi-family residential dwelling units. With this correction the totals are now correct.

Section 2. That this Resolution shall become effective upon passage and adoption.

PASSED AND ADOPTED BY THE CITY COUNCIL OF THE CITY OF  
OLDSMAR, FLORIDA, this 8th day of September 1987.

Thomas J. Penta  
Mayor

ATTEST:

Raymond J. Peterson  
City Clerk

## RESOLUTION NO. 87-23

AMENDMENT NO. 2 TO CYPRESS LAKES  
DEVELOPMENT ORDER

A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF OLDSMAR, FLORIDA, APPROVING AMENDMENT NUMBER TWO TO THE DEVELOPMENT ORDER FOR THE CYPRESS LAKES DEVELOPMENT OF REGIONAL IMPACT RENDERED PURSUANT TO SECTION 380.06, FLORIDA STATUTES

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NOW THEREFORE, BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF OLDSMAR, FLORIDA:

Section 1. That the Cypress Lakes Development Order (Resolution 87-15), as amended, be amended further as follows:

A. On pages 7 and 8, paragraph III. Q., delete the entire paragraph and substitute the following paragraph:

I HEREBY CERTIFY THAT THIS IS  
A TRUE AND CORRECT COPY OF  
*Resolution 87-23*  
OF THE CITY COUNCIL OF OLDSMAR.  
*[Signature]*  
CITY CLERK

"Q. Upon the expiration of the appeal period of this Development Order, this Development Order shall supercede all prior agreements and understanding between the City of Oldsmar and the Developer, and such agreements and understandings shall thereupon become null and void and have no further force and effect, including, but not limited to, the following: (1) Preliminary Development Agreement For Cypress Lakes, dated December 1985; (2) Memorandum of Understanding, dated March 1985; (3) Developers Agreement, dated September 17, 1985; (4) Agreement To Lease City Center, dated March 13, 1985 and (5) Agreement To Lease City Maintenance Center, dated March 13, 1985; except for those agreements and understandings specifically continued in effect by the provisions of this Development Order. The Developer and the City shall execute a recordable instrument revoking and terminating the subject documents not later than 30 days subsequent to approval of the necessary land use amendments and the expiration of the appeal period. In the event that any substantive portion of this Development Order is determined by a Court of competent jurisdiction to be invalid or unenforceable against either the City or the Developer or in the event that the required land use amendments are determined not to be legally permissible or a Court of competent jurisdiction or any portion of this Development Order is appealed and the Development Order, or portion thereof is determined by the Florida Land and Water Adjudicatory Commission to be impermissible, which has the effect of voiding contract rights previously enjoyed by the City then, and in that

event, the provisions hereof relating to the termination of previous agreements shall be null and void and such agreements shall enjoy the same legal force and authority as they enjoyed prior to the issuance of this Development Order. The signature of the Developer on the last page of the Development Order indicates its concurrence and acceptance of all the terms and conditions of this Development Order, conditioned upon approval of the land use amendments called for herein."

B. On page 11, paragraph IV. B. 9., delete the entire paragraph and insert the following:

"9. Cypress Lakes will be developed in conformance with the City of Oldsmar Comprehensive Land Use Plan."

Section 2. The City Council recognizes that at this time two amendments to the City of Oldsmar Comprehensive Land Use Plan are required prior to any development being authorized on two specifically identified tracts. However, with respect to those areas in the project unaffected by these pending land use amendments, the Developer may proceed with securing all necessary and required permits and approvals. Following receipt of all required permits and approvals the Developer may commence development as authorized herein.

Section 3. In order to satisfy the requirements of Section 163.3184, Florida Statutes, the City staff is authorized to forward the proposed land use amendments for the Cypress Lakes DRI to the Florida Department of Community Affairs for review, so that the City Council may expeditiously proceed in amending its Comprehensive Land Use Plan.

Section 4. That this Resolution shall become effective upon passage and adoption.

PASSED AND ADOPTED BY THE CITY COUNCIL OF THE CITY OF OLDSMAR, FLORIDA, this 15<sup>th</sup> day of September, 1987.

J. Romeo J. Pinto  
Mayor

ATTEST:

Paul H. Matenson  
City Clerk

RESOLUTION NO. 87-15

CYPRESS LAKES DRI DEVELOPMENT ORDER

A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF OLDSMAR, FLORIDA, APPROVING THE DEVELOPMENT ORDER FOR THE CYPRESS LAKES DEVELOPMENT OF REGIONAL IMPACT RENDERED PURSUANT TO SECTION 380.06, FLORIDA STATUTES; PROVIDING TERMS AND CONDITIONS FOR APPROVAL; PROVIDING FOR ADMINISTRATION OF THE DEVELOPMENT ORDER; PROVIDING FOR COMMITMENTS BY THE DEVELOPER AND THE CITY; AND PROVIDING FOR AN EFFECTIVE DATE HEREOF.

WHEREAS, in March, 1986, The Milford Corporation filed an Application for Development Approval (ADA) of a development of regional impact (DRI) with the City of Oldsmar pursuant to the provisions of Section 380.06, Florida Statutes; and,

WHEREAS, said application proposed construction of a mixed use development with residential, commercial, and office components as the primary land use element, including a municipal office center, community parkland, a hotel and golf course. The project is located in the eastern portion of the City of Oldsmar, approximately 1/4 to one mile west of Hillsborough-Pinellas County line. The site lies north of SR 584 and east of CR 233 (Forest Lake Boulevard); and,

WHEREAS, the City Council, 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, beginning on April 14, 1987, the City Council held a series of duly noticed public hearings on said application for development approval and has heard and considered testimony and documents received thereon; and,

WHEREAS, the City Council has received and considered the report and recommendations of the Tampa Bay Regional Planning Council (TBRPC); and,

WHEREAS, the City Council has solicited, received and considered reports, comments and recommendations from interested citizens as well as numerous local, regional and state agencies.

NOW, THEREFORE, BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF OLDSMAR, FLORIDA:

Section 1. That a Development Order for the development known as Cypress Lakes is issued, as follows:

A. The Milford Corporation, hereinafter referred to as "Developer", submitted to the City of Oldsmar, Florida an Application for Development Approval, and sufficiency response which are attached hereto and marked Composite Exhibit A and incorporated herein by reference. When used herein, "Developer" also shall include the heirs, assignees or successors in interest of the Milford Corporation. Hereinafter, the word "Application" shall refer to the Application for Development Approval, sufficiency response and all other documents submitted.

B. The real property which is the subject of the application is legally described as set forth in Exhibit A-1, attached hereto and made a part hereof by reference.

C. The proposed development is not located 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.

E. A comprehensive review of the impacts The Milford Corporation generated by the development has been conducted by the City Council 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 City Council, it is concluded that:

1. The development will not unreasonably interfere with the achievement of the objectives of an adopted state land development plan applicable to the area.

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

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

B. In considering whether the development should be approved subject to conditions, restrictions and limitations, the City Council has considered the criteria stated in subsection 380.06(14), Florida Statutes.

C. The review by the City of Oldsmar, 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 Application.

D. The development as described in the Application is approved subject to all terms and conditions of this Development Order.

E. The development as approved is consistent with all local, regional and state regulatory requirements.

### III. GENERAL PROVISIONS

A. The legal description set forth in Exhibit A-1 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 the City of Oldsmar in response to the Application for the Cypress Lakes Development of Regional Impact.

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

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

F. In the event that any portion or section of this Development Order is determined to be invalid, illegal or unconstitutional by a court of competent jurisdiction, such decision shall in no manner affect the remaining portions or sections of this Development Order which shall remain in full force and effect.

G. Whenever this Development Order provides for or otherwise necessitates reviews or determinations of any kind subsequent to its issuance, the right to review shall include all directly affected government agencies and departments as are or may be designated by the City Council 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 facilities Cypress Lakes, the Developer may transfer any or all of its responsibilities to improve and maintain those facilities to an appropriate private body created to perform such responsibilities. Provided, however, that before such transfer may be effective, the body to which responsibility has been or will be transferred must be approved by the City Council, or if required by any other affected governmental agency, upon determination that the entity in question can and will be

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

I. Development activity constituting a substantial deviation from the terms or conditions of this Development Order or other changes to the approved development plans or ADA which create a reasonable likelihood of additional adverse regional impact, or any other regional impact not previously reviewed by TBRPC shall result in further development of regional impact review pursuant to Section 380.06, Florida Statutes. All proposed substantial and material changes to the development for which this Development Order has been approved shall be governed by Section 380.06(19), Florida Statutes.

J. The City Manager or his designee shall be responsible for monitoring all terms and conditions of this Development Order. For purposes of this condition, the City Manager may rely upon or utilize information supplied by the TBRPC or any local, regional or state department or agency having particular responsibility over the area of subject involved. The City Manager shall report to the City Council any findings of deviation from the terms and conditions of this Development Order. The City Manager shall issue a notice of such noncompliance to the Developer and if the deviation is not corrected within a reasonable amount of time the City Manager shall recommend that the City Council establish a hearing to consider such deviations pursuant to Section 380.06(19), Florida Statutes and to take any action it deems necessary to insure compliance with this order including termination of any further Development, as allowed by Florida law.

K. The Developer shall file an annual report in accordance with Section 380.06(18), Florida Statutes, and appropriate rules and regulations. 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 City Manager who shall after appropriate review, submit it for review by the City Council. The City Council shall review the report for compliance with the terms and conditions of this Development Order and following a hearing with written notice to the Developer 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 City Council hearing wherein such report is to be reviewed. Provided, however, that the receipt and review by the City Council shall not be considered a substitute or a waiver of any terms or conditions of the Development Order. This report shall contain:

1. The information required by the State Land Planning Agency to be included in the Annual Report, which information is described in the rules and regulations promulgated by the State Land Planning Agency pursuant to Section 380.06, Florida Statutes; and

2. A description of all development activities proposed to be conducted under the terms of this Development Order for the year immediately following to the submittal of the annual report; and

3. A statement setting forth the name(s) and address of any heir, assignee or successor in interest to this Development Order or any portion of this Development Order or Increment.

4. Any changes in the proposed plan of development.

5. A description of the development activities which have occurred over the previous year, including a summary of the number, type and location of office and commercial structures and residential units.

6. Estimation of development generated traffic along each corridor abutting 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 the City of Oldsmar, its agencies or commissions and to the extent that further review is provided for in this

Development Order or required by the City of Oldsmar, 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 City Council of the City of Oldsmar, Florida in accordance with Section 380.06, Florida Statutes.

N. This Order shall remain in effect for a period of twenty-one (21) years from the effective date hereof. Any development activity wherein plans have been submitted to the City for its review and approval prior to the expiration date of this Order may be completed, if approved. This Order may be extended by the City Council on the finding of excusable delay in any proposed development activity.

O. Upon adoption, the Development Order shall be transmitted by the Clerk by certified mail, to the State Land Planning Agency, the Tampa Bay Regional Planning Council, and the Developer.

P. Any revisions to the Development Order not addressed herein shall be subject to review by TBRPC.

Q. Upon the expiration of the appeal period of this Development Order, this Development Order shall supercede all prior agreements and understandings between the City of Oldsmar and the Developer, and such agreements and understandings shall thereupon become null and void and have no further force and effect, including, but not limited to, the following: (1) Preliminary Development Agreement For Cypress Lakes, dated December 1985; (2) Memorandum of Understanding, dated March 1985; (3) Developers Agreement, dated September 17, 1985; (4) Agreement To Lease City Center, dated March 13, 1985 and (5) Agreement To Lease City Maintenance Center, dated March 13, 1985; except for those agreements and understandings specifically continued in effect by the provisions of this Development Order. The Developer and the City shall execute a recordable instrument revoking and terminating the subject documents not later than 30 days subsequent to approval of the necessary land use amendments

by the Pinellas County Planning Council and the expiration of the appeal period. In the event that any substantive portion of this Development Order is determined by a Court of competent jurisdiction to be invalid or unenforceable against either the City or the Developer or in the event that the required land use amendments are determined not to be legally permissible by action of the Pinellas County Planning Council or a Court of competent jurisdiction or any portion of this Development Order is appealed and the Development Order, or portion thereof is determined by the Florida Land and Water Adjudicatory Commission to be impermissible, which has effect of voiding contract rights previously enjoyed by the City then, and in that event, the provisions hereof relating to the termination of previous agreements shall be null and void and such agreements shall enjoy the same legal force and authority as they enjoyed prior to the issuance of this Development Order. The signature of the Developer on the last page of the Development Order indicates its concurrence and acceptance of all the terms and conditions of this Development Order, conditional upon approval of the land use plan amendment called for herein by the Pinellas County Planning Council.

#### IV. CONDITIONS OF DEVELOPMENT APPROVAL

##### A. Phasing Schedule

1. The development of this 1,182-acre complex is proposed to occur over a period of years with completion planned prior to 2008. The ADA, as submitted by the Applicant, explains construction will progress according to market demand and therefore provides no sequential construction schedule.

2. The development shall proceed in distinct phases consisting of combinations of office development, commercial development, single family residential development, multi-family residential development and hotel room development. As used herein, "Phase I", "Phase II" and "Phase III" shall mean any combination of the development as is set forth in the schedule herein below, however, Phase I development authorized herein

shall be deemed completed at such time as total development generates more than 20,907 off-site daily vehicle trips or 2,090 off-site peak hour trips. For example, in Phase I Developer may build more than 268,000 square feet of office and less than 276,000 square feet of commercial so long as the development does not generate more than 20,907 off-site daily vehicle trips or 2,090 off-site peak hour trips. In addition, Developer may vary the number of single family dwelling units and multi-family dwelling units so long as the total number of dwelling units do not exceed 3,900 dwelling units. The phase schedule of this development shall be as follows:

Years	Office (Sq.Ft.)	Commercial (Sq.Ft.)	Single-Family Residential (Dwelling Units)	Multi-Family Residential (Dwelling Units)	Hotel Rooms
Phase I	268,000	276,000	150	1,400	
Phase II	370,000	150,000	350	1,535	250
Phase III	612,000	250,000	465		
<b>TOTALS</b>	<b>1,250,000</b>	<b>676,000</b>	<b>500</b>	<b>3,400</b>	<b>250</b>

3. It is the intent of this Order to insure that all prerequisites for the project are complied with. For purposes of this Order, the project shall be considered complete upon issuance of the final certificate of occupancy. Any significant departure in total project buildout from the schedule set forth above shall be subject to a substantial deviation determination pursuant to Section 380.06, Florida Statutes.

4. The actual construction sequence shall be subject to site plan approval by the City of Oldsmar. As part of the site plan approval process the City shall verify that adequate service and facilities, including, but not limited to water and sewer are available and adequate to serve the proposed development. If such services that meet local, state or federal standards are not available and adequate to serve the development, such site plan will not be approved. The adequacy

and availability of such services shall be reported by the City Manager to the City Council, and the decision of the City Council as the adequacy and availability of such services shall be final, although the Developer shall be entitled to be heard before City Council during its deliberations.

B. General Project

1. Approximately one-half of the developed areas of the site (589 acres) will be devoted to residential land uses, which will not exceed 3,900 units. Of the remaining developable acreage (excluding infrastructure), 161.0 acres will be devoted to active recreational uses and approximately 113.5 acres to retail commercial and office land uses.

2. Land uses on-site will be arranged according to Intensity. Each land use will be buffered from adjacent uses both on-site and off-site by vegetated open space.

3. Buildings in Cypress Lakes will be clustered according to land use type. Locations of land use types are shown on Exhibit B, the "Master Development Plan".

4. Where necessary, elevated parking may be used to reduce the total impermeable surface area due to development.

5. Design, construction and implementation of the stormwater management system will meet or exceed all applicable local, state and federal rules and regulations.

6. The irrigation system for the golf course will utilize the City of Oldsmar's wastewater effluent as approved by DER. The Developer shall be entitled to sewer impact fee credit in accordance with Section 24-70 of the City Code.

7. Cypress Lakes will be developed in conformance with the City of Oldsmar's Comprehensive Plan and Development Regulations.

8. Approximately 436.8 acres have been set aside as preservation for protection from further development and will be used for passive open space and wetlands wastewater effluent disposal.

9. Cypress Lakes will be developed in conformance with the Pinellas County Comprehensive Land Use Plan and the City of Oldsmar Comprehensive Land Use Plan.

C. Transportation

1. Cypress Lakes will have a negative impact on regionally significant highway facilities. Transportation system improvements required to mitigate the negative impact of this proposed development on transportation facilities have been identified and are set forth herein.

2. Attached as Exhibits E and C, respectively are tables which identify all of the transportation improvements necessary to accommodate the impacts of Phase I of Cypress Lakes and the calculations of Developer's Proportionate Share Contribution as required in Rule 9J-2.026, F.A.C. (DCA's DRI Transportation Policy Rule). Also shown on Exhibit E is a listing of the needed roadway improvements currently programmed in the MPO Transportation Improvement Program.

3. When Phase I is 50 percent occupied (or the equivalent thereof in terms of trip-generation), a program to provide peak-hour and daily-traffic estimates for each project entrance shall be instituted to verify that the projected number of external trips in Phase I are not exceeded. Traffic estimates will continue on an annual basis through buildout of Phase I. The program shall be conducted using methodologies established by the Institute of Traffic Engineers (ITE). This information shall be supplied in the required annual report. If an annual report is not submitted within 30 days of its due date, or if the annual report indicates that the total trips exceed Phase I and subsequent phases projected counts or that total trip diversions are not being met or that requirements set forth in paragraph 4 are not met, the City of Oldsmar shall conduct a substantial deviation determination pursuant to Subsection 380.06(19)(b), Florida Statutes, and may amend the Development Order to change

or require additional roadway improvement. The results of the study may also serve as a basis for the Developer or reviewing agencies to request Development Order amendments.

4. In order to mitigate the negative impact of this proposed development on transportation facilities, two options have been incorporated into this Development Order. One option involves the pipelining of the Developers' monetary mitigation of transportation impacts into actual construction of regionally significant roadways and is set out in paragraph IV.C.5 below. The second option is described in this paragraph and requires commitments from responsible entities for improvement/ implementation of the sixteen roadway improvements identified in Exhibit E. As indicated above, this option is an alternative to the pipeline option described in paragraph IV.C.5. Without commitments for the sixteen roadway improvements identified in Exhibit E, construction permits for Phase I shall not be issued.

5. Phase I approval is based upon the Developer's commitment to fund or construct specific regional facilities as mitigation for the project's impact on the transportation network. These commitments are listed on Exhibit D attached hereto. Developer will convey at no cost to the City and build, as a part of Phase One, construction beginning in 1987, a divided limited access road with conveyance by deed specifying the limited access nature of the right-of-way on not less than 133 feet of right-of-way for future expansion to six lanes providing access from Forest Lakes Boulevard to the western edge of Hollywood, Inc.'s Tampa Bay Park of Commerce Project. The Developer will initially construct two lanes and will initiate construction of an additional two lanes when Phase I is fifty percent (50%) occupied (or the equivalent thereof in terms of trip generations per IV (A)). Provided, however, in no event shall the Developer be required to initiate construction of these additional two lanes unless the extension of the East-West Connector Road from the western boundary of this project to S.R. 584 has been constructed or is under construction as a four-lane

divided roadway. Developer will plan, design and construct as applicable the improvements to the regional roadway network in accordance with the design standards and criteria approved and required by the City of Oldsmar and the Pinellas County Engineering Department as set forth in Exhibit F. During Phase I, a second access road will be provided to SR 584. This second access road will be an extension to Pine Street consisting of four-lane, divided, limited access road within not less than a 94 ft. right-of-way, conveyed to the City by deed specifying the controlled access nature of the right-of-way, as set forth in Exhibit F. All road right-of-way and improvements to be at the sole cost of the developer. This road shall be constructed and in place before any Phase I development can occur that generates more than 1000 off-site daily vehicle trips (1000 off-site peak hour vehicle trips), or any site plan for a parcel adjacent to the road without frontage to another dedicated public road right-of-way is approved for occupancy.

6. A new traffic analysis consistent with Section 380.06, Florida Statutes, and Section 4.202, Future of the Region shall be required to be submitted to the City and TBRPC and reviewed prior to any approvals of any development beyond Phase I of Cypress Lakes. The new analysis shall be consistent with the results of the program and agreements reached at another transportation methodology meeting to be held with the City and TBRPC prior to the preparation of such new analysis.

7. The existing access to Cypress Lakes is through Forest Lakes Boulevard. In Phase II, right-of-way shall be reserved for another access road, in addition to the access road referred to in paragraph 5 above, will be provided to Race Track Road. The design of this road will be consistent with the Pinellas County Sector 2 East Lake Tarpon Traffic Circulation Plan. These access road revisions will result in a different traffic assignment for Phase I than will occur in Phases II and III.

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

9. Within 60 days of the expiration of the Development Order appeal period, the Developer will convey to the City of Oldsmar 25 ft. (consisting of 15 feet of right-of-way and a ten foot (10ft.) easement) for utilities and road right-of-way along the north side of SR 584 as it abuts the development property.

10. Within 60 days of the expiration of the Development Order appeal period, the Developer shall convey to the City of Oldsmar 28 ft. of land for utilities and road right-of-way purposes consisting of 15 feet (15 ft.) of right-of-way and a ten foot (10ft.) easement along the Eastern boundary of Forest Lakes Boulevard from the intersection of SR 584 and Forest Lakes Boulevard north to the Florida Power right-of-way.

11. The Developer's estimated fair share amount for transportation improvements for Phase I is approximately \$1,700,000 as shown on Exhibit C and its estimated transportation impact fee under the applicable City Ordinance is \$1,700,000. In order to satisfy its fair share requirement of needed road improvements and its transportation impact fees, the Developer shall:

a. Dedicate the right-of-way for and design and construct the East-West Connector Road as described in Exhibit F.

b. Dedicate the right-of-way for and design and construct the North-South Connector Road as described in Exhibit F.

c. Dedicate the right-of-way for S.R. 584 as provided for in paragraph IV.C.9.

d. Dedicate the right-of-way for Forest Lakes Boulevard as provided for in paragraph IV.C.11.

e. Contribute \$105,000 for a regional transportation study.

To the extent the Developer's expenditures for the transportation requirements described above exceed the Developer's fair share of approximately \$1,700,000, the Developer shall receive credit for the excess amount. This credit may be utilized by the Developer to offset future fair share contributions required for subsequent phases of this project.

In addition, to the extent that the Developer's expenditures for transportation improvements described above exceed the City's transportation impact fee requirements, the Developer shall receive credit for the excess amount. This credit may be utilized by the Developer to offset future transportation impact fees imposed by the City for subsequent phases of this project.

D. Air Quality

1. After the issuance of Certificates of Occupancy for development that equals the Phase I totals set forth in the ADA, the Developer shall provide to the City of Oldsmar, Pinellas County Division of Air Quality (PCDAQ), and TBRPC for review and to the Florida Department of Environmental Regulation (DER) for approval, a completed and technically acceptable air quality monitoring assessment.

2. If the monitoring indicates air quality does not meet state standards, a plan which provides for mitigation/abatement shall be prepared and submitted to the City of Oldsmar, the PCDAQ and TBRPC for review and to the DER for approval. Provided, however, those mitigation measures imposed upon Developer shall be consistent with those mitigation measures imposed on all other developers in the area, by DER, Pinellas County and the City of Oldsmar. Implementation and effectiveness of the mitigation measures shall be verified in the subsequent annual report.

3. The Developer, its heirs and assigns shall be required, at minimum, to employ the fugitive dust emission abatement procedures referenced in the ADA.

E. Wastewater

The following wastewater treatment and disposal conditions shall apply:

1. Assurance of adequate wastewater treatment and disposal capacity for the development shall be provided prior to the approval of each phase or subphase of development.

2. The City of Oldsmar shall be responsible for providing and maintaining: (1) all components of the wetlands effluent disposal system constructed and installed by the City (2) the wastewater treatment plant and (3) the effluent return system to the project property line. The Developer shall be responsible for providing and maintaining the effluent return system within the project, the spray irrigation system and the wet-weather storage area for the returning effluent within the project.

3. If such is permitted by the City, any interim wastewater plant constructed to serve the project shall be dismantled, or incorporated into the overall system and hookup made to the City of Oldsmar Wastewater Treatment Facility, as approved by DER when permitted capacity becomes available, as committed in the ADA.

4. Applications for site plan approval shall demonstrate that the wastewater treatment plan of the City of Oldsmar for the proposed development is consistent with the approved 205j Water Quality Impact Study (Tampa Bay wasteload allocation study) or with current DER criteria/policies for the Tampa Bay area.

5. Ground water monitoring will be required if wastewater effluent is disposed on-site by spray irrigation by the Developer.

F. Vegetation and Wildlife (Includes Wetlands)

1. The land use designations and boundaries for those portions of the Cypress Lakes project site which meet the definition of preservation and conservation areas, as defined in Sections, 2.701, and 2.702 of the TBRPC's adopted growth policy, Future of the Region, or DER jurisdiction, or SWFWMD jurisdictional wetlands shall be reserved as reflected on the Master Development Plan, Exhibit B. Site plans submitted for approval which contain wetlands shall be surveyed, legal described and approved by DER and SWFWMD.

2. In order to protect the natural values of preserved/conserved wetland areas, the following shall be required except for those activities as permitted by the appropriate environmental regulatory agency:

a. Prior to any phase or subphase development a wetland/lake management plan shall be submitted. The plan shall address, but not be limited to, wetlands to be preserved, proposed wetland/lake alterations, control of exotic species, mitigation of lost wetlands, control of on-site water quality, maintenance of natural hydroperiod, and methods for wetland restoration/enhancement. The plan may be submitted as part of any application for a surface water management permit. The Developer shall provide a buffer zone around all preservation/conservation areas to provide an upland transition into the wetland areas and to protect the natural systems from developmental impacts as required by SWFWMD and/or the City of Oldsmar. The buffer areas will be delineated by staking and flagging during construction.

b. No hydroperiod alteration shall be permitted in conservation or preservation areas as identified on the Master Development Plan Exhibit B submitted to the City of Oldsmar. Natural annual hydroperiods, normal

pool elevations and seasonal high water elevations shall be maintained, as well as hydraulic connections between on-site wetlands.

c. Unless approved by the City of Oldsmar, DER or SWFWMD, no dredging, filling or development activities will be allowed within the preservation areas, and activities within the conservation areas and the buffer areas shall be limited to treated wastewater disposal facilities, stormwater management outfall structures and boardwalks.

d. Wetlands will remain in their natural state and will be used for storm water retention/detention or wastewater effluent disposal, where appropriate and permitted. During construction, wetlands will be protected by buffer areas to insure that they are not disturbed or accidentally altered. The buffer areas will consist of appropriate vegetation to protect the water quality of the wetlands and will be of sufficient distance to insure that no physical alterations will occur.

e. Conceptual plans for the wetlands in the central part of the site, east of the proposed park, may involve the construction of a series of boardwalks and overlooks, as permitted by the City of Oldsmar and appropriate regulatory agencies.

3. Prior to each phase, the Developer shall submit a wetland/lake management plan to the DER and TBRPC for review and to SWFWMD and the City of Oldsmar for approval.

4. All impacts to forested wetland systems shall require 1:1 forested wetland replacement, at minimum.

5. All mitigation areas and littoral shelves shall be monitored every two years for a period of four years. Monitoring shall included species diversity composition, spreading and

exotic species encroachment. Additional planting may be required to maintain an 85% survival of planted species at the end of three years.

6. Bi-annual hydroperiod monitoring shall be required for wetland systems and contiguous woodlands and shall begin immediately and continue for three years following buildout of Phase II. Not more than three sites for this monitoring shall be selected in cooperation with the City of Oldsmar, the SWFMWD, DER and TBRPC. If it is apparent that preservation/conservation areas are being stressed due to project development activity (other than effluent discharge by the City), then remedial measures shall be designed and implemented to correct the hydroperiod imbalance. Such measures could include limitations on impervious surface, enlargement of natural buffer areas, increased upland retention of run-off waters, etc.

7. Representative stands of pine flatwoods, oak, hammock and hydric hammock shall be preserved on-site in a manner which will ensure their continued natural function and value.

8. Should any species listed in Sections 39-27.003-.005, F.A.C., be observed frequenting the site for nesting, feeding, or breeding, proper protection/mitigation measures shall be employed in cooperation with the Florida Game and Freshwater Fish Commission.

9. The Developer shall cooperate and participate in an environmental study(ies) for the northeast Pinellas, southwest Pasco and northwest Hillsborough area consistent with the requirements of Rule 9J-5, F.A.C. Completion, adoption and approval of the regional and local government comprehensive plans required by Chapter 186, Florida Statutes, and Environmental Impact Statements for planned public facilities (SR 580, 584, etc.) shall be adequate to fulfill the requirement of this condition. Additional parameters of such a study will be determined in cooperation with TBRPC and the appropriate state and local agencies.

10. Relocation of gopher tortoises to appropriate on-site or off-site habitat may be necessary.

G. Drainage and Water Quality

Prior to the issuance of any permits for any site plan, the conceptual master drainage plan for Cypress Lakes shall be submitted for review to TBRPC and DER and for review and for approval to SWFWMD and the City of Oldsmar. The following parameters shall be included in the Cypress Lakes drainage plans:

1. The proposed stormwater management systems shall be designed, constructed and maintained to meet or exceed Chapter 17-25 and 40D-4, F.A.C., and the requirements of the city of Oldsmar's subdivision regulations and drainage calculations, and SWFWMD regulations and shall be in place and approved by the City and SWFWMD prior to or coincident with the development of each tract. Treatment shall be provided by biological filtration whenever feasible.

2. Best Management Practices (BMPs) recommended by the City of Oldsmar and SWFWMD shall be adhered to, including a vacuum street cleaning program for parking and roadway areas within the commercial and office park areas of the development.

3. There shall be no net loss of hydrologic storage capacity in the SWFWMD 100-year flood plain area, as delineated on Exhibit C2 in the Sufficiency Response.

4. There shall be no degradation of stormwater quality exiting the site as a result of the on-site stormwater management system. The Developer shall provide for a bi-annual surface water quality monitoring program appropriate for Class III to be instituted before any development permits are issued and continuing through project buildout.

a. Parameters to be monitored, as a minimum, shall include those listed in Chapter 17-3, F.A.C., for Class III waters, and any other parameters as required by federal, state or local agencies. Parameters to be monitored shall include the following, at minimum:

1. flow rate (cfs)
  2. specific conductance (umhos/cm at 25' C)
  3. dissolved oxygen (mg/l)
  4. nutrients (mg/l)
    - . total phosphorus
    - . TKN
    - . nitrate/nitrite
    - . ammonia
  5. total organic carbon (mg/l)
  6. suspended solids (mg/l)
  7. biochemical oxygen demand (mg/l)
  8. total coliform bacteria (cts/100ml)
  9. oils and greases (mg/l)
  10. total lead as Pb (ug/l)
- b. Sampling locations shall include all points of on-site influent and effluent of the drainage basins along the Cypress Lakes property line. Monitoring locations shall be determined in cooperation with the City of Oldsmar, DER, SWFWMD and TBRPC.
- c. All water quality analytical methods and procedures shall be thoroughly documented and shall comply with EPA/DER Quality Control Standards and Requirements.
- d. The Developer shall provide all results of the bi-annual monitoring to TBRPC in the required annual report, and to DER and the City of Oldsmar. Annual water quality reports shall be provided through buildout of Phase I and through Phase II, if required by the City of Oldsmar.

5. The public or private entity responsible for the operation and maintenance of the on-site drainage facilities shall be designated by the City at the time of each site plan approval. In most instances a private entity shall be designated

and the Developer shall establish a homeowner's association or other appropriate mechanism for such purpose in a manner acceptable to the City and approved by the City attorney.

6. The entities responsible for improving certain culverts as identified on the Master Drainage Plan within the City, are as follows:

a. The culvert under the railroad track at Cypress Lakes Industrial Park outfall. - The Developer.

b. The Race Track Road culvert for the ditch on the south side of the railroad track. - Hillsborough and/or Pinellas County.

c. The SR 884 culvert east of Pine Street. - FDOT.

d. The culvert under 584 approximately 700 ft. west of Pine Street, - FDOT.

e. The culverts on the east side of Pine Street between SR 584 south to the railroad track. - The City of Oldsmar.

The Developer shall contribute the sum of \$50,000.00 or its proportionate share, whichever is greater, to a City-wide drainage study in the sole discretion of the City Council not later than 30 days from authorization for bids for study.

Alternatively, the Developer shall contribute a sum of \$50,000.00 to such drainage improvement project as the City deems appropriate.

7. Except as specifically authorized by DER or SWFWMD, wetland systems on the site will not be used to provide stormwater treatment pursuant to Chapter 17-25, F.A.C. Wetland systems will not be used for stormwater treatment if such use would not be compatible with the City's proposed use for effluent disposal. The primary hydrologic effect of using wetland systems for stormwater storage will be an increase in the seasonal high water elevations of those wetlands utilized. The net biologic effect of increased seasonal high water elevations will be

positive. The overall ecological balance of the on-site cypress wetlands will be maintained or improved by the implementation of the master drainage plan.

8. The Developer shall satisfy the drainage requirements of Chapter 40D-4, F.A.C., and the City of Oldsmar. This project will not adversely impact Tampa Bay Park of Commerce and other downstream projects.

9. Stormwater runoff shall be treated in upland retention/detention lakes prior to discharging into the wetlands.

10. Outfall weir control structures will be provided at each retention/detention lake and wetland area utilized for stormwater storage to control water levels, maintain wetland hydroperiods, and limit the peak rate of discharge off-site to the predevelopment discharge rates.

11. The only 100-year floodplain within the site is in a small area in the northwestern corner of the project, which shall not be filled.

12. Monitoring shall be required as a condition of any permits associated with spray irrigation of wastewater effluent on the site.

13. Open water/retention/detention systems will be created. Appropriate amounts of littoral shelves will be created on the Cypress Lakes site in accordance with DER and SWFWMD requirements.

14. Revegetation programs will be created for each retention/detention system at the time of completion and will include consideration of hydroperiod and anticipated wild usage.

15. In situations where use of existing isolated wetlands are not possible, the isolated wetlands may be altered in a manner suitable for development. Prior to any activities occurring in isolated wetlands, applicable permits (if required) will be obtained from local, state, and/or federal agencies. A survey of these wetlands for timber and/or other natural resources will be conducted to obtain maximum resource utilization.

#### H. Potable Water Supply

1. Cypress Lakes project will have direct hookups to the 16-inch water main that is located in the vicinity of the Forest Lakes Boulevard right-of-way.

a. The City presently has certain water supply contracts with the City of St. Petersburg, Florida and Pinellas County Florida. Within the limitations placed on the City by such agreements, such limitations being applied equally to all properties within the City of Oldsmar, the City will provide water services as needed by the development.

2. Nonpotable water will be provided by using treated wastewater effluent which will be made available by the City of Oldsmar.

3. Water will not be withdrawn from the wetlands or stormwater detention ponds for irrigation if treated effluent can be made available.

4. Irrigation wells will be utilized only for those development parcels where reuse of treated effluent is impractical. These parcels will use shallow wells to the surficial aquifer.

5. No use of potable water for irrigation will be allowed when reclaimed water is available. The Developer shall construct the reclaimed water distribution system early in the development and shall use treated effluent for irrigation.

6. Sprinkler systems will be installed as required by City Codes or State Regulations, whichever is more stringent. Firefighting systems will be tested periodically.

#### I. Recreation and Open Space

1. Planned recreational facilities include a golf course and a community park.

2. The Developer dedicated 18.22 acres, including 16.1 acres of uplands open space to the City of Oldsmar for use as a community park.

3. The Developer shall construct a north/south collector road to service the northern parcels. The community park will be accessed via this road. The Developer has planned to permit the use of the wetland system adjacent to the community park site for an interpretive nature trail. The Developer shall, at its sole cost, extend a paved road to subdivision standards to the park boundary and shall extend water, sewer and wastewater effluent lines to the park boundary within 18 months from the expiration of the Development Order appeal period.

4. The Developer shall:

Comply with the provisions of Chapter 15, Article II of the Code of Ordinances or the City of Oldsmar for parkland dedication. Upon completion and acceptance by the city of the road and utility improvements to the community park, the Developer may use the 16.1 acres of community park as a credit against further parkland dedication obligations.

The Developer shall within 90 days of the expiration of the appeal period of this Development Order by appropriate written instrument waiver, quitclaim, release and assign all right, title and interest in and to the lands constituting the old alignment of Forest Lakes Boulevard north of the Florida Power right-of-way to the community park previously conveyed to the City, that the Developer has previously conveyed to Pinellas County. Use of the said property should the public road right-of-way be vacated by Pinellas County shall not be incompatible with the Developers access to its property.

J. General Conditions

1. In addition to the requirements of adopted government plans, ordinances or regulations, separate hazardous waste storage areas within the project shall be clearly marked and/or colored so as to clearly distinguish the areas intended for hazardous wastes and materials (hazardous wastes are those substances and materials defined in Subsection 403,703(21), Florida Statutes, and listed in titled 40 CFR Part (261).

The Developer, its heirs, assigns and transferees, shall:

a. Provide in the Cypress Lakes covenants a statement that indicates the types of wastes and materials that are to be considered to be hazardous and are to be stored or disposed of only in specifically designed containers; and, b. Advise purchasers and lessees, and stipulate at the time purchase or lease that statutes and regulations exist and that penalties may accrue from failure to properly transport, store, handle and dispose of hazardous wastes and materials.

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

3. The Developer shall promote awareness of, and shall cooperate with local and regional authorities having jurisdiction to issue hurricane evacuation orders. The Developer shall encourage owners of public buildings in the Cypress Lakes development to allow such buildings to be utilized as shelters in the event of an evacuation order and coordinate such plans with the Pinellas County Civil Emergency Services and the Upper Pinellas County Chapter of American Red Cross and the City of Oldsmar. The Developer shall prepare a plan to ensure the safe and orderly evacuation of residents and employees when a Level C through E evacuation order, as appropriate, is issued that includes procedures to (1) order all buildings closed for the duration of a hurricane evacuation order; (2) inform all residents and employees of evacuation routes out of the flood prone area and measures to be followed in the event of same; and (3) make all efforts to coordinate with and inform appropriate public authorities of building closings, security and safety

measures, and evacuation plans. This plan shall be included in the first annual report submitted after occupancy of any portion of the project.

4. A detailed evacuation/host plan for the resident of the on-site adult congregate care living facility (ACLF) shall be developed and coordinated with Pinellas County Civil Emergency Services and the City of Oldsmar. Written into this plan should be provisions for the transportation and sheltering of these residents. This plan shall be provided in the first annual report after occupancy of any portion of the ACLF.

5. The energy conservation measures referenced on page 25-3 of the ADA, at minimum, shall be required. The following energy conservation measures shall be encouraged by the Developer or his assigns for office and commercial components of Cypress Lakes:

- a. Designation of an energy officer for Cypress Lakes to provide for energy audits, establish energy policies and monitor energy use and conservation.
- b. Institution of programs to promote energy conservation by employees, buyers, suppliers and the public.
- c. The use of energy efficient cooling, heating and lighting systems.
- d. Installation of innovative energy conservation features such as water heat recovery, or solar power where feasible in project development.
- e. The reduction of levels of operation of all air-conditioning, heating and lighting systems during non-business hours.
- f. Recycling programs.
- g. The use of the most energy-efficient technology economically feasible in the construction and operation of commercial/office facilities.

Lifecycle costing (to include operation and maintenance costs) should be utilized in evaluating energy conservation effectiveness.

6. Residential construction at Cypress Lakes shall be in accordance with the Florida Energy Conservation Construction Code.

7. Water saving devices shall be required on the project as mandated by the Florida Water Conservation Act (Section 533.14, Florida Statutes).

8. The methods to overcome problems associated with particular soil types as described on pages 14-1 and 14-5 of the ADA shall, be implemented.

9. The soil conservation measures referenced on page 14-6 in the ADA and the measures to reduce erosion, fugitive dust and air emissions referenced on page 13-2 in the ADA, shall be implemented.

10. Elevations for all habitable structures shall be at or above the base flood elevation.

11. The entity responsible for maintenance and operation of any future on-site wells shall be identified in permit application to construct such wells.

12. The entity responsible for maintenance of all park and open space areas within the various areas of the project shall be identified at the time of each site plan approval for the respective area.

13. Any change to the project which departs significantly from the parameters set forth in the phasing schedule hereinbefore set forth in paragraph IV.A shall be subject to substantial deviation determination. Provided however, all golf courses and associated infrastructure and development may be constructed as part of Phase I and shall not be subject to any substantial deviation proceeding or determination.

14. Any required approval of the project shall, satisfy the provisions of Subsection 380.06(15), Florida Statutes.

15. Any phase or subphase approval of this development shall stipulate that excess infrastructure capacity constructed to potentially serve other phases or subphases shall be at the Developer's risk and shall not vest latter phase development rights.

16. The conveyance of any lands to the City of Oldsmar or any other governmental entity shall be by statutory warranty deed without liens or encumbrances except taxes for the year of conveyance. All documentary stamp taxes and other recording costs will be paid by the grantor. The deed will be accompanied by a title insurance policy in the amount of the fair market value of the land to be issued by a title company selected by the City, said policy reflecting marketable title. All closing costs, except for documentary stamps and other recording costs shall be evenly divided between the city and Developer. All such lands will have paved access to a public road at least 20 feet in width, unless otherwise provided herein. Provided, however, the Developer may impose restrictive covenants on all properties to be conveyed to the City or other governmental entities to insure that the uses of said property are consistent with the surrounding land uses and that the structures are constructed to the same standards as the other structures in the area. The Developer agrees that the standards shall be reasonable, consistent and not interfere with the City's intended use of said property.

17. The entities and capability to provide, operate and maintain-to-the-site and internal-to-the-site water service, solid waste disposal, electricity, police and fire services and EMS to each phase of this development shall be those entities charged and authorized by law or local ordinance to provide such service.

18. Prior to the initiation of construction activities, site-specific soils investigations will be conducted to verify and/or identify soil limitations for each activity proposed for the Cypress Lakes Development.

19. Construction of the ponds and lakes will be accomplished with shallow side slopes and lateral zones to improve side stability and erosion.

20. This Development Order shall be in compliance with the City of Oldsmar Comprehensive Land Use Plan, as amended.

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

V. CONDITIONS, OBLIGATIONS AND RESPONSIBILITIES  
STEMMING FROM LOCAL GOVERNMENT ORDINANCES AND  
CONCERNS

A. Transportation

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

2. The northern east/west road right-of-way shall be reserved in accordance with the Pinellas County Sector 2 East Lake Tarpon Traffic corridor plan.

B. Zoning

1. The City of Oldsmar will approve the zoning and the amendments to its land use plan necessary to accomplish the development approved in the Development Order.

C. Aquatic Lands

1. With respect to "aquatic lands" as they are defined under the appropriate City ordinances, the City has by action of City Council allowed mitigation and permitted the disturbance, modification and elimination of all such "aquatic lands", except such lands as are or may be jurisdictional and thereby non-disturbable by appropriate administrative actions. There has been a specific finding by the City Council that said aquatic lands, except to the extent protected by such other administrative action are not of a nature deserving continued protection and the elimination of these aquatic lands will not adversely affect other aquatic lands within the City that if such lands are not eliminated a significant hardship will inure to the property owner.

D. City Center Building and City Maintenance Center

1. The Developer shall convey and deliver to the City a site with utilities available to the parcel boundary, accessed by road meeting City standards for a commercial road. Such access road to be provided by the Developer upon a site plan being approved for this site or an adjacent parcel. This site shall meet flood plain elevations and the soils of such site shall be suitable for the construction of a City Hall building. The site shall consist of 3 acres appropriate for the location of a City Hall and shall be located in the commercial area of the project in the northeast corner of SR 884 and CR 233. The said site shall be conveyed to the City not later than 60 days from the date of City Council's approval of a site plan and deciding to proceed with construction of a new city hall. In the event

that the City has not approved a site plan for the property not later than 18 months from the date of expiration of the appeal period of the Development Order, the property shall revert to the ownership of the Developer. Construction shall commence within 12 months of conveyance. Upon such reversion the Developer, not later than 18 months from the effective date of the Development Order, shall make a contribution of \$150,000.00 to the City. The Developer shall make a second contribution of \$150,000.00 not later than 36 months from the effective date of the Development Order. Following the second payment of \$150,000.00 the Developer shall pay the sum of \$200.00 per unit for the next 1,000 units or commercial equivalent to the general reserve fund of the City. These payments totalling \$500,000.00 are in lieu of the City Hall site and are in addition to all other fees required to be paid hereunder.

2. The Developer shall convey to the City a site approximately 2.9 acres in size known as the "Ranger site", on Dunbar Avenue within the Cypress Lakes industrial park. This site shall be used for the City as a maintenance center and shall be conveyed to the City within 90 days of the expiration of the Development Order appeal period.

E. Burn Ordinance and Fire Station Site

1. With respect to the City's Burn Ordinance, the City Council finds that the terms and conditions of this Development Order justify relief from the burn permit fees required therein, however, compliance will be required with all other provisions of that ordinance. Accordingly, the City Council finds that as long as development takes place in accordance with the terms and conditions of the Development Order, this development shall be deemed to be in full compliance and to have satisfied the City's Burn Ordinance.

2. Within twenty-four (24) months from the date of expiration of the Development Order appeal period, the Developer shall convey to the City a three (3) acre site suitable for the construction of a fire station. The three-acre site shall be

located in the vicinity north of the Florida Power Corporation powerline easement with public road access and the site shall be approved and accepted by the City.

F. School Site

1. The school site as reflected on the Master Development Plan Exhibit B designates a parcel totalling approximately 15 acres of upland property which is suitable for use by the Pinellas County School Board for a school site. If soil testing/engineering on the site determines that it is not suitable for a school, the Developer will then make available another site that with appropriate testing, is found to be suitable for a school. Such designation shall serve no other purpose than to indicate the Developer's agreement to make the site available at fair market value to the Pinellas County School Board, the said value to be determined by MAI appraisal. In the event that the Pinellas County School Board has not acquired the designated site within 42 months of written notice of the site's availability to the School Board, or the School Board has not entered into a contract for the purchase of this site within 24 months of the expiration of the appeal period of this Development Order, the Developer may develop said property for any purpose consistent with the City's zoning of said property.

2. Within 120 days of the expiration of the appeal period for the Development Order, the Developer shall give the Pinellas County School Board written notice of availability of this property together with the terms of its availability for acquisition.

G. Water and Sewer Service

1. The Developer agrees that all structures needing water and sewer service shall be served by the City water and sewer lines.

2. The Developer shall transfer, convey or otherwise dedicate to the City, its successors and assigns, a perpetual right, easement and privilege to operate, maintain, repair or within granted easements over, upon and through Developer's

property in connection with supplying water and sewer service to the inhabitants, occupants and customers of the project and to secure from each mortgagee or other lienor, a release of the mortgagee's or lienor's interest in the easement and fixtures thereon for so long as such easement is used for the operation, maintenance, repair or replacement of water and sewer main, pipes, connection, pumps and meters within the easements. The Developer will convey by bill of sale with warranties all personal property located in City easements or rights-of-way to the City, said bill of sale to be delivered concurrently with inspection and acceptance of such improvements.

3. The Developer shall pay to the City an additional sewer impact fee of \$200.00 per residential unit or commercial equivalent (based on ERC's) for the first 2500 units or commercial equivalent's for a total. No credit against impact fees or any other payments shall be given because of such payments.

4. From and after the date of completion by the City of the work required to be performed by the City, the Developer shall take back all waste water effluent emanating from the project and shall dispose of such effluent in accordance with a mutually acceptable plan of effluent disposal agreed upon by the Developer and the City, and approved by the Department of Environmental Regulation and other appropriate state and federal agencies. The City shall be responsible for the cost of the construction of and shall construct effluent return lines along appropriate City easements or rights-of-way in which effluent return lines can be installed at the discretion and in the sole determination of the City. The Developer shall be responsible for all effluent return lines within the project and for arranging for the proper disposal of the effluent in accordance with the laws and regulations of all active governmental agencies by delivery of effluent to residential lots, golf courses, cypress heads or other potential disposal areas or methods that are acceptable to the City for the long-

term disposal of waste water effluent. The City shall give reasonable cooperation to the Developer for the purpose of applying for and receiving the necessary governmental permissions for such effluent disposal, it being understood that the ultimate responsibility for effluent return and disposal within the perimeter of the project shall be the sole responsibility of the Developer and that all waste water effluent generated by the project will be returned to the project site for ultimate disposal. Until completion of the work to be performed by the City, the City shall dispose of the effluent so generated to the extent the City has the capability of so doing. If the City is unable to dispose of such effluent, the parties shall cooperate to acquire such ponds, lakes or lands in the vicinity of the existing City treatment plant for the purpose of arranging for the disposal of such effluent.

5. The City shall furnish water and sewer services on the same basis as those services are provided to other City customers with the exception of any specific additional requirements imposed upon the Developer or the City under the terms of this Development Order.

6. The City shall, within the funds available to it for such purpose, subject to existing capacity commitments, and in accordance with the requirements and limitations of other governmental agencies, make a good faith attempt to provide adequate capacity in the sewer treatment facilities of the City for the purpose of sewage treatment service to the project during the construction of the projects contemplated in this Development Order on a schedule to be mutually agreed upon by the parties and in recognition of the rights of other property owners within the City to fair access to sewer plant capacity. Any off-site sewer collection expansion requirements attributable to the project shall be at the Developer's expense. The City shall not be liable to the Developer or any persons claiming by, through or under them for the inadequacy of sewer treatment services or capacity. Should Developer, its successors or assigns require

capacity any time prior to December 31, 2001, and such capacity is not be immediately available, the City shall permit the installation of dry lines or interim package sewage plants to accommodate development. Developer, its successor and assigns shall have the right to reserve capacity by notification to the City at lease nine (9) months in advance of the necessity of such capacity. The City shall advise and notify within thirty (30) days after notice of the above availability or non-availability of such capacity and if not readily available shall accept reservations from the notifier of the first uncommitted available capacity upon payment to the City of applicable impact fees, subject to existing capacity commitments.

7. Within 180 days of the expiration of the appeal period of the Development Order, the Developer shall lease to the City for consideration in the amount of \$1.00 per year 250 acres M.O.L shown on Exhibit B as conservation/preservation or wetlands be utilized by the City for effluent disposal until August 15, 2002. At the expiration of the lease, the Developer shall convey a fee simple title to substantially the same lands to the City for \$1.00 consideration.

8. Developer will convey at no cost approximately 0.8 acres of land together with a 20 ft. wide temporary access easement to a public street to the City of Oldsmar for construction of a one-million-gallon water storage facility. The new storage facility will be located between the east/west Florida Power Corporation easement and the northwest corner of the Cardinal Industries' Oldswood rental complex, which is adjacent to the north side of SR 584. Such site and temporary access road will be conveyed within 60 days of expiration of the Development Order Appeal. Such temporary access road will be completed by the Developer within 24 months of the expiration of the Development Order Appeal. Such temporary access road shall be constructed to provide a stabilized base, and drainage sufficient for construction traffic and City vehicle access. Upon approval of a site plan including the 0.8 acre tract or any

adjoining or adjacent parcel of land, Developer shall convey, design and construct a permanent paved access road at no cost to the 0.8 acre site. The City shall, following conveyance to the City of the said property and construction of a temporary access road as is described in Exhibit G, and payment of all funds hereunder construct and install a water storage facility of its choice, including fencing, sheds, pumps, generators and other accessory equipment. The construction of said water storage facility shall commence not later than 120 days following the conveyance to the City of the subject property and completed temporary access road and the City shall complete the said construction of the water storage facility not later than 9 months from the commencement of construction. The Developer represents that the property is described in Exhibit G and is sufficient for the installation of two (500,000) gallon water storage facilities, including accessory equipment and pump houses. If such representation is demonstrated to be untrue, the Developer shall convey to the City additional adjacent lands of appropriate size and configuration to accommodate such facilities.

a. Within 180 days after completion of construction, testing and satisfactory operation of the water storage facility, pumps, generators and other accessory equipment, the City shall convey to the Developer, free and clear of all liens, encumbrances, except easements and restrictions of record and taxes of the year of conveyance, the property described in Exhibit H. Real estate taxes shall be prorated as of the date of closing.

b. Following the effective date of this Development Order the Developer shall pay an additional water impact fee of \$200.00 per unit for the first 1500 units or the commercial equivalents for a total of \$300,000.

c. In the event that the City elects to have the City Hall site revert to the Developer under provision V.D.1 hereof, provision V.G.8.b above immediately shall become null and

void. In such event the Developer shall be required to make a contribution of \$150,000.00 less the total water impact fees paid to date under provisions V.G.8.b. to the City no later than 18 months from the effective date of the Development Order. The Developer shall make a second contribution of \$150,000.00 to the City no later than 36 months from the effective date of this Development Order.

9. The City guarantees sewage treatment capacity of not less than one hundred fifty thousand (150,000) gallons per day for a period of four (4) years from the date hereof.

10. The City acknowledges the Developer's pre-payment of 236 water and sewer impact fees and further acknowledges that the Developer shall receive credit for their impact fees and may utilize those credits to satisfy such other water and sewer impacts fees that may be lawfully imposed against this project.

#### H. General

1. Within 90 days of the conveyance of any property, other than a single family residential lot, the Developer shall advise the City in writing as to whether the Developer shall pay or utilize any credits, as allowed herein, for certain City impact fees, or whether the new owner shall be responsible for these impact fees and exactions. As part of its Annual Report to be filed by the Developer, the Developer shall list all of its conveyances during the past year and identify the party (Developer or new owner) responsible for the impact fees and exactions.

2. For purposes of determining impact fees to be paid and other exactions required of the Developer, the amount of the required impact fee is that then currently in effect.

Section 2. That this resolution shall become effective upon passage and adoption.

PASSED AND ADOPTED BY THE CITY COUNCIL OF THE CITY OF  
OLDSMAR, FLORIDA, THIS 14<sup>th</sup> DAY OF July, 1987.

Thomas P. Rente  
MAYOR

ATTEST:

Gayle A. Mortenson  
CITY CLERK

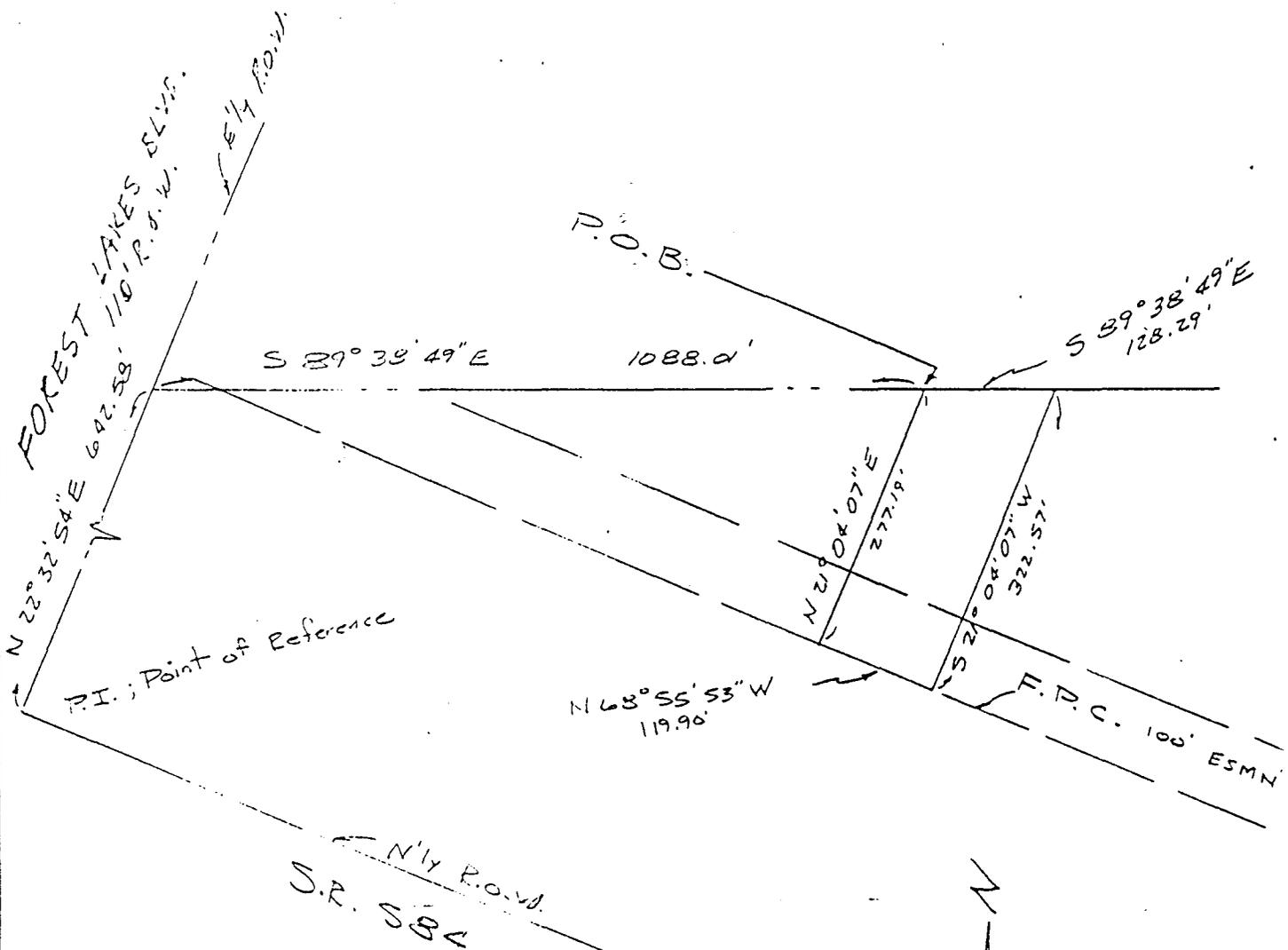
APPROVED AND AGREED TO BY THE DEVELOPER THIS \_\_\_ DAY OF  
\_\_\_\_\_, 1987.

MILFORD CORPORATION

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

(7/20/87 JDV)

NOT A SURVEY  
SKETCH OF LEGAL DESCRIPTION ONLY.



DESCRIPTION:

A parcel of land situated in Section 14, Township 28 South, Range 16 East, Oldsmar, Pinellas County, Florida, described as follows:

Commence at the Point of Intersection of the Northerly Right-of-Way line of S.R. 584, and the easterly Right-of-Way line of Forest Lakes Boulevard as a Point of Reference; thence run N 22° 32' 54" E, along the easterly Right-of-Way of said Forest Lakes Boulevard, 642.58 feet; thence S 89° 38' 49" E, 1,088.01 feet to the POINT OF BEGINNING; thence continue S 89° 38' 49" E, 128.29 feet; thence S 21° 04' 07" W, 322.57 feet; thence N 68° 55' 53" W, along the southerly line of Florida Power Corporation Easement, 119.90 feet; thence N 21° 04' 07" E, 277.19 feet to the POINT OF BEGINNING.

Contains 0.82 acres M.O.L.

CERTIFICATION:

I Hereby Certify That This Survey Meets The Minimum Requirements Of The F.S.P.L.S And The F.L.T.A. And Is A Correct Representation Of The Property Described To The Best Of My Knowledge And Belief.

Harold L. Overbeck, Fla. Reg Land Surveyor No. 2912

Date :
Scale :

H.L. Overbeck, inc.  
1100 New York Avenue  
Dunedin, Florida 33528  
(813) 734-7805

Drawn By :
Revision :

NOT TO SCALE

# Wade-Trim

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## EXHIBIT A

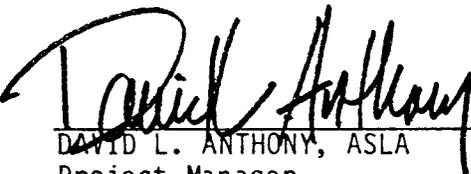
### CERTIFICATE OF SERVICE

I HEREBY CERTIFY that a true and correct copy of the Application for Development Approval and Sufficiency Response has been furnished to:

State of Florida  
Department of Community Affairs  
Bureau of Land and Water Management  
2571 Executive Center Circle East  
The Howard Building, Second Floor  
Tallahassee, Florida 32399

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



  
\_\_\_\_\_  
DAVID L. ANTHONY, ASLA  
Project Manager

CPL2:22  
DLA:rs  
CPL2001.01

EXHIBIT A-1  
CYPRESS LAKES LEGAL DESCRIPTION

July 15, 1987

The South 1/2 of the Southeast 1/4 of Section 35, Township 27 South, Range 16 East; the Southwest 1/4 of the Southwest 1/4 of Section 36, Township 27 South, Range 16 East; and portions of Sections 1, 2, 11, and 12, Township 28 South, Range 16 East; all in Pinellas County, Florida, and being further described as follows: From the South 1/4 corner of said Section 12, also being the Southwest corner of a Florida Power Corporation right-of-way as described in O.R. Book 4477, page 944, public records of Pinellas County, Florida; thence  $N00^{\circ}25'18''W$  along the Westerly boundary of said right-of-way a distance of 1520.43 feet to the Northerly boundary of a Florida Power Corporation right-of-way as described in O.R. Book 4477, page 942, public records of Pinellas County, Florida; thence  $N89^{\circ}53'28''W$  along said Northerly boundary a distance of 1256.99 feet to the Point of Beginning; thence continue  $N89^{\circ}53'28''W$ , 2679.82 feet to the Easterly R/W line of Forest Lakes Boulevard (a 110.00 foot R/W) as described in O.R. Book 4950, page 1263, public records of Pinellas County, Florida; thence Northerly along said Easterly right-of-way line by a non-tangent, non-radial curve to the right having a radius of 986.74 feet, a central angle of  $05^{\circ}20'26''$ , a chord bearing  $N53^{\circ}48'20''E$ , 91.94 feet, an arc of 91.98 feet; thence  $N56^{\circ}28'33''E$ , 1250.03 feet; thence by a curve to the left having a radius of 1096.74 feet, a central angle of  $86^{\circ}50'39''$ , a chord bearing  $N13^{\circ}03'14''E$ , 1507.73 feet, an arc of 1662.35 feet; thence  $N30^{\circ}22'06''W$ , 2058.90 feet; thence by a curve to the right having a radius of 2579.45 feet, a central angle of  $46^{\circ}16'41''$ , a chord bearing  $N07^{\circ}13'46''W$ , 2027.26 feet, an arc of 2083.43 feet; thence  $N15^{\circ}54'35''E$ , 3377.47 feet to the Township line dividing Township 27 South from Township 28 South; thence  $N89^{\circ}14'08''W$  along said Township line a distance of 2579.15 feet to the South 1/4 corner of Section 35; thence  $N01^{\circ}14'32''W$  along the North-South centerline of Section 35 a distance of 1322.83 feet to the Northwest corner of the South 1/2 of the Southeast 1/4 of Section 35; thence  $S89^{\circ}02'18''E$  along the Northerly boundary of said South 1/2 a distance of 2655.35 feet to the section line dividing Section 35 from said Section 36, being also the Northwest corner of the Southwest 1/4 of the Southwest 1/4 of Section 36; thence  $S89^{\circ}14'24''E$  along the 40 acre line a distance of 1330.55 feet to the Northeast corner thereof; thence  $S01^{\circ}22'04''E$  along the 40 acre line a distance of 1313.92 feet to the Township line; thence  $S01^{\circ}16'04''E$  along the 40 acre line of Section 1 a distance of 1344.43 feet; thence  $S89^{\circ}22'38''E$  along the 40 acre line a distance of 792.32 feet; thence  $S01^{\circ}02'26''E$ , 1342.28 feet to the East-West centerline of Section 1; thence  $S89^{\circ}31'18''E$ , 524.62 feet to the center of Section 1; thence continue  $S89^{\circ}31'18''E$ , 1313.16 feet to the Westerly boundary of a Florida Power Corporation right-of-way as described in O.R. Book 4477, page 943, public records of Pinellas County, Florida; thence  $S00^{\circ}14'59''E$  along said Westerly right-of-way line a distance of 1832.00 feet; thence  $S75^{\circ}00'00''W$ , 1332.57 feet to the North-South centerline of Section 1; thence  $S00^{\circ}53'19''E$  along said North-South centerline a distance of 491.97 feet to the South 1/4 corner of Section 1; thence  $N89^{\circ}51'11''W$  along the Southerly boundary of Section 1 a distance of 608.95 feet; thence  $S00^{\circ}15'01''E$ , 2685.79 feet to the East-West centerline of Section 12; thence  $S89^{\circ}51'10''W$  along said centerline a distance of 640.00 feet; thence  $S00^{\circ}25'18''E$ , 1170.61 feet to the Point of Beginning.

Containing 725.4619 total acres, more or less.

EXHIBIT C  
 CYPRESS LAKES  
 DRI PROPORTIONATE FAIR SHARE CONTRIBUTION

ROAD	LINK	XTG SEC	LENGTH MILES	PROPOSED SECTION	PROPOSED IMPROVEMENT	IMPROVEMENT COST	FAIRSHARE
SR. 584	McNullen Booth to SR. 586	2LU	1.25	2LD	Add 1 Lane	\$625,000	\$220,000
SR. 584	SR. 586 to CR. 233	2LD	0.94	4LD	Add 2 Lanes	\$940,000	\$211,000
SR. 584	CR. 233 to Cypress Lakes	2LD	0.31	4LD	Add 2 Lanes	\$310,000	\$56,000
SR. 584	Cypress Lakes to Gln Cong	2LD	0.50	4LD	Add 2 Lanes	\$500,000	\$193
SR. 580	SR. 590 to CR. 233	2LU	0.63	2LD	Add 1 Lane	\$315,000	\$49,186
SR. 580	SR. 584 to Racetrack Rd.	2LD	0.44	4LD	Add 2 Lanes	\$440,000	\$77,943
SR. 580	Racetrack Rd. to SR. 576	2LD	5.00	4LD	Add 2 Lanes	\$5,000,000	\$607,143
McNullen Booth Rd.	Brooker Creek Rd. to Tarpon Woods	2LU	9.30	2LD	Add 1 Lane	\$405,000	\$59,203
McNullen Booth Rd.	SR. 580 to SR. 588	2LU	5.90	2LD	Add 1 Lane	\$1,800,000	\$167,442
							*****
							\$1,640,917

EXHIBIT D

TRANSPORTATION MITIGATION COST

A. East-West Connector Road

1.	Right-of-Way Cost	A) Forest Lakes Blvd. from 584 to Intersection w/N-S Rd. 82,700 SF @ 8.00/SF =	=	\$ 661,600.00
		B) E-W Rd. from Intersection w/N-S Rd. to E. Property Line 448,800 SF @ 5.00/SF =	=	\$2,244,000.00
2.	Design		=	\$ 54,678.00
3.	Construction		=	\$2,025,000.00
4.	Drainage	87,000 SF @ 6.64/SF	=	\$ 577,680.00

B. North-South Road

1.	Right-of-Way Cost	436,600 SF @ 6.64/SF	=	\$2,899,024.00
2.	Design		=	\$ 35,000.00
3.	Construction		=	\$1,673,750.00
4.	Drainage	43,500 SF @ 6.64/SF	=	\$ 285,750.00

C. SR 584

1.	Right-of-Way	28,575 SF @ 10.00/SF	=	\$ 285,750.00
2.	Drainage	130,680 SF @ 10.00/SF	=	\$1,306,800.00

D. Forest Lakes Boulevard Right-of-Way Costs Included in A

E. Transportation Study Contribution \$ 105,000.00

July 15, 1987  
CPL2001.01  
CPL2:18

EXHIBIT E

PHASE I TRANSPORTATION IMPROVEMENTS AND IMPROVEMENTS  
IN THE TRANSPORTATION IMPROVEMENTS PROGRAM

PART I - PHASE I - TRANSPORTATION IMPROVEMENTS

- (1) Increase the capacity of SR. 584 from McMullen Booth Road to SR. 580
- (2) Increase the capacity of SR. 580 from SR. 590 to CR. 233 (Forest Lakes Boulevard)
- (3) Increase the capacity of SR. 580 from SR. 584 to SR. 576
- (4) Increase the capacity of McMullen Booth Road from Tarpon Woods Boulevard to SR. 584
- (5) Increase the capacity of McMullen Booth Road from SR. 580 to SR. 588
- (6) Improve the McMullen Booth Road/SR. 584 intersection \*
- (7) Improve the SR. 586/SR. 584 intersection \*
- (8) Improve the Forest Lakes Boulevard (CR. 233)/SR. 584 intersection \*
- (9) Improve the Cypress Lakes entrance/SR. 584 intersection \*
- (10) Improve the Gim Gong Road/SR. 584 intersection
- (11) Improve the SR. 580/SR. 584 intersection \*
- (12) Improve the CR. 233/SR. 580 intersection \*
- (13) Improve the Race Track Road/SR. 580 \*
- (14) Improve the SR. 576/SR. 580 intersection \*
- (15) Improve the SR. 580/SR. 590 intersection \*
- (16) Improve the McMullen Booth Road/SR. 580 intersection \*

\*Intersections included in link improvements.

PART II - PHASE I - IMPROVEMENTS IN TRANSPORTATION IMPROVEMENT PROGRAM  
AND CONSTRUCTED

<u>Roadway</u>	<u>Segment</u>	<u>Lanes</u>	<u>Funding</u>	<u>Construction Year</u>
SR. 584	SR. 586 to SR. 580	3L(U)	FDOT	1986
SR. 580	SR. 584 to SR. 576	3L(U)	FDOT	1986
McMullen Booth Rd	Tarpon Woods Blvd. to SR. 584	4L(D)	Pinellas County	1988-90
McMullen Booth Rd	At SR. 580	Major Intersection Improvement	FDOT	1986

July 15, 1987

## CYPRESS LAKES LEGAL DESCRIPTION

July 15, 1987

The South 1/2 of the Southeast 1/4 of Section 35, Township 27 South, Range 16 East; the Southwest 1/4 of the Southwest 1/4 of Section 36, Township 27 South, Range 16 East; and portions of Sections 1, 2, 11, and 12, Township 28 South, Range 16 East; all in Pinellas County, Florida, and being further described as follows: From the South 1/4 corner of said Section 12, also being the Southwest corner of a Florida Power Corporation right-of-way as described in O.R. Book 4477, page 944, public records of Pinellas County, Florida; thence  $N00^{\circ}25'18''W$  along the Westerly boundary of said right-of-way a distance of 1520.43 feet to the Northerly boundary of a Florida Power Corporation right-of-way as described in O.R. Book 4477, page 942, public records of Pinellas County, Florida; thence  $N89^{\circ}53'28''W$  along said Northerly boundary a distance of 1256.99 feet to the Point of Beginning; thence continue  $N89^{\circ}53'28''W$ , 2679.82 feet to the Easterly R/W line of Forest Lakes Boulevard (a 110.00 foot R/W) as described in O.R. Book 4950, page 1263, public records of Pinellas County, Florida; thence Northerly along said Easterly right-of-way line by a non-tangent, non-radial curve to the right having a radius of 986.74 feet, a central angle of  $05^{\circ}20'26''$ , a chord bearing  $N53^{\circ}48'20''E$ , 91.94 feet, an arc of 91.98 feet; thence  $N56^{\circ}28'33''E$ , 1250.03 feet; thence by a curve to the left having a radius of 1096.74 feet, a central angle of  $86^{\circ}50'39''$ , a chord bearing  $N13^{\circ}03'14''E$ , 1507.73 feet, an arc of 1662.35 feet; thence  $N30^{\circ}22'06''W$ , 2058.90 feet; thence by a curve to the right having a radius of 2579.45 feet, a central angle of  $46^{\circ}16'41''$ , a chord bearing  $N07^{\circ}13'46''W$ , 2027.26 feet, an arc of 2083.43 feet; thence  $N15^{\circ}54'35''E$ , 3377.47 feet to the Township line dividing Township 27 South from Township 28 South; thence  $N89^{\circ}14'08''W$  along said Township line a distance of 2579.15 feet to the South 1/4 corner of Section 35; thence  $N01^{\circ}14'32''W$  along the North-South centerline of Section 35 a distance of 1322.83 feet to the Northwest corner of the South 1/2 of the Southeast 1/4 of Section 35; thence  $S89^{\circ}02'18''E$  along the Northerly boundary of said South 1/2 a distance of 2655.35 feet to the section line dividing Section 35 from said Section 36, being also the Northwest corner of the Southwest 1/4 of the Southwest 1/4 of Section 36; thence  $S89^{\circ}14'24''E$  along the 40 acre line a distance of 1330.55 feet to the Northeast corner thereof; thence  $S01^{\circ}22'04''E$  along the 40 acre line a distance of 1313.92 feet to the Township line; thence  $S01^{\circ}16'04''E$  along the 40 acre line of Section 1 a distance of 1344.43 feet; thence  $S89^{\circ}22'38''E$  along the 40 acre line a distance of 792.32 feet; thence  $S01^{\circ}02'26''E$ , 1342.28 feet to the East-West centerline of Section 1; thence  $S89^{\circ}31'18''E$ , 524.62 feet to the center of Section 1; thence continue  $S89^{\circ}31'18''E$ , 1313.16 feet to the Westerly boundary of a Florida Power Corporation right-of-way as described in O.R. Book 4477, page 943, public records of Pinellas County, Florida; thence  $S00^{\circ}14'59''E$  along said Westerly right-of-way line a distance of 1832.00 feet; thence  $S75^{\circ}00'00''W$ , 1332.57 feet to the North-South centerline of Section 1; thence  $S00^{\circ}53'19''E$  along said North-South centerline a distance of 491.97 feet to the South 1/4 corner of Section 1; thence  $N89^{\circ}51'11''W$  along the Southerly boundary of Section 1 a distance of 608.95 feet; thence  $S00^{\circ}15'01''E$ , 2685.79 feet to the East-West centerline of Section 12; thence  $S89^{\circ}51'10''W$  along said centerline a distance of 640.00 feet; thence  $S00^{\circ}25'18''E$ , 1170.61 feet to the Point of Beginning.

Containing 725.4619 total acres, more or less.

July 15, 1987

From the Southwest corner of Section 14, Township 28 South, Range 28 East, Pinellas County, Florida, run  $N00^{\circ}05'58''E$  along the Westerly boundary of Section 14 a distance of 1077.43 feet to the Northerly R/W line of State Road 584; thence  $S68^{\circ}55'53''E$  along said line a distance of 939.09 feet to the Easterly R/W line of Forest Lakes Boulevard (a 110.00 foot R/W) as described in O.R. Book 4950, page 1263, public records of Pinellas County, Florida, for a POINT OF BEGINNING; thence  $N22^{\circ}32'54''E$  along said Easterly R/W line a distance of 1541.55 feet; thence 929.98 feet along a curve to the right having a radius of 986.74 feet, a central angle of  $54^{\circ}00'00''$ , and a chord of 895.94 feet; thence  $N76^{\circ}32'54''E$ , 1011.97 feet; thence 1842.39 feet along a curve to the left having a radius of 1096.74 feet, a central angle of  $96^{\circ}15'00''$ , and a chord of 1633.27 feet; thence  $N19^{\circ}42'06''W$ , 1414.66 feet; thence 108.57 feet along a curve to the right having a radius of 986.74 feet, a central angle of  $06^{\circ}18'15''$ , and a chord of 108.51 feet; thence departing said R/W along the now existing R/W line of Forest Lakes Boulevard (a 150.00 foot R/W) 201.85 feet along a non-radial, non-tangent curve to the left having a radius of 1116.74 feet, a central angle of  $10^{\circ}21'22''$ , and a chord of 201.57 feet; thence  $N39^{\circ}09'02''W$ , 37.60 feet to the Westerly R/W line of Forest Lakes Boulevard (a 110.00 foot R/W) as described in O.R. Book 4950, page 1265, public records of Pinellas County, Florida; thence continue  $N39^{\circ}09'02''W$ , 337.85 feet; thence  $N50^{\circ}50'58''E$ , 213.22 feet to the Southerly line of a Florida Power R/W as described in O.R. Book 4477, page 942, public records of Pinellas County, Florida; thence  $S89^{\circ}53'28''E$  along said line a distance of 109.68 feet to the westerly R/W line of Forest Lakes Boulevard (a 110.00 foot right-of-way) as described in O.R. Book 4950, page 1265, public records of Pinellas County, Florida; thence continue  $S89^{\circ}53'28''E$ , 117.34 feet to the Easterly R/W line of Forest Lakes Boulevard (a 110.00 foot R/W) as described in O.R. Book 4950, page 1263, public records of Pinellas County, Florida; thence continuing along the Southerly line of the aforesaid Florida Power R/W  $S89^{\circ}53'28''E$ , 3404.81 feet; thence  $S00^{\circ}04'26''E$ , 2814.93 feet; thence  $S61^{\circ}20'12''W$ , 529.92 feet; thence  $S87^{\circ}40'45''W$ , 529.92 feet; thence  $S71^{\circ}51'26''W$ , 347.00 feet; thence  $S43^{\circ}14'46''W$ , 610.89 feet; thence  $S00^{\circ}14'58''W$  along a line 33.00 feet Westerly from and parallel with the Easterly line of Section 14 a distance of 1486.20 feet to the City Limits of Oldsmar; thence continue  $S00^{\circ}14'58''W$ , 361.11 feet; thence  $N89^{\circ}43'02''W$ , 609.51 feet; thence  $S00^{\circ}12'21''W$ , 315.00 feet; thence  $N89^{\circ}39'14''W$ , 669.58 feet; thence  $N89^{\circ}40'08''W$ , 518.51 feet; thence  $S38^{\circ}54'12''W$ , 147.88 feet; thence  $S58^{\circ}56'53''E$ , 323.53 feet; thence  $S38^{\circ}38'26''W$ , 50.44 feet; thence  $N58^{\circ}56'53''W$ , 300.00 feet; thence  $S48^{\circ}48'09''W$ , 326.44 feet; thence  $S21^{\circ}04'07''W$ , 240.00 feet; thence  $S68^{\circ}55'53''E$  along a line 110.00 feet Northerly from and parallel with the centerline of R/W of State Road 584 a distance of 355.00 feet; thence  $S21^{\circ}04'07''W$ , 50.00 feet; thence  $N68^{\circ}55'53''W$ , 279.97 feet; thence  $S21^{\circ}04'07''W$ , 10.00 feet to the Northerly R/W line of State Road 584 (a 100.00 foot R/W); thence  $N68^{\circ}55'53''W$  along said Northerly R/W line a distance of 696.39 feet; thence  $N21^{\circ}04'07''E$ , 1199.68 feet to the City Limits of Oldsmar; thence  $N89^{\circ}38'49''W$  along said line a distance of 359.35 feet; thence  $S21^{\circ}04'07''W$ , 322.57 feet to the Southerly line of a 100.00 foot Florida Power easement as described in Clerk's Instrument No. 128625; thence  $N68^{\circ}55'53''W$  along said Southerly easement line a distance of 260.42 feet; thence  $S00^{\circ}05'58''E$ , 804.27 feet to the Northerly R/W line of the aforementioned State Road No. 584; thence  $N68^{\circ}55'53''W$  along said Northerly R/W line a distance of 1115.20 feet; thence  $N21^{\circ}04'07''E$ , 50.00 feet; thence  $N68^{\circ}55'53''W$ , 60.00 feet; thence  $S21^{\circ}04'07''W$ , 50.00 feet; thence  $N68^{\circ}55'53''W$ , 8.98 feet to the Point of Beginning.

Containing 440.6288 total acres, more or less.

## EXHIBIT F

### DESCRIPTION OF TRANSPORTATION MITIGATION PROJECTS

#### I. East-West Connector Road

The East-West Connector Road extends from the intersection of Forest Lakes Boulevard and SR. 584, northeasterly approximately 4500 feet along Forest Lakes Boulevard. The East-West Connector Road then extends easterly to the east property line of the Cypress lakes Development. The East-West Road is planned as a link between Pinellas County and northern Hillsborough County. The route as described is a part of the Pinellas County's Metropolitan Planning Organization's Year 2010 Long Range Highway Plan herein after referred to as the "MPO Plan" as amended on December 19, 1986 and further described in MPO correspondence dated January 15, 1987 (copy attached and maps a part hereof).

The East-West Connector Road is designed to function at a higher design capacity than a major arterial due to the access control provided by minimizing the median openings and parcel access locations as detailed in the alignment map attached and made a part hereof. Service roads intersecting the East-West Road at the locations indicated on the alignment map will provide primary access to the parcels fronting the East-West Connector Road right-of-way. Signalization of these intersections with the East-West Connector Road will be limited. Additional storage lanes for left or right turning movements to ingress or egress parcels is anticipated and encouraged to limit the queuing of vehicles within the through lanes of the road.

The East-West Connector will be constructed in three phases:

1. Two lane divided urban section with 10' shoulders (4' paved), to be constructed by the Developer. Refer to typical section attached and made a part hereof. The developer will initiate construction of lanes three and four when Phase I is 50% complete and the segment to the west (CR. 233) is expanded to four lanes.

2. Six lane divided urban section to be placed in the TIP by the County when total trips on the two lane facility exceed 14,800 daily.
3. Implementation of the facility approved as part of the MPO Plan shall be placed in the TIP by the County when warranted by future traffic studies approved by the County.

The design criteria for the East-West Connector Road as required by Pinellas County are set forth below.

#### Right-of-Way

The Developer will provide a minimum of 133 feet of right-of-way for the main roadway corridor. The Developer will also provide for the implementation of an internal roadway network which limits ingress and egress points consistent with the planned "enhanced arterial" status of the roadway. The project's internal roadway system will be planned and aligned to support the MPO Plan. The internal roadways are shown conceptually on the alignment map.

Additional right-of-way shall be provided at the intersections of the East-West Connector and Forest Lakes Boulevard and one other internal crossover point within the development. The exact extent of right-of-way required for intersections will be determined during the design phase of the East-West Connector Road and will be planned to allow for future construction of the intersection facilities approved in the MPO Plan.

#### Design Criteria

The Developer will contract to provide plans for the ultimate six lane urban, enhanced arterial highway, including the design for the initial two lane divided section with 10 foot shoulders (4 foot paved) as shown on Exhibit 2.

The alignment for the proposed East-West Connector Road should provide a 65 mph design speed with maximum curvature of 4.75 degrees, and a maximum superelevation of 8.0%. Curves three and four as shown on the alignment map, will be designed initially for speeds of less than 60 mph since these sections will be reconstructed within the designated right-of-way to accommodate interchanges and overpasses required for the ultimate limited access design to be provided by Pinellas County.

The East-West Connector will be an evacuation route, therefore, minimum roadway elevation will be above the 100 year flood level.

Intersection/median openings at 5+00, 11+00, 31+00 and 64+00 will be closed when the road becomes a controlled access facility.

The enhanced arterial designation of the East-West Connector Road is defined in the adopted Pinellas County Year 2010 Long Range Highway Plan. This designation includes the limitation or elimination of curb and median openings, the provision of access to adjacent property by means of service roads or an internal network of streets, the construction of interchanges at selected intersections, and the establishment of land use control measures where applicable to protect the roadway capacity.

Drainage will be designed for the six lane urban divided configuration. During the initial phase, roadway drainage will be conveyed by open ditches to detention ponds designed and sized for the six lane roadway.

The Engineer will coordinate design with Pinellas County Engineering Department and will provide plans for 30%, 60%, and final reviews by the County. In order to expedite the construction of the initial phase, Pinellas County and City of Oldsmar will provide plan review within 14 days of submittal.

## Construction

Construction of the first phase will commence immediately after approval of the roadway plans and specifications. The Developer will contract directly with a Contractor and will engage an Engineer to provide construction administration and inspection services throughout the project.

### II. North-South Connector Road

The North-South Connector Road extends from SR. 584 northerly to the intersection of the East-West Connector Road and Forest Lakes Boulevard. The North-South route will serve as a major access and service route for development between the East-West Connector and S.R. 584 and will provide traffic relief for the East-West Connector. The facility will be designed and constructed to provide four through traffic lanes and left and right turn storage lanes at all entrances to sites fronting on the roadway. Provisions for double left turn areas will be provided at the East-West Road and SR. 584. The design criteria for the North-South Connector Road, as required by the City of Oldsmar, are set forth below.

#### Right-of-Way and Design Criteria

The North-South Connector Road will be a four lane divided urban arterial designed for a 45 MPH design speed within a 94 foot ROW. The ROW will be expanded where necessary to accommodate the turn lanes referenced above.

#### Construction

The North-South Connector will be constructed coincident with the initial phase of the East-West Connector Road. Funding for design, construction administration, inspection and construction costs will be provided by the Developer. Provided, however, the City shall be the applicant for any environmental permits associated with construction of the road.

### III. Internal Roadway Network

The Internal Roadway Network is shown conceptually in the attached alignment map and made a part hereof. These roadways will be designed to serve as alternatives to frontage roads. The site plan review process shall assure that each parcel fronting on the East-West Connector Road has alternative means of ingress and egress prior to any development approval. The design criteria for the internal roadway network as required by the City of Oldsmar are set forth below.

Right-of-Way

Internal Roadway Network components shall be two lane urban sections constructed on 60 foot right-of-ways.

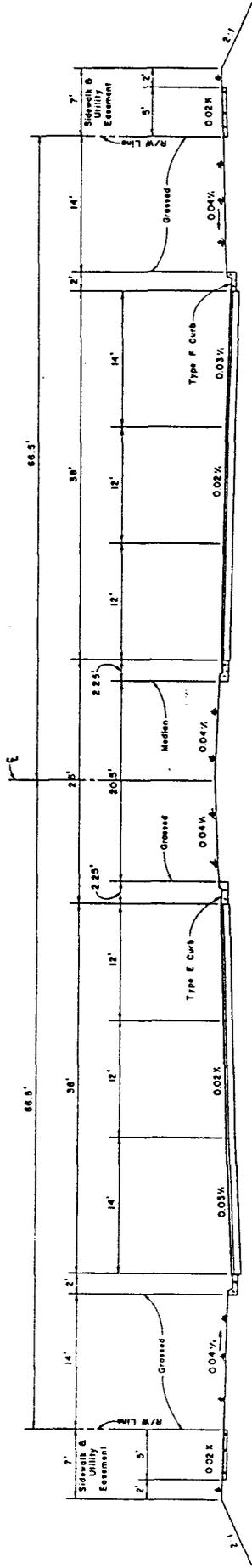
Design Criteria

Internal Roadway Network components shall be two lane urban facilities designed for a 30 MPH design speed.

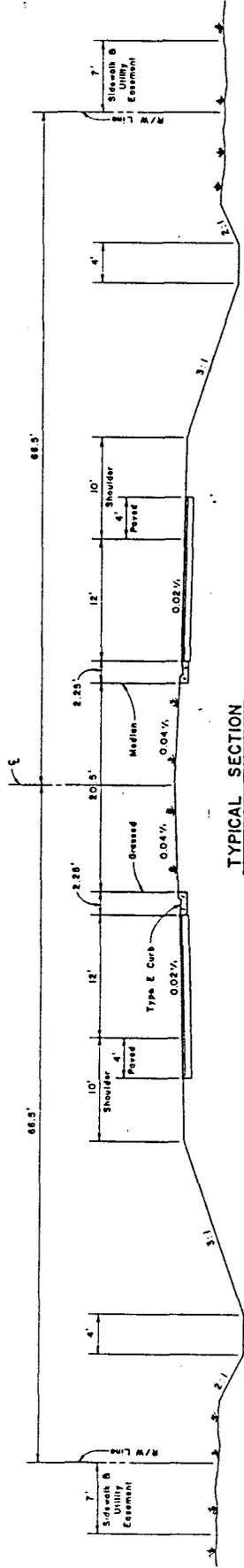
Construction

These roadways shall be constructed and in place prior to occupancy of any site plan requiring any ingress or egress to such roadway. These roadways shall be constructed by the developer.

July 15, 1987  
CPL2001.01  
CPL2:14



**TYPICAL SECTION**  
FINAL PHASE  
6 LANE URBAN



**TYPICAL SECTION**  
INITIAL PHASE

EXHIBIT E

THE MILFORD CORPORATION AND CYPRESS LAKES INDUSTRIAL PARK LTD. HOLLYWOOD LAND DEVELOPMENT CO., INC.		<b>Wade-Trim</b> CIVIL ENGINEERS 1000 N. W. 10th Ave. Fort Lauderdale, Fla. 33304 Phone: 305-463-1111	PROPOSED TYPICAL SECTIONS "EAST-WEST CONNECTOR ROAD"	222 2047 01 JULY 8, 1987
			SHEET NO. 1 OF 1	DATE